

**GNSO
Operations Steering Committee (OSC) GNSO Council Operations Work Team
12 August 2009 at 15:00 UTC**

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Participants on the Call:

Ray Fasset
Wolf Ulrich Knobon
Ron Andruff
Rob Hoggarth

Staff:

Julie Hedlund
Glen de Saint Gery
Gisella Gruber-White

Apologies:

Tony Holmes
Ken Stubbs

Coordinator: The recordings have been started.

Gisella Gruber-White: Lovely. Thank you very much (Nicola). Good morning. Good afternoon everyone. On today's call we have Ray Fassett, Wolf-Ulrich Knobon, Ron Andruff and from staff we have Julie Hedlund, Glen DeSaintgery and myself, Gisella Gruber-White. And apologies Tony Holmes (and Ken Stubbs)

Thank you. Over to you (Ray).

Ray Fasset: Thank you very much everybody for joining in today and accommodating the slight change of schedule, one hour ahead of time then usual. I think today's agenda has been fairly well clear cut.

We're focusing really on the rules of procedure and then we - and as part of last call we had we identified sections to dive into first and then sections to - that are perhaps a little bit more involved to discuss later.

And in today's meeting we decided to hone in on sections 4.2, 4.3, 5.1, 5.2, 5.3, 5.5, 5.6 and 5.7. Has everybody had a chance to review those?

Ron Andruff: Yes.

Wolf-Ulrich Knoben: Yes (Ray) I did. And I sent also my comments to you. I hope you received that.

Ray Fasset: Yes.

Wolf-Ulrich Knoben: And - but at first I would a first question (Ray).

Ray Fasset: Sure.

Wolf-Ulrich Knoben: That is regarding this section which we are not going to address in the operations, the procedures here. So the question from me is, for example, (unintelligible) and some things. So the question for me is who is going to (deliver) those chapters?

Ray Fasset: Well (looking out) for clarification. Do you mean the sections that are covered by the ICANN bylaws or do you mean the sections that we are not - we are choosing to cover later?

Wolf-Ulrich Knoben: Oh it's both. You know, because there are some sections that used to be in the bylaws and sections which are supposed, as I understand, the last

popu- the last bylaw amendments which are for public comment at the time being.

And there are some proposals that are to remove some sections to the - actually to the (town)'s operating procedures. That's the one thing.

So - and then we have in the document which Julie provided for us, we have some articles or some sections, for example, the GNSO council sections and something which is dealing with voting and so - and which we should not deal with so I understood. So the question for me is who is going to deliver those sections?

Ray Fasset: Can you give me a specific section that you have - that you're looking at?

Wolf-Ulrich Knoben: The things which are dealing with...

Ray Fasset: You mean like section 4.1? What specific one?

Wolf-Ulrich Knoben: Anything which is dealing with - which one of them - is just as - for example - (two).

Ron Andruff: Well I think what Wolf, what you're saying, for example number one, description and organization it says, "See ICANN bylaws." Number 2, generic names organizations, it says, "See ICANN bylaws." You're referring to that, are you not?

Wolf-Ulrich Knoben: Yes. And these, for example, are dealing with voting. So we have different chapters dealing with voting. And some are on the bylaws. Some are supposed to be removed from the bylaws to operating procedures. So this is for me not very much clear.

Julie Hedlund: This is Julie. Perhaps I could help with a little bit of an explanation since Wolf-Ulrich Knoben did not have the benefit of being on last week's call where I did

give a fairly extensive explanation of this document and where it stands at this point. That would be helpful

Ray Fasset: Yes Julie. Please go ahead.

Wolf-Ulrich Knoben: Yes.

Julie Hedlund: So this document was reflects the bylaws, proposals as they stand right now and as they've put out for public comment. And these have been extensively reviewed and so I think the sense is that there would be relatively minor changes, if any, after the public comment process and these would be presented for approval which is why I have not previously sent around the document, you know, while there was still a lot of discussion on the bylaws, I hadn't around the document to include bylaws changes because they were still influx.

But now they are very close to being completed and so as I went through the bylaws and the procedures document I pulled in those references to the bylaws that where basically material is now not going to be included in the procedures and instead will be addressed in the bylaws.

And so in this document, this reflects the current standing which is very likely to be approved - well for example, I sent around to all of you -- and this is a very good suggestion from Wolf-Ulrich -- to send around the GNSO council restructure implementation timelines that staff had provided to the council on August 10th.

And if you look at that timeline the activity for the bylaws amendment is that they are out for public comment. That public comment period closes on the 24th of August and it is expected that there will be a board action for approval of those bylaws amendments on the 27th of August, so really quite soon.

And so I anticipate that the bylaws, as they stand and as they are reflected in the procedures document are what they will be. So that gets to Wolf-Ulrich's second question and that is to what extent that things are not in the bylaws and are in the GNSO council procedures, that is reflected in the current document that we are referring to for our changes now.

So if it is in this document at this time, you know, and if it's there, if it's something that we need to deal with on this work team it's in yellow in the current document that I have sent around. If it is not in yellow then it is not something that we need to do with.

Now I think that some of the sections where Wolf-Ulrich Knoben has commented are not showing up as yellow in this document as I see - I'm looking at Wolf-Ulrich's version. But those sections that are not highlighted in yellow are sections that this work (pane) does not have to deal with.

And it's recognized that the procedures will be - changes to the procedures will be happening sequentially in that we will recommend the changes that we must do in this work team that are necessary in order to seat the council in Seoul.

But the PDP working - work team and the workgroup work team also are making - will be making recommendations for changes to what is currently annex A in the bylaws.

Until those changes are complete, the procedures - the procedure document will continue to refer to the bylaws and to annex A. And that's really just for reference to this group but the point is is that the procedures in a way are an evolving document. They will not be necessarily final documents at the time that the council is seated in Seoul but they will contain the necessary information in order that the GNSO council in Seoul will be able to accept their work.

And that is that they will be able to elect a council chair, elect a vice chair. They will be able to vote on routine non-policy development process business. And they will be able to know what to do as far taking minutes and, you know, conducting the meeting in general.

And those are all of the things that this work team is supposed to be addressing in the exercise we're engaging in here in August.

Ray Fasset: Yes, I mostly agree with that as the chair. I mostly agree with everything that Julie just said and from a blocking and tackling standpoint just updating the document in a manner that reflects the new bi (cameral) structures, for example.

The only thing I might massage a little bit in there is that it's not that our work team is not to be concerned with or care about, it's that there are different venues of discussion going on as it pertains to the - to this document.

So those that reflect ICANN's bylaws, there's a venue there, a public comment process that any one of us can't participate in in that venue. And then there's - as Julie mentioned there's a PDP work team and those sections are in their venue.

And then there are sections then that have been identified that are within our venue and where we then look at those sections and say, "Okay what is needed here in order to be able to seat this council so that they can function as part of the meeting in October?"

Does that provide some clarity Wolf?

Wolf-Ulrich Knoben: Yes, yes. Thank you. Thank you very much. It's just - see - so I think - so for example, if you look at the documents, the bylaw revision documents which is at the time being on public com- for public comment.

Ray Fasset: Right.

Wolf-Ulrich Knoben: So you will identify that, some sections and paragraphs, which are - have a footnote and it says - paragraph eight, for example, (if they) commented, "For removal from the bylaws to - and relocated to council for adding (words) and procedures." So that means I think so that we have to deal with this. Is that right?

Julie Hedlund: Yes Wolf, let me pull up that section. What section is that and I'll look in the bylaws?

Wolf-Ulrich Knoben: That's (tog off) - that's section ten, you mean -the chapter eight, chapter ten and under section three, GNSO council Number 8 - 8 and 9 both.

Julie Hedlund: Okay -- 8 and 9. Let me just check and see what I have here.

Wolf-Ulrich Knoben: That is (looking) at the note.

Julie Hedlund: Okay. Hang on and I'm going to - I'm going to look at that section. I'm going to pull up that section in the bylaws because I had hoped that I reflected everything that should be where it should be but if I haven't, that's a very good point. So let me look at that. I might - that might take me a few minutes so...

Wolf-Ulrich Knoben: There's something - there's some sub paragraph for number eight - 8A until 8F and there is some - the number nine is dealing with (up) service and these things.

Julie Hedlund: Okay.

Ray Fasset: Okay so if I understand the point correctly, there are some mention in the bylaws revisions that there are areas for the...

Wolf-Ulrich Knochen: Yes.

Ray Fasset: ...work to discuss.

Julie Hedlund: Yes. Let me check that while...

Ray Fasset: Yes.

Julie Hedlund: And I...

Ray Fasset: So it's a fair...

Julie Hedlund: It's going to take me a few minutes.

Ray Fasset: Yes.

Julie Hedlund: Because I need to be looking at the bylaws to see because I thought I went through these thoroughly because I need to understand what...

Ray Fasset: Well you have gone through them thoroughly Julie and we...

Julie Hedlund: Yes. Oh I know and I'm just - I was going to pull up this section Wolf was looking at but I don't want to hold up this discussion. What I might suggest is if you want to start with the sections that have been identified as - you know, some - one - some of the ones that (Ray)...

Ray Fasset: Yes.

Julie Hedlund: You know...

Ray Fasset: Yes. We can dive right in while you're doing that.

Julie Hedlund: Yes. And let me look at this on the side while you're doing that. I just don't want to hold things up.

Ray Fasset: Yes and I agree it's an excellent point and don't hesitate to raise those kind of points in email format as well. You know, that's an excellent point Wolf. I'm glad you brought it up.

But lets - with that said, why don't we as a work team go ahead with our suggested starting point here of going through these sections and just getting a sense amongst ourselves whether there are needs for changes. I guess we're starting with section 4.2. Do we agree with that?

Man: Yes.

Man: Agreed.

Ray Fasset: Okay. Now I'm going to throw out - my perspective is I just do not see material changes in any of these sections that have been identified for today.

Man: I agree with that, however, I would accept Wolf-Ulrich's contributions. I think that those contributions will just add to clarity.

Ray Fasset: Yes.

Man: But as far as everything that's been previously written I agree and I agree also with Wolf-Ulrich's things. There are a couple things where Wolf's put a note in supporting organizations, task force. Perhaps we could just clarify those.

Wolf-Ulrich Knoben: Let me just clarify. Wolf speaking. So are you talking about all the checks in yellow right now?

Ray Fasset: Well right now I - we could take them one by one as a matter of choice.

Wolf-Ulrich Knoben: I have only made my first comment was question was in chapter 5.2, a question about notice of meetings for example.

Ray Fasset: Okay so yes, okay. So I'm seeing some different color here. It's...

Wolf-Ulrich Knoben: Well I - it is green. So my question was about, you know, if you read the second paragraph of that, (important) regulations should be submitted to the chair for inclusion (within) no later then 14 days. And then the next one is all reportable (post regulations) with (unintelligible) which I'm not - items must be secretively change of council member 14 days before the meeting.

So (is it practical)? Because to send it to the (committees) to the chair is 14 days in advance and at the same time it should be (submitted) to the GNSO council members or if it's seriously to be done?

So that's not clear for me because that's the - GNSO chair has any right to do something with the submission. So what does it mean? You know, 14 days are 14 days. So you know what I mean? So I understand is it - is there a reason why it's called two times 14 days here or does it mean it should be submitted at the same time to the chair as well as to the council or is the chair the one who is going to submit it to the council and it could not be 14 days, you know what I mean?

Ron Andruff: Yes, Wolf, this is Ron. I think, you know, we're doing a split hairs here. Our job as a work team is to just review this document and make sure that it reflects back generally what the...

Wolf-Ulrich Knoben: Yes.

Ron Andruff: ...operations should be. We're not the final (operators) of that. The actual council will review these recommendations and make those determinations. So I think what you put here is logical. And the logic is simply to say that

report declarations should be submitted to the council members with enough lead time.

And whether that's 14 days, 10 days, 20 days, that will leave the council to make that determination. But I think the argument here is quite clear, that documents should be given to the council with enough lead time to review those documents.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: And if it doesn't get in the - it doesn't fit in whatever that period is, it'll have to fall on to the next calendar because it wasn't - didn't arrive at the appropriate time. So I think the logic of your thinking is right but in terms of it's not for us to determine these things so tightly.

Wolf-Ulrich Knoben: Yes okay.

Rob Hoggarth: Excuse me. This is (Rob) if I can interject as well on this.

Ray Fasset: Please Ron - (Rob).

Rob Hoggarth: Thanks. I understand your point on that, Ron, in terms of setting the parameters but I do recommend that if you guys do have slots about what that timing should be, you should certainly take the opportunity to make that recommendation.

As to Wolf's specif- Wolf-Ulrich's specific comment about 14 days and 14 days, I see that challenge as this is drafted right now in that it sort of puts the chair in a difficult situation where they have to receive the information and then immediately turn it back out.

Now I don't know if Glen is also on the call. My understanding...

Glen DeSaintgery: Yes (in fact) (Rob), yes.

Rob Hoggarth: Hi, Glen. My understanding is right now that timeframe is seven days.

Glen DeSaintgery: I was sending you a jabber about that. At the moment it is seven days. It's -- as long as I've known the council -- been seven days. There has been an exception when it refers to a policy document where a vote has to be taken that has to be sent to the board and that is usually 14 days in advance.

But what we have been doing is we have been - it's - a vote has to be taken that you sent to the board we've given heaps of time for the council and constituencies to go through the document. Am I clear?

Wolf-Ulrich Knoben: So yes does it mean - so the 14 days is just a new date, a period here. It used to be seven days on this.

Glen DeSaintgery: Yes.

Julie Hedlund: Well actually this is Julie. I didn't make any changes to this. This is the text that's directly from the Web site, the existing text. I do note that it says 14 in advance for policy issues.

Glen DeSaintgery: That's right.

Julie Hedlund: ...used for reports and declarations. So I don't - you know, I think as (Rob) says, if we're not comfortable with this time period - and I don't know why it's 14 instead of seven. It does say seven days in advance of the meeting for administrative issues and then 14 for policy and then the next paragraph has 14. I'm wondering if that was an error here that we need to correct.

Ray Fasset: Well from the staff point of view, what - how would you see that? How many days would you present in this regard?

Julie Hedlund: Well let's see, so as we're looking at notice of meeting 5.2 correct?

Man: Right.

Man: Yes.

Julie Hedlund: So advance notice of meetings posted at least seven days in advance for administrative issues, 14 days for policy issues, reports and declarations should be on the agenda in no more than 14 days and then agenda items distributed, 14 days before the meeting.

Given Wolf-Ulrich's question, my question would be do we want to say reports and declarations 14 days before the council meeting and then distributed to the members seven days before? Is there a discrepancy here? And I think that was Wolf's question too.

Wolf-Ulrich Knoben: Yes, that was my question.

Ron Andruff: I could live with 14 and seven days. That makes sense. So reports and declarations submitted to the chair 14 days and submit to the members seven days in advance of the meeting. That gives - at least gives the chair time to gather it and turn it around in a reasonable period of time.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: If that's the case, how it is written now will remain the same?

Ray Fasset: No, the second 14 will be changed to seven.

Julie Hedlund: This is Julie. That's what I have reflected in the document I'm marking up at the moment.

Ray Fasset: So the very last sentence would read, "Forthcoming agenda items must be distributed to the GNSO council members seven days before the meeting."

Ron Andruff: Correct.

Ray Fasset: Okay. I understand. I'm - I think that change makes sense.

Very good. So we can move to 5.3.

Wolf-Ulrich Knoben: Yes, 5.3 yes. So that was more a question of understanding from my side of 5.3 second paragraph, "Members representing the majority shall constitute a quorum for the transaction of business." So really what does that mean - the transaction of business? Is it - well to put physicians into business or what does it mean? So...

Ron Andruff: No, no. I think this is pretty standard language Wolf-Ulrich, in terms - transaction of business means that this member, this group, this GNSO council is going to gather to do the activities of the GNSO. And that's been - just has been defined here as transaction of business and acts of majority of vote.

So it's just a transaction of the daily activities so I don't think we need to get too close on that wordsmithing. I think that's pretty standard language.

Wolf-Ulrich Knoben: Good. Okay.

Ron Andruff: Well if that's okay I think that 5.3 looks good. From my point of view it's good to go with this inclusion.

Wolf-Ulrich Knoben: Yes.

Ray Fasset: Well I think we're moving right along. You don't have any discrepancies from me. Are there any other comments with regards to the other sections?

Ron Andruff: Well 5.4 chair, I wanted just to - Wolf-Ulrich's made a note here - task force.

Ray Fasset: Okay.

Ron Andruff: Why here? See 7. Wolf, perhaps you could clarify.

Wolf-Ulrich Knoben: I don't know what is the context - in which context (task) force support is here - mentioned. I - if you move to Number 7 then there is - I think there's something...

Ray Fasset: There's a section there on taskforce, yes.

Wolf-Ulrich Knoben: Section seven is taskforce. Isn't it? Yes.

Ray Fasset: Yes.

Wolf-Ulrich Knoben: So what does it mean here?

Ray Fasset: Well perhaps you're saying that it doesn't even belong here? We should be deleting it?

Ron Andruff: Yes.

Wolf-Ulrich Knoben: If that is right. I don't know if...

Ray Fasset: Yes.

Wolf-Ulrich Knoben: I couldn't see any context here.

Ray Fasset: I would agree with that. This is section 5.4, number of votes cast. It has nothing to do with taskforce report so that should be a deletion of those three words. We agree?

Ron Andruff: Yes.

Julie Hedlund: Yes. This is the way it had read before so I kept the same order. I do think this has to appear somewhere and it may be that we just revised where we've placed it. You're absolutely right, 5.4 numbers of vote cast deals with numbers of vote cast and that is now addressed in the bylaws.

It may be that we simply - a number - crea- you know, renumber and say, you know, 5.5 taskforce report, council report to the board, et cetera, and then you know, renumber as follows.

Wolf-Ulrich Knoben: Yes but council report is not taskforce report I understand.

Man: Right.

Ron Andruff: Exactly. That's...

Julie Hedlund: Well then what - and like I said I think that this may actually be an error in, you know, in the original document. I think what it's referring to here is not task force report. You're absolutely right. I think what it's referring to is if council report to the board and...

Ray Fasset: Well I think when we submit our documents to the OSC we're going to have a redline version. So I think what you might do here is just line out taskforce report and just put in parens work team fields. This was placed in error. Or is not appropriate in this section.

Julie Hedlund: Right. Or we can rename it and show that we changed taskforce report because it is actually included further. It's just, you know, anyway -- yes.

Ron Andruff: Yes but Julie, I'm going to interrupt you, sorry because I - once I read this, I mean, the section begins, you know, "5.4 number of votes cast," and there's

two things about the bylaws. And then it goes about a council report and then an agreement of the council.

I don't see that as having a headline in there. I agree with what the chair said. I think we delete taskforce report and just take it right out of there.

Julie Hedlund: Just take it out?

Ron Andruff: Yes, because there's going to be - under taskforce is a whole section of the bylaws that will address that because this council report to the board has something to do with the votes of super majority and the agreement of council. It's also about the vote. So both are - the following paragraphs are about vote, not about taskforce.

So for that point of view I would say, you know, whether it's going to be - you know, no point putting a headline in council reports to the board for one sentence and then another paragraph that goes back to the original group of...

Julie Hedlund: Yes, I see you're right. And I have reflected that here in the - so that I'm working up.

Rob Hoggarth And Julie, this is (Rob). We can talk about this offline but it also may just be a copy and paste issue. You'll recall that on the Web site there are old procedures and new procedures and in the new procedures the taskforce report line is actually a link and it looks like it's a link back to the original GNSO procedures.

Julie Hedlund: I see.

Rob Hoggarth So once you do that then you see a whole section on how taskforces are to be organized and pulled together. So that's something we should do offline, take a look at and see if there's another spot as the members are suggesting to put that into the procedures. It's not in this specific spot necessarily.

Julie Hedlund: I see. Yes, we'll talk about that offline because our - difficulties of what you do in a text jewel document as opposed to an online document.

Ray Fasset: Sure. I think we're all saying the same thing basically.

Julie Hedlund: That's fine. I have reflected that here in my notes and we'll take care of that.

Ray Fasset: Okay very good.

Julie Hedlund: I don't know if this would be a time that I could - I have spent - I spent a little bit of time looking at the comparison and bylaws amendments and in particular the section that - one of the footnotes that Wolf-Ulrich Knohen had asked about paragraph - the footnote to paragraph 8A-F. It says, "Recommended for removal from the bylaws and relocated to the council operating rules and procedures."

And then it notes several paragraphs that have been deleted. As near as I can tell, and I will - after this meeting I'll give a sort of annotated - a notation to each of you from where they appear - but this text is actually reflected in the version of the procedures that we are currently looking at.

So for instance, one of the paragraphs says, "Members of the GNSO council may participate in a meeting in the GNSO council through us of conference telephones or similar communications." That is in the current procedures that we're reviewing. It's further down in latter sections.

Another section, "Members entitled to cast the majority of the total number of votes at GNSO council (then offer) shall constitute a quorum of the transaction in business," and that is reflected in the quorum section.

Absentee voting is reflected also here - members that - you know, when they're absent and so on, and some of this has to do with the PDP process and that appears elsewhere as well.

And then the - another section is advanced notice of meeting shall be posted on the Web site. That's actually the section that we just dealt with with the seven days and 14 days. Another is F - talks about meeting minutes. That's reflected. And then there's another section that's there as well.

I'll make sure that these are there but as near as I can tell very quickly while we've been doing this, I think these - that these sections that came out of the bylaws are reflected in the current version of the procedures that we're reviewing at this time.

Ray Fasset: Okay I think that answer's Wolf's question.

Julie Hedlund: Does that make sense Wolf-Ulrich?

Wolf-Ulrich Knoben: It makes sense. Yes really. So I was wondering, you know, asking for example - I was commenting on when (it) was published first time. (Rob) knows that. And so for example, especially the absentee voting and so I understand that we have to then deal with it.

And if we come to an agreement then we have to include something or we could include my comments or whatever in that paragraph. Is that the way to do?

Julie Hedlund: It is in the procedures and there is a provision with respect to absentee voting that is absentee voting that is not related to the policy development process. It is in - it's a little bit further down in sections that we and this work team will be reviewing. And yes, absolutely you will have an opportunity, you know, to suggest other language, you know.

And then as well if you - you know, for those sections that remain in the bylaws, of course, you can - you know, you can comment on them as well. And I should mention that when I said earlier talking about the bylaws amendments being approved by the board on the 27th, they also could be changed if there are public comments that are compelling.

So please I didn't mean to suggest that there couldn't be changes that would result from the, you know, public comment process that is ongoing at this time.

Ray Fasset: Julie, yes this is the chair. That's well understood. We made a high level decision to rely upon them as best we could at a point in time understanding that there could be changes in the final versions.

So in order to advance our work we had - we chose to make the decision of relying upon them at a certain point in time.

Okay. In looking through the document that Wolf sent, I don't see any additional comments by Wolf. Is that correct?

Wolf-Ulrich Knoben: There was another question was...

Ray Fasset: Sure.

Wolf-Ulrich Knoben: If you look at 5.5.A, (the feature), just the page down, the last paragraph on that page, there was, "All means of meetings of the supporting organizations shall be approved," et cetera, et cetera. So I'm wondering - so we are talking about here council.

Ray Fasset: Yes. And then there is a distinction here between 5.5 and 5.5.A; 5.5.A is one way we identified last week that is going to likely require some time and effort and discussion by us in total versus 5.5.

Ron Andruff: Well (Ray). This is Ron.

Ray Fasset: Yes.

Ron Andruff: I mean, I've looked through that whole thing. From my point of view I don't see any issue. I think this is just a clean up of language. All minutes of the meetings of the GNSO.

Wolf-Ulrich Knoblen: The GNS - yes.

Ron Andruff: And you know, that solved that problem - and any councils thereof, you know, shall be approved, you know, and posted. So I think it's just a language issue that needs - instead of saying, "Supporting organizations," it just needs to say, "GNSO."

Wolf-Ulrich Knoblen: Yes I would...

Ron Andruff: That solves that plat...

Ray Fasset: Well I have no problem with doing this. The more the merrier there. So 5.5.A I'm hearing that it's been reviewed, you know, by Ron, by Wolf and the only note of change you're saying is to update some language - GNSO for example.

Ron Andruff: Exactly.

Wolf-Ulrich Knoblen: Yes.

Julie Hedlund: So that change will be - it's several paragraphs down that says, "All minutes of meetings of the GNSO and any councils thereof shall be approved prompting by the originating bodies."

Ron Andruff: Correct.

Ray Fasset: Correct.

Julie Hedlund: I've made that change.

Ron Andruff: Excellent.

Ray Fasset: I'm fine with that. Let's add 5.5.A here.

Ron Andruff: Done.

Ray Fasset: Into this category. Okay. Is...

Man: 5.6 and 5.7 from my point of view are good to go.

Ray Fasset: I would agree with that.

Man: One small typo.

Ray Fasset: Yes.

Man: Says it's 5.6, the second paragraph begins, "At the physical meeting, a GNSO council member may raise hands during a teleconference and GNSO should be A, GNSO council member may speak over the dialogue."

Wolf-Ulrich Knoben: Yes.

Man: Just a - point out a grammatical error. So the, "An," GNSO council should be, "a" GNSO council member.

Julie Hedlund: I've made that change.

Man: Thank you.

Ray Fasset: Okay so no changes to 5.7?

Man: Good to go.

Ray Fasset: Okay. From a procedural level I'll throw out the suggestion that we, as a result of today's call send over to the OSC our opinion that these sections - 4.2, 4.3, 5.1 - the ones we have gone over are in a ready state for their review.

Ron Andruff: You know, and from my point of view, I don't want to jump ahead.

Ray Fasset: Yes.

Ron Andruff: There're some serious conversations people want to have but I've also taken the time to look at the 5.3, 5.4, 5.5.A we just dealt with...

Ray Fasset: Good.

Ron Andruff: ...5.8 and 16, and in my view I think that the language here is fine as well. I don't know if we want to starting to delve deeper into wordsmithing this again because our job is to review this to make sure that it makes sense. I'm sure that the GNSO as a matter of course will review these things just as I would hope that they would because these are their operating procedures and that should be - should there be something in there that we have missed or doesn't make sense when you're actually sitting in the counselor's seat. Then that would be reviewed at that level.

Julie Hedlund: This is Julie. I think we probably want to make sure that we're comfortable with the way that this reads from the point of view that after the OSC approves our recommendations, I mean, the council is essentially going to, you know, they'll take that recommendation. They can obviously read through

this prior to approving it but I think they're really relying on us to make sure that all of this makes sense, you know, if we were a seated council member.

I don't know that - you know, obviously there'll be continued changes as time goes on, you know, changes to procedures and so on but I think the sense - my understanding is that what we present is something that we think is good to go and that we've looked at it very thoroughly.

Ray Fasset: Right, right. And there is a balancing act here. And how I've sort of tried to guide this along is a sort of - a slice and dice approach here. I want to obviously get deliverables over to the OSC because they need some time to review as well. And we're up against a deadline.

Ron Andruff: Well my comment, (Ray), if I may just were exactly what Julie just said. I'm not punting the ball down the field for somebody else to (kick off).

Ray Fasset: No, I don't take it that way.

Ron Andruff: I'm saying I've reviewed these personally and I would hope other members would do as well. But from my point of view I'm just going on record saying I'm good with these.

Ray Fasset: Right. Fair enough. I think we will...

Julie Hedlund: (Ray)...

Ray Fasset: Well what I - I think I want to stick to the original plan. I would like to attribute next week's call to these sections, these additional sections, give people time to review these sections if they haven't already. I know most of us have looked at them but nonetheless, and then - and attribute actually a phone call, a teleconference to these other sections.

Ron Andruff: That's fine. But just a point of notice so that we did agree if I'm not mistaken on 5.3 and 5.5.A.

Ray Fasset: 5.3 correct; 5.5.A correct.

Rob Hoggarth: (Ray), this is (Rob), if I can interject another item here.

Ray Fasset: Yes (Rob).

Rob Hoggarth: On this - thank you - this - and this is just really a general comment. All of you participate as individuals. Some of you may actual, you know, be going back and chatting with members of your constituency but something you might consider doing is just having a side communication or a separate email to your council reps and whether that's, you know, in your specific constituency just to say, "Hey, this is where we are," and maybe put the ownness(sic) on your individual council reps with just even a copy of this document to say, "Do you see anything? Would there be any red flags that you want me to catch," or something like that.

It might be helpful in terms of the recommendations to be able to say that there's been that dialogue as well.

Ray Fasset: Yes I think that's a very good point (Rob). And in my case our council rep doubles as the chair of the OSC so for me it's sort of convenient but for others it may not be as convenient. That's a good point.

Ron Andruff: So in that regard then, considering that we checked some of these things off the list today and I wonder if Julie might go back and, you know, get rid of the green boxes that we've agreed upon and just give us a clean version of that. I'd be happy to circulate it to my three reps at the BC.

Julie Hedlund: Yes Ron. This is Julie. You were reading my mind.

Ron Andruff: Thank you.

Julie Hedlund: I will, at the close of this meeting, do a version that really just shows, you know, the tracking of the changes from the original and to, you know, those that we have instituted here and take out the comments. I will keep a version that has the comments for our reference but I think we'll do as clean as possible document. And I think I can take out all that yellow highlighting as well. That's really just for our reference.

Ron Andruff: Very good. Thank you.

Wolf-Ulrich Knoben: So - Wolf speaking. So one question. Do we also have to deal with, for example, with the election procedures for the (board chips) from the GNSO council on (sheet) Numbers 13 and 14? Because, you know, I referred to the bylaw amendments rights now so it is told there, it is written there, "Election procedures are defined and (reach in) as operating procedures." So is our group doing to do that - going to do that?

Julie Hedlund: The elections - this is Julie - the elections for boards 13 and 14 are dealt with specifically in the bylaws. And let me just...

Wolf-Ulrich Knoben: Yes in the bylaws. That is the same Number 6, you know, in that list which I referred to. And there is also - there's a phrase which is - it says, okay, "Election procedures are defined in the GNSO operating procedures," so full stop.

Rob Hoggarth: That's an excellent point Wolf-Ulrich. It seems as if we potentially set up a - or could set up a non-ending loop - refer to the operating procedures, refer to the bylaws back and forth. And you've noted an item that may need to be fixed in that bylaw amendments package because to my recollection what the board has approved is that each party house conducts that work and if you guys as the work team are working on the GNSO council operating rules and

procedures then, you know, the question would be whether these procedures also incorporate the procedures of the voting houses.

And I don't think the community has really engaged in any discussion about how those houses would conduct their business for purposes of either selecting the board seats 13 and 14 or even selecting their individual vice chairs which is also a duty that they will have.

Wolf-Ulrich Knoben: Okay. Okay, so you don't - you mean, you don't expect from us any (info) to that?

Rob Hoggarth: Yes, as I read it I wouldn't expect it unless you all would recommend that. I think that that's something that the party houses would deal with. An excellent point that I don't think any of us have really focused on to date and I will raise that in the context of the council or restructure drafting team discussions.

My original interpretation would be out - that it would be outside of your guys' jurisdiction because these are GNSO council operating procedures, not the procedures of the voting houses. But those don't really have an infrastructure yet.

Ray Fasset: Yes, they don't have a rules of procedure yet.

Rob Hoggarth: No.

Ray Fasset: Yes, each house doesn't have a rules of procedure yet. That is an excellent point.

Ron Andruff: But I would agree with you (Rob). This is Ron. I would agree that that's - it belongs in the bylaws, that election issue. It doesn't belong in the operating procedures.

Man: Right.

Julie Hedlund: It is - this is Julie - it is in the bylaws but the phrase that is confusing and I see it now and Wolf-Ulrich Knoblen, thank you for raising it, is that the bylaws specifically say, "Election procedures assigned in the GNSO operating procedures," but that's not GNSO council operating procedures. It's more the procedures that each of the houses will have for conducting this process, so it might be that there's a change in the way that the bylaws, you know, it might be that that is - needs to be changed in the bylaws. But it's not something that we have to deal with here.

Man: Agreed.

Julie Hedlund: (Rob), correct me if I'm wrong, if I paraphrased that wrong.

Man: Okay.

Ray Fasset: Okay so we have some here remaining on our call. I think we have our next steps. We're going to take the sections that we feel as a work team are completed.

Julie Hedlund: Actually (Ray), can I just verify as far as what we've completed here.

Ray Fasset: Yes please. That's - be a good idea.

Julie Hedlund: ...a (little time) but I know we were in Section 5 and did we then say that all of the rest of the sections in Section 5 - that is seating, proxies, eligibility, notification in advance, acceptance, revocation, council member in communicato, all of those - absences - are those all accepted?

Ray Fasset: Well let me go through a rundown.

Ron Andruff: Yes I also have them, so go ahead (Ray).

Ray Fasset: All right well first let's just double back to 3.5 and 3.6 - quorum and votes. I assume - I'm making the assumption that we feel those are completed.

Ron Andruff: Yes.

Ray Fasset: Okay. From there I - here's what my notes say - 4.2 is completed, 4.3, 5.1, 5.2, 5.3, 5.5.

((Crosstalk))

Ron Andruff: 5.4. I'm sorry (Ray) - 5.4.

Ray Fasset: 5.4. Hold on. Hold on, hold on.

Ron Andruff: This is...

Ray Fasset: Yes, 5. - thank you. Yes. Thank you - 5.4; 5.5, 5.5.A, 5.6 and 5.7. That leaves per my notes what is open - 4.1, 5.3, 5.4 and 5.8.

Ron Andruff: No 5.3 and 5.4 we did today.

Ray Fasset: I'm sorry.

Ron Andruff: In fact, I'm double counted.

Ray Fasset: I'm taking those off. I double count them. Correct. So what is left open, let me rephrase - 4.1 and 5.8.

Ron Andruff: And 16 was also not spoken about today.

Ray Fasset: Sixteen, we are - we have made a higher level threshold decision for now. Two things - one, 16 is not urgent to seek the council. That's one high level.

By the way, this is for discussion. And two, 16 falls under the venue of the PDP work team. We are relying on them.

Julie Hedlund: Actually (Ray), in 16, those GNSO council emailed you.

Ray Fasset: Oh never mind. Never mind. Wrong section.

Julie Hedlund: Right. And also I think that this is where we need to consider a little bit - whether or not we want - and I think this is part of the reason we saved it as one that we needed more discussion on.

Ray Fasset: Yes I see it.

Julie Hedlund: See, because we want to talk about whether or not we want to add more on absentee engagements especially for voting purposes.

Man: Yes.

v Yes you're right.

Julie Hedlund: And I think that...

Ray Fasset: I was incorrect on 16.

Julie Hedlund: ...Wolf-Ulrich Knoben has raised as to what we might want to build in here as far as, you know, absentee voting and having some additional text there and in fact, in anticipation of spending a little more time on this I would be happy to make some suggested additions and send them out to the team as far as absentee voting and get some comments before next week's meeting if that's acceptable.

Ray Fasset: Yes. Just for clarity for anybody that might be listening to the teleconference later, the open items are 4.1, 5.8 and 16. Okay. And now Julie, you're recommending a way forward on 16 - suggested items?

Julie Hedlund: Yes I was just going to recommend that, you know, we might want to consider some additional language with respect to absentee voting and I was going to insert some language in there for everyone to review. I get that in today and then, you know, we could have that in advance of next week's discussion.

Ray Fasset: So is there anything in 16 now that speaks to absentee voting or are you adding a new section?

Julie Hedlund: I'm not adding a new section but it does talk about email votes with respect to when people are absent from meetings. But it's not - there's not a lot in here.

Wolf-Ulrich Knoben: Julie, you referred to - before to the - you know, to the formal - or to the (still) paragraph in the - about absentee voting still being in the bylaws but - which is recommended to be relocated.

Julie Hedlund: Right.

Wolf-Ulrich Knoben: By the procedures. So why should've we just move - relocate this paragraph doing some additions after these (catch) and (unintelligible).

Julie Hedlund: That's actually exactly what I was planning on doing.

Ray Fasset: Let me ask the team this - how - do we feel that section 16 is a teleconference in and of itself - 16.1 through 16.7?

Ron Andruff: Well this is Ron. From my point I'd say - as I said, I'm good to go with what's here right now. So I don't know how much more work has to be done on this from my point of view other than what Julie's just mentioned. I don't see it as being (so long) but it's your call.

Julie Hedlund: Oh and - this is Julie - I'm reading the text that's currently recommended for taking out of the bylaws with respect to absentee voting. It does - this language that's cur- that was currently in the by - that was in the bylaws and is being taken out refers to what happens when members are absent at the time of the initiation of a PDP.

And then it talks about balloting on that. One point I would make is that this is actually going to fall into the policy process development section which is not a section that this work team is addressing. It's a section that will - right now the policy development process is - you know, is dealt with an annex A of the bylaws and then there are the, you know, the teams that are addressing changes to that process.

But I think it might be useful for this work team to consider whether or not we still want to include this language of, you know, of what happens, this paragraph on absentee voting when a PDP is initiated. And I don't actually have an answer to that whether or not we need to put it into section 16 because it does deal with email voting.

Wolf-Ulrich Knoben: It's Wolf speaking. Julie, I'm not fully in line with you. The paragraph regarding - the existing paragraph regarding absentee voting. I understand that paragraph, that's the only one in the bylaws which refers to absentee voting at all and it says - and that was the question for the last - when it was the last voting on the council.

It's - it outlines the cases in which absentee voting is permitted and there are only two cases at the time being. The one is either whether we initiate a PDP or the other is to fill a position open for election. Those both cases may cause an absentee voting or may permit an absentee voting and that is under discussion right now.

So I understand it's not a paragraph which should be submitted only to the PDP working team other than it should be dealt with by us.

Ron Andruff: Chair, I'm sorry to interrupt. It's Ron. I have a hard stop that I have to get off and make an appointment.

Ray Fasset: Right.

Ron Andruff: So may I just interrupt for one second and just to suggest that - not to stop this dialogue but to ask, one of the things I was going to a- when you asked any other business, I was going to make a suggestion that we send a reminder out to the constituencies each week and maybe we can have another one sent out now saying we've sent out this document to you about a week or ten days ago or whatever, please we want to make sure we get as much feedback. Could you please remind your members?

Ray Fasset: Sure.

Ron Andruff: And if we do that every week for the next couple of weeks, perhaps we'll get more than a half a dozen responses that we've totaled so far.

Ray Fasset: Sure, sure. Okay.

Ron Andruff: And that - so I have to excuse myself ladies and gentlemen. Thank you very much and I apologize for having to run but I'll catch up with you next week.

Ray Fasset: Thank you Ron.

Ron Andruff: Thank you. Bye-bye now.

Man: Bye.

Julie Hedlund: Thanks Ron. Wolf-Ulrich, I guess my question is if you have some suggestions of the language...

Wolf-Ulrich Knoben: Yes.

Julie Hedlund: ...that - for us to include and where it should be included, whether it's section 16 or elsewhere, I mean I think I know what you're referring to but I want to make sure I get it right if you had something to suggest now for...

Wolf-Ulrich Knoben: I do. I do. Yes. And I could provide you that immediately after the meeting, after our conference, yes, so that you could include it maybe as a suggestion and then we could discuss next time.

Julie Hedlund: I think for myself - this is Julie - that would be extremely helpful because I want - I do want to make sure I understand your suggestions. I think I know but it would be helpful to have that.

Wolf-Ulrich Knoben: Okay I will (there).

Julie Hedlund: Thank you.

Ray Fasset: Okay so let's just go over a summary of our plan of action on the sections that we feel are completed. We're going to - Julie is going to prepare a clean document and disburse it to the work team.

Julie Hedlund: And I'm going to do a clean document of just the sections, (Ray) - this is Julie - of just - also of just the sections that we have reviewed and approved with our changes that then can be sent around to the constituencies. Is that correct?

Ray Fasset: Well let's think about that. Was (Rob)'s suggestion for us to send - I mean, are we looking to send formally to the constituencies? Is that the idea?

Julie Hedlund: No I think the idea was that each of us would engage - those of us, you know, who wish to could then engage not the const- I'm sorry, you're right. And I

shouldn't have said constituencies. I should've said our constituency council representative.

Ray Fasset: Right. Okay.

Julie Hedlund: Right. Just to our constituency council representative so they can have a heads up on the sections that we feel are good to go. And I was just going to do a document with just the sections because I thought it might be (interesting) if we included all sections, you know, since some of them we've dealt with and some we don't have to deal with.

Ray Fasset: Yes, I would like to send a document to the OSC chair that he could disperse to the other OSC members as well.

Julie Hedlund: And then if we - those of us who, you know, would like to send to, you know, other, you know, other constituency members who might want to send to their constituency representative on the council could do that as well.

Ray Fasset: Do we think that's a good suggestion? I guess what I'm questioning to myself is should we have the - is this an O - should we have the OSC people review it and then they send it off to the council members if they would like? Or do we want to send it off to the council members ourselves?

Julie Hedlund: Yes.

Ray Fasset: It's half one and half a dozen of the other to me.

Rob Hoggarth: Well this is (Rob). I'd only suggested it because Ron had made the point that he thought that further review would take place by the council members and my thought was the earlier they see those documents, particularly knowing some of the personalities and their attention to detail - the earlier they get it, the earlier they have an opportunity for input, I think the smoother the process will work.

And so just as a check from the part of various members of this work team. I just thought it was a - it was merely a suggestion on my part that I thought might provide some extra added value. I think that's entirely up to the individual members of this work team whether they do end up conducting that outreach but the chair and other members can certainly recommend that it take place.

Ray Fasset: Personally I'm in favor of it. I'm okay with that. If we as individuals want to reach out to our council chairs, I always favor those - that type of communication. So like I said, in my case it's convenient because our council rep happens to be the chair OS - of the OSC, for the registry constituency.

Man: Yes.

Julie Hedlund: Well this is Julie. I'll go ahead and I will - I'll do a document that just has the suggestions that we have gone over and made changes to and our - you know, at this point believe that they're ready to go and then if, you know, those of - the work team members who would like to engage their GNSO council reps, you know, we could - people could do that if they would like. I think (Rob) makes a very good point.

Ray Fasset: Okay so for next week's call are we looking to then focus in on 4.1, 5.8 and 16? Is this correct?

Man: Yes.

Ray Fasset: Is there a priority to these - I guess I'm throwing this one more - (Rob) and Julie in terms of seeing the counsel? Is there any one of these three that you see we should look at before the other?

Julie Hedlund: This is Julie. I would suggest 4.1 which is the - has the election of the GNSO council chair which we know has to happen in Seoul.

Ray Fasset: Okay.

Julie Hedlund: And so that - the provisions for the vice chair as well. (Rob), would you agree?

Rob Hoggarth: Yes I think just actions around that chair position are important. You know, Glen and I had been jabbering actually while you all have been talking about 4.2 which also has an impact on the chair and there may be some renumbering that needs to take place in that section.

But in terms of the substance, yes, I believe it's that election and just sort of the chair's role. The vice-chair issue, of course, again that's another election that's dubbed to take place in the houses and so that may not be something that this team wants to take a crack at or you could make recommendations in that regard as well.

Ray Fasset: Okay well I think we have our plan of action. Is everybody comfortable?

Wolf-Ulrich Knoben: Yes.

Ray Fasset: Okay I'm going to call to adjourn the call and stop the recording and we'll pick it up next week and again I want to pick up (Rob)'s suggestion as well although I'm not always the best at it myself, which is whatever we can do by email in between now and next Wednesday.

Wolf-Ulrich Knoben: And which will be - which time it will - next week?

Ray Fasset: Now next week is the normal time - 16:00 UTC.

Wolf-Ulrich Knoben: Okay good.

Ray Fasset: And I'll point out too Wolf that you're upfront, you know, by email really helped along in today's meeting so if we do this stuff it does help during the teleconferences.

Wolf-Ulrich Knoben: Okay.

Ray Fasset: So thank you.

Wolf-Ulrich Knoben: Good, thank you.

Ray Fasset: Okay.

Wolf-Ulrich Knoben: Okay, see you then.

Julie Hedlund: Thanks everyone.

Man: Thank you.

END