

**GNSO  
Operations Steering Committee (OSC) GNSO Council Operations Work Team 29 April  
2009 at 16:00 UTC**

**Note:** The following is the output of transcribing from an audio recording of the Operations Steering Committee (OSC) GNSO Council Operations Work Team teleconference on 29 April 2009 at 16:00 UTC. Although the transcription is largely accurate, in some cases it is incomplete or inaccurate due to inaudible passages or transcription errors. It is posted as an aid to understanding the proceedings at the meeting, but should not be treated as an authoritative record. The audio is also available at:

<http://audio.icann.org/gnso/gnso-council-ops-20090429.mp3>

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(All MP3's and transcriptions can be found on the calendar page).

Participants present:

Ray Fasset - Work Team leader Registry c.

Ken Stubbs - Registry c.

Tony Holmes - ISP

Wolf-Ulrich Knoben - ISPC

Ron Andruff - CBUC

Robin Gross - NCUC

ICANN Staff

Julie Hedlund

Rob Hoggarth

Glen de Saint Géry

Absent- subscribed to the list:

Yoav Keren - Registrar c.

Eric Brunner Williams

Glen Desaintgery: Call is now being recorded. Thank you. Should I do a roll call for you?

Ray Fassett: Please, Glen, go ahead.

Glen Desaintgery: Thank you. On the call we have Tony Holmes, ISP, Ron Andruff, Business Constituency, Ray Fassett, Registry Constituency, Wolf-Ulrich Knoben from the ISP, Ken Stubbs from the Registry

Constituency. And for staff, we have Julie Hedlund, Rob Hogarth and Glen Desaintgery.

Ray Fassett: And, Glen, this is Ray. If you could do me a favor and state those that have not yet joined the call that are on our committee.

Glen Desaintgery: Yes. I will do that in a minute.

Ray Fassett: In the meantime, we can go ahead and start our agenda. I'd like to try to keep this to an hour to try and accommodate everybody's schedule, not so much mine.

I think if we can be sort of swift and controlled in our time, then we'll actually be more production as we go along. If it goes over an hour, I'm okay with that. I would just like to set a goal if everybody's okay with that.

Man: Yes.

Man: Indeed.

Man: Yes.

Ray Fassett: Okay. I sent an email this morning that I'm sure everyone has probably seen it that we want to jump right into where we left off last week that had to do with the Operations Steering Committee proposal of the organizational structure of the GNSO spearheaded by, originally, Ron.

But then also (vetted out) through a few phone calls and teleconferences to a document that I passed around originally this

morning that Julie and Ron worked on after our call last week that included the addition of an organizational chart at our request.

And, subsequently, we have had Tony come in with some comments and some suggested edits consistent to the remarks he made last week on our call. I thought they were very consistent. So, if we all can agree, I'd like to work from Tony's edited draft.

Man: Agreed.

Man: Yes, agreed.

Ray Fassett: Okay. Let's bring that document up. And let's now - what we want to try to accomplish today is what Ron has called flying the kite, you know, whether we want to do, as a work team now, send this document out for others to view.

Or otherwise request formal opinion or comment on, however you want to word that, in light of picking - I think we all agree on the flying the kite approach.

We're okay with that, but let's take a view of this of, okay, what aren't we thinking that people are going to come back with and sort of slam us on the on the low brain (fruit) that it's really not intended. And that's why I, also, appreciate Tony's comments, too, because I think he's looking at it that way.

So, with that, let's - does anybody have any comments?

Tony Holmes: I had a couple of questions for clarification and it may be ways, turn this on right, it may be that I've not picked up on the (finer) points in the draft, but if I could just raise a question.

I'm still unclear, Ron, on the (unintelligible) because it shows the structure with GNSO elected Direct 1 and elected Direct 2 and those go up to the chair. I'm not quite sure what's meant by those separate boxes (unintelligible) representation. That's coming per constituency, is that why you have two signs. (Unintelligible)?

Ron Andruff: No. On that one, this is Ron Andruff speaking, on that one, Tony, that was meant to say simply that to create an Executive Committee of the GNSO, the recommendation was you would have the Chair of the Policy Council Chair, Administration, the Chair of the GNSO overall and then you would have two more reps that would be elected.

So, I was suggesting one might come from the Policy Council side and one might come from the administration side. But that group of five then would become the Executive Committee for the larger GNSO.

Tony Holmes: All right.

Ron Andruff: That was the logic behind it. Only to say that, you know, let the Policy Council select one officer beside of their chair and let the administration officer select one beside their chair. And that, again, is more to balance the load and to provide for, you know, more people around the table in discussion.

Tony Holmes: Okay. This is probably just me and I'm probably the only one that thinks this way, but I would have thought that under the (unintelligible)

representation it would have (unintelligible) representation, it would show on those two lines going into the Executive Committee box and that's where I got confused. I think it kind of (unintelligible).

Ron Andruff: Yes. And that's fine and we can clean that up. What I was trying to point out was just, basically, the five person Executive Committee and you have two representatives from the policy side, two from the administrative side and one chair.

Tony Holmes: Okay. Thanks. Again I (unintelligible) but not from the drawing.

Ron Andruff: Okay.

Wolf-Ulrich Knoben Just a short question while we're speaking to that. So, from my understanding, (unintelligible) understands where we come from and where to go with that chart. Is that correct?

Right now there's a (Jim)'s old chair here, so I didn't see any (Jim)'s old chair up till now.

Is that the same in the existing situation to count your chair? Do we have at the moment two chairs, (Jim)'s old chair and (Jim)'s old conference chair. What is it about? Do you know what it is I mean?

Ron Andruff: Certainly. Certainly, (Ralph), this is Ron. The larger thinking of this whole process of splitting the two, splitting the GNSO into an administrative body and a Policy Council body, was, again, just coming back to the basics to bring the policy people looking at policy administration, looking at administration.

What we have today is the Chair of the Policy Council that is acting de facto as the chair of the GNSO.

Wolf-Ulrich KnobonOkay.

Ron Andruff: Which is not the case. That chairperson is the Chair of the Policy Council, so we don't have any one individual kind of at the top of the GNSO today. What we're trying to do with this exercise is flush out the GNSO to be a fully functioning body. So, they will have both sides of this organization operational.

Wolf-Ulrich KnobonOkay.

Ron Andruff: And so, when we have that, we'll need one person at the top of that pyramid, if you will, that is kind of coordinating the functions. And the Executive Committee really is the body that is doing that.

So the (ExCom) is intended to kind of be the clearinghouse for all activities within the GNSO, and to discuss when things come on the table as to which, you know, is this an administrative task or is this a more counselor's task and to make those kinds of decisions as issues come forward.

Wolf-Ulrich KnobonOkay.

Tony Holmes: Just another(unintelligible) conference (unintelligible), if I can, Ron. I think that as far as today goes, this isn't the place to discuss in detail the proposal I don't think and (unintelligible) that we're actually doing that.

But what we are discussing is making sure that if anything goes out to the constituencies or however far we want to circulate this, but any information is bad. The worse thing that we can do is put these documents out and get back more questions from the document than we do (unintelligible).

Ron Andruff: Agreed. Agreed. In that regard, Tony, I'll come up with some language and submit it to Julie in terms of just a footnote on this diagram to clarify, you know, exactly what I just described.

Tony Holmes: Okay. Thanks.

Ray Fassett: Okay. This is Ray. Does anybody else have any comments on - I think it's okay to have some additional dialogue on the substance of the document. I think...

Ron Andruff: Ray, there was actually - I'm sorry, you just sparked something in my mind, sort of jumped in on you - two things.

One, I would say that Tony's edits make a less owner's document. It's not that the work team has recommended this, but rather the work team is flying this kite. And I think that I would suggest that we incorporate Tony's edits, first of all, that's my point number one.

Point number two would be we need to put a preamble either in the body of the email or, preferably, in the body of the email and on top of this document in maybe even red letters that basically says this is not a recommendation from the work team.

Rather, this is to get a sense of the community if we're moving in the right direction. I think what Tony just said is quite right. We don't want questions on the document as much as we want feedback on the document.

So, we need to make sure that that preamble, I'll call it a preamble, is very clear and doesn't get lost if the document were actually just copied and sent on to someone else.

That perhaps without having that preamble in both the document and the cover note would be very helpful to make sure that no one's under any misunderstanding as to what we're trying to do here.

Ray Fassett: Yes, even in the heading where it says, you know, Figure 1 recommended GNSO structure. We might want to even soften that up a little bit.

Ron Andruff: Yes, you know...

Ray Fassett: Draft or...

Ron Andruff: It's suggested for review. But I'm talking about the document as a whole.

Ray Fassett: Yes.

Ron Andruff: Not just that figure but, you know, the document as a whole. Clearly we need to make sure that there's a language in there that makes people understand that this is a feeling from the work team and that this may be a good way to go or not.

And we put this out to the community to get more voices reflecting back is this a good way to go or not. So keep the, kind of the discussion really channeled to a place where it's going to give us the guidance we're looking for.

Ray Fassett: Right. And I think we - what - how we could address that Ron - that's a good point - is to say, you know, again going back to what started all this, which is high level principle, you know, I think the high level principle we're looking at here, which has to led to this is this concept of a separation of duties.

Ron Andruff: Exactly.

Ray Fassett: So a preamble that basically says that our team, our work team is examining towards the goal of the GNSO being a manager of the policy process rather than a legislative body.

We've identified a high-level principle with regards to the separation of duties and then how to implement that. You know, something like that where we're just tying it to a high-level principle.

Ron Andruff: Exactly.

Ray Fassett: Yes.

Ron Andruff: Exactly.

Ray Fassett: And then this is a format that the work team has discussed and now are in need of additional input from others.

Ron Andruff: Yes.

Tony Holmes: I think some of that Ray is probably in the last paragraph I added at the end of the first page.

Ray Fassett: Yes, okay. Okay. Now from a blocking and tackling standpoint and again I'm not ready to move off of the substance of the document if anybody has any comments, but from a blocking and tackling standpoint how do we want to go about now communicating this outwardly?

Tony Holmes: We're on the substance of the document.

Ray Fassett: Yes.

Tony Holmes: We haven't had that much time to look at it and I think what we're thinking is to make sure the request clarity is there. So maybe if one is going to tweak the figure he could then just have a couple of days or a day to check out that everything's in the text that might come to the figure. And that there isn't anything that we need to add for additional clarity.

Ray Fassett: Okay.

Tony Holmes: And then if they're happy with it to go out. The very worst thing we're going to get back is a lot of questions.

Ray Fassett: Okay, now fair enough Tony. Now I need to apologize because, you know, probably what I should have done when I got this document

myself over a week ago is I probably should have sent it around to the group. Here is the document.

But I didn't because it's redundant in that Julie sent it around to everybody and, you know, I don't like to get duplicate emails even when in this group I'm now just emailing, you know, the header if you will, the operations council. I'm not cc-ing Julie, I'm not cc-ing Rob, I'm not cc-ing.

And the reason for that is that's become cluttered. I know, I'm sure you all have a cross posting or whatever you want to call it. But I do want to point out pay attention to the Julie emails, because she's serving that capacity for us in terms of some communications. And this document was sent out a week ago so I just wanted to point that out to the group.

Ken Stubbs: Ray?

Ray Fassett: Yes.

Ken Stubbs: Yes, it's Ken. Following up on what Tony said, I would suggest that before we send it out to a large group we might put together a list of people who have dealt with operations in what I would call an administrative way over the last 10 years.

Let me give you a list of some of the people that I would put on that list and then what I would do would be to send out that. Just circle it to them and kind of get their overall opinions.

That would include people like Phil Sheppard who is a chair. People like Bruce Tonkin, people like Avri. Maybe someone who's done a lot

of work in the working groups like (Marilyn), (Kate) and I'd just kind of -  
Chuck.

And, you know, people who've looked at this from the administrative  
standpoint and kind of get their preliminary feelings because they may  
help, make it easy for us to fine-tune this thing before we take it out.  
And why not tap into that reservoir of experience. It's just a food for  
thought.

Ray Fassett: So fly the kite where the heavy winds are.

Ken Stubbs: Yes.

Ray Fassett: I think that makes sense. I think there's some logic to that. Anybody  
else have any ideas?

Tony Holmes: I think it's quite a good approach as well. Maybe if we're going to do  
that one of the persons that I would ask would be probably (Roberta).

Ken Stubbs: Absolutely. That would be a good idea.

Ray Fassett: Well I think Tony and Ken are probably the most experienced here in  
their skills and et cetera.

Ken Stubbs: That's also - we can also provide you with people that over the last 10  
years we've had to deal with, or who have dealt with issues like this or  
with processes like this.

And they may take a look at this thing and it may come back and say it's wonderful and they may come back and say, you know, it's not going to work unless you do this or this.

And I think their input would be well taken and it's going to be much more refined and the perspective is going to add a lot of credibility for us.

Ray Fassett: I personally think that's a very constructive approach. Does anybody have any thoughts on that?

Ron Andruff: This is Ron (unintelligible).

Ray Fassett: Yes, yes, please Ron, go ahead.

Ron Andruff: Just, the only comment that I would make on that is I think that the point is well taken that people who have been dealing with these issues will have a very clear perspective on it.

But my concern, the concern that kind of flashed up for me was only that these are individuals who are, you know, very much in the trenches as opposed to the larger community's wish.

So I would just caution that we don't let this smaller group and I agree that these are all people who are skills that names that we mentioned, people who have experience in this.

But I would use like one comment on here, for example, (Phillip) being a B.C. rep. of ours, (Phillip) is very, very skilled in policy stuff. I don't think (Phillip) has a tremendous amount of capability in administration

stuff. Now that's a very narrow view that I have of him from the B.C.'s point of view.

But my point being is that he may say yes, this is great, or he may say this is of no value, but that's skewed because he is very policy driven. So I just want to be careful with whatever feedback we get back from the, coming back from this community - from this smaller group that we actually take that with a grain of salt and move forward with that.

So that's the comment that I wanted to add.

Ray Fassett: I think that's a very sound comment, Ron and what I see for us is really what we're doing in a selective way is we're expanding the size of our little group here. You know, we're going to reach out to these specific individuals. I think they each will participate.

And in effect what we're doing where we have recognized a weakness, potential weakness of our group is we're small. We can be agile and move fast and that's a good thing in these kinds of settings.

But on the other hand another objective we have is to be, you know, have as much participation as possible. In fact, what we're doing is we're inviting participation into our group. And I like that approach personally.

Wolf-Ulrich Knoben Yes, (unintelligible) speaking Mr. (unintelligible). I would like to come back, you know, to the - one of the issues being raised. Let me say Tony and myself would be happy with that approach if to find out - I personally I'm not really let me say - I don't know really exactly (unintelligible) administrative and the policy related stuff.

And to talk I really should be on the same level (unintelligible) and this is exactly what the - what we have to point out and also we have to ask the people who are experienced in that.

And therefore really we need people to ask who have the experience from the past in order to think over that and to really give us their opinion is it really the case also for the future not only at the time being, but also thinking for the future.

Might that really be the case in the future that the GNSO is going to get more load on the administrative side than it is at the time being. And that, if that is the case, for example, if that is really going to happen then I feel better to agree to such an approach. (Unintelligible)...

Tony Holmes: Could I (unintelligible).

Wolf-Ulrich Knochen...really need people who have that experience and could think in strategic ways.

Ray Fassett: Good comment (Ralph). Anybody else?

Tony Holmes: Yes, please, Ray, it's Tony.

Ray Fassett: Go ahead, Tony.

Tony Holmes: Take in to account of what (Ralph) said, one of the things we could do when we circulate this is to put a couple of key questions in there. One of them could be the fundamental question, do you consider that this structure would actually provide a viable way forward.

And then we could raise sub-question, if so do you feel that both of the function should be at the same level and if not what structure would you suggest so we would get a clear answer to that.

Another comment I had, and it's almost at the halfway house to Ron's concerns and Ken's proposal, is in fact I don't know whether it would really meet Ken's requirements. And I have a very open mind on this and that is that if we're going to circulate this what we haven't really said is who is it going to go to?

I've assumed it's all of the constituencies. But I do think there is a lot of merit in Ken's approach. And one of the options would be to approach those people at the same time and make the point that they have been sent a copy personally, because their views would be very much welcomed if they had some experience of activities with the GNSO in the past.

So it's doesn't serve the purpose I think that Ken was looking for which is to say lets test this a little bit and see if we can improve it. But what it would do is make sure that those people provide feedback anyway. It's just another option.

Ray Fassett: I think partially - this is Ray, I think partially what we're looking to accomplish too, is we have identified this high-level principle that it revolves around this concept of separation of duties.

And I think if we could get that kind of validation from others that yes, that is a need that needs to be addressed with the new structure and then how you get there, you know, is now the next step. And this is a

proposed way, this is one way, you know, because we want to put some meat behind the bones.

But if we go reach out to this group that are experienced, that have been in it for awhile and we sort of get a consensus view back that yes, that is a need, this separation of duties concept, I think we've accomplished something. How do others feel about that?

Tony Holmes: I'm okay with that personally.

Ray Fassett: I think where there are a couple of things that I've heard now in the last few minutes, one is we need to identify who these people are. And I'm going to look at Ken and Tony to, you know, in particular, others can also please but you two I think have an idea who these people could be to help us in that. If you could offer us those people.

Tony Holmes: Okay, should we do that to the list?

Ron Andruff: I would suggest that we, if it's possible to even just to discuss it right now because this is a pretty short group that I would think that we're - I mean Ken more or less identified most of them right now.

The idea of having Bruce Tonkin because Bruce hasn't been a former chair, Philip having been a former chair of the GNSO, (Marilyn) for all the skill she has, Chuck because of who he is and (Avery) because she's the current Chair.

You've mentioned Roberto I think would also be valuable. Other names?

Ray Fassett: Yes and how many constituencies are we hitting there? I would say hurting the business constituencies we're actually hitting a board member as well and Bruce.

Ron Andruff: And Roberto, who are we talking about named Roberto.

Tony Holmes: Roberto Gaetano, yes.

Ron Andruff: Yes, exactly.

Ray Fassett: Julie are you taking notes of who the people are?

Julie Hedlund: Yes I am, I heard earlier mentioned Philip Shepherd, do we want him in the list?

Ray Fassett: Yes, absolutely.

Julie Hedlund: I've got him.

Ken Stubbs: Yes, Phil, I think Phil even though I happen to agree with the assessment of Phil's strengths, Phil still had to deal with issues just like I did when I was chairing the counsel. And I think in addition to the members that we have on this specific committee - we probably have a pretty good perspective.

The only other person you might possibly want to include would be a good representative from the At Large Communities or not commercial, like (Milt Miller) or something like that.

But that - or even I - Milton comes to mind only because his name has been - he's been involved for so many years but I think from a practical standpoint this is being done more as a solicitation rather than an optical goodwill exercise.

So I think, you know, the people you think that are most likely to provide good solid feedback on a timely basis and that's why I went for those names. I know Bruce will be more than happy to...

Ron Andruff: Steve Metalitz would be another one that you could certainly add from (unintelligible) IP side.

Tony Holmes: Yes, I think that's a good addition. And then if I've heard right I think there is only one constituency missing and I think we should probably address that and that is the registrars constituency. We should probably pick out somebody that's played a key role there.

Ken Stubbs: Yes, the only thing that I would say is that Bruce of course for years with the registrars counsel rep, but if you wanted to use it, you could use John Nevitt...

Tony Holmes: John Nevitt would be a good addition Ken I think.

Ken Stubbs: Yes.

Rob Hogarth: Ray, this is Rob. When there's a chance I'd like to make a couple comments.

Ray Fassett: Sure Rob, you're just going to rain on it all aren't you.

Rob Hogarth: Not at all.

Ray Fassett: Well go ahead (unintelligible).

Rob Hogarth: I had two comments or questions. I've been in this audience circulation area in the other (unintelligible). You are identifying existing constituencies, my recollection is that in the past there was a reach out and we've also discussed the potential to involve proponents of new constituencies.

I didn't know if in this initial sort of look for feedback, you wanted to include that wide a group or not.

Ray Fassett: This is Ray, I'm going to comment on that one. I'm going to think not at this point. I think when it comes to the broader communication I think that might be appropriate and I'll have others comment on that but I, you know, a controlled lab test is what comes to mind.

Tony Holmes: I'd like to comment on that Ray, I think your response is correct because Ken's thoughts for this was to get the involvement and some feedback from people who had experience of handling things to date and I think that's exactly what we're doing with the list we currently have.

Ray Fassett: Now I would like to add though, while we are reaching out to these individuals I think it is appropriate to also reach out to the OSC in a formal capacity as well. So all of the members that are in the OSC if they would like to also come back to us with their feedback. We're notifying the OSC at this same time.

Ron Andruff: Yes but I - but Chuck is the chair of that right?

Ray Fassett: Yes, Chuck will give his personal opinion but Chuck will - if we're going to get an opinion from the OSC it's going to have to be going to Chuck saying, Chuck, we would like an opinion from the OSC.

Ron Andruff: But that's my point, I think now we're getting where we're stretching it a little bit. The point being is that Philip is from OSC and I'm on the OSC and with John Nevitt's on the OSC, let's see who else is here, Steve Metalitz is on the OSC.

There's enough people from that, but my point was simply that I think the issue that Ken's brought forward is one that people have been experienced in this for a period of time, let's just one time run it by them just to make sure that, you know, this is - what did we miss here test? You know, what are we missing on this thing?

And these guys go yes, you know, it kind of makes sense. I don't know if I like it personally or don't like it personally, that's not relevant but what's relevant is, is there anything screaming out at you, the person we sent it to that we're missing here or we should be giving more consideration too.

If we don't get a lot of noise coming back in that regard then we send it out to the community. Point being that we want the community just to give this direction that we're looking for.

I think we start getting too restrictive about sending it to many groups, we're going to look like we're, you know, we're kind of playing favorites here and we're trying to squeeze something, a round peg into a square

hole by going this route and we really need to be transparent in this process.

Ray Fassett: That's a very good point Ron. This is Ray, I think we should definitely announce on our Wiki page or however we can announce it within our resources we have to state that as an action item our work team has decided that we want to reach out to these specific individuals, so that if it doesn't look like we're doing something behind the scene.

Ron Andruff: That's fine. Are we looking for feedback on it or not prior to sending it out to the community?

Ray Fassett: Right

Rob Hogarth: Ray, this is Rob, I have one other...

Ray Fassett: Yes Rob, go ahead.

Rob Hogarth: This goes to substance and a number of you may be aware of some of the discussions that have been taking place at the GNSO Council level and my subject of comment goes to the figure that Tony referenced earlier.

And in particular the green, the green circles and what's been happening over the last couple of weeks in terms of GNSO Counsel discussions there has been some reaction to some recommended by-law revisions that the staff alerted for community discussion.

And the substance of that discussion is something that you all should be aware of and that is this growing evolution and movement among

the constituencies and stack holder groups to potentially eliminating constituencies or reducing their role and elevating the role of stack holder groups.

The reason that I raise this is that in this document it is significantly constituency-centric. And so at the very least, you may want to acknowledge that there are broader discussions taking place and that there may be a role for the stakeholder group in this structure or in this process.

Ray Fassett: Okay, well this is going to be a Ray question, GNSO restructure 101 okay. And it kind of drives to a point (Eric), (Bruner Williams) has raised to a comment I made that the BGC reaffirmed its commitment to the constituency process and it seems to me, I'm confusing the term constituency and stakeholder group. Can you Rob, give me what the lineation is of those two terms?

Rob Hogarth: I will try in a very brief overview and Tony and others can comment. Essentially what the BGC report did was created an additional bureaucratic layer referred to as stakeholder group.

There are varying interpretations as we go forward and begin discussing details as to how wholesome that layer should be. The (staff) is usually interpreted the BGC report to have that layer be a light structure that did nothing more than the left, who would be on the GNSO Council.

As the stakeholder group effort has gone into high gear as I think members of the community have looked at this much more closely, there's been recommendations made literally in three out of the four

stakeholder group charters that have been submitted to the board to look at a much more robust stakeholder group role in the GNSO.

And to the extent that that, you know, is ultimately endorsed by the board, that would provide some changes here. You might just be substituting counselors or stakeholder group representatives, I mean constituencies, substituting that out for stakeholder groups, that's not clear at this point.

And I'm not sharing the information for the substance of the discussion as much as I am for your awareness that the discussion is taking place and that some folks may immediately look and see constituency, constituency, don't you guys know we're really talking more broadly about stakeholder groups now?

And my only suggestion is to perhaps include some flexibility in this document to recognize that that broader discussion is taking place.

Ray Fassett: Okay, so let me - I'm still not quite understanding and it's me okay? But if there's an intellectual property constituency today, what would that be as a stakeholder group?

Ron Andruff: May I jump in on this one?

Ray Fassett: Yes.

Tony Holmes: And I'd like to cut in too as well.

Ron Andruff: Ray, so let's look at the commercial stakeholders group is now - the commercial stakeholders group is being created out of the ISPs, the

IPs and the (BC), that comes together, becomes the commercial stakeholders group.

But within that there is - within those three, within that stakeholders group, there are three constituencies who have not yet agreed to, you know, merge everything together and throw away the old structures.

What we have are three constituencies coming together to form one group and so we will have to developed within the CSG, the commercial stakeholders group the same kind of a format.

We'll have to establish within that, some kind of structure, a new structure. So this structure that we're looking at here, right now with this design is one of the things that may be discussed within that body as well.

But, at this stage of the game, we have, in the, you know, lose understanding of the CSG, we will have to have some kind of a chair. Somebody to coordinate these three bodies and some kind of an administrative group to manage meetings and outreach and we'll have to have some kind of a group - part of the people within the CSG will be doing policy work.

So, we'll have to come up with that structure, but we don't have it today. But what we do have is an agreement that we'll all go into that CSG and then there will be a non-commercial stakeholder's group.

Man: Okay, you're answering my next question.

Ron Andruff: Alas and alack, and then we'll have the Registry Stakeholders Group and the Registrar's Stakeholders Group. So there's going to be four stakeholder groups effectively and the only one that's really - well, there's two, the non-commercials and the commercials are affected in that we have to merge our groups together and form some kind of a structure.

Now within our body of CSG, we have one organization in particular that would like to maintain some individuality, so that's something we need to address in an appropriate way. So, constituencies aren't going away tomorrow but they will be modified to become something else.

This document was written with that in mind actually, Rob coming back to you, I appreciate your comments and we may want to wordsmith this a little bit just to make sure there's not too much constituency here, you know, looking at old constituencies versus the new kind of constituency look.

But we've used constituency as a term that suggest how would the different bodies put forward representative, so we look to each of the existing constituencies so maybe we need to use those terms, add that term, existing constituencies into that mix for clarity.

Ray Fassett: Well Ron, I think you've made an excellent point here, in my opinion. If this process, I know that there is some pushback coming, especially on the CSG side in terms of collapsing those into one stakeholders group and I understand that, but I think the reformation of this is moving toward stakeholder groups. I think that is what we should be assuming in approaching our...

Man: (Unintelligible)

Ron Andruff: That's how I drafted that document Ray with that in mind. Constituency groups that is.

Ray Fassett: Right and I think it might be appropriate that we rethink that in terms of, instead stakeholders groups. I'm just throwing that thought out there. And who is that? Tony or (Ralph).

Tony Holmes: Tony.

Ray Fassett: Ralph, are you on the queue as well?

Wolf-Ulrich Knoben No not yet

Ray Fassett: Okay Tony please go ahead.

Tony Holmes: Okay, I think Ray that Ron explained the CSD group exactly as it is, but my understanding is that within the proposed structure, you wouldn't have to have the same arrangements necessarily of a person with a stakeholder group. Some may choose to (unintelligible) some may not. And how they work within, I think is going to be defined by those stakeholder groups.

But what we could do is take into account the fact that the situation is very flexible now. And certainly within the document somewhere, I think we need to add some text that covers your point, to say that the situation is pretty fluid at the moment and we're not making any subjective judgment on the final front (unintelligible) of the stakeholder

groups or their relationships with the constituencies and just leave it open.

Ray Fassett: Okay.

Ken Stubbs: I support that as well.

Ray Fassett: All right, I like that suggestion as well. I'm looking at this org chart again though. Do we really need the green circles in that org chart at all?

Ron Andruff: Well, the green circles are for clarity, just so people understand, you know, what is that council and what is the administration? How is it made up?

Ray Fassett: Could we explain that? Maybe put that into a text. You're going to be adding some text...

Ron Andruff: I'm going to add a footnote to clarify this sketch yes.

Ray Fassett: I'm just throwing out there for discussion, would it be better to remove the green box, the green circles?

Tony Holmes: Going back to my original point that we don't want lots of questions, I think you could get some questions if you do remove them right.

Ray Fassett: Okay.

Ron Andruff: And as I say Ray this is Ron, I'll address that in the footnotes. The footnotes are only going to be two or three lines but I bet effectively it

will save, you know, the executive council, executive committee is intended to do this and the policy counts of the administration would be made up of those numbers, as suggested, something along those lines.

So it will be not a lot of text, but, you know, just to give some clarity to that drawing.

Ray Fassett: The only reason I raise it is because when I see two counselors per constituency and if there's 15 constituencies...

Ron Andruff: There's not 15 constituencies. You're saying in the future possibly...

Ray Fassett: Yes.

Ron Andruff: Yes, but again this is a recommendation for today and how we might develop it now that GNSO, as a policy council will bring some scope to what happens now as we start to shape this thing, you know, and as new constituencies come on stream.

Ray Fassett: But if we said two counselors per stakeholder group now...

Ron Andruff: That's not the way it is, we have actually six coming from our stakeholder group and there's six coming from the NCUC.

Rob Hogarth: We might be able to - this is Rob I'm sorry, you might be able to again, perhaps change some of the wording in there or something along the lines of to be populated as appropriate by constituencies or stakeholder groups, or something along those lines.

Ron Andruff: I'll put an asterisk beside that, where it says constituency

Ron Andruff: And to bring clarity that, you know, in today's structure we're folding bodies into commercial stakeholders groups that's understood in order to populate the GNSO Council at this point, we are using constituencies as this should change.

As, you know, as new constituencies or stakeholder groups are born they will then- the policy council will address this. Bottom line is it's an open ended question we can't figure out the answer to this question until the question gets asked and we don't know what that question is.

Is it one, two, five, ten new constituencies or I'm sorry stakeholder groups or not. We don't know until they get there. For example the one on the table right now about I think it was (IDN) gTLDs I don't know what that is as a constituency group per se but - or a stake holder group.

But clearly they belong over on the registry side of it because it is a gTLD and registries are managing TLDs. So this isn't kind of our discussion as much as it's the registry's discussion with that group, but at the end of the day there's going to have to be some kind of allotment if it's approved to provide for their voice.

That's drilling down. That's not a high level principal we got to stay with the high-level principals here or we're going to get really stuck.

Tony Holmes: Ron, this is Tony can I ask you a question? On that I understand why it's two counts per constituency for the policy council because I think

that's where you're looking at the main bulk of today's activities if I understand it.

And that's what's in the full governance report, but I don't know why you have one or two representatives from the constituencies on the GNSO administration side. So maybe if you took out any numbers there and just put representatives from contingencies that might just cover that off.

Ron Andruff: Yes and no Tony I mean you know my feeling I - the reason is there are two policy councils is to share the work load I don't see why there shouldn't be two administrative people to share the work load.

Tony Holmes: (Unintelligible) work load either that's one of the issues that we haven't really bottomed out.

Ron Andruff: That's right agreed. But to flush that out and to give some, you know, clarity to that I suggested that there be a minimum of one and (Sid) recommended two.

But I mean I'm not married to it I can take it out and say, you know, representatives from that's going to ask the question how many representatives.

Ray Fassett: Fair enough Ron you definitely validate your point. That's...

Wolf-Ulrich Knoblen(Unintelligible) just a comment (Ralph) speaking here.

Ray Fassett: Yes (Ralph).

Wolf-Ulrich KnobenIt - coming back to a question that I had before though about meeting. That if the question to how it fits to the (unintelligible) has been decided for the (unintelligible) mountain.

So let me say for the two house structure, you know, because if somebody looks at that somebody who is not familiar with all this council (unintelligible) look at that and he has in mind the decision taking about the counter structure with two houses, which means 16 or 18 counselors I don't exactly how many.

So I'm asking myself whether we should put any opinion or any let me say connection to that - into that chart, you know, two counter constituencies means (unintelligible) registries, our constituencies in other (unintelligible).

How does it fit to the number of the total number of the existing or the council factory has been decided right now that is my question.

Ray Fassett: Well if I understand your question correctly it has to do with the size of the council now versus what this could be interpreted to be the size in the future?

Wolf-Ulrich KnobenMore it's the, you know, you have a decision the council should be sitting - the new council should be seated in June in Australia. And this council is suppose to have how many, 16 or 18 members?

Ray Fassett: Two people per - as it stands today, there would be six members from the commercial stakeholders group of which we have three constituencies' that's two per.

Wolf-Ulrich Knoben Have six from the LCUC.

Ron Andruff: Right.

Wolf-Ulrich Knoben Plus six from the registry (unintelligible) isn't it?

Ron Andruff: And then I think we've got one non-com also.

Wolf-Ulrich Knoben Okay so let me say that's 18 in total plus the non-com.

Ron Andruff: Right.

Wolf-Ulrich Knoben So I'm looking for that so how does it fit to...

Ron Andruff: This diagram reflects that. The only thing missing there is the non-com.

Ray Fassett: All right for those of us that are slow here like me. This is Ray can you repeat that again? If the proposal - CSG the stakeholder group is suppose to be six wraps on the new GNSO council right?

Ron Andruff: Correct.

Ray Fassett: From the non-commercial stakeholder group six, what now from the now registry registrar which is the contract house how many?

Ron Andruff: I think there's actually - there is only two representatives there from each side so that would be another four.

Ray Fassett: Four. Four total from the contracted house right?

Ron Andruff: Right and then one non-com. So that would bring us down to 12 from the commercial/ non commercial four from the contracted side, so that's 16 and then the 17 individual is non com.

Ray Fassett: Okay that's helpful guys.

Rob Hogarth: And Ray this is Rob on the Wiki you've got a link at the bottom of the page to the new council organization as approved by the board that includes the various stakeholder groups constituency and the various numbers.

Voting and nonvoting members of the council include the liaison from the GAC and re-elects.

Ray Fassett: Okay so to (Ralph)'s point though we have what this number of 17. I think (Ralphs)'s question is does this fit into that and Ron your saying it does.

Ron Andruff: Correct.

Ray Fassett: Okay good job. Okay so Julie you have I think the action is we have now for this document is we're going to compile this to votes to reach out to. And Julie I think you did some notes on who those people are.

Julie Hedlund: Yes and I'll send that list around to everybody in case I've missed someone but I think I - I guess the only question I was is Milton Mueller was mentioned but it wasn't clear to me that was accepted to add him to the list.

Ron Andruff: From Ron's point of view I don't know if Milton is the right guy only from the point of view he's such a contrarian it doesn't really matter what you send him he's going to send you back something that's contrary.

So I'm not sure if that's fruitful or not but, you know, that's just my personal voice.

Rob Hogarth: This is Rob again (Robin Gross) is on your work team roster representing the NCUC and she's the chair of that body right now.

Ron Andruff: Very good so she can take it internally?

Julie Hedlund: So I'll put (Robin) on the list.

Glen Desaintgery: And (Robin)'s on the call.

Ray Fassett: (Robin) are you on the call? Must be on mute.

Glen Desaintgery: She's on (muting) view.

Ray Fassett: Okay, well that's good because I definitely wanted to have NCUC, we don't want to look like we somebody, we purposefully left somebody out you know how that goes.

Man: Agreed.

Ray Fassett: So I think that we're pretty well covered here. Not only the individual but identifying skill sets which I think is part of our obligation, but we're also cross sectoring if you will reaching out to a broad the whole group

now not where somebody can pin point us as purposefully leaving someone out or some group out. Is that fair?

Man: Agreed.

Ray Fassett: Okay so now the concept of email address I assume we can get those Glen, Julie, Rob, you know, because my next question is then how do we reach out to them? Is it coming from me asking their input? How do we want to do that?

Ron Andruff: Yes I think as a chair that would make sense for you to send this around saying before we send this to the community the work team just to discuss the thought because of your long experience with ICANN to get your comments to make sure we're not missing anything in this document prior to sending it out.

Ray Fassett: Great Ron I will do that if you would agree to draft the preamble.

Ron Andruff: I can I think Tony was correct I reviewed what he put in that, in his paragraph there it's actually on - it's the - it comes right under description the last paragraph if everyone's in agreement on this well this is kind of a good solid piece to start with.

And it's basically clarifying that the team not issues - explaining that it's not assumed that there's consensus for this approach but we're looking for some broader input.

Ray Fassett: So you mean the paragraph that starts with at this stage?

Ron Andruff: At this stage right.

Ray Fassett: Okay.

Ron Andruff: So I'll take that paragraph and just add a couple of sentences to it. Unless Tony you want to take a kick at the (unintelligible) seeing how you were the author of that.

Tony Holmes: I'm okay with it as you suggested Ron thank you.

Ron Andruff: Okay so I'll draft the preamble and I will draft footnotes. I will send them to Julie within the next hour or so and then.

Ray Fassett: Ron if you could tie the preamble to, you know, the high-level principal.

Ron Andruff: Yes of course.

Ray Fassett: Okay.

Ron Andruff: Yes, yes. And I'll send them to Julie for sending out to the community (unintelligible) has some things on her work list, I think, as well. So, if everyone is in agreement with that?

Ken Stubbs: Yes.

Ray Fassett: Okay. And I, you know, no later than end of day Friday I will have, you know, the package then. And I will send it out to the members that you guys have identified, Ken. And, basically, Tony and, of course, if anybody else thinks of anybody, you know, just let, you know, send it to the list for somebody to add it. I think right now we're in agreement of a particular group.

Julie Hedlund: And if I could, excuse me, Ray, if I could just clarify actions steps here. So, I will immediately after this call, send around to the team the list of people that we have recommended to send this to the first initial group.

Ron is going to do the footnotes and the preamble, send that to me and I will put that together. But, we were going to circulate that revised document within just our work team and I could do that today. Is that correct?

Ray Fassett: Yes, that's a good point. Tony did ask for a couple of days for us to review that. So, you're right. Good point, Julie. With that said, you know, let's give ourselves to Tuesday of next week before we reach out to the other list that we've identified?

Ron Andruff: Yes. For the record, I will be out next week, but for my part, its Ron speaking, I will have, when I submit this to Julie, from my point of view I've signed off of the document. So, I'm good to go.

Ray Fassett: Okay. And Tuesday is a good time, then, for everybody to review this new draft? Tony, is that enough time for you? I know everybody is busy.

Tony Holmes: Yes. Thanks, Ray.

Ray Fassett: Okay.

Man: I'm traveling. Can you hear me, Ray?

Ray Fassett: Yes.

Man: I'm traveling next week, but I'm thinking that this time in the day next Tuesday will probably be all right with me. I'll be in the U.S.

Ray Fassett: All right. So let's, tentatively, set that as the plan, then. Figure next Tuesday I will, then, reach out to the numbers that we've identified and formally request their input and feedback.

And I will also offer, if they would like to, you know, sometimes phone communication is more efficient than email communication, I will also offer if they would like to call me or want me to call them if they have any questions, I will offer that. Does anybody have a problem with that?

Man: No.

Ray Fassett: Okay. So, let's do that. Anybody have a problem with moving on now to some other business?

Ron Andruff: I just have another 15 minutes or so. This is Ron.

Ray Fassett: Okay. I would want to just identify that, you know, that we had a deadline yesterday of Tuesday for anybody to voice an opinion on whether they wanted to change or adjust our charter. No one has responded as of end of day Tuesday, I will formally communicate to the OSC that our work team has accepted the charter.

Man: Okay.

Ray Fassett: Okay. So, that's a good plus. And then, secondly, there's going to be a slight change in that our transcripts are going to be now published on to the Wiki site. So, that's going to allow anybody of interest out there to formally read our transcripts.

With that said, I think it could be duplicative. Right now, Julie is compiling meeting notes for us. If they're going to publish the transcripts, which we haven't really done up till now, there's been one published, but if this is going to become routine now, publishing the transcripts, I don't think there's really a need for the duplicity of compiling formal meeting notes.

Does anybody have any disagreement with that now? Julie would continue to provide us after our calls a summary and the action items of what we've decided or doing, but in terms of drafting up formal meeting notes in addition to transcripts, to me, seems redundant.

Does anybody have any opinion on that?

Ron Andruff: I agree.

Man: I agree.

Man: Agreed.

Ray Fassett: Okay. So, assuming that the transcripts will be published to the Wiki site, I would like to ask that we discontinue the formal meeting notes, Julie. Is that okay with you?

Julie Hedlund: Of course it's okay with me.

Ray Fassett: Okay. Fair enough. Now, we have another action item out there that has to do with these SOI/DOI documents and the last we discussed it there was some activity going on at the board level pertaining to the same subject matter. And we were going to defer a little bit before we rolled up our sleeves, we were going to defer to what's going on there.

Julie, can you give us an update on that? I know you did send around an email that discusses this, but given, I have to admit, I didn't really get a chance to analyze it. Can you give us a brief update?

Julie Hedlund: Possibly, Rob you can help me here as well, but my understanding is that there's been some activity in the Board Governance Committee concerning a review of the board's conflict of interest policy and that there may be a revised version coming out. Rob, had you heard of anything more on this?

Rob Hogarth: Yes (unintelligible). This is Rob. No, I have not, Julie. My recollection is that we were doing some it, that check and research in hopes that some of those discussions might benefit the work of this team. So I'll do some follow up (unintelligible) see if there's more information or newer information to share with the group.

Ray Fassett: Okay. For our work team, I think it's fair enough to say let's defer this because we know there's another discussion going on in another venue that could be relevant to what we do.

So, we don't want to be, again, redundant or inefficient. And better to wait because we know that work is going on. Is that a fair position for our work team, anybody?

Ron Andruff: This is Ron. I think it's a fair position. There is one thing that I'd like to bring to the table in this discussion, though, in terms of the current document we have in front of us.

Ray Fassett: Please.

Ron Andruff: In that regard, we have under the title, Suggestions for Draft Policy Work for Work Team Consideration, it's the number one purpose, at the end of that paragraph, it talks about Section 5227 of the California Non-Profit Public Benefit Corporation law.

And I'm wondering, you know, without knowing what Section 5227 is or anything, one of the things that we get kicked about at ICANN is that we're this California company. How can be a global body?

So, I think, if it's possible, Rob or Julie, to see if we can find some other thing we can point to in terms of a legal section in international law that might have some relationship. Or just take that out completely because, I think, that binding someone who may live in Zurich or in Singapore to Section 5227 of California law isn't going to be appreciated.

Julie Hedlund: Yes. Ron, this is Julie. I'd like to just briefly explain why that's there. I'm not saying that it has to stay in. I fully understand your point. It's there because it was pulled from the language that's in the board of director's section on conflicts of interest.

And it's there because ICANN is a non-profit, you know, incorporated in California. So, since the board of director's conflict of interest

provisions are very legalistic, they refer back to this, you know, law that pertains to ICANN as a, you know, as an incorporated non-profit in California.

That does not mean we have to use that language. And I think that that's something we want to consider as we look at what the board is doing with conflicts of interest. And whether or not the document for statements of interest and declarations of interest needs to follow that same format or conform to the same legal requirements as the board is required to follow - board members are required to follow.

Ron Andruff: Well, I think you hit the nail in the head, Julie, legal requirements. That's the difference. It's a particular responsibility, as a board member I have to follow a code of law.

But as, what we're trying to describe here in the SOI/DOI is more about as individuals who are committing to work on a particular project, that we all are going to be open and transparent about our relationships so that no one has any misunderstanding as to who we represent or who we're working for.

So, there's no legal aspect in that regard. So, in my opinion, if we could remove anything about California law from this document, I think it would serve the community better.

Ray Fassett: Yes. That's right. This is Ray and how we got down that path was, as a work team, was we were looking at the content of standardization. That having, you know, different forms for different purposes all folding out there, depending on where your involvement with ICANN is, we thought about looking at a standardization process.

And since the board was going through this themselves, we asked Julie to look at that and then see how, what was missing in our existing statement of interest or declaration of interest and try to standardize it. And I think what we're discovering is, we're not going to be able to do that.

Ron Andruff: To an extent we can. I think that there are, you know, the body of the document is workable. It's just that those kinds of, you know, little (unintelligible) of negativity that are out there, if we can avoid them we should.

Ray Fassett: Okay.

Julie Hedlund: I'm happy to do a version of the document without, you know, with the, sort of, legal aspects in there. I would still leave in the question of enforcement mechanisms because without, obviously, a legal requirement how do we want to couch the requirements in a way that it can still be, you know, that, you know, council numbers are still held to.

And I, actually, I think I do have that as a question in the document and I'll just, sort of, highlight it, you know, for the point of discussion, you know, perhaps, at the next meeting.

Ray Fassett: Right and when we talk about enforcement and we're running just a little bit over is that okay with everybody? We won't be much longer.

Ron Andruff: Yes.

Ray Fassett: Okay, as we talk about enforcement, I think that really does drive to the difference between a statement of interest and a conflict of interest document, you know.

Ron Andruff: And speaking to that particular issue it's, the only real recourse we can have, I think, realistically speaking in these circumstances.

If an individual chooses not to update their, you know, SOI or DOI prior to, at the beginning of the meeting as noted and it comes to the knowledge of the larger group or in some way or form, that that individual would be sanctioned in the sense that they would be suspended from working on that committee.

And I think the stigma of being suspended from working on a committee, you know, leaking out through the, you know, the grapevines so to speak. Was probably as much penalty as we can impose on anyone?

Ray Fassett: Personally speaking, this is Ray, I think as a GNSO Counselor and if I'm in a working group, I think a, you know, statement of interest could be inappropriate.

But as a GNSO Counselor in a very important (unintelligible) of this body called ICANN, I'm just tossing in my head whether it is appropriate to have, to be more of a conflict of interest document rather than a statement of interest.

And I'm just going to throw that out. Nobody needs to respond today because we're running short on time. But maybe think about that, you

know, there is definitely a difference between a conflict of interest document and a statement of interest document.

Ron Andruff: One other thing I'd like to add to just in terms of making a friendly amendment into the document that Julie's presented as where we say GNSO Council, let's because we're now working to try to make a clarification about what the GNSO is. That there's a council and there's also an administrative body.

We should - if you could just where you say GNSO add in the word policy. So it's very clear it's a GNSO policy council as opposed to anything else. Okay, Julie? Just a small matter but, Julie you'll see...

Julie Hedlund: I'm sorry, I thought you were asking the rest of the team if that...

Ron Andruff: No, no, I'm just, kind of, I'm just putting it out there because it says, you know, if I can't stop determine that GNSO Council members states of interest blah, blah, blah. So it should be GNSO policy council because it's really the policy people that we're talking about, policy development.

There's not - I don't see that we'll ever of used the statement of interest for the administrative side of the house.

Julie Hedlund: That's fine I'm happy to make that change. And perhaps I can make it, sort of, clear at the top as a point for discussion if that, you know, I will change this. I can change this to show how to be, sort of, you know, a statement of interest, you know, type of document as opposed to conflict of interest. And I think it largely is.

And in that, you know, the work team members agree to that, then that, you know, that's of course fine with me. But I don't know that everybody, you know, that's not on the call, you know, might want to consider that as well.

Ron Andruff: So Julie just to be clear what you just said. You said that you're following the suggestion of the chair that we change this from statement to conflict?

Julie Hedlund: No, no.

Ron Andruff: Or it's the other way around.

Julie Hedlund: The other way around.

Ron Andruff: So we're going to maintain statement of interest?

Julie Hedlund: Right and well, basically, take out that the legalistic part that you mentioned that really is something that reflects more of a conflict of interest policy.

Ron Andruff: Okay.

Ray Fassett: Okay and I think that's a good approach, Julie, to do that, so please do. But then I just want the, have the other team put it in the back of their heads for further - we'll have to be discussing this further down the road. Once we get past some other work items of whether we consider for the council members that it's a conflict of interest versus statement of interest.

Personally, maybe a statement of interest is okay. But just want to throw it out there. I don't have any other business. I'm going to propose to adjourn the call. Now our next call is in two weeks. Two weeks from today, same time, 1200 UTC.

Ron, you'll be back by then, right?

Ron Andruff: Yes and what date? What was the exact date of it? Was that the 13?

Ray Fassett: I can tell you that in a second.

Ron Andruff: On the 13, I'm actually at a conference here in New York, although, actually the 13 would probably be possible.

Tony Holmes: Are you sure about the time there Ray, that it's 12 UTC?

Ray Fassett: Yes, we're going to try and keep the same time, which is 1200 - or is it 16, I'm sorry 1600 UTC, thank you Tony. Yes, 1600 UTC is the time for May 13. And Ken you'll be back by then and on the call, maybe not. Okay with that I'd like to ask the recording to stop and to adjourn the call unless there's any other business.

Glen Desaintgery: Ray the next call is 13 of May.

Ray Fassett: Right.

Glen Desaintgery: Thanks.

END