

**ICANN
Transcription ICANN64 Kobe
GNSO – NCSG Finance Committee Meeting
Wednesday, 13 March 2019 at 15:15 JST**

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Stephanie Perrin: Okay, thank you very much. This is Stephanie Perrin for the record. And I guess I have a responsibility to open the meeting because this is an NCSG finance committee meeting. Who have we got online? Do we know?

Maryam Bakoshi: So we have ...

Stephanie Perrin: I'm looking for Remmy.

Maryam Bakoshi: No, Remmy isn't here yet.

Stephanie Perrin: Do we know whether he's going to attend?

Maryam Bakoshi: Yes, he said he'll come, but I'm not sure ...

Man 1: (Unintelligible).

Woman 1: This is from the schedule?

Man 1: (Unintelligible).

Woman 1: Put this on the schedule also.

Stephanie Perrin: Well, in the meantime, while we - Stephanie again. While we wait for Remmy to get connected, perhaps we can have a little discussion about the agenda. That would be a normal agenda item is discuss the agenda. Now, we've had some suggestions for late changes to the agenda, mostly because we realize we're in a bit of a situation here.

And I forwarded the letter from - the email from Bruna announcing the EC NCUC decision to - because Thato's term was up and the election was a bit late anyway, Ayden was named in the election of the new finance committee representative. And that leaves us in a situation where we don't really have a chair until we have another election for the chair.

Now, I'm open to discussing this, but I like things to be tidy. If we don't elect a new chair or a chair, then we don't really have a bona fide meeting of the finance committee. It can be a meeting where we discuss the finance committee, but it's not a meeting of the finance committee. I realize that sounds tautological, but - so any discussion on that point?

Now, I know that Rafik was saying well, you're late making the change. He's unfortunately at another meeting. We are late making the change, and that's probably my fault. I should have realized this.

Bruna Santos: There's a new question.

Stephanie Perrin: Yes, certainly.

Bruna Santos: This is Bruna Santos for the record. Do we have any rules in case of vacancies of the chair position at the finance committee or not? I don't think so, right?

Stephanie Perrin: No, I don't think so. Sorry. I didn't have my mic on. Stephanie Perrin again. I don't think we have any further rules than what's in section 2.6. Section 2.6

says, the chair is elected by the members of the finance committee, members only, not observers.

So that's us turning three people, you know, the NCUC rep, The NPOC rep and the chair. And I do have voting rights. So if Remmy - and the decision is valid on two out of three votes. It's all in the charter. So if Remmy doesn't make it, we can still hold an election. Yes, sure. Go ahead.

Raoul Plommer: I think it's - well, yes, I found that weird there's like one representative from each constituency. And well, as I read the charter, I understood that basically those two would be voting for the chair, and that the NCSG chair cannot be the chair.

Stephanie Perrin: The NCSG chair cannot be the chair, but it says explicitly that he/she can vote.

Raoul Plommer: Oh, okay.

Stephanie Perrin: Or otherwise you - if you had the NCUC rep and the NPOC rep not agreeing on who should chair.

((Crosstalk))

Stephanie Perrin: I totally agree with you. I don't think this is a great charter. I think it's too small. I think it's way too much - well, we've been over that.

Maryam Bakoshi: (Unintelligible).

Joan Kerr: Joan for the record. I think there was sort of just a little bit of a plunk of a finance committee. There was never the anticipation that there was going to be these issues. And I think that's - and I think that going forward, I think we could develop those procedures. I think that's where we're at. And so we sort of have to look at what makes sense, right?

Stephanie Perrin: Right. And we never got really - because we went over time on the finance committee discussion, we went over time on the global commission discussion. We ran out of time yesterday, but I'm committed to getting going on procedures.

We're missing a whole lot of procedures, and our lives would be more clear and we'd get along better if we got those procedures done. So what's the feeling about the vote? I don't want to push that, but I do think it makes this more sensible.

Ayden Ferdeline: This is Ayden, and I would like to express interest in having the vote now. I think it makes sense to field this issue.

Stephanie Perrin: Don't need three. We only need two.

David Cake: Yes. Two (Unintelligible).

Stephanie Perrin: And I don't - I realize that Remmy has connection problems, but he has frequently not been at the finance committee meetings. So what I worry about is, if we keep trying to do it at finance committee meetings, we could go months with no chair. And I think that's not a desirable situation because we want to move ahead getting the operating procedures put through out for consultation and then approved by the ...

((Crosstalk))

David Cake: Certainly Remmy has been informed that this meeting is on. So the end, I don't think there's any - no requirement to inform about the election, so.

Stephanie Perrin: Well, quite frankly, everybody that's on the finance committee who's been following the charter, ought to be aware that we have a charter situation at

the moment. We've got to get ahead and have an election, you know. Not bad.

Bruna Santos: Do we have Remmy? He just sent an email. It's odd. Like, why isn't he on?

Maryam Bakoshi: I just sent an email to him.

Bruna Santos: Yes, (unintelligible). Can we try to dial him then? (Unintelligible).

Stephanie Perrin: Is he on the phone or on the Adobe?

Bruna Santos: Just to - Bruna again. Just to clear up something because we just got an email from Remmy. And he stated that Thato's term as chair was only finishing after this meeting. And once again, as Stephanie stated, like - and we also stated the same thing in our statements with regard to the new NCUC appointees, that Ayden's term is starting now. So NCUC representative term is starting with the community forum. So it's not after, it's not before. It's right now.

Raoul Plommer: Raoul for the record. So was the past chair for the NCSG financial committee?

Maryam Bakoshi: (Unintelligible).

David Cake: So it literally hasn't had a chair since - yet since quite a while.

Raoul Plommer: No. Thato has been chair.

David Cake: Yes.

Stephanie Perrin: Ed was the first chair. Thato was the second chair.

Raoul Plommer: So who was the NCUC representative then?

David Cake: Thato was NCUC representative.

Man 2: So there were only two people then - two people in all.

Raoul Plommer: The members are Thato and Remmy?

Stephanie Perrin: Forgive me for eating.

Man 2: (Unintelligible).

Stephanie Perrin: This is - I think we actually agree on this point, that the construction of the finance committee is not robust.

((Crosstalk))

Stephanie Perrin: I'm all about celebrating victory.

David Cake: I suspect the NCSG, this bit of the charter may have been written in - well, I think it was - I think this dates from 2011. It was probably written around 2009 or '10, and had a vision of many constituencies like may bloom, like - yes. So it may not accord with reality as observed since that point.

((Crosstalk))

Stephanie Perrin: Okay. So he's in the chat. Can - we have we got agreement that we do the election?

Raoul Plommer: Yes.

Joan Kerr: So we agree or (unintelligible)?

Stephanie Perrin: Well, really it's the - it would have to be the finance committee and that would be a decision to change the agenda that would be subject to consensus.

((Crosstalk))

Stephanie Perrin: No, consensus is only of the voting members of the committee.

Bruna Santos: This is Bruna. Sorry for the interruption, but the ...

Stephanie Perrin: I beg your pardon?

Bruna Santos: Yes. Just bring the chat. When we asked about whether or not we should have an election right now, Remmy just answered no, there should be no election. Just for us - it's on the chat, just stating the ...

((Crosstalk))

Raoul Plommer: Yes. So just to clarify, it does say here that - it explicitly says that the NCSG chair cannot be a voting member.

Stephanie Perrin: No.

David Cake: Yes.

Stephanie Perrin: No.

David Cake: It explicitly ...

Stephanie Perrin: How do you get that? Read it out loud.

Woman 2: What?

David Cake: 2.6.1 (unintelligible), the NCSG (unintelligible).

Stephanie Perrin: Oh, I'm sorry.

((Crosstalk))

David Cake: No. It's just the system only works with two microphones at a time and two were left on. So I could not - 2.6.1 explicitly says the chair can vote.

Raoul Plommer: Yes. Okay.

Stephanie Perrin: It's your representative that is not wanting to vote. So perhaps we take a little break and you discuss this with Remmy?

Bruna Santos: He's been raising his hand (unintelligible).

((Crosstalk))

Maryam Bakoshi: We can speak to Remmy.

Bruna Santos: Can you ask him to type it then we read it out loud?

Maryam Bakoshi: They're not connected.

Stephanie Perrin: Because it doesn't serve our interests, in that we don't have another finance committee meeting for another month. And then that means we're not getting on with the - what do you call them? You know, the - it's been a long day. Sorry. What do you call them?

Bruna Santos: (Unintelligible).

Stephanie Perrin: Shall I explain why we suggested once again that we have a vote? Because we have a meeting of the finance committee with no chair and we

really can't be doing that. So it's not an official member of the - it's not an official meeting of the finance committee.

And there has been a great deal of pressure that the finance committee ought to be having formal meetings being on the agenda. We have it on the agenda. We should make it a real meeting.

Raoul Plommer: Raoul for the record. So are we now of the thinking that the finance committee would start doing all the things in the charter? Has that changed from yesterday?

Stephanie Perrin: What exactly do you mean?

Raoul Plommer: Well, I mean for example there was talk that the finance committee shouldn't be auditing, right? It does say that here, that they should be auditing. It also says they should be doing fundraising and lots of other issues that were knocked down yesterday when Thato was having his presentation.

Ayden Ferdeline: I think - this is Ayden. I think we just need to do one thing at a time. The first thing to do is to do the election so the finance committee has a chair. Once the finance committee has a chair, then we can evaluate what the charter says and what the responsibilities are for the finance committee.

Louise Marie Hurel: Louise here for the record. I completely agree with Ayden. I think for now, for today, we should definitely just focus on getting a chair, and then we can go into the discussion, because I think what we have now is a different interpretation of the bylaws and what are actually the - what has to be - what are the functions of the financial committee. And I do think that we are going to waste a lot of time if we just open that right now. So one step at a time.

Joan Kerr: Yes, it's Joan as well. I agree that we should have an actual meeting, as long as there's agreement that we do actually look at what is - and define it. I

think it's definition that is the problem at the moment. And I think if we have that - but we need to start with the chair, right?

Maryam Bakoshi: Right.

Joan Kerr: Okay, so.

Ayden Ferdeline: I just ...

Stephanie Perrin: To Raoul's point on the charter, there are a lot of things in there that are written in mandatory terms. Like for instance, membership fees. I don't think we agree on membership fees. So, you know, there's a big discussion to be had on what we think should happen, and what we shouldn't.

Maryam Bakoshi: What we shouldn't be doing.

Stephanie Perrin: What we shouldn't be doing. That's point number one. Point number two, a charter provides the scope and powers and instructions for those powers, but it is not mandatory that we occupy every centimeter of the charter at once. So for instance, for eight years we haven't had a finance committee operating in any real sense, right?

And for eight years, we haven't had membership fees and we haven't done fundraising and yadi, yadi, yada. We need to take these things one step at a time and figure out what makes sense at the time. Remember that this charter would have been written prior to having your constituency, right?

Because it would have been written in 2009, 2010, and that's why the words candidate constituency, because they didn't know how many candidate constituency. So this charter has broad scope to accommodate that.

Thanks.

Joan Kerr: Yes, it's Joan. But on the other hand, we should use it as the guiding principle. I mean I think that that's what we have to do and agree on it. I mean we can't just put it by the wayside.

Louise Marie Hurel: Just one consideration. I don't think we're putting it behind. We're just trying to maybe - and this is my interpretation. I think it's way more important for us to understand what the FC and what is the FC trying to do for our constituencies and for our stakeholder group before we jump into doing the actual implementation of the charter.

Like NCUC is also facing the same situation we also by our new bylaws, we have to do the implementation of a new policy committee, and we are still like studying the options. So it's more of a matter of us trying to understand what we should be doing and the - maybe the roles we're all like playing here and (unintelligible) necessary for, rather than just jumping into its implementation. I know it sounds a bit like coming back and forth, but it's kind of a more secure position, at least in my mind. I don't know.

Raoul Plommer: It's Raoul for the record. All I'm really wary of here is that if we don't know what we're creating, I feel bad about legitimizing that monster to be. I don't know. Okay, here's a question. What do we need the finance committee for?

David Cake: Sorry. This is ...

Maryam Bakoshi: I just wanted to make a correction on the record that this charter was approved in 2011.

Joan Kerr: Yes, but drafted long before that.

((Crosstalk))

David Cake: Can I say, we seem to be lapsing into having essentially a finance committee unstructured discussion, which may be helpful. But we should - we seem to

be still stuck at this point where we sort of have an agenda for this meeting, but we don't have a chair, and without a chair, we - this has got to be an unstructured meeting.

So either let's have clarity on which way we're going. Are we going to have an election and thus a chair? Or are we going to have - continue with the agenda, but somehow without a chair? Which doesn't seem to be very viable to me. But we - or are we going to have an unstructured discussion about the finance committee? I'm open to any of those possibilities, but I think it would be good for us to clarify which one we are doing.

Ayden Ferdeline: Thanks, David, for the question. This is Ayden and I don't like to pull this card, that as one of the appointees of the finance committee, along with Stephanie, we have a quorum actually to have a real meeting of the finance committee. And so I think that would be far more productive than to have this unstructured dialogue.

And so what I want to put on the table is the idea that we have an election now to try to see if we can reach a decision on who should be chair. And once that happens, I would suggest that we go through the agenda that was circulated by the previous chair that was on the finance committee's mailing list.

Oreoluwa Lesi: Yes. This is (Ore) for the record. I second that. I think that the discussion is not really helpful and it's not very productive. So if what we need to do is to elect a chair, then let's do that so that we can move on.

Stephanie Perrin: Thanks very much.

((Crosstalk))

Stephanie Perrin: Okay. Maryam, what's the procedure for this? (Unintelligible) lording it over to Maryam.

Remmy Nweke: Hello. Hello. Can you hear me?

David Cake: Hi Remmy.

Remmy Nweke: Yes. Good day everyone. Hello. Can you hear me?

Ayden Ferdeline: Yes, we can hear you.

Remmy Nweke: Okay, thank you very much. I think it is unfair to state that we don't have a chair for that meeting. The chair that (unintelligible) that meeting, during (unintelligible) last chair, I think we should have, in accordance with (unintelligible) someone, and then probably we can do another meeting. But there's an agenda for this meeting.

We are not making it that this is something some people are fighting over, while we all know that everything about this committee is voluntary. And it doesn't make sense fighting over things. I don't understand why we should all spend on the election or no election. That shouldn't be for me a problem of basically why we are scared in that room.

Create an agenda for that room. Let the (unintelligible) decide over the meeting. After that, we can quietly then maybe tackle this (unintelligible) we've got several subjects that have been given to you. We're not coming to Kobe and then everything is now thrown upside down and we think we are making progress.

(Unintelligible) you organize it. It looks as if we are fighting with ourselves. And I (unintelligible). The election will come, even if it doesn't move today. It will still come. We cannot allow (unintelligible) to hold the meeting (unintelligible) the meeting.

So we can make progress. If there are things that need to be solved, solve

them (unintelligible) to put - why should we be discussing election today that we can (unintelligible)? I know we're not going to do a kind of some (unintelligible) over that.

But actually (unintelligible) at all. For me, there should be discussion, very good discussion. We all know that the charter has an issue when it comes to (unintelligible). So why can't we (unintelligible) and take it from that point? Isn't that an easier thing?

So anybody that (unintelligible) to be the chair is not going to do any magic anywhere because the charter is (unintelligible). And that's what I've been crying over time. So I think we need to change our - review our charter (unintelligible). Those are overdue. They're overdue (unintelligible) that we must (unintelligible). It's not.

If you find the (unintelligible) then move on with it, and then to resolve it. You are (unintelligible) just now on observer (unintelligible) it seems we are fighting over (unintelligible), things that are not supposed to be fought over. So please, let us allow (unintelligible) to come by discuss over the meeting whatever is agreed there, and then (unintelligible) move a motion for us to have an election.

(Unintelligible) from there. Not coming to say that (unintelligible) the entire agenda. This agenda was sent over a month ago. So people have opportunity to make (unintelligible). So please, let us (unintelligible). Thank you.

Ayden Ferdeline: Thank you for that, Remmy. This is Ayden. So it was a little difficult to catch every single word that you said, but I think I caught most of it. So I'm just going to offer a quick summary of what I think I heard, and if there's anything that I missed, maybe it would be easier if you type it into the chat and then I can read it out.

But from what I understand, you had two primary concerns. The first concern that you had was that you believe the charter was still the NCUC's representative on the finance committee. The second concern that you had was over the agenda that had been previously circulated not being followed today in your view.

And I guess there was a third point that you also raised, that you don't support the election happening today, and that is because you believe that Thato was still the NCUC representative on the finance committee. Is there anything that I missed? If there is, if you can just add that to the chat please, and then I will read that out.

But Robin in the chat earlier did address some of the points that you raised. And so I wanted to read a comment out that she wrote, just in case you didn't see it. And Robin stated that we need to elect a chair so that we can do the business of the finance committee. And that was the justification for the changes to the agenda and for proposing to have an election.

But there hasn't been a proposal to scrap the gender entirely. It has just been to have an election first and then to proceed with the agenda that had already been circulated. Bruna had also indicated on the NCUC mailing list that I was the NCUC appointee from the beginning of this particular ICANN meeting. Thank you.

Joan Kerr: Joan for the record. So I just want to clarify because NCUC - like why is there a mix up about the time of the replacement? I'm not sure, I'm really confused. Sorry.

Bruna Santos: No, it's all right. Bruna again for the record. It's just because that wasn't on term. It was ended about a month ago. So it has been a while since - so the call for FC appointee was already delayed. And this is like our fault because

we have been doing some internal organizations in the past month. So this is pretty much on my account for not doing the call before.

And then - but we have also, like we have announced ever since Barcelona, that we would be doing the call for our appointees to the different NCSG committee. And so the first was the EC. So we did another - the new appointees are Robin and Raphael. Now we did with - doing with Ayden instead - in the place that Thato is occupying.

The next one is the policy committee. So it's all within our agenda. It's just there was a delay. The problem actually in my opinion is about, like Remmy's understanding about the whole like term starting or not now. And I am sorry, Remmy, but I don't think he's in place to question this decision, because it was a constituency decision and not - yes.

Stephanie Perrin: So I'm asking because I'm thinking okay, that's not our issue at the moment. The issue is your appointee. Am I correct? Like your time is up, right? So ...

Bruna Santos: Bruna again. Mostly the - if there is a problem, and that's what Remmy's questioning was are we delayed to the call and like the call for the replacement or the placement of the appointee, and what is like resulting in this understanding that to Remmy, the term does not start now. It only starts after the community forum.

And for us, it was supposed to have started already because this call was supposed to have gone a month ago. So it would have started at the at community forum either way.

Stephanie Perrin: Stephanie Perrin for the record. I'd just like to assure Remmy that we'll go ahead with the agenda as soon as we get the vote done. I don't really see - I'm not trying to take the microphone away from Thato. I'm just trying to legitimize this meeting, because otherwise then we have to have a vote in a

month from now, and we're not being led in our discussion of the procedures. And I think that would be a waste of time.

So whatever the process is for doing that vote, Maryam, I'm looking - I'm hoping you know how to do this because we don't have a procedure actually for voting. There's no - it's a very informal thing.

Maryam Bakoshi: Well, one thing we can do - So you decide if you want an open vote or a closed vote, that the EC - sorry, the AC decision to make. And then I can take you from there.

Stephanie Perrin: Well, in the interest of transparency, I think open is fine. I mean it's not like there's a big field of candidates. We've got two, right?

Man 2: No voters.

Stephanie Perrin: No voters, that's right. Yes. So my question I guess, since I'm one of the voters, I'd rather have somebody else do this just for, I don't know, having my hands off. Or I think we can just vote in ...

David Cake: If we assume candidates to vote for themselves, the - we actually can - there is no transparency except really, so.

Stephanie Perrin: Right. Exactly. So the only a valid question is, does Remmy wish to run for chair? Because I can't, okay? And that's a question for Remmy.

Maryam Bakoshi: Hi Remmy. If you can hear - this is Maryam Bakoshi. The question is, do you want to run for chair? If you do, please indicate in the chat and you will be added to the process. Thank you.

Ayden Ferdeline: And just for the record, this is Ayden. I would like to express my interest in running to be chair.

Maryam Bakoshi: So Remmy has indicated that he is interested in running for chair. So we have two candidates, Ayden and Remmy. So how do you want to proceed with?

Stephanie Perrin: I don't want to over procedurize this. I'm the only vote bin. This is why I think we really need to address changing the charter to enlarge the ceiling.

(Crosstalk)

Stephanie Perrin: I beg your pardon?

Bruna Santos: (Unintelligible). Yes, I'm so sorry. Yes, it doesn't make sense (unintelligible). So either consider doing the - it's bizarre because the observers do in fact don't have a vote, but maybe I don't know, in future constituency chairs can help with this vote or it's like if there's any support from the constituency chairs, issue the candidates - so I mean, this would be a good help. But I don't know if it starts it already because it goes back to three, so.

Maryam Bakoshi: So it's just been simplified. Remmy says he wishes to withdraw. So welcome, Ayden.

Ayden Ferdeline: Thank you.

Stephanie Perrin: Well, thank you. It's nice that we've got that resolved. Okay. I'm now going to stop talking and chairing this meeting and turn it over to Ayden to chair.

Ayden Ferdeline: Thank you very much, Stephanie, and hi everyone. Thank you for joining the finance committee today on Wednesday March 13. This is I believe only the second ever face to face meeting that the finance committee has had. There was one in Copenhagen previously.

To begin with, I would I think 0 we might just do a round of introductions

around the table so we know who is in the room. Maybe if we start with you David.

David Cake: David Cake, both NCUC executive committee and NPOC executive committee.

Louise Marie Hurel: Louise Marie Hurel, NCUC vice chair. Thank you.

Bruna Santos: Brunna Santos, NCUC chair.

Stephanie Perrin: Stephanie Perrin, NCSG chair.

Raoul Plommer: Raoul Plommer, NPOC vice chair.

Joan Kerr: Joan Kerr, NPOC chair.

Thato Mfikwe: Thato Mfikwe, NCUC member.

Oreoluwa Lesi: Ore Lesi, NPOC secretary.

Ayden Ferdeline: Thanks everyone, and welcome again. And what I would also like to say is, thank you to Thato. So Thato is - has been of the finance committee for the past year. And during that time, the finance committee has become more active. The mailing list is busier than ever before, and there have been consistently meetings held throughout the year. So I think it is important that our gratitude is extended to you for that, Thato.

So on the agenda, we are going to propose one small change, the very beginning. Are there any changes to our statements of interest?

Maryam Bakoshi: (Unintelligible)

Ayden Ferdeline: This one is okay. Thanks. Okay. And seeing no hands raised, we can proceed with the agenda that was circulated on our list previously. So this is - because this agenda was prepared by the previous chair of the finance committee, and Thato is in the room, I do want to extend the opportunity to Thato to be able to speak on any of these topics, if you have prepared any comments that you would like to raise, because I don't have all of the background myself as to what might have been envisioned within them.

In terms of introduction and background to the finance committee, the finance committee is evaluating what it wants to be always, and that will be an important question for the coming 12 months. Certainly something that I would like to see the finance committee focus on, is getting back to basics and developing some internal operating procedures that can guide our actions and activities over the next 12 months and beyond. I think that would be a very useful contribution for us to make.

And I would also like us to develop a list of activities that we will undergo on an ongoing basis, one of which I think should be preparing the NCSG's comment or a draft of the comment on the ICANN org budget. And that is not something within our - we don't have the authority to submit a comment on the budget, but we can submit a recommended comment on the budget to the NCSG policy committee. And so that is something that I would like to see us working on in the future.

But I'm going to open the floor now to see if there are any other comments here on what people think priorities of the finance committee should be over the coming 12 months. Or and of course, if you have any comments, Thato, feel free to go ahead.

However, I do know that Remmy has his hand raised. I'm not sure if that's an old hand, Remmy, or a new one. It's an old hand I'm told. Perfect. Otherwise, does anyone in the room have any comments they would like to make? Please go ahead, Thato.

Thato Mfikwe: So maybe firstly to thank the NCUC for giving me an opportunity to serve them on the finance committee and also the members and chairs of the constituencies. So now coming to the agenda, the agenda was actually set up in such a way so that we are able to fairly work towards having a harmonies operational procedures.

But now, if you look at all those topics, they are basically centered around contentious areas whereby we - there is a lot of disagreements in terms of how the finance committee should go. So I don't know if that provides enough background for you to proceed with this meeting. Thanks.

Ayden Ferdeline: Are there any other comments? We're happy to also take input from the floor of course. Please go ahead, Joan.

Joan Kerr: Sure. It's Joan for the record. So your question is, the focus for the next 12 months. And I'm (unintelligible), we haven't even defined what the - sorry, it's just how I think. So for me to think of what to focus on, I always like to know what it is that we're supposed to be responsible for. So, you know, that's a conversation I'd like to have first, if that's okay.

Ayden Ferdeline: Sure. Unless there are any objections of course. Okay, yes. No, I think that's a very reasonable point. And I think if we want to treat this as an ideations workshop and we want to just brainstorm as to what we think the finance committee should be and what activities it should be doing, and maybe even what it should not be doing, yes, that could be a really useful input though that can guide us. So does anyone have any thoughts on what those - on what that should be?

Joan Kerr: Well, I think the first thing that I - probably we should do, since we're all at a loss and there's no history of this committee, right, is maybe just look at what was laid out before and say, do we agree or disagree. How do we change

this? What do we do? And we agree to it. Does that sound like a fair way?
Yes?

Stephanie Perrin: I think one of the problems that we're facing - this is Stephanie Perrin for the record, is, the things in the charter have to be changed in the charter process. And you're painfully familiar with how slow that is, right? So Rafik warned us yesterday that tackling charter changes, as much as we might want to do it, is a non-trivial problem.

I'm just catching up with the emails and Remmy has said, the decision to cede the chairmanship of NCSG FC was between the FC reps and not of NCUC entitlement or NCSG EC. And at any event, since he is being replaced, it falls upon me as the next in command. My interpretation of the charter is that none of that is correct.

Now, I don't know, but procedurally I don't like going forward if people don't have a common understanding of the charter. I don't want to waste time explaining things, but it's very clear in the charter that there are term limits, and that each representative of each constituency has term limits, and that we replace the representatives or we don't. The choice is made.

And then we - if that means the chair is no longer a member of the committee, then we have to have an election. If there's another interpretation of the charter that I'm missing, please. But that may be what was animating Remmy when he was on the phone, that this is his interpretation, that he should have inherited the seat. That's not the way it works.

Maryam Bakoshi: (Maryam for the record. So in the chat, Remmy is saying, Stephanie, you may wish to step a note down since we have gone beyond that. So I think he's taken that back. Yes.

Bruna Santos: Just one suggestion maybe. We have been talking a lot about differences, like both Thato and Remmy previously have pointed out some differences on

their understanding about the NCUC charter and some need for harmonization. So maybe a suggestion or way forward would be for us to try to do a working - maybe a little working group on charter harmonization with regards to the finance committee.

I don't know how this would work, but then if we maybe got a way of having two or three more interested from each constituency involve the stakeholder group in assessing this and seeing how we can move forward with the harmonization of the operating procedures and charter. I don't know if this is maybe a way forward.

Ayden Ferdeline: Thanks, Bruna. That's a great idea. This is Ayden, and I'm adding myself to the queue. I think that's a great idea. I think we do need to have a harmonized understanding. And something that I would like to suggest that we do with permission of the members of the finance committee is, perhaps we invite the author of the charter to speak to us and to brief us perhaps on what was initially on some of the information that we don't have.

Why was this committee initiated? What was it intended to be? I believe that the author was Avri Doria. So I can reach out to her and ask if she can join our next meeting perhaps. Or if not, if she can send a message that I can share in our mailing list as a short briefing could be quite helpful there. So I've noted that Remmy has raised his hand. I think it is a new hand now.

Maryam Bakoshi: (Unintelligible) comment.

Stephanie Perrin: On the chat?

Ayden Ferdeline: So Remmy, your hand is now down? Okay.

Maryam Bakoshi: It's down now.

Remmy Nweke: Yes, I wanted to speak, but I wasn't (unintelligible).

Ayden Ferdeline: Okay.

Remmy Nweke: Can I speak now?

Maryam Bakoshi: Yes, you can speak if you want to.

Remmy Nweke: (Unintelligible).

Ayden Ferdeline: Yes, you can speak now, Remmy.

Remmy Nweke: All right. Thank you. From the relation of Ayden's point (unintelligible), going by the item on the agenda, I suppose that we propose that we review the charter. So that charter is very cumbersome and then (unintelligible) that are there that should actually be there. So it's important that we review it as soon as possible and I think that should be my submission on that. Thank you.

Ayden Ferdeline: Remmy, this is Ayden. Thanks for your comments. You were breaking up a little bit towards the end there. So I didn't quite capture everything that you said. So I heard that you asked - you said perhaps that you wanted to make an update. If I heard you correctly, please go ahead.

Remmy Nweke: Sorry about that.

Maryam Bakoshi: Sorry. Maryam for the record. He was basically repeating what he said on the chart about harmonization of the charter, yes.

Ayden Ferdeline: Oh, okay. That's great. Thank you for that, Remmy. I'm glad that we have consensus that we do need to come to a common understanding on what it is that the finance committee should be doing. In terms of how we go about that, Remmy has just clarified. So the mandate of the finance committee should be reviewed, he states.

Bruna proposed before that there should be a working group initiated and that this working group should have representation for more than just the finance committee. What I would like to suggest is, maybe we don't need a formal working group, that perhaps we can even take this discussion to the NCSG discuss mailing list. And maybe we can try to collaboratively draft some operating procedures, rather than a formal working group. And that way, any NCSG member would be able to participate.

If the finance committee would like to take a lead in coming up with the first draft, I think that is fine. But I think making sure that we broaden it out to all NCSG members is very important. Remmy has noted, the entire charter is old. That's true, but as Rafik noted yesterday, and Stephanie said today, changing the charter is a non-trivial matter.

It might be necessary, but perhaps what is most appropriate now is that we make sure that there are no misunderstandings as to what we should be doing. And where there are any misunderstanding, we come to a common level of understanding so that we can have a very productive year ahead on the finance committee.

And so this will obviously be one of our first priorities is developing this understanding. What I would like to suggest is that we will have one meeting per month. We will circulate a doodle poll in order to determine when this call will be. It will of course be open to anyone to listen in to. I can't say to observe because I appreciate that in the charter, the definition of an observer has a strict definition.

But because we do operate - because the principles of accountability and transparency are important to the NCSG, I certainly would have no objections to any NCSG member joining our call to the able to understand what is happening.

If it is necessary in the future to reexamine the composition of the finance committee - sorry, the charter of the finance committee, by extension that would encompass looking at the composition as well, but that is I think a discussion that we do not need to be having today.

I think that our first priority needs to be developing a harmonized understanding of what it is we should be doing. And then with that harmonized understanding, developing some internal operating procedures that can ensure - and a timeline of recurring activities so that - which we will then have reviewed by the NCSG executive committee to ensure that they're appropriate in scope and appear in full our committee.

And with the approval, we will then seek to carry them out. And I would like to propose that we keep our activities quite narrow for now, and that we only act on instructions from the executive committee. And the reason for that is because even though we are only three members of the finance committee, we don't currently have a common understanding of what it is we should be doing.

So until that time, I'm going to propose that we will only act upon directions of the executive committee. But I'm going to see if there are any questions about NCSG executive committee.

((Crosstalk))

Ayden Ferdeline: No, it has not been captured by anyone. But I'm now going to open up to questions, comments and input from the poor. I see one hand raised. Raoul, please go ahead.

Raoul Plommer: For once, I agree with everything you said there.

Joan Kerr: There's consensus.

Ayden Ferdeline: Thank you, Raoul. Are there any other questions or comments?

Louise Marie Hurel: Louise here for the record. I'm in total agreement with what Ayden's said. I do think that - and I'm going to repeat again, that in spite of the challenge of the charter that we have encountered in this last process, I do think that perhaps our strategy for now is to be as clear as possible when drafting the operating procedures, and to be very clear also when communicating with our members, because I do think that as you propose to - in the process of developing the operating procedures, to go and circulate that in the NCSG discuss list.

But we have - I'm just - I would just like for us to be very careful and very cautious not to - to be as clear as possible that we want to be narrow and that we don't want to open up a discussion about reviewing our charter, and really explaining to the members as to what the operating procedures seeks to do in this context, which is as I see it, and we can discuss this a bit more, is to ensure in a certain way, not only that we don't incurring what we just went through, which is a stalemate in terms of not having any kind of procedure as to how the voting process of the chair happens.

But more than that, that these operating procedures can also attend, at least in part, to this wide scope of the charter. So I do think that we have to be very mindful and careful in communicating that to our members, if we're seeking input from them, which I do think it's within our DNA at NCSG level really. But I just wanted to note that.

And I would also add that, aside from the monthly web - monthly calls, to regularly come back to the - to us, to the NCSG members with a report and making us up to - really putting us up to date with what the finance committee has been doing, because I do think that because of the lack of clarity as to the responsibilities and roles, we don't get a good feeling of what the finance committee does and what it has been doing.

So I do think that this dialogue and this conversation needs to happen with our members so that our members are actually on the same page, or at least they have the opportunity to access that information. So I just wanted to add to the monthly calls that as well I do think we need to improve in that.

Thanks.

Joan Kerr: Just adding to that and also doing an invitation for Ayden, you're very much welcome to all of our either EC calls or membership calls. We as EC have been appreciating this feedback from the NCSG committees to - from our appointees to the NCSG committee. So we want to set this channel of communication. Thank you.

David Cake: I just wanted to comment on this question of revising the charter. I absolutely agree that it seems like it would be helpful if this was done. But just want to note that we effectively would be - the way it's set out, it's revising the entire NCSG charter, that you can't separate out just doing the finance committee bits.

And while we might well argue that 2011 is overdue for a revision, of course obviously now when we've got most of the people in NC - most of the people in constituency and NCSG leadership have so little to do, and have so much spare time, is the ideal time to do it. It is a - we might do it. It's a very big process. It would involve all of NCSG and I don't think they - while we can work around it, we should.

Joan Kerr: Sorry. I'm not - it's Joan for the record. I'm not proposing that we do charter work because we're doing ours right now and honest to God, I don't want one more file, however. Whoever wrote ours was taking something. I'm not sure what, but anyway ...

Woman 3: (Unintelligible).

Joan Kerr: No. It's contradictory galore anyway. What I am saying is that the - what's written in the charter is something that we should - is a starting point because when I look at it, and I think that's where the committee sort of got muddled, I'm not speaking for the committee. I have no idea. It's the interpretation.

And part of what the issue of why the finance committee became an issue was that block funding from PIR. I think that was sort of the central issue that the finance committee became, I guess to be operational. So I mean, I don't want to see - be going through that again. We had to live under the procedures for NCUC, and I think that - you know, we tried not to make an issue of it.

So that's something that I think that we have to be aware of. So I just want to say, we're not proposing, but we have a charter review. But on the other hand, we have to also take it into consideration, the financial part of it into consideration.

Stephanie Perrin: Yes. Stephanie Perrin for the record. We could indeed propose charter amendments just for the things that we agree are wrong with the financial committee section. But the problem that I see with that, and I'm listening to the advice of those who have done this. Rafik says, don't underestimate how long this would be.

Woman 2: We agree.

Stephanie Perrin: Yes. And you guys are living it. The problem with this is, we are already - ICANN has now said that they need to know the travelers to the general meeting four months in advance. That means we have to move our elections back into - I've been really bad with the math this particular week.

Man 2: (Unintelligible).

Stephanie Perrin: Thank you. So quite frankly, I think it would be overly optimistic to think that this group, let alone the members, can agree on what we want changed in the section in time to put it on the ballot, because it has to go on the ballot for the general election.

Man 3: Not going to happen.

Stephanie Perrin: No, not going to happen. You know, we have to the elected candidates in July.

Woman 2: (Unintelligible) everything at that point anyway.

Stephanie Perrin: Right. So, you know, I think it's a nonstarter for this year. I think we have to set realistic goals.

Man 3: It's definitely more important.

Stephanie Perrin: Yes.

Raoul Plommer: Yes. I'd just like to add. Like for example, the charter is really quite vague. So I think - like for example, the fundraising, when it's mentioned, I think in that connection, it said that it's really the fundraising from ICANN. So I think that's an important distinction.

And also about the about the fees, it says that the fees would be voluntary. So these are things that are not really preventing us from doing anything. Just that it's mentioned there, doesn't mean we need to act on them as they are. They don't really force us to do anything. So that's all.

David Cake: Yes. I mean on interpretation, there are definitely ways when you look at the interpretation, I think there's probably some differing interpretations. And my personal one is that the - on the issue of fees, those fees have been set and

they are set at zero. So collecting them is very easy and does not need to be looked at.

And again on the accounting, it specifically says, accounting responsibilities that we have been given by the ICANN board, that is currently they have not given us any accounting responsibilities. So we can just ignore that for now until such time as they decide to do so.

I think - then a few other things where if we look at the charter, we can realize that this was put in, in a speculative way long ago to cover things that might happen but did not.

Bruna Santos: Yes. I was - maybe David has the answer to what I was going to say. But it was pretty much that a way forward for us it's doing this little group, do an assessment to the charter, and what that one where we got as a draft FC operating procedures, and we could do an evaluation of what is implemented or what is not implemented, just for us to be on the same page on what is the - what are the problems and things we want to do from now on. I think it's a good way forward.

Louise Marie Hurel: Yes. And I'd just like to restate what Ayden said previously, that even though we're not going to open the charter discussion, I do think that we have other resources in our hands. And the most important one for now, and I would like to like go back to that point, is to really talk to Avri if she is the one that was in that process and to get clear - to get things more clear about how this was developed and what was in mind.

And after that, we can have a more solid discussion. And actually, you know, in the interpretation, I do agree that we need procedures urgently. But I also believe that this is also part of building a common understanding of how we as a stakeholder group interpret this.

And I know it's a complex and a challenging process, you know, if we're not

opening the charter, but I do think that through these mechanisms, we can actually start to kind of build a common understanding, and that is not the only option. I just want to really get back to that point.

Ayden Ferdeline: Thanks for that, Louise and thanks for that, everyone. This is Ayden. Louise has made it so much easier for me by just summarizing up a few of the few points that were raised in that discussion. So thanks very much. And I'm going to respond to a few things. I think we're all on the same page for the most part, which is great.

In terms of communication, I agree. The finance committee should be communicating with NCUC members more so that they understand what is happening. And so something that I can commit to doing is sending brief updates to the NCUC, sorry, the NCSG mailing list. And with the permission of NCUC and NPOC, only because I'm chair, perhaps we can also send these communications to those lists as well.

Thank you for the invitation to join the NCUC executive committee call occasionally. That's a great channel to have. I'd also be more than happy to offer an occasional update to NPOC executive committee as well, if that's something that you would like. I think that it would be good to have those channels of communication open so that we can make sure that the finance committee is working in a way that all of our constituencies are happy with.

As it has been said, the charter was perhaps drafted in a speculative manner before we had multiple constituencies. We do need some help in interpreting different aspects. And so an immediate action item that I would take will be to invite the author of the charter, Avri, to brief us on how she interpreted different aspects, particularly fundraising and whether that was - and precisely what she means, because I've heard two different definitions - sure.

We've heard two different definitions within this room. One is that it was fundraising as it relates to about procuring resources from ICANN org. And

another which is more external fundraising activities. So it would be good to get some clarity around what was initially meant by that.

another action item that I have taken, will be to consult with the NCSG executive committee in order to better understand how they would like to work with us moving forward. So will set up a small bilateral and we'll have a discussion around what authority do we actually have, and what decisions should be made only in consultation with the NCSG executive committee.

And then we will also be - as another action item, be working to - and as a large priority for now is working to develop some internal operating procedures, once we understand what authority we do have. And then finally, I would like to suggest that we would just be getting back to basics for now.

So as has been stated, yes, our charter is quite broad and expansive, but it simply outlines a rather maximalist approach of everything that we could possibly do. We haven't done a lot of those activities. We haven't been doing fundraising. There is no requirement to do everything in there. It simply says what we may do.

And so from now, until we have this harmonized understanding as to what we should be doing, I'm going to suggest that we take a more limited scope. And so that will be a very immediate item, all we will be doing, aside from developing our internal operating procedures, is monitoring the ICANN budget for any potential implications for us or for the policy development activities that we engage in, to make sure that of course they're being implemented.

We're running short on time. So unless there are any other comments from the floor, I'm happy to adjourn the meeting. I'm just looking around to see if anyone else has some input. Seeing no one, thank you - please go ahead, Thato.

Thato Mfikwe: Thanks. Thato Mfikwe. I think from my side, as I had mentioned that (unintelligible) provided, but also bearing in mind that the reason why I attended Kobe, it was due to my commitment was making sure that I'm able to (unintelligible) what should be outlined on the charter in terms of finance committee.

So there was a lot of plenary that was done. It was this meeting and from even sources that my (unintelligible) towards this. And this could not fully take place. So I don't know how we can move forward because I feel like I have (unintelligible), but as I could have used it for something that could - is really more (unintelligible). I don't know. How do we work around that?
Thanks.

Ayden Ferdeline: Thanks, Thato. This is Ayden. Perhaps we want to take that conversation offline. It seems a slightly more personal discussion, but happy to talk about that after this meeting. So it's now 4:33 local time, and I'm going to adjourn the meeting. Thank you everyone for joining our call today, and our next meeting will be held in one month's time. We will circulate a doodle poll on a mailing list to determine when works best for all members. Thank you.

END