

**gTLD Registries Constituency Comments regarding
ICANN Board Review Working Group Interim Report**

April 15, 2009

The GNSO gTLD Registries Constituency (RyC) submits these comments in response to the ICANN Board Review Working Group Interim Report posted on 20 February for discussion with the ICANN community. Details regarding the level of participation and support for the comments are included at the end of the document.

Recommendation #1: Reduce the Size of the Board

Reducing the size of the Board could increase efficiency as long as it is not reduced too much. In that regard, the WG report says, “The WG strongly supports the need for the continuation of geographic and cultural diversity on the Board . . .” Geographic and cultural diversity on the Board are very valid objectives but it is equally important to have stakeholder diversity. In addition to geographic and cultural diversity, it is critical that there is expertise on the Board for key community stakeholder groups (e.g., commercial businesses, noncommercial organizations, contracted parties, technical community, etc.), not to represent these groups but rather to offer understanding and knowledge of their environments. In that regard, the RyC strongly recommends that the GNSO continue to elect two Board members, thereby providing the opportunity to seat Directors who have expertise in both the areas of contracted parties and users.

Too small a Board could make it very difficult to have geographic, cultural and stakeholder diversity in addition to the other areas of expertise needed. Therefore, option 2 in the WG report (*halve the size of the board to around nine voting persons plus two observers*) might not work. Option 1 (*reduce the board to a maximum of 15 persons*) seems like a more feasible choice but this should be evaluated to ensure that the need to fill Board committees can still be adequately met without unduly adding to Board member responsibilities.

Recommendation #5: Make board membership more sustainable

It is easy to make a case that the workload of ICANN Directors far exceeds the typical workload of directors on for-profit and non-for-profit Boards in other organizations. On that basis alone, it is hard to argue against the consideration of remuneration. The compensation levels suggested (USD50,000 for directors and USD150,000 plus expenses for the chairman) would not be sufficient to fully compensate for the time spent but it would at least serve as a monetary recognition of the tremendous commitment required. The case could be further supported if the Recommendations set out in Recommendation # 6, Build high performance culture at the Board level, were advanced.

The WG report recognizes some concerns with director remuneration such as attracting “professional directors” but it seems quite possible to mitigate such concerns through the

selection processes. It would continue to be in the best interests of Supporting Organizations, Advisory Committees and the Nominating Committee to select the best qualified directors.

Recommendation #8: Clarify the board’s accountabilities. Initiate a program of discussions that explore the following propositions

Item (f) under this recommendation says, “*Consider the proposition that the stakeholder groups get together to appoint a board acceptable to all of them – rather than directly appointing their own representatives to the board.*” Considering the diversity and global reach of the ICANN community, this would be an amazing challenge. It’s hard enough to get one stakeholder group to reach consensus on issues, so accomplishing that with all stakeholder groups combined would be quite a feat. It might be possible if the total community agreed to assign different slots that various groups would fill but that would essentially put us back to where we are now. This suggestion seems like a real long shot with little hope of working.

GNSO gTLD Registries Constituency Statement of Support

Issue: ICANN Board Review Working Group Interim Report

Date: 15 April 2009

General RyC Information

- Total # of eligible RyC Members¹: 14
- Total # of RyC Members: 14
- Total # of Active RyC Members²: 14
- Minimum requirement for supermajority of Active Members: 10
- Minimum requirement for majority of Active Members: 8
- # of Members that participated in this process: 14

¹ All top-level domain sponsors or registry operators that have agreements with ICANN to provide Registry Services in support of one or more gTLDs are eligible for membership upon the “effective date” set forth in the operator’s or sponsor’s agreement (Article III, Membership, ¶ 1). The RyC Articles of Operations can be found at http://www.gtldregistries.org/about_us/articles.

² Per the RyC Articles of Operations, Article III, Membership, ¶ 4: Members shall be classified as “Active” or “Inactive”. A member shall be classified as “Active” unless it is classified as “Inactive” pursuant to the provisions of this paragraph. Members become Inactive by failing to participate in a Constituency meeting or voting process for a total of three consecutive meetings or voting processes or both, or by failing to participate in meetings or voting processes, or both, for six weeks, whichever is shorter. An Inactive member shall have all rights and duties of membership other than being counted as present or absent in the determination of a quorum. An Inactive member may resume Active status at any time by participating in a Constituency meeting or by voting.

- Names of Members that participated in this process:
 1. Afiliat (.info)
 2. DotAsia Organisation (.asia)
 3. DotCooperation (.coop)
 4. Employ Media (.jobs)
 5. Fundació puntCAT (.cat)
 6. mTLD Top Level Domain (.mobi)
 7. Museum Domain Management Association – MuseDoma (.museum)
 8. NeuStar (.biz)
 9. Public Interest Registry (.org)
 10. RegistryPro (.pro)
 11. Societe Internationale de Telecommunication Aeronautiques – SITA (.aero)
 12. Telnic (.tel)
 13. The Travel Partnership Corporation – TTPC (.travel)
 14. VeriSign (.com & .net)
- Names & email addresses for points of contact:
 - Chair: David Maher, dmaher@pir.org
 - Alternate Chair: Jeff Neuman, Jeff.Neuman@Neustar.us
 - Secretariat: Cherie Stubbs, Cherstubbs@aol.com

Regarding the issue noted above, the level of support in the RyC for the Constituency statement is summarized below.

1. **Level of Support of Active Members:** Supermajority
 - 1.1. # of Members in Favor: 13
 - 1.2. # of Members Opposed: 0
 - 1.3. # of Members that Abstained: 0
 - 1.4. # of Members that did not vote: 1
2. **Minority Position(s):** n/a