

7 May 2025

Greg DiBiase
Chair, GNSO Council

Alejandra Reynoso
Chair, ccNSO Council

Dear Greg and Alejandra,

Re: Article 17 Bylaws Revisions to Effectuate CSC Effectiveness Review

As discussed during the SO/AC Leadership Roundtable in Seattle, the next step to move the CSC Bylaws revisions forward is to identify some areas for clarification with the ccNSO and the GNSO Councils to make sure that any Bylaws update to reflect the CSC Effectiveness Review Team's Recommendations are comprehensive and achieves the goals intended.

Along with this letter we are providing a draft that shows a proposed set of Bylaws amendments to effectuate the Recommendations. From a review of the Recommendations, there are two areas requiring Bylaws amendment:

- 1) Updating the cadence of the CSC Effectiveness Review to every five years (Recommendation 3); and
- 2) Allowing the appointment of Alternates (Recommendation 2).

Item 1) is straightforward and the updates are proposed at Section 17.3(b). Please note that there is comment seeking clarification on whether the ICANN Board should also be able to request an off-cycle CSC Effectiveness Review. The Recommendation currently leaves the ICANN Board out of the list of entities entitled to make such a request, though there are other parts of the CSC-related Bylaws that specify roles for the ICANN Board.

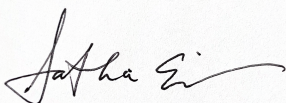
Item 2) is a bit more complex. As the composition of the CSC is specified in the Bylaws, the initial recommendation from ICANN org is that the allowance of alternates be specified in the Bylaws, so that there is no future question about any individual's right to participate in the CSC's work. The Recommendation acknowledges that the CSC shall establish the role of and

mode of selection of alternates, and we concur that such a level of detail doesn't need to appear in the Bylaws and could be housed within an updated Charter, or possibly between an updated Charter or separate CSC internal documentation, detailing the roles of alternates within the CSC.

We also note that the presence of alternates could impact some of the other participatory rules for the CSC that are specified in the Bylaws, such as issues of term limits, attendance requirements and vacancy filling. In a comment to the attached, we have identified a series of clarifying questions to identify if any further amendments are required within the Bylaws to achieve the CSC Effectiveness Review Team's goals. We have provided a few examples of how those questions could be resolved. The outcome of the clarification will determine the scope of the updates to the Bylaws, the CSC Charter, or other internal documents to better define the role of alternates.

Please let us know how is best to move forward with your respective groups to achieve clarifications. We can be available for separate or joint conversations with the impacted groups (or representatives), or we can await written responses. Once we've reached agreement that the proposed updates to the Bylaws are clear and achieve Recommendations 2 and 3 of the CSC Effectiveness Review Team, the proposal will be presented to the ICANN Board to initiate a Bylaws Amendment Process.

Best regards,



Samantha Eisner
Deputy General Counsel, ICANN

cc: Kurtis Lindqvist, ICANN President and CEO
John Jeffrey, ICANN General Counsel and Secretary
Russ Weinstein, ICANN Senior Vice President, Policy Development and Support