Agenda and Resolutions
ccNSO Council Meeting 168
17 December 2020
18.00 UTC

1. **Welcome and roll call**

2. **Minutes & Action Items**
    a. *Minutes Meeting 167, circulated 15 December 2020*
    b. *Action items and To-do's, if any*
    Action Item 167-01.
    The Chair is requested to inform the Chairs of the other Supporting Organizations and Advisory Committees and relevant staff of ICANN Org accordingly (intent to participate in the Community Representative Group to select IRP Standing Panel).
    See Item 7 agenda

    Action Item 167-02.
    The Secretariat is requested to publish the interim procedure on selection of ccNSO appointed Community Representative Group to select IRP Standing Panel). and inform the ccTLD community accordingly.
    Completed

    Action Item 167-03.
    Nick Wenban-Smith to draft statement to ICANN legal regarding the ccNSO interpretation of "majority" as stated in the Bylaws.
    Statement on interpretation majority included in Nomination Report, special Council meeting

    Action Item 167-04.
    Complete and submit comment/statement on the IANA Function Review Team (IFRT) Initial Report.
    Completed

    To-do: Continue work on document detailing the outreach and involvement standing committee – to be further presented and discussed at the December 2020 meeting.
    Deferred to January meeting.

.

3. **Intermeeting decisions (since 20 October 2020)**
    a. **Approval of NomCom appointed ccNSO Council member job-description.**
    b. **Approval membership drafting Team preparing the response to questions from ICANN legal regarding a Bylaw change to include IDN ccTLDs as members to the ccNSO**
    c. **Adoption Election report (included for reference), Closure Council election 2021**

4. **Appointment new members SOPC**
    For Decision
    Call for nomination closed 11 December:
    Candidates are:

- Madison Wang, .cn
- Nicolas Lisse, .na
- David McAuley, .cc
- James Shady .au

Resolution
Decision
The ccNSO Council appoints Madison Wang(.cn), Nicolas Lisse (.na), David McAuley (.cc), James Shady (.au) as members of the SOPC. The secretariat is requested to inform the SOPC and new members accordingly and update the listing of the membership

5. **ccPDP 3**
   a. *Part 1 Retirement – Update*
      Informational
   b. *Part 2 Review Mechanism –Update*
      Informational

6. **IDN ccPDP4: Update**
   Informational

7. **Selecting members for the Community Representatives Group, which will select the Independent Review Process (IRP) Standing Panel. Update**
   Informational
   Call for volunteers was published by ICANN on 18 November 2020 and closed 4 December 2020. Awaiting information from ICANN to start selection process.

   Update: ICANN Org will forward details of candidate(s)to be appointed by the ccNSO Council to the chair.

8. **ccNSO Meeting Strategy & ICANN70**
   For discussion and decision
   ICANN's updated meeting Strategy document has been circulated for further discussion. Action ccNSO Council required? Deadline for response 18 December 2020.
   The chair of MPC has circulated ICANN's proposed strategy to the ccTLD community. In addition, the MPC has scheduled webinars to solicit views of community on the Strategy. The outcome of the community consultation and the views of the MPC itself will fee into draft consolidated view of the ccNSO. This draft response will be circulated close to the Council meeting. Deadline for comments to ICANN is 18 December.

9. **Update ccNSO Review**
   Informational and for discussion
   Letter from the ICANN Board Organizational Effectiveness Committee with questions on progress.

10. **Update ccNSO Statement procedure regarding the Amendment of Article 10 ICANN Bylaws**
    Informational

11. **Update ECA & CSC**
    a. *ECA (Informational)*
    b. *CSC (Informational)*

12. **Chair, Vice-Chairs, Councillors, RO's and Secretariat**

13. **Update WGs**
    a. *SOPC*
    b. *GRC*
    c. *MPC*
    d. *IGLC*

14. **Update liaisons**
    a. *Update ALAC Liaison (written update circulated)*
    b. *Update GNSO Liaison (written update circulated)*

15. **Meetings**
    Next Council Meetings
    - January 21 – 12:00 UTC
    - February 18 – 20:00 UTC
    - March (ICANN70 TBD)
    - April 22 – 12:00 UTC
    - May 20 – 18:00 UTC

    Council Workshop, date TBD
    Topics:
    - Roles and Responsibilities Councillors, including prep Chair and Vice-chair elections Councils
    - Workplan ccNSO 2021-2022

16. **AOB**

17 .**Council meeting Board Seat 12 Nomination Process 2021**
This part of the meeting is chaired by Byron Holland.
Katrina Sataki recused from this part.

1. *Adoption Nomination Report*
   For decision
   Resolution
   Background
   At its meeting on 21 May 2020 the ccNSO Council appointed Joke Braeken as Nomination Porcess Manager and adopted the Nomination procedure timeline.
   In accordance with the adopted timeline, the Nomination Manger submitted the Nomination Report on 10 December 2020. The Nomination Process Manager noted several events, which - although caused issues - did not materially impact the Nomination Process. In short, the observation pertain to:
   i. **Designation ccNSO Council Point of Contact.** Once ccNSO Council Chair Katrina Sataki accepted her nomination for Board Seat 12, she could no longer be involved in the discussion and decision making regarding this specific Nomination Process. Councillors appointed Byron Holland as Council's point of contact and as Chair for matters related to this process.
   ii. **Perceived Conflict of Interest.** Nigel Roberts requested to exclude Souleymane Oumtanaga, Alejandra Reynoso and Pablo Rodriguez as well as Katrina Sataki from Council discussion and decision-making regarding this specific Board Seat 12 Nomination Process. Katrina Sataki was excluded (see

(I) above). With respect to the other three Councillors the matter was discussed by the ccNSO Council, including a consultation of ICANN legal. The Council - excluding the 4 aforementioned Councillors - could not determine a conflict of interest for the ccNSO Councillors Souleymane Oumtanaga, Alejandra Reynoso and Pablo Rodriguez.

iii. **Extension deadline acceptance nomination**
At the request of Nigel Roberts the nomination acceptance deadline was extended by Council excluding the four Councilors mentioned before. He also mentioned that the timeline for this Board Seat Nomination diverges from earlier timelines and practices in other parts of the ICANN. This was also discussed by Councillors. Both candidates and the community were informed about the extension.

iv. **Withdrawal candidacy.** Just before the start time of the public ICANN69 Q&A session, Nigel Roberts informed the ccNSO Council, ccNSO Membership and the Nomination Process Manager that he withdrew his name for consideration for the Board Seat 12 term which starts in October 2021.

In addition, the Nomination Process Manager made two recommendations to avoid possible future incidents and to further enhance transparency and predictability of the process:

1. The [Guideline: ccNSO Nominations Process ICANN Board Seats 11 and 12](#) currently still contains some placeholders, namely
   - 3.1.2 Initiation of Board Seat Nomination process in case of vacancies (Article 7, Section 7.12(a))
   - 3.1.3 Initiation of Board Seat Nomination Process when all Directors are recalled (Article 7, Section 7.12(b))

Advice:
The Council is advised to request the Guideline Review Committee to review the [Guideline: ccNSO Nominations Process ICANN Board Seats 11 and 12](#), and to replace the placeholders once possible.

2. As noted, some of the Councillors were perceived to have a possible conflict of interest. Neither the [Guideline: ccNSO Nominations Process ICANN Board Seats 11 and 12](#), nor any other ccNSO document provides any guidance on how to deal with such a situation.

Advice:
The Council is advised to request the Guideline Review Committee to develop and propose guidance on how to deal with (perceived) conflict of interests and to provide guidance to the Nomination Process Manager.

Decision
The ccNSO Council adopts the Nomination Report, including the advise on how to resolve the issues identified by the Nomination Manager, and requests the GRC to review and propose an update of the Guideline: ccNSO Nominations process Board seats 11 and 12 (22 August 2019) if considered necessary to address Issues i – iii identified by the Nomination Manager accordingly and prior to the anticipated upcoming Nomination Process. The ccNSO Council notes that issue iv identified is being addressed as part of the ongoing GRC work with respect to role of the ccNSO as Decisional Participant.
The Council notes and concurs with the observations of the Nomination Manager.

The ccNSO Council thanks Joke Braeken for her work as Nomination Manager and her hard work during that time.

2. *Nomination Katrina Sataki Board for Seat 12*
   For Decision
   Resolution
   Background
   ICANN Board Seat 12 becomes vacant at the end of the ICANN Annual General meeting in 2021. The timeline of the launch of the nomination period was approved by the ccNSO Council on 21 May 2020. In accordance with the approved extended timeline, the nomination period closed on 15 July 2020 at 23:59 UTC and the following candidates were nominated, seconded and accepted their nomination (in alphabetical order):
   - Nigel Roberts
   - Katrina Sataki

   No issues emerged from the due diligence background verification and the following Q&A session with the ccNSO membership was held.

   The election period opened on 4 November 2020 (00.01 UTC) and closed 18 November 2020 (23.59 UTC). The ballot included two options: the name of candidate and "None of the Above". Out of 172 members of the ccNSO, 91 members (53 %) casted their votes: Katrina Sataki received 82 votes, whereas 9 members voted for "None of the above". There were no members that voted without selecting any of the options.

   The ccNSO Council adopted the Nomination Report, including the recommendations to resolve the issues identified by the Nomination Manager.

   Decision
   In accordance with section 10.3 (i) of the ICANN Bylaws, the ccNSO Council formally nominates Katrina Sataki, .lv, EU region, to be designated by the Empowered Community Administrative Committee to fill ICANN Board Seat number 12 starting at the end of ICANN's Annual General Meeting in 2021 for a term of three years.

   The ccNSO Council requests its specially designated Chair Byron Holland to inform the Empowered Community Administration, ICANN Secretary, and Chair of the ICANN Board of the nomination of Katrina as soon as this resolution becomes effective at which time the Nomination Process is formally closed as well.

   The Council congratulates Katrina and wholeheartedly thanks Nigel Roberts for standing as a candidate.

3. *Request GRC to develop Conflict of Interest Guidance*
   For Decision
   Resolution
   Background
   During the Nomination Process a request was received to recuse Souleymane Oumtanaga, Alejandra Reynoso and Pablo Rodriguez as well as Katrina Sataki from Council discussion and decision-making regarding this specific Board Seat 12 Nomination Process. Katrina Sataki was recused as soon as she accepted her nomination (8 July 2020)

and Councillors appointed Byron Holland as Council's point of contact and as Chair for matters related to this process.

With respect to the other three Councillors the potential perceived conflict of interest of some of its members was discussed during special Council meetings specifically held to oversee this Board Seat 12 Nomination Process. The Council agreed that the issue raised and the way it was handled was the result from a gap and lack of detail in internal ccNSO procedures and had in no way to do with an action or lack thereof of aforementioned members of the Council. To avoid future issues, this gap or lack of detail should be addressed as soon as possible by developing clear procedures pertaining to (possible) conflict of interests and how to handle these. Initially the proposed conflict of interest procedures should focus on ccNSO Councillors and Council as decision-maker.

After closure of this Board Seat 12 Nomination Process the Council shall request the Guideline Review Committee to develop and propose internal procedures to deal with (potential perceived) conflict of interests and its consequences for Councillors and Council decision-making.

Decision
The ccNSO Council requests the ccNSO Guideline Review Committee to develop and propose internal procedures pertaining to perceived and or possible conflicts of interest, taking into account general principles of fairness and accountability. The GRC is strongly recommended to look at and build on ICANN's Conflict of Interest Policy (2018) and consult ICANN in the process. The secretariat is requested to inform the GRC on behalf of Council and publish this resolution as soon as possible.

18.Closure of the meeting