

ANNEX A

Minutes of ICANN Public Board Meeting AGM, ICANN63
Barcelona, Spain – Thursday, October 25, 2018

BARCELONA - ICANN Public Board Meeting AGM
Thursday, October 25th, 2018 - 08:30 to 10:00 CEST
ICANN63 | Barcelona, Spain

CHERINE CHALABY: Good morning, everyone. Good morning. We're about to convene a board meeting. Let me explain the proceedings for this morning.

We're going to hold three meetings. The first meeting is the regular ICANN Board meeting including the five board members who are leaving the board.

At the end of this meeting, we will ask the five board members to leave the stage and the new board members to join us, and then we will conduct an organizational meeting whereby we will elect the chair, the vice chair, and the various committees.

Then we will adjourn this meeting and have a third meeting called the PTI member meeting where we will invite the PTI members of the Board to come and address this current Board.

So that's the order of proceedings. I'm now going to start with the first meeting, the ICANN Board meeting.

The meeting has two parts, the consent agenda and the main agenda. The consent agenda has ten resolutions inside it. In a moment, I will read all of them, then I'm going to ask for a board

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member to propose, another one to second, and then I will take a vote on it.

Then we will go to the main agenda, and in the main agenda there's a shepherd associated with each resolution. The shepherd will open the discussion, answer questions, and afterwards, the shepherd will hand over to me. I'll ask for a board member to propose, someone to second, and then I'll call for the vote.

At the end, we will give an opportunity for the departing five board members to say their farewell to the community. They've already said their farewell to the Board in a special -- in a special dinner, and today they will have two minutes each to say their farewell to the community.

With that in mind, let's start.

Mr. General Secretary, do we have a quorum to begin the first board meeting?

JOHN JEFFREY: Yes, Mr. Chairman, we have a quorum.

CHERINE CHALABY: Thank you.

Okay. So, we have a consent agenda that has ten items. Does any board member wish to take one of these items off the consent agenda? Khaled?

KHALED KOUBAA: Yes, Chair. I would like to remove the appointment of the Board designee to the third Accountability Transparency Review Team out from the consent agenda to the main agenda to be discussed.

Thank you.

CHERINE CHALABY: Okay. So, item 1.e is now taken off the consent agenda and moved to the main agenda.

Any other item?

Okay. Thank you. So now we have nine items on the consent agenda.

I'm going to read the title of each resolution and then at the end I'll ask for someone to move, someone to second, and then take the vote. So, the first is 1.a, Confirmation of SSAC Appointments; 1.b, Confirmation of RSSAC Representatives; 1.c, Confirmation of RSSAC co-chair; 1.d, Deferral of Transition to Thick WHOIS Policy Implementation; 1.f -- 1. e is taken off, so 1.f is Legal Expense Disbursement; 1.g, Thank You to Community Members. Please

note that there will be a recognized formal ceremony session immediately following the public board meeting, so we will not read through all the names during this current board meeting. 1.h, Thank You to the Local Host of ICANN63 Meeting; 1.i, Thank You to Sponsors of ICANN63; and 1.j, Thank You to Interpreters, Staff, Event, and Hotel Teams of ICANN63 Meeting.

Who would like to move the consent resolution?

Sorry, Louisewies put her hand up before you. Chris will second.
All right.

CHRIS DISSPAIN: I'll second.

CHERINE CHALABY: All of those for, say aye.

[Chorus of ayes]

Anyone against?

Any abstention?

Thank you. The consent agenda and resolutions have been approved.

Now let's start with the main agenda. I will start with the item that we took off the consent agenda into the main agenda, 1.e,

the appointment of Board designee to the third Accountability and Transparency Review Team.

Becky.

BECKY BURR:

Yes. This agenda item arises in order to fulfill our obligations under the bylaws with respect to the Accountability and Transparency Review Team, and I'll just read the resolution.

Whereas, the ICANN bylaws specify that the Board shall cause a periodic review of ICANN's execution of its commitments to maintain and improve robust mechanisms for public input, accountability and transparency to ensure that the outcomes of its decision-making reflect the public interest and are accountable to the Internet community.

Whereas, the third accountability and transparency review process, ATRT3, Ghana began with a call for volunteers for review team in January of 2017.

Whereas, the proposed next steps after consultation with the community include community reconfirmation of review team nominees and the appointment of the review team by the SO/AC chairs by 30 November 2018. The third Accountability and Transparency Review Team is proposed to commence its substantive work in January 2019.

Whereas, under Section 4.6 of the bylaws the Board may appoint a director or liaison to serve as a member of the Accountability and Transparency Review Team and the Board has considered the skills and experience relevant to the third Accountability and Transparency Review Team.

Whereas, the Board Governance Committee has recommended that the Board designate Maarten Botterman to serve as the third Accountability and Transparency Review Team member from the Board.

Whereas, the Organizational Effectiveness Committee recommended that the Board request ATRT3 to adopt its terms of reference and work plan within 60 days of convening its first meeting and submit those documents to the Board and to the leaderships of the supporting organizations and advisory committees to confirm compliance with bylaws provisions and ICANN community expectations.

Whereas, the bylaws specify that the Accountability and Transparency Review Team should issue its final report within one year of convening its first meeting, which informs the timing requested by the Board.

Resolved, the Board hereby appoints Maarten Botterman to serve as the member of ATRT3. Resolved, the Board requests that the ATRT3 adopt its terms of reference and work plan within 60 days

of convening its first meeting and submit those documents to the Board and to the leadership of the Supporting Organizations and the Advisory Committees to confirm that the team's scope and timeline are consistent with the requirements of the ICANN bylaws and ICANN community expectations.

CHERINE CHALABY: Thank you, Becky.

Who would like to move this resolution?

>> (Off microphone.)

We will in a minute.

Who would like to move this resolution?

Khaled.

Who would like to second? Sorry; Leon put his hand first.

Okay. Any discussions?

Khaled.

KHALED KOUBAA: Thank you, Chair. Thank you, Becky, for the presentation of the resolution.

I would like to thank the community as well for working hard on getting this team of ATRT3 appointed. We will be, as Organizational Effectiveness Committee from this Board, will be the overview of the ATRT3 review. We would be happy to support you at any time to conduct this important review, and we will look forward to receiving the terms of reference and work plan within the date. It's a very important review for us, so we welcome any comment, any request from the community, and we will stay available for your help.

Thank you.

CHERINE CHALABY: Thank you, Khaled.

Avri.

AVRI DORIA: Thank you. Yeah. I just wanted, in addition to what Khaled said, wanted to basically add that the realization of how very important the ATRT meetings are, the ATRT process is. Having served on the second one and having seen how the recommendations from both the first and the second are still very much directing how we do things, I just want to commend that to those who are members on it and wish them the best in serving the function within a year.

Thanks.

CHERINE CHALABY: Maarten.

MAARTEN BOTTERMAN: Yes. Just saying that I'm really honored that I got this opportunity from my board members to contribute to what I also consider a very important task, and I really look forward to diving in and help maintain ICANN in this with our advice, to move forward effectively.

CHERINE CHALABY: Any further comments?

Okay. I'll call for the vote. All of those for, say aye.

[Chorus of ayes]

Anyone against?

Any abstention?

Resolution passed.

Okay. And now we will go back to the original items on the main agenda. Item 2.a, Geographic Regions Review Working Group Final Report. Chris Disspain will lead us through the discussion.

Afterwards, he will hand over to me and I will call for a board to propose, one to second, and then the voting after that.

Chris.

CHRIS DISSPAIN:

Thank you, Cherine, and good morning, everybody.

This is a resolution in respect to the geographic regions review. It's -- The final report of the Geographic Regions Review Working Group arrived on our desk on the 4th of November 2015 where it immediately fell through a crack and lay on the floor for some considerable time. It was not on the top of our priority list because we were in the middle of a transition. So, we are now getting to it, and it's before us today.

The final report provides an extensive series of conclusions and recommendations, including that the working group concluded that the general principle of geographic diversity is -- obviously is valuable and should be preserved. The application of the geographic diversity principles must be more rigorous, clear and consistent. Adjusting the number of ICANN regions is not currently practical. That was something that they considered at some length. The possibility of shifting to the United Nations model of six regions, and so on, was considered.

No other international regional structures offer useful options for ICANN. ICANN must formally adopt and maintain its own unique geographic regions framework. ICANN must acknowledge the sovereignty and right of self-determination of states to let them choose their region of allocation. And ICANN communities have flexibly applied geographic diversity principles over the years. While the Board should remain strictly subject to the current framework, flexibility should be preserved in the other structures.

So, what's before us today is the adoption of that report. I'm not going to read the whereas clauses, but the resolution is the ICANN Board accepts the working group recommendations that are consistent with the accompanying "Recommendations Mapping Document" and directs the ICANN organization to implement those recommendations in a manner that aligns with the Board's expectations as outlined in the mapping document.

Cherine, back to you.

So, do you want to call for -- I'll ask for questions first.

Any questions from board members?

Okay. There are no questions, Cherine.

CHERINE CHALABY: Okay. Who would like to propose this resolution?

Mike.

Who would like to second?

George.

Any further discussions?

All right. I'll call for the vote. All of those for, say aye.

[Chorus of ayes]

Anyone against?

Any abstention?

Resolution passed.

Thank you, Chris.

The second resolution is item 2.b, transfer from operating fund to the reserve fund. The shepherd is Ron da Silva. Ron, could you take us through the resolution, answer the questions, and then pass over to me.

Thank you.

RON DA SILVA:

Yeah, will do. Thank you, Cherine, and good morning, everybody.

I think I'm like Göran. This is too early, and I need more coffee. But to this matter, annually we -- we assess what the appropriate level of the operating funds are. This is the -- basically the funds that the organization uses to address payroll, accounts payable, receivables. This is roughly \$30 million or a rolling three-month average of what the balance of the account should be based on what we're spending and what we're receiving. So, this is the essence of the operating fund. And in that assessment, we determined what the appropriate level should be and what the current balance is. In this annualized process if there's either a shortfall or an excess we take appropriate measures on what to do with that.

This year, we have identified there's a \$3 million excess there and the recommendation in front of the Board here is to move that excess from the operating fund into the reserves. So, the resolution in front of us, I will skip the whereas as well, reads, "Resolved, the Board authorizes the President and CEO or his designees to transfer \$3 million from the operating fund to the reserve fund."

Any questions?

Excellent. I don't see any.

Back to you, Chérine.

CHERINE CHALABY: Thank you, Ron.

Who would like to move this resolution?

Lito.

Who would like to second?

Matthew.

Any further comments or discussions?

No? Okay.

I'm going to call for the vote. All of those for, say aye.

[Chorus of ayes]

Anyone against?

Any abstention?

Thank you. Resolution passed.

I now want to move to item 3 -- 2.c, it's the new gTLD application for .AMAZON. Göran is going to take us through this resolution.

Göran.

GÖRAN MARBY: I am?

CHERINE CHALABY: Mm-hmm.

GÖRAN MARBY: Thank you very much. First of all, I would like to start with a statement where I recognize both Amazon the company and the countries in the ACTO regions who has over a year deliberately worked together to find a solution which is workable for -- who both takes into account the historical interest of the peoples in the Amazonia as well as the interest of the company.

And instead of going through the whole -- for the -- the written text, what we in practice has done is, through facilitation process, constructed a shared delegation of .AMAZON where the company has or will provide commitments to the ACTO countries how the .AMAZON will be used in the future.

And the decision today is to delegate it, forward it to me to finalize those discussions between the company and those countries. And I'm also formally saying yes to the invitation to go to Brazil from the ACTO countries to their -- finish off the last round of discussions.

Thank you.

CHERINE CHALABY: Can we put the resolution on the screen? Göran, you may want to read the resolution. There's only two resolved.

GÖRAN MARBY: Resolved, the Board directs the President and CEO or his designee to remove the "Will Not Proceed" status and resume processing of the .AMAZON's applications according to the policies and procedures governing the 2012 round of the new gTLD program. This includes the publication of the public interest commitments as proposed by the Amazon Corporation according to the established procedures of the new gTLD program.

Resolved, the Board directs the President and CEO or his designee to provide regular updates to the Board on the status of the .AMAZON applications.

CHERINE CHALABY: Who would like to move this resolution?

Leon. Thank you.

Who would like to second?

You want to second? Göran will second.

Any other questions regarding this resolution?

Khaled.

KHALED KOUBAA: It's not a question. Actually, I would like to thank Göran as well and his team for the hard work that they have been doing to help the bridge between .AMAZON -- between Amazon Corporation and the ACTO. It has been a longstanding issue, and the team has done a great work. So, thank you, Göran, and your team.

GÖRAN MARBY: Thank you for those kind words.

CHERINE CHALABY: Any other comments?

Ron, and then -- and then Leon.

RON DA SILVA: Thank you, Cherine.

We had extensive conversations about the public interest commitment component in this and the precedent that sets not just for this particular string but also going forward how that may set a nice precedent in how we address similar complicated matters going forward. And I really value that outcome from this process and look forward to how that's going to help us, I think, in the future in similar situations.

CHERINE CHALABY: Thank you. Leon.

LEON SANCHEZ: Thanks, Cherine. I'm going to speak in Spanish.

I'd like to thank the organization for its effort, and especially I'd like to acknowledge the work of the governments involved, compromise of the Amazonia Treaty and the work carried out by the company which has worked with the top-level domains.

I also would like to thank ICANN executives which have facilitated these discussions. I believe there is no precedent. It shows the goodwill of all parties involved to find a good solution.

CHERINE CHALABY: Okay. Any other comments? No? I'm going to call for the vote first.

Those who are "for," please say aye.

[Chorus of ayes]

Any abstention?

Becky, would you like to state the reasons?

BECKY BURR: Yes, thank you very much. My employer, Neustar, is the registry services provider for this application. And so, to avoid any appearance of conflict, I have not participated in these discussions.

CHERINE CHALABY: Thank you, Becky.

Any other abstentions?

Okay. Anyone against?

Thank you. The resolution is passed.

We now move to the next resolution, Item 2.d, independent review process interim supplementary rules of procedures.

Chris Disspain is the shepherd. Chris.

CHRIS DISSPAIN: Thank you, Cherine. For this I'm actually going to read the Whereases, because I think they set out clearly why we're here on this particular resolution, and then I'm going to take questions and comments.

So, Whereas, the independent review process, IRP, is an accountability mechanism provided by the ICANN bylaws that allows for third-party review of ICANN Board or staff actions (or

inactions) alleged by an affected party to be inconsistent with ICANN's Articles of Incorporation or Bylaws.

Whereas, ICANN IRPs are governed by the International Centre for Dispute Resolutions, (ICDR) international arbitration rules, as modified by the IRP Supplementary Procedures.

Whereas, an IRP implementation oversight team, IOT, was formed under the bylaws to, among other tasks, draft the detailed IRP supplementary rules of procedure (Updated Supplementary Procedures) for Board adoption.

Whereas, the IRP IOT has made significant progress in drafting the updated IRP Supplementary Procedures; however, there are still some areas that need further development and are not ready to be finalized for Board approval.

Whereas, in consideration that the current Supplementary Procedures in effect do not correspond to the bylaws as updated on the 1st of October, 2016, the IRP IOT has developed a set of Interim Supplementary Procedures that align with the current bylaws, in order to apply to an IRP if one is initiated, before all issues are addressed to meet a final set of Updated IRP supplementary procedures. As of the 21st of October 2018, the IOT consented to submitting this set of Interim Supplementary Procedures to the Board for consideration.

Whereas, the IRP IOT is, among other items, considering potential modifications to Rule 4 regarding time limits for filing an IRP, and there does not yet appear to be community consensus on whether it is appropriate to have an outside time limit on when an IRP can be filed to challenge any action of ICANN. Some in the community believe that it is against ICANN's bylaws to have an outside time limit based on the date of ICANN's actions, but that is disputed, and ICANN's Office of the General Counsel has advised that it disagrees with such an interpretation. ICANN's General Counsel advises that the Interim Supplementary Procedures are consistent with ICANN's bylaws.

Whereas, the Board remains open to considering any proposed consensus-based resolution of the time for filing issue presented with an Updated Supplementary Procedures draft.

Whereas, the Board Accountability Mechanisms Committee in its oversight role of accountability mechanisms has considered the Interim Supplementary Procedures and recommended that the Board adopt the Interim Supplementary Procedures until this is a completed set of Updated IRP Supplementary Procedures available.

Now, I'm going to ask for questions in a second. But before I do, there is a piece in one of these "Whereas" clauses that says amongst other things ICANN's general counsel advises that the

Interim Supplementary Procedures are inconsistent with ICANN's bylaws.

I wonder if I may, Cherine, ask General Counsel John Jeffrey to comment on that briefly. John.

JOHN JEFFREY: Yes, this is John for the record.

We have reviewed this issue very closely, including some of the concerns raised in the community. And we've evaluated it, and we believe that this is consistent with the ICANN bylaws.

CHRIS DISSPAIN: Thank you, John.

Are there any questions or comments from the Board? Mike.

MIKE SILBER: Chris, I think it might be worth just engaging in the hypothetical that if the final rules don't contain the outer limit and the interim do, how is that dealt with? And I think it's just worth explaining that.

And I think that may be better done by general counsel than putting you on the spot.

CHRIS DISSPAIN: One sec. Sam.

SAMANTHA EISNER: This is Samantha Eisner, deputy general counsel with ICANN. ICANN has made a commitment within the IOT. And it's also reflected in the interim supplementary rules that are before the Board today that we would include transition language within the supplementary rules that are final that would cover any prejudice to anyone that might have occurred by virtue of there being a shorter time limit during the time of the interim rules.

So, if their period to file expired during that short time frame but it would have been allowed under the longer time frame that we ultimately decide upon, we would have transition procedures so that someone could bring their claim at that point.

MIKE SILBER: So, Sam, I'm hearing you say that we have an outer time limit in the interim rules. If that is changed by consensus, then no one will be prejudiced during this interim period. That seems to make sense to me.

CHRIS DISSPAIN: Thanks, Mike.

Avri.

AVRI DORIA:

Thank you. It's very important that we have these interim rules. It's taken a very long time, and there really is a lot of pressure on the fact that there may be an action before there are new rules that are consistent with the bylaws. So, I think it's very important that we get this done.

The issue under discussion in 4 has been going on a long time, and I think it's really good that we have a resolution for it that allows -- leaves the door open for the continued discussion and for redress of anything that may fall in the gaps. I'm really quite pleased with that.

The one thing I would like to add is the IOT group in which I have been participating is operating under the pressure of almost no participants or very few participants, the same three or four. And with having seen the interest that came out in the letters about how important this issue was and how critical it was that all opinions be considered, I'm really hoping that as we move forward to go from interim to final, we actually see full participation in the group. Thanks.

CHRIS DISSPAIN:

Thanks, Avri. I endorse that completely. It's very important that people are participating in the working group.

Anybody else before I read the resolution and hand it back to Cherine? Okay. So, I'm just going to read the resolution. There are two.

Resolved, the Board adopts the independent review process Interim Supplementary Procedures.

And, Resolved, the Board thanks the IRP IOT for its work to date and urges the IRP IOT to deliver a set of Updated Supplementary Procedures to the Board as soon as possible.

Cherine.

CHERINE CHALABY: Thank you, Chris.

Before I call the vote, any other comments? Becky.

BECKY BURR: I just want to reiterate Avri's comments regarding the importance of this. The modifications creation of a standing panel and the modifications of the rules for the IRP was a key cornerstone of the Accountability-CCWG part of the transition. It's gratifying that we are getting here today, and it will be even more gratifying to move forward on final rules once that community reaches consensus on that and move into the creation of the standing panel.

CHERINE CHALABY: Thank you, Becky.

Any other comments? Who would like to propose this resolution?
Becky. Who would like to second? Ram. Okay.

All of those for say aye.

[Chorus of ayes]

CHERINE CHALABY: Anyone -- any abstention? Anyone against? All right. The resolution is passed.

Thank you.

The next resolution, Item 2.e, reserve fund replenishment strategy, Ron da Silva. Ron.

RON DA SILVA: Thank you, Cherine. One of the key responsibilities of the Board is fiduciary oversight and the operating reserves falls directly into this remit. In recent years, we had -- we made a significant withdrawal from the reserve fund to finance the transition. Also, we had significant increases in both funding and expenses leading up to that transition.

As we looked at replenishing the reserves, it was a natural opportunity to review the appropriate level and to identify mechanisms to meet that objective.

We entered into an iterative effort with the community and assessed the industry norms and comparatives for best practices. Through this consultative process, we concluded on an appropriate level to be set at one year of operating expenses. Compared to the current budget, that would put us at an objective of around \$138 million. With the reserve balance around \$70 million, that identified a shortfall of 68 million.

We similarly invited the community input as we assessed several mechanisms to meet that \$68 million shortfall. There was very little support for raising fees, either for one-time purpose or broadly across services. We listened to this and recommend to look at other mechanisms.

Another option was to consider the latest round of gTLD funds. There was some interest in considering this from the community but also broad objections. Besides, there are still expenses related to this program, and we aren't prepared to consider that until any litigation risks are bounded, and any remaining contention strings are resolved. Because of these reasons, we are recommending the Board not to consider this as a mechanism to replenish the reserves either.

So that leaves two options: Either from the auction proceeds or from the operating efficiencies. We discussed a lot socializing using the \$36 million from the auction proceeds. And really that's to match the amount that was withdrawn for the cost of the transition. That leaves a similar balance then of \$32 million as a task to the CEO to identify from operations. In both of these options, there was brought support from the community for various levels from the auction proceeds and from operations. And we believe this balanced approach best aligns with that input and is prudent to address the shortfall of the reserves.

In fact, in FY18, we just approved \$3 million of operating funds to be deposited into the reserves. And, similarly, if you recall in FY17, an amount of \$5 million. That's 8 million over the past two years primarily from limited staff growth and finding operational efficiencies but without impacting the ability to deliver on our mission.

Thus, asking the CEO to accommodate a similar discipline annually means we will hit that \$32 million objective by at most eight years. We immediately -- will immediately move the \$36 million from the auction proceeds and thereby have a plan to close the remaining gap in the years ahead.

This is going to require regular and ongoing prioritization -- this is a theme I think we're hearing over and over. This has got to be

collaborative -- and focusing on part of the organization and the community to achieve that.

This will align nicely -- we've talked about this throughout the week -- with the five-year strategic plan, corresponding five-year operating plan, and a five-year financial plan.

With ongoing discipline and prudence, this is going to help us focus on the core mission and meet the reserve fund objective for financial security.

As a recap, I'll read through the Whereases and then open it for discussion.

Whereas, the Board confirmed by previous decision that the target level of the ICANN reserve fund should be at a minimum equivalent to 12 months of operating expenses.

Whereas, the current level of the reserve fund is approximately \$70 million as of June 30, 2018, reflecting a shortfall compared to the minimum target level of approximately \$68 million.

Whereas, ICANN organization posted for public comment a proposed strategy to replenish the reserve fund and the Board took all comments submitted into account to determine the final reserve fund replenishment strategy.

Whereas, the proposed replenishment strategy entails allocating the reserve fund, (i), annually -- from annual operational excess of funding over expenses for a total of \$32 million over an eight-year period; and, (ii), 36 million of new gTLD auction proceeds.

I will open it to discussion and then come back with the resolutions.

I see Avri. Yes.

AVRI DORIA:

Thank you. This has been a very difficult discussion for me and a difficult decision for me. I have longed believe that the monies from the auction of last resort should be dealt with based on community recommendations. Historically, I have been very vocal and, in fact, rather strident on it at times.

Originally, I felt that the methods for determining how to deal with these funds should be dealt with before we had the funds and before having the funds in our hands started to influence our thinking.

That was never the consensus of the community or of the Board. The Board and the community said let's wait and see how much money we have before we know what kind of process we need to put in place.

It's been two years now since the auctions cross-community working group was formed and started working on the problem of how to use the funds. And like many, I await their recommendations on what to do about it.

In the meantime, the pressures of the reserve fund and the mandate that the fund be replenished after the transition costs have become a primary need, have become a focus. There has always been the discussions among the community and such. And while there certainly isn't unanimity on the issue, there is strong support as far as I can tell for these funds to be put in the reserve.

So, given the need, given the apparent support within the community for this move, I basically am allowing that to sort of overrule my still very strong feeling and commitment to the notion that all monies from the auctions of last resort should be determined by the community. And I'm hoping to see a decision, a recommendation from the CCWG in soon time. Thank you.

RON DA SILVA:

Thank you, Avri.

Lito.

LITO IBARRA: Thank you, Ron. I just wanted to stress the fact that regarding the first resolution about the 32 million, it's a savings that we are proposing to make during the seven to eight years' period. And I wanted to stress this is a joint commitment between the Board, org, and community to get to that objective of saving 32 million in this period of time.

So, I just wanted to stress this is a community work. It's a joint commitment among all of us. Thank you.

RON DA SILVA: Khaled.

KHALED KOUBAA: Thank you, Ron. I think it's also in our duty as board to stress on the importance of the replenishment of the reserve fund. This is very important for the continuity of the organization and the ICANN stability and financial stability, so it has been a long discussion within the board finance community within the board about how to do it. It was really an important decision from our side. My personal view was not to put a lot of pressure on the ICANN org because I know that it needs as well some sort of maybe hard decision to make in choosing between activities. There was an assurance from ICANN org, which I thank Göran and Xavier for the hard work they have been doing. There was

assurance that the -- the amount that would be saved from the budget will not impact the community work, and that was an important element in our decision, to ensure that the community still continued to do its work without any impact on the operations.

So, I would like to thank the ICANN org and stress on the fact that it has been an important decision for us to make. Thank you.

RON DA SILVA: Thank you, Khaled. Ram.

RAM MOHAN: Thank you, Ron. Security and stability is not just for the technical infrastructure and the unique identifier system that we -- ICANN helps be a steward of. It is also about the stability of the organization and to ensure that the organization is able to handle black swan events. Some folks in the community in our discussions -- some folks in the community have suggested that there is no requirement or no need even to target 12 months of operating expenses as a reserve fund level. That perhaps it is okay to run with a much smaller number of months as the reserve. I've heard three months. I've heard six months as appropriate levels. And, in fact, there have been some community members who have said, you really don't need it at all.

The real issue for the community as well as for ICANN to understand is that the clear intent has to be to safeguard the stability of the organization as it exists today. And certainly, all the efficiencies that can be brought to bear must be brought to bear. That's something that the ICANN org has to do. But regardless of all of that, from a pure stability principle, we really ought to keep in mind that 12 months is a prudent amount. It's a prudent number. It looks like it's a very large amount, but it actually -- if there is a black swan event, you may actually need that in a real hurry. So, I'm -- I'm glad that the board is going down this direction, and I'm also pleased that many members of the community support the model where there are 12 months of reserves. I hope that we continue to evaluate what is an appropriate number -- amount of reserve and what are the number -- appropriate number of months, et cetera. That's a benchmarking exercise that ought to be done with some regularity. But at the same time, I really hope that we don't sacrifice the principle of stability of the organization and the risk appetite that the organization really ought to take in favor of just not having that amount of money allocated. Thank you.

RON DA SILVA:

Thank you, Ram. Matthew.

MATTHEW SHEARS: Thank you. I would like to recognize the community input on this challenging issue and indeed its diversity. I think this has -- the board has recognized this diversity and we have discussed this issue at considerable length. The result that you're seeing before you, I believe, is a responsible and balanced way forward, recognizing it may not be to the liking of some. Others have proposed, as Ram has said, that there be more allocated from the auction proceeds. But I think this represents the right way forward and the balanced way forward. Thank you.

RON DA SILVA: Thank you, Matthew. Lousewies.

LOUSEWIES VAN DER LAAN: Lousewies. I think Khaled, Ram, and Matthew beautifully said what I was going to say so no need.

RON DA SILVA: Thank you. Leon.

LEON SANCHEZ: Thanks, Ron. Leon Sanchez. I just want to echo what's been said by my colleagues, but I also want to add that I think it's important that whatever savings the organization has in order to fulfill these 32 million transfers over the eight years causes the less impact

possible to the community programs that have been affected so far with these -- with these savings. So, I really urge us as board and the organization to work in a way with the community to find ways to -- to lessen the impact that the savings may have on community programs.

RON DA SILVA: Thank you, Leon. Akinori.

AKINORI MAEMURA: Yes, thank you. I'm just joining Ron -- Ram, sorry, in what he said. The stability of the (indiscernible) assuring the security and stability and resiliency of the DNS system. That's not -- not meaning only we do that in the technical manner but also it is very important to secure the stability of the -- the corporate management itself.

Then that 12 months of the reserve is never to be too wealthy. Quite -- quite modest -- modest level of the reserve and we -- I'm really appreciate to have -- have that level retained.

And then as already said, to replenish the reserves from the auction proceeds is quite a big decision but it is -- it is benefiting in stabilizing the operation of ICANN. That's my belief and that's the reason why I am supporting this. Thank you.

RON DA SILVA: Great. Thank you, Akinori. Sarah.

SARAH DEUTSCH: Thanks, Ron. Yeah, I just wanted to join my colleagues in supporting 12-month reserve. I think it's a very responsible practice for any nonprofit. Especially one as large as ICANN. Very happy that community members recognize and support a robust reserve, and I also think that we need to keep in mind that this reserve protects the entire community in the case of unforeseen events or any kind of emergencies, so it's quite responsible and prudent and I'm glad we're doing it. Thank you.

RON DA SILVA: Thank you, Sarah. Any further discussion? Broad support. But a lot of discussion. Appreciate that. I will read the reserve -- the resolutions and then hand it back to you Cherine. There are two.

So resolved, the board directs the president and CEO, or his designees, to take all actions necessary to increase the reserve fund through annual excess from the operating fund of ICANN organization by a total of \$32 million over a period of seven to eight years, starting in FY '19.

Resolved, the board directs the President and CEO, or his designee, to take all actions necessary to allocate \$36 million of

auction proceeds to the reserve fund, as soon as technically feasible. Cherine.

CHERINE CHALABY:

Thank you very much. And thank you the board for the -- for the discussion, and this has been going on for a good seven months, the board discussion on this, and I think we've done our due diligence. And I commend the board for a good sensible resolution, well balanced. Who would like to move this resolution? Ram? Sorry. Ron. Okay Ron. Sorry. Who would like to second? Sarah raised her hand. Sarah. Any further discussions? Okay. All of those for say aye.

[Chorus of ayes]

Anyone against? Any abstention? Thank you. The resolution is passed.

We now come towards the end of this first board meeting where we say thank you to the board members who are leaving. I'm going to go on stage there and read a resolution for each board member. Then I'm going to ask each one to come up on -- on the stage and say a farewell to the community. Thank you.

The first thank you to Lousewies Van der Laan for her services to ICANN board.

Whereas, Lousewies Van der Laan was appointed by the nominating committee to serve as a member to the ICANN board on the 22 October 2015.

Whereas, Lousewies Van der Laan concludes her term on the ICANN board on 25 October 2018.

Whereas, Lousewies served as member of the following committees and working groups: Audit Committee, Finance Committee, Governance Committee, Organizational Effectiveness Committee, board-GAC recommendation implementation group, Board Working Group on Internet Governance, and board trust working group as a chair.

Resolved, Lousewies Van der Laan has earned the deep appreciation of the board for her term of service, and the board wishes her well in her future endeavors with the ICANN community and beyond. Lousewies.

LOUSEWIES VAN DER LAAN: Thank you very much.

[Applause]

CHERINE CHALABY: Have a little present for you.

LOUSEWIES VAN DER LAAN: Thank you very much. So, coming from outside the community, this has been an incredible ride for me. It's really like landing on an alien planet with all these new species, you know, techies and geeks and all people who know a lot of things that I never even knew about. And I really want to express my appreciation to everyone in the community for helping me understand this planet, Planet Internet, Planet ICANN. Not getting sucked into the acronym black holes and all the other dangers you have when you visit a strange place. So it's been really wonderful, and you've showed so much time and patience in taking this simple lawyer by the hand and making me feel -- really feel part of this community.

So, I think the biggest challenge that -- when I first started was hearing from the community that once you joined the board it's like going over to the dark side and then you become really arrogant and aloof and you are no longer interacting. So I vowed immediately I would never do that, and I hope that I've achieved that. And it's been such a pleasure to see all of you also in your own ecosystems and to be part of that and feel very welcome there.

I think that the biggest risk right now to ICANN is that because governments feel a need to regulate what's happening on the Internet, that they might actually want to regulate the Internet. And the best way to avoid that is to stick to the ICANN mission

really well, really tightly to the technical mission, and to make sure this is not seen as a DNS trade association, but this is seen really as a technical organization. And because of all of you and the way you do that, they don't understand what -- what multistakeholderism is. They don't understand because it's such a unique thing. And I would very much like to continue to be an ambassador for Planet ICANN and to explain to Planet Politics what a multistakeholder system is and that it actually works. And this is just one of the few things globally that actually works. It's an amazing thing. And I think sometimes we forget how amazing it is. And every single one of you is a part of making that happen.

So you have an ambassador for your planet. I hope to come back and visit very often. May you live long and prosper, and may the force be with you.

[Applause]

CHERINE CHALABY:

Thank you to Jonne Soininen for his services to the ICANN board. Whereas, Jonne Soininen was appointed by IETF to serve as liaison to the ICANN board on 21 November 2013.

Whereas, Jonne concludes his term on the ICANN board on 25 October 2018.

Whereas, Jonne has served as liaison member of the following committees and working group: Compensation Committee, new gTLD program committee, Risk Committee, Technical Committee, board IDN variants working group, board trust working group, Work Stream 2 board caucus working group.

Resolved, Jonne has earned the deep appreciation of the board for his terms of service, and the board wishes him well in his future endeavor within the ICANN community and beyond.
Jonne.

[Applause]

JONNE SOININEN:

Thank you. Thank you very much. Okay. Thank you, everybody. So, this is the last moment of a five-year stretch. Cherine explained this is not the time to address the board. As the time-honored tradition in ICANN, the right time to address the board is in the public forum over the next coming decades, repeatedly.

[Laughter]

But I'd really like to thank you all for these five years. It has been a very enjoyable ride. It has been great to work with all of you. There are a lot of people to thank that have helped me to come to this community back in 2005 and then help -- help me in the different roles that I've been in the organization.

I would say that the uniqueness of this organization is really that ICANN is here to work on to make the Internet better in the small space that it occupies. And I hope that all of you continue that tradition, regardless what you -- where you come from, regardless for what your agendas and your interests here are, that you keep in mind the whole time that vis-a-vis good of the Internet that gives this industry and gives this community and gives -- keeps the global Internet ongoing.

Thank you very much, and as some -- one staff member said, very insightfully, don't ask the old board members if they're going to come back to the community because they always say no, and they cannot keep away more than a year or two anyways. Thank you very much.

[Applause]

CHERINE CHALABY:

Thank you to Mike Silber for his service to the ICANN board.

Whereas, Mike Silber was appointed by the ccNSO to serve as a member of the ICANN Board on 30th October 2009. Whereas, Mike Silber concludes his term on the ICANN Board on 25th October 2018.

Whereas, Mike served as a member of the following ICANN Board committees and working groups:

Accountability Mechanisms Committee, Audit Committee (Chair), Finance Committee, Governance Committee, IANA Committee, New gTLD Program Committee, Public Participation Committee (Chair), Risk Committee (Chair and co-Chair), Structural Improvements Committee, Board-GAC Recommendation Implementation Working Group, Work Stream 2 Board Caucus Group.

Resolved, Mike Silber has earned the deep appreciation of the Board for his term of service, and the Board wishes him well in his future endeavors within the ICANN community and beyond.

Mike?

[Applause]

MIKE SILBER:

Friends, it's been a very pleasurable nine years, a very interesting nine years serving on this board and serving this community.

I just thought I'd mention a couple of things. Some of the messages I delivered to the Board, some unique to this community.

So, the first comment I'd like to make is I encourage you all to be kind to each other. I think that we seldom recognize that we're

all trying to make a difference. We may disagree. The end goal may be different, but we're all trying to make a difference.

And I am reminded that RFC 791 says, "Be liberal on what you accept and conservative in what you send." And I think we stray very far from that in our interaction with each other. So I encourage you just to go back to that principle.

The second thing is please be open and transparent. I was going to say be frank. And then I thought somebody would turn around and say, "I'm Frank. Why does everybody want to be me?"

Which leads me to my next point, which is stop taking yourself so seriously. We're all replaceable, as I have found out over the last few months.

But the other thing is that names will keep resolving if we're not here. We're here to add value, not to make the Internet work.

The Internet will carry on working. So just keep your position in the universe ecosystem clear. We really aren't that important. So some of the things that we do are not life or death. And sometimes, you know, we shouldn't be willing to die in a ditch about some of these issues.

The fourth point is that the Internet is evolving. I see an increasing use of scorched earth tactics. I know it's been around

for a while. But I will just really plead to you all to recognize that we need to move forward.

One of the incredible evolutions about the Internet technology and about technology changes in general is being our willingness to implement and iterate. It doesn't have to be perfect from the start. We can make improvements as we go along. Be willing to embrace that change instead of holding out for the perfect model, which we know will never come.

And the last thing is, please, guys, have some more fun. Maybe, as an old ICANNer, I remember a lot more interaction between communities. You'd argue during the day and drink with each other at night. Now it feels a lot more insular. You know, if you look at social events, the same people who were agreeing with each other during the day tend to be hanging out together with each other at night. And there is a lot less interaction and fun that I'm seeing from this community. And I think it is bringing us down. If we could try and re-establish the fact that we're all in this together, we can disagree, but we can still get on with each other because the ultimate aim is the same, I think we've got an incredible future ahead of us.

And thank you for letting me be part of this journey for of a short while.

[Applause]

CHERINE CHALABY: Thank you to Ram Mohan for his service to the ICANN Board.

Whereas, Ram Mohan was appointed by the SSAC to serve as a liaison to the ICANN Board on October 30, 2009. Whereas, Ram Mohan concludes his term on the ICANN Board on 25th October 2018.

Whereas, Ram has served as a liaison on the following committees and working groups:

Governance Committee, Compensation Committee, Risk Committee (Co-chair), Technical Committee, Board-GAC Recommendation Implementation Working Group, Board IDN variants working group as a chair, Board Trust Working Group, Board Working Group on Nominating Committee, Work Stream 2 Board Caucus Group, and more recently he led our strategic planning work.

Resolved, Ram Mohan has earned the deep appreciation of the Board for his term of service, and the Board wishes him well in his future endeavors within the ICANN community and beyond. Ram.

[Applause]

RAM MOHAN: Thank you, Cherine. Even though we have access to the world's information at our fingertips with more knowledge than all the

kings and the wise men of history had at their disposal, it's easy to take our lives for granted and focus on what we don't have.

In my case, I won't have my daughter being able to recite the conference call-in directions to join ICANN calls.

[Laughter]

I won't have 7:00 a.m. to midnight back to back board sessions.

I also won't have any more to juggle SSAC work meetings with board constituency day meetings.

That's for Merike now.

I also won't have the need to prepare for these meetings by going through hundreds of pages of materials. Amazing work by the ICANN org team, by the ICANN staff. It's something that is not visible to all of you in the community necessarily. But the diligence and the work that the ICANN org folks do, and the quality of the work is just phenomenal. And, as a board liaison, as a board member, I have really been the beneficiary of that.

I will leave, however, with deep gratitude and a sense of accomplishment. We all strive in this community to leave things better than we found them. And that would not have happened for me without your support, especially to my friends and colleagues on the SSAC who nominated me to the Board, to the

many members from the GNSO, the ccNSO, the ALAC, and the GAC who provided advice for me through my term here; and, of course, my friends in the technical community who absolutely made sure that they made me understand when all the many, many times I was totally wrong on providing some thing, some piece of advice.

I have no cause for anything but gratitude and joy. And for that I thank all of you in the community.

[Applause]

CHERINE CHALABY:

And last, but not least, thank you to George Sadowsky for his service to the ICANN Board. Whereas, George Sadowsky was appointed by the Nominating Committee to serve as a member of the ICANN Board in 2003.

Whereas, George Sadowsky concludes his term on the ICANN board on 25th October 2018.

Whereas, George has served as a member of the following committees: Audit Committee, Compensation Committee (Chair), Finance Committee, Global Relationships Committee, New gTLD Program Committee, Organizational Effectiveness Committee, Risk Committee, Structural Improvements Committee, Technical Committee, Board Working Group on

Internet Governance, Board Working Group on Nominating Committee as a chair, CEO Search Committee as a chair, Board Trust Working Group as a chair, Work Stream 2 Board Caucus Working Group.

Resolved, George Sadowsky has earned the deep appreciation of the Board for his term of service, and the Board wishes him well in his future endeavors within the ICANN community and beyond.

George?

[Applause]

GEORGE SADOWSKY:

Greetings.

Thirteen years ago, I was approached by Vint Cerf who said to me, "Will you run the ICANN Nominating Committee?" And I thought it was just a nominating committee. As those of you who know Vint know, it's very difficult to say no to Vint.

So I said yes, not realizing what that would launch me into. And now 13 years later I'm in the process of saying good-bye to you.

It's been a long time. And nine years on the Board is a long time. Lots of work, lots of good moments, lots of difficult moments, including some of the logistic moments that my colleague, Ram, had mentioned.

We've tried during that time -- I have tried and I think your board has tried to keep -- to represent your interests well, to understand what the mission of the organization is and to understand our part in it.

And we've also tried to keep the interests of the global Internet community in mind, because we are a public benefit corporation and we serve the global public interest.

There have been a lot of changes during that time. We've seen a domain name industry go from an incipient almost cottage industry to a multi-billion-dollar industry.

We've seen the Internet go from a place which, as one of my colleagues said, we've loved -- we've had a love affair with the Internet in the early -- in the 1990s and the 2000s -- to a place which is part of our ordinary lives. The love affair is over, and we really understand some of the issues that have come up in terms of all forms of human behavior, including especially the bad ones, moving to the net, which has caused security concerns among all of us at multiple levels.

So I'd like to leave you with one thought, which I hope you remember. And that is: Our mandate as an organization from our bylaws is to ensure the stability, security, and resiliency of the Internet with respect to its fundamental addressing identifiers.

And, while in ICANN in a governance mode, we're often concerned with details because governance is often a matter of details and understanding issues well enough to be able to make good policy, we often forget that there is a 50,000-foot view. And our mandate is what governs what we should be thinking of, concentrating on, and ensuring that we meet.

If we do not have security and stability of the Internet, if we lose trust in the Internet, nothing else matters.

If we lose trust in the Internet, nothing else matters.

And so I would encourage you to keep your eye on that mandate and make sure that everything that is done relates to that mandate, supports that mandate, and you keep your eye on that ball as circumstances change.

So I'd like to thank the three nominating committees that thought I was capable of being on the Board. I hope I have met your expectations. I wish you success in the future. Thank you very much for letting me be part of it. Thanks.

[Applause]

CHERINE CHALABY: Thank you.

So we now are going to pass a resolution regarding the five board members who have left. I read the resolution, but we haven't voted on them.

There are a couple of changes that we would like to make. I'm going to ask Chris Disspain to identify those changes before we pass the resolution. Thank you.

CHRIS DISSPAIN:

Thank you very much, Cherine. If I could ask that the recent record be amended in respect to a couple things.

First of all, in respect to "F," which is the thank you to Lousewies, the written record actually refers to her as a liaison to the ICANN Board. And she was, of course, not a liaison to the ICANN Board. She was a board member.

In the list of her committees, if we could also note that she was chair of the Audit Committee.

In respect to Ram, we need to add to the list that he was -- he served on the CEO Search Committee.

And in respect to George, despite the fact that George has been around for an extraordinarily long time, he has not been on the Board since 2003. He chaired the Nominating Committee in 2003. So he served as a member of the ICANN Board from 2000

whatever it is that was nine years ago, not 2003. I would appreciate if we can amend that as well. None of that should detract from our passing these resolutions.

Thank you, Cherine.

Yes. And, actually, that is right. We should also acknowledge Ram as chair of the strategic planning working group, the current strategic planning working group.

Back to you, Cherine.

CHERINE CHALABY:

Thank you. So I'm going to pass these five resolutions by acclamation.

All those for say "aye."

[Applause]

Thank you, everyone. The resolution is passed.

And I now wish to draw to a close this first board meeting. And I will ask our colleagues who are leaving the Board to now leave the stage and for the new board members to join us for the next board meeting.

CHERINE CHALABY: Thank you. And I would now like to call -- to open the next board meeting and organizational meeting of the Board.

May I ask our general counsel if we have a quorum. Mr. General Counsel.

JOHN JEFFREY: Yes, we do, Mr. Chairman.

CHERINE CHALABY: Okay. First of all, welcome to Nigel, Danko, Harald, Tripti, and Merike.

Welcome to the Board. You're now formally on the Board.

In the next couple of minutes, we are leaderless. We need to appoint a chair, and we need to appoint a vice chair and appoint all our committees. So we will start with the appointment and election of the ICANN Board chair. Chris Disspain.

CHRIS DISSPAIN: Thank you, Cherine. The first item of business today is to call for or to nominate a board chair.

As is tradition with the Board, we have had discussions about this. And we have a resolution before us. I would like to start by

reading the resolution. And I'm going to call for any proposer and seconder. And I'm going to ask if there's any discussion.

The resolution is that Cherine Chalaby is elected as chair of the Board. May I have a proposer for that resolution, please?

I had Maarten first. Becky you can second.

Is there any discussion? I'd just like to say that I'm delighted to be sitting here making this resolution -- putting this resolution forward. And I would like to ask us to resolve this by acclamation.

[Applause]

And now back to you, Mr. Chairman.

CHERINE CHALABY:

Thank you, Chris. And thank you, Board. It is an honor to serve for another term.

I really appreciate it. And thank you to the community for the trust you have put in me.

The next item on the agenda is the election of the Board vice chair. Again, as Chris described, we had discussions on the Board. And we went through an election, and there was no -- there was only one member who put his name forward. And that's Chris. And the Board has agreed for him. So now we're doing the formal election. I'd like to do this by acclamation.

So, before announcing the vote, does anyone have any comment to make? Okay. I would like to say that it's been a very good relationship between Chris and I. I think we formed a very close team in the interests of the Board, the community, and everyone. And I think this has provided the right level of leadership for the board. So I'm grateful that Chris has put his name forward as vice chair for another year, and it is an honor to elect him and to announce his election as vice chair.

With that I agree and accept this resolution by acclamation.

Thank you and well done, Chris.

[Applause]

CHRIS DISSPAIN: Thank you all very much. I appreciate the trust, and I'm honored to be vice chair. Thanks.

CHERINE CHALABY: Thank you.

The next resolution is item 1c, appointment of membership and leadership of board committees. Becky.

BECKY BURR:

Thank you very much. And thank you to all of my board colleagues who collaborated so well in providing and creating this leadership list and the membership of the Board committees.

I'll just read the resolution and the committee assignments.

Resolved, membership and leadership of the following board committees is established as follows: Accountability Mechanisms Committee, Chair, Chris Disspain, members include Becky Burr, Sarah Deutsch, Nigel Roberts, Leon Sanchez.

Audit Committee, Sarah Deutsch, Chair, members Avri Doria, Chris Disspain, Akinori Maemura, Nigel Roberts.

Compensation Committee, Chair Cherine Chalaby, members Maarten Botterman, Becky Burr, Ron da Silva, and Chris Disspain.

Executive Committee, Cherine Chalaby Chair, Becky Burr, Chris Disspain and Göran Marby members.

Finance Committee, Ron da Silva Chair, Maarten Botterman, Danko Jevtovic, Khaled Koubaa, and Tripti Sinha members.

Governance Committee, Becky Burr Chair, members Maarten Botterman, Ron da Silva, Khaled Koubaa, Matthew Shears.

Organizational Effectiveness Committee, Khaled Koubaa Chair, Avri Doria, Lito Ibarra, Danko Jevtovic, and Leon Sanchez members.

Risk Committee, Lito Ibarra Chair, members Matthew Shears, Akinori Maemura, Harald Alvestrand, Merike Kaeo, Kaveh Ranjbar, and Tripti Sinha.

Technical Committee, Akinori Maemura Chair, Harald Alvestrand, Avri Doria, Lito Ibarra, Merike Kaeo, Tripti Sinha, and Kaveh Ranjbar members. Thank you very much. Any discussion on the list? And just noting for the scribe that -- okay. Fix it. Perfect. Thank you very much.

Yes, Akinori.

AKINORI MAEMURA: Akinori Maemura, for the record. Just asking for a small fix. My name is noted as Akinori Maemura and Maemura Akinori Maybe we need to fix it to have the identical notation. Thank you.

BECKY BURR: Thank you. So noted.

KAVEH RANJBAR: Also spelling of my name.

BECKY BURR: Okay. We're going to fix Kaveh's spelling. Any other fixes that we missed?

Do I have a motion? Ron. Second Avri. All in favor, aye. Any opposed? Any abstentions? Thank you very much. And thank you very much to all of the new board members for the work that's to come.

CHERINE CHALABY:

Thank you, Becky, I'd like to move to item 1d, Confirmation of Officers of ICANN. I will read the resolutions and ask for a vote.

Resolved, Göran Marby is elected as President and Chief Executive Officer.

Resolved, John Jeffrey is elected as General Counsel and Secretary.

Resolved, Xavier Calvez is elected as Chief Financial Officer.

Resolved, Susanna Bennett is elected as Chief Operating Officer.

Resolved, David Olive is elected as Senior Vice President of Policy Development Support.

Resolved, Ashwin Rangan is elected as Senior Vice President Engineering and Chief Information Officer.

May I ask someone to move this resolution? Chris? Khaled will second.

Any comments? Okay. I will call for the vote. All of those for say "aye."

[Chorus of ayes]

Any against? Any abstention? Thank you. Resolution passed.

We're now going to move from this meeting to the member's meeting. This is the portion of our meeting where the ICANN Board meets as the member of the PTI to take care of annual governance requirements.

I will invite Kim Davies, the PTI president, to join us for this portion of the meeting.

We will be performing our annual obligation of election of PTI's president and director as part of how we oversee performance of the IANA function.

Kim Davies, would you like to join us, please? Thank you. All right.

We have two resolutions to pass. Item 1e, Election of the PTI President.

I will ask Göran Marby to read the resolution. And then I'll call for a vote.

And then there will be a second resolution about the election of the PTI board. And I'll ask Göran Marby again to read a resolution, and then I'll take a vote.

GÖRAN MARBY: Resolved, the ICANN Board confirms that this meeting is the annual meeting of the member of the Public Technical Identifiers, PTI.

CHERINE CHALABY: Who would like to move this resolution? Who would like to second? Nigel. All those for say "aye."

[Chorus of ayes]

Anyone against? Any abstention? Thank you.

GÖRAN MARBY: Resolved, the ICANN's board in his role as sole member of PTI has re-elected Kim Davies as president of PTI.

CHERINE CHALABY: Who would like to move this resolution?

Chris.

Who would like to second?

Maarten.

Any comments?

All of those for, say aye.

[Chorus of ayes]

CHERINE CHALABY: Anyone against?

Any abstention?

Thank you. The resolution is passed, and there is a third resolution. I apologize, which Göran will also read.

GÖRAN MARBY: Resolved, ICANN in its role as sole member of PTI elects Trang Nguyen to fill the vacancy in seat 3 of the PTI Board with a term ending at the end of the annual meeting of the member in 2019.

CHERINE CHALABY: Who would like to move this resolution? Lito, and Avri second.
Who would like to make a comment? Göran.

GÖRAN MARBY: I would just like to congratulate Trang and thank her. She is one of the most exceptional individuals in the ICANN organization, and I welcome her into the PTI Board.

CHERINE CHALABY: Khaled would like to move the resolution -- sorry. You want to comment.

KHALED KOUBAA: Gentleman, just to commend the work that has been done to PTI, to the great job as stated in the reports by the Customer Standing Committee. It has been a long and a great job, so thank you very much for your work.

CHERINE CHALABY: Any further comments?

Okay. I'm going to call for the vote. All of those for, say aye.

[Chorus of ayes]

CHERINE CHALABY: Anyone against?

Any abstention?

Resolution passed. Thank you very much.

We're going to the end of this organizational board meeting.

Any other items? Any other business?

Thank you very much. I will now call this meeting to a close.

Thank you, everybody, and this meeting has ended.

Thank you.

[Applause]

BRAD WHITE:

Ladies and gentlemen, I would like to ask you to stay for the community recognition program. We will start in just one minute.

Thank you.

[END OF TRANSCRIPT]