Janis Karklins
Chairman
Governmental Advisory Committee

GAC advice on 16 October 2006 call for Input on the Development of Transparency and Accountability Management Operating Principles

Thank you for your letter of 2 April 2007, refining the GAC's preliminary input on the *Development of Accountability and Management Operating Principles* previously provided as Annex II to the GAC Communiqué of the Sao Paulo meeting of December 2006. The GAC's previous input on this matter was incorporated in ICANN's "Summary of Input on Transparency and Accountability Management Operating Principles" which was posted on 26 January 2007.

As you are aware, these issues are extremely important to ICANN and as such it has been afforded a high priority in our work program over the next months. As one of a number of initiatives aimed at further improvements in accountability and transparency, ICANN engaged One World Trust (http://www.oneworldtrust.org) to undertake an independent review of standards of accountability and transparency within ICANN. The terms of reference for the report were designed to allow a wide ranging review.

The report says that overall ICANN is a very transparent organisation, noting that it shares a large quantity of information through its website, probably more than any other global organisation. I appreciate that the report was released in parallel to the preparation of the GAC's advice; however, as the report does address many of the issues raised in your letter of 2 April 2007, I thought it would be useful to draw on some elements of the report to address the issues you raised in your letter. These are outlined below.

1.   **Posting agenda and minutes**

In an effort to address this area, the ICANN Board has made considerable progress in improving its transparency by publishing detailed minutes of their meetings in a timely manner. ICANN has given an undertaking that these minutes will be posted no later than 72 hours after the meetings. I am sure you will agree that this is a significant commitment. In addition, the agenda for the Board meetings is posted seven days in advance of the meetings.

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2. Formal process for important decisions

Many of the significant policy decisions considered by the Board are the result of a robust policy development process (PDP) followed by the respective supporting organizations in accordance with the process detailed in ICANN's bylaws. However, it is acknowledged, and reflected in the One World Trust report, that it is difficult to follow the course of a PDP because of the way information is structured on the website. As you are aware, ICANN's website has been significantly redesigned and this process will be ongoing.

- The redesign of ICANN's website was undertaken to facilitate easier access to information for members of the community and first time visitors. As part of this redesign, clarity on policies under discussion was incorporated and you will notice, for example, the Current Topics link on the website identifies the major issues being considered by the various supporting organizations and has links to all the relevant information available on the topic.

- **Section 4.2 Transparency of high level governance and decision making** of the One World Trust report is relevant to bullet points 2 and 3 of your letter under point 2. Recommendation 1.6: For the most important decisions, specifically those that relate to policy considerations, the Board should consider producing a report (separate to the minutes) that explains how all stakeholder input was used in coming to a final decision" is consistent with the GAC's input and we are currently considering this recommendation in the overall context of the One World Trust report and our review of transparency and accountability.

- The One World Trust report notes that together the Ombudsman, Reconsideration Committee and Independent Review Panel of Board actions offer a robust approach to complaints handling; providing internal oversight of Board decisions and staff actions, and thus reducing the likelihood of litigation. The report further noted that while each of these mechanisms need further strengthening their existence is in compliance with good practice.

- The ICANN Board has made considerable progress in improving its transparency by posting detailed minutes of their meetings in a timely manner; however, as acknowledged in the GAC's Sao Paulo communiqué Annex II, there are times where the Board "…may be required to consider issues and make decisions on issues involving commercial confidentiality, or security issues which cannot be made public …" just as the GAC is required to have similar sessions.

3. Selection of Board members and accountability of Board members

ICANN will undertake an open process to consider possible enhancements to the ICANN Board and the process for selecting its membership through the process for periodic independent reviews of ICANN's structures. An independent review of the Nominating Committee is already in progress, and a review of the Board will be launched later this year; see <http://www.icann.org/reviews/>.

ICANN and its directors are held accountable through mechanisms such as the obligation to comply with the laws of the jurisdiction where ICANN operates (e.g. California), through innovative institutional features such as ICANN's Office of the Ombudsman, and by ICANN's reconsideration and independent review policies. It should be noted that the process for selecting directors to serve on the ICANN Board has been designed to ensure that the Board is accountable to the interests of the broader Internet community. Aside from the President (who is selected by the Board), ICANN's Board is comprised of fourteen members selected directly by the stakeholders that comprise ICANN's supporting organisations and Nominating Committee. ICANN's Nominating Committee is made up of liaisons and delegates representing the broadest possible spectrum of Internet stakeholders including root server operators, the Security and Stability Advisory Committee, SSAC, the Governmental Advisory Committee, small and large business users, GTLD registries and registrars, country code TLD operators, ISPs, intellectual property interests, the IP addressing community, academic organizations, consumer and civil society groups, the IETF, ETSI, ITU-T, W3C, IAB, and ICANN's At-Large Advisory Committee regional organizations.

While not specifically raised by the GAC, I would like to note that ICANN has implemented mechanisms aimed at improving openness and accessibility for

enhanced participation in ICANN's bottom-up participatory policy development processes. ICANN has employed a General Manager, Public Participation, who has developed a public participation site and is regularly engaging the community on issues of concern. ICANN also manages its own blog which is an informal way of sharing information and engaging the community.

The next step is the development of a set of Management Operating Principles for accountability and transparency. The major steps in the process are as follows:

- Consultation with the community on the One World Trust report through the online comment forum

  Preparation of draft Principles based on material contained in the One World Trust report and community comment
- Formal response to the One World Trust report, including an action plan for addressing key recommendations (mid June)
- Draft Principles released for consultation (late June)
- Consultation through an online comment forum and in sessions at the Puerto Rico meeting
- Posting of revised documents after the Puerto Rico meeting
- Submission to Board for consideration

I welcome the GAC's continuing commitment to participating in the development of accountability and transparency mechanisms, and its willingness to provide further information and advice.

Yours sincerely,

Vint Cerf
Chairman

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