

Board Governance Committee Activities Report

1 January 2019 – 30 June 2019¹

Summary:

Completed Activities:

1. Recommended Organizational Effectiveness Committee Charter Revision
2. Creation of Third Accountability and Transparency Review Team (ATRT3) Board Caucus Group
3. Recommended Board Governance Committee (BGC) Charter Revision
4. Revised survey for term-ending Board members.
5. Board Member Peer Evaluation
6. Issuance of Call for Expressions of Interest (EOI) for Nominating Committee (NomCom) 2020 Chair and Chair-Elect EOIs
7. Creation of Board Caucus on Community Recommendations, Prioritization, and Budgeting
8. Board Skillsets Matrix for Three Year Rolling Plan
9. Revised BGC Practice for Board Engagement in Developing Slate for Board Leadership

In-Progress Activities:

1. Potential Survey related to Board Priority Deliverable 5.1.2
2. Further Revisions to Board Skillset Matrix
3. 2020 NomCom Leadership Selection
4. Aligning Work of Board Committees with ICANN Strategic Priorities

¹ This report is intended to capture the activities of the BGC, from 1 January 2019 to 30 June 2019. However, because the report was prepared in July 2019, a few activities that occurred in July 2019 are also captured in the report.

Section I: Completed Activities

Item	Description of Board Governance Committee (BGC) Activity	BGC Completion Date	Accomplishments/Outcome
1. Recommended Organizational Effectiveness Committee (OEC) Charter Revision	On 25 January 2019, the BGC agreed to recommend that the Board adopt the proposed OEC Charter revisions.	25 January 2019	On 14 March 2019, the Board adopted the BGC's recommendation in Resolution 2019.03.14.05 .
2. ATRT3 Board Caucus Group	The BGC recommended that the Board create an ATRT3 Board Caucus Group to be comprised of Maarten Botterman, Becky Burr, Avri Doria, Manal Ismail and León Sanchez. Other Board members with interest are invited to participate as observers.	8 March 2019	The BGC agreed to create an ATRT3 Board Caucus Group to be comprised of Maarten Botterman, Becky Burr, Avri Doria, Manal Ismail and León Sanchez. Other Board members with interest are invited to participate as observers.
3. BGC Charter Revision	The BGC conducted the annual review of its Charter in accordance with its work plan. The BGC decided that the charter should be amended to reference the BGC's responsibility for overseeing the workload and membership of Board committees, working groups, and caucuses to ensure balance of participation.	8 March 2019	On 3 May 2019, the Board adopted the BGC's recommendation in Resolution 2019.05.03.10 .
4. Revised Survey for term-ending Board members	The BGC reviewed a draft of the current version of the survey for term-ending Board members, which has been revised in part on comments from the Nominating Committee. The revisions focus on the potential growth and leadership of the Board rather than focusing on a specific work stream or particular role. The BGC discussed and agreed upon a few additional minor changes to the survey. The Chair then requested that ICANN org provide the revised survey to the consulting firm that helped develop the survey for feedback. Following feedback from the consultants, the survey to be distributed to Board members to complete as expeditiously as possible.	8 March 2019	The BGC agreed revisions to the survey for term-ending Board members. Following feedback from the consultants, the revised survey was distributed to term ending Board members to complete, the results of which were sent to the Board-member selecting groups that had not yet selected Board members to be seated after the AGM in November 2019.
5. Board member Peer Evaluation	The BGC initiated and oversaw completion of the Board Member Peer Evaluations for April 2019 evaluation rounds.	April to June 2019	The evaluation reports were completed, and the Chairman of the Board met with the Board members who were reviewed.

Item	Description of Board Governance Committee (BGC) Activity	BGC Completion Date	Accomplishments/Outcome
6. Issuance of Call for EOI for NomCom 2020 Chair and Chair-Elect EOIs	The BGC oversaw the issuance of the Call for Expressions of Interest (EOI) for the 2020 NomCom leadership.	May 2019	The BGC oversaw the issuance of the Call for EOI for the 2020 NomCom leadership, which was open through 5 July 2019.
7. Creation of Board Caucus on Community Recommendations, Prioritization, and Budgeting	The BGC agreed to create the Caucus on Community Recommendation, Prioritization, and Budgeting to be comprised of Becky Burr, Maarten Botterman, Chris Disspain, Avri Doria, Lito Ibarra, Danko Jevtovic, Matthew Shears, and Tripti Sinha. The BGC noted that other Board members who are not members of the Caucus Group are invited to participate as observers.	23 June 2019	The BGC agreed to create the Caucus on Community Recommendations, Prioritization, and Budgeting to be comprised of Becky Burr, Maarten Botterman, Chris Disspain, Avri Doria, Lito Ibarra, Danko Jevtovic, Matthew Shears, and Tripti Sinha. Ron da Silva was added as a member after the BGC meeting. Other Board members are invited to participate as observers.
8. Board Skillsets Matrix for Three Year Rolling Plan	The Committee agreed to adopt the Skillsets Matrix for Three Year Rolling Plan, as revised, to build the survey that is to be completed by every Board member, including the incoming members, to use as part of the slating procedure in September.	23 June 2019	The Committee agreed to adopt the Skillsets Matrix for Three Year Rolling Plan to be completed by every Board member, including incoming members, to use as part of the slating procedure. ICANN org to develop an automated questionnaire based upon the matrix.
9. Revised BGC Practice for Board Engagement in Developing Slate for Board Leadership	The Committee discussed the proposed revisions to the BGC Practice for Board Engagement in Developing Slate for Board Leadership document, which has been revised to reflect some recent discussions with Board members. The BGC adopted the revised document.	23 June 2019	The BGC adopted the revised BGC Practice for Board Engagement in Developing Slate for Board Leadership document. In early July, the final revised document was sent to the full Board and published on the BGC page of the ICANN website.

Section II: In-Progress Activities

Item	Description of BGC Activity	Target Completion Date	Status
1. Potential Community Satisfaction Survey related to Board Priority Deliverable 5.1.2	<p>The BGC reviewed proposed revisions to a draft survey. The BGC discussed the goals of the survey and whether the current topics and questions help the Board achieve the objective of the deliverables.</p> <p>The BGC discussed that an in-depth survey of the community is currently being conducted by several academics about ICANN's legitimacy, which might inform or eliminate need for further survey.</p>	TBD	The BGC agreed that the survey should be placed on hold until after the results from the in-depth survey on ICANN's legitimacy has been completed and reviewed.
2. Further revisions to Board Skillset Matrix	The Chair will continue to work with some BGC members to revise the adopted version of the matrix to include leadership styles. The Committee also agreed to review the training program for Board members with an eye to creating a closer articulation between the use of training dollars and service to the Board in light of the three years' rolling matrix.	TBD	Some BGC members to revise the matrix to include leadership styles. The Committee will also review the Board member training program with an eye to creating a closer articulation between the use of training dollars and service to the Board in light of the three years' rolling matrix.
3. 2020 NomCom Leadership Selection	The BGC will commence the interview and vetting process of the applicants before making recommendations to the Board.	TBD	The BGC to interview the applicants before making recommendations to the Board.
4. Aligning Work of Board Committees with ICANN Strategic Priorities	The BGC discussed the process for ensuring that Board committees are responsible for aligning the committee work to the strategic priorities. The BGC agreed that a note should be sent to Board committees asking each to review the strategic plan to identify the areas for which the committee has particular responsibility so that it can be captured at the Board workshop in September or in November. The BGC also discussed whether Board committees should amend their charters to include a specific duty with respect to implementation of the strategic plan. The Committee discussed whether the ICANN Bylaws should be amended to include an annual review requirement of the strategic plan and agreed to pursue this discussion in the future.	TBD	BGC Chair to send note to Board committees asking each to review the strategic plan to identify the areas for which the committee has particular responsibility so that it can be captured at the Board workshop in September or in November.