

## **Board Governance Committee Activities Report**

1 July 2018 – 31 December 2018<sup>1</sup>

### **Summary:**

#### Completed Activities:

1. Recommendation of 2019 Nominating Committee (NomCom) Chair and Chair-Elect
2. Board Leadership and Committee Membership and Leadership Slating
3. Appointment of Board Representative to Accountability and Transparency Review Team 3
4. Review of Code of Conduct Annual Report
5. Board Member Skillsets Guidance to NomCom
6. Annual Review of Board Members' Conflicts of Interest Disclosure Statement
7. Review of Peer Evaluation Survey

#### In-Progress Activities:

1. Community Satisfaction Survey of the Board related to FY18 Board Priority Deliverable 5.1.2
2. BGC Succession Plan
3. 2019 BGC Work Plan
4. Review of the Written Four-Question Survey for Publication to the Board-Member Selecting Bodies

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<sup>1</sup> This report is intended to capture the activities of the BGC from 1 July 2018 to 31 December 2018. However, because the report was prepared in January 2019, the significant activities that occurred in January 2019 are also captured in the report.

## Section I: Completed Activities

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
1. Recommendation of 2019 Nominating Committee (NomCom) Chair and Chair-Elect	<p>The BGC reviewed the Expressions of Interest from candidates for the 2019 NomCom Chair and Chair Elect, considered the results of a peer review of the 2018 NomCom leadership, and conducted interview of candidates. The BGC discussed the Committee's recommendations for the NomCom 2019 Chair and Chair-Elect and approved the recommendation to the Board for the NomCom 2019 Chair and Chair-Elect.</p> <p>The BGC recommended to the Board that J. Damon Ashcraft be appointed as the 2019 NomCom Chair and Cheryl Ann Miller be appointed as the 2019 NomCom Chair-Elect.</p>	14 September 2018	On 16 September 2018, the Board adopted the BGC's recommendation in <a href="#">Resolution 2018.09.16.08</a> .
2. Board Leadership and Committee Membership and Leadership Slating	The BGC reviewed the revised proposed slating for Board leadership and Committee membership and leadership for 2019. The BGC approved a recommendation that the Board adopt the recommended slate.	21 October 2018	On 25 October 2018, the Board elected ICANN Chair (See <a href="#">Resolution 201810.25.29</a> ) and Vice Chair (See <a href="#">Resolution 2018.10.25.30</a> ) and appointed Membership and Leadership of Board Committees. (See <a href="#">Resolution 2018.10.25.31</a> )
3. Appointment of Board Representative to Accountability and Transparency Review Team (ATRT) 3	The BGC recommended that the Board approve Maarten Botterman as the Board representative to ATRT 3.	21 October 2018	On 25 October 2018, the Board appointed Maarten Botterman to serve as a member of ATRT3. (See Resolutions <a href="#">2018.10.25.14 – 2018.10.25.15</a> )
4. Review of Code of Conduct Annual Report	The Code of Conduct Annual Report, which is required under the Code of Conduct itself, and is part of the BGC's Charter responsibilities. There have been no allegations of non-compliance with the Code of Conduct by any Board members in the last year.	21 October 2018	The Report has been published on the BGC page at <a href="https://www.icann.org/en/system/files/files/code-of-conduct-report-21oct18-en.pdf">https://www.icann.org/en/system/files/files/code-of-conduct-report-21oct18-en.pdf</a> .

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
5. Board Member Skillset Guidance to Nominating Committee	The BGC discussed the draft Board member skillsets guidance to the Nominating Committee and suggested certain revisions to the document then provided the final version to the Board Chair for distribution to the Nominating Committee.	December 2018	On <a href="#">21 December 2018</a> , the Board Chair sent the guidance document to the Nominating Committee.
6. Annual Review of Board Members' Conflicts of Interest Disclosure Statements	The BGC reviewed the summary of the Board members' statements of interest for conflict of interest purposes. The BGC discussed what level of information should be provided by Board members in completing their statements of interest, and were reminded that when something changes, the Board members are required to update their disclosure statements. The BGC agreed that the summary should be distributed to the full Board for review prior to publication.	December 2018	The 2018 summary report was distributed to the Board in December 2018, and was then published on the Summary of ICANN Officers and Board Member Statements of Interest page on 28 January 2019. (See <a href="https://www.icann.org/resources/pages/governance/sois-en">https://www.icann.org/resources/pages/governance/sois-en</a> .)
7. Review of Peer Evaluation Survey	The BGC reviewed the survey for the Board members Peer Evaluation and determined that the survey, which was last revised in 2017, does not currently need any revisions.	7 December 2018	The BGC determined that the survey, which was last revised in 2017, does not currently need updating.

## Section II: In-Progress Activities

Item	Description of BGC Activity	Target Completion Date	Status
1. Community Satisfaction Survey of the Board related to Board Priority Deliverable 5.1.2	The BGC noted that further work was needed on the development of the draft proposed survey topics, including engaging the leadership of the Supporting Organizations and Advisory Committees for input on the survey and noted a need to refine the purpose of the survey.	TBD	The responsible BGC member to further develop the survey for feedback by the Committee.
2. BGC Succession Plan	The BGC noted that it has an obligation to ensure that there is appropriate succession planning. Accordingly, following the seating of the new committees on 25 October 2018, the BGC Chair wrote to each committee chair and asked that each committee to identify how committee plans to ensure that there are other members of the Board ready to step in if the chair is not available or to help out the chair as needed.	TBD	The BGC Chair to circulate a proposal to the BGC on path forward.

Item	Description of BGC Activity	Target Completion Date	Status
	<p>The BGC discussed the goal of the succession plan, which is to ensure that there are people who are fully up to speed on all the aspects of the Committee work that can step in if such a need arises and also discussed several possible approaches.</p>		
<p>3. 2019 BGC Work Plan</p>	<p>The BGC reviewed the draft work plan for 2019 and discussed revisions for the work plan. The BGC noted that the three-year rolling plan should be added to the work plan.</p>	<p>TBD</p>	<p>ICANN org to revise work plan.</p>
<p>4. Review of the Written Four-Question Survey for Publication to the Board-Member Selecting Bodies</p>	<p>The BGC reviewed the four-question survey that is completed by Board members for the Board members who are in the third year of their terms. The information from the survey is made available to the ICANN selecting bodies. The BGC discussed whether information resulting from the survey is helpful to the Board-member selecting bodies and whether some revisions to the survey are needed. The BGC noted that the NomCom has indicated that it would like more objectives, metrics, and criteria for evaluation, rather than general feedback, from the survey. The NomCom has indicated that it will provide the BGC with some questions. The BGC agreed that it should wait to receive the questions from the NomCom and re-evaluate whether and how the survey should be revised thereafter.</p>	<p>TBD</p>	<p>The BGC Chair to circulate proposed revisions to the survey related questions provided by NomCom for further discussion by the BGC.</p>