

## **Board Governance Committee Activities Report**

1 July 2019 – 31 December 2019

### **Summary:**

#### Completed Activities:

1. Recommendation of 2020 Nominating Committee (NomCom) Chair and Chair-Elect
2. Board Member Interaction on Community Working Groups and Review Teams
3. Board Operational Priorities
4. Annual Review of Board Members' Conflict of Interest Disclosure Statements
5. Board Committees, Working Groups and Caucus Slating
6. Board Member 2020 Skillsets Guidance to the NomCom

#### In-Progress Activities:

1. Board Communications Training Proposal
2. Proposed Framework for Establishment and Maintenance of Board Working Groups and Caucus Groups

## Section I: Completed Activities

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
1. Recommendation of 2020 Nominating Committee (NomCom) Chair and Chair-Elect	The BGC discussed the Committee's recommendations for the NomCom 2020 Chair and Chair-Elect and approved the recommendations to the Board for the NomCom 2020 Chair and Chair-Elect.	27 August 2019	The BGC recommended that the Board appoint Jay Sudowski as the 2020 NomCom Chair and Ole Jacobsen as the 2020 NomCom Chair-Elect, which the Board did in <a href="#">Resolution 2019.09.08.03</a> .
2. Board Member Interaction on Community Working Groups and Review Teams	The BGC discussed that the roles of Board members on community working groups and review teams should be as Board liaisons to the groups rather than community members.	27 August 2019	The BGC agreed that Avri Doria's role on Workstream 2 should be converted from community member to Board liaison to the group.
3. Board Operational Priorities	The BGC discussed the proposal to maintain the reporting cadence on Board Operational Priorities of each Annual General Meeting (AGM), noting the importance of keeping the AGM as the point of communications and the importance of consistency with the community.	6 September 2019	The BGC agreed with the proposal to maintain the reporting cadence on Board Operational Priorities of each Annual General Meeting.
4. Annual Review of Board Members' Conflict of Interest Disclosure Statements	The BGC was advised that the full Board has been asked to review and provide updates if necessary, to their statements of interests summary for publication on the ICANN website.	6 September 2019	An updated summary was published on <a href="#">7 September 2019</a> .
5. Board Committees, Working Groups and Caucus Slating	<p>The BGC discussed the Board Committees, Working Groups and Board Caucus slates.</p> <p>The BGC also discussed BGC membership guidelines and whether first year Board members can be BGC members, which is a departure from past practice. The BGC also engaged in a discussion regarding term limits for Board Committee chairs. The BGC agreed that it will report the substance of the discussion to the Board, and will continue discussing the matter. The BGC also agreed to further evaluate the number and size of Board Working Groups and Caucuses.</p>	1 November 2019	<p>The BGC recommended that the Board adopt the proposed slate for Committee membership and leadership, which the Board approved on 7 November 2019 (see <a href="#">Resolution 2019.11.07.47</a>).</p> <p>The Board agreed on the slate for Board Working Groups and Caucuses.</p> <p>The BGC determined that going forward there should not be a prohibition on first year Board members from serving on the BGC.</p>

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
6. Board Member 2020 Skillsets Guidance to the NomCom	The BGC met with the Nominating Committee (NomCom) during ICANN 66 to discuss the guidance re: Board member skillsets that the Board would be sending to the NomCom in a formal letter no later than mid-December; the BGC approved language for the guidance letter to the NomCom and forwarded to the Board for comment.	7 November 2019; 4 December 2019	Following the BGC meeting with the NomCom and the BGC approval of the language in the guidance letter, the Board provided the guidance letter on Board member skillsets to the NomCom on 6 December 2019 ( <a href="https://www.icann.org/en/system/files/files/icann-board-guidance-nomcom-regarding-important-skills-06dec19-en.pdf">https://www.icann.org/en/system/files/files/icann-board-guidance-nomcom-regarding-important-skills-06dec19-en.pdf</a> ).

## Section II: In-Progress Activities

Item	Description of BGC Activity	Target Completion Date	Status
1. Board Communications Training Proposal	The BGC Chair requested that the Committee members send final comments on the Board communications training proposal via email.	TBD	The BGC Committee members to finalize its comments to the Board communications training proposal.
2. Proposed Framework for Establishment and Maintenance of Board Working Groups, Caucuses, and for selecting Board member liaisons to Board Committees	The BGC noted that a draft proposed framework for establishing and maintaining Board Working Groups and Caucuses was circulated. The BGC Chair asked the Committee to review the draft framework.	TBD	The BGC agreed to undertake the review of the draft framework.
3. Board Committee roles re: oversight of strategic goals in Strategic Plan	As this is a Board priority, the BGC was asked to look at what Board committees would have oversight over the strategic goals found in the strategic plan	TBD	TBD