

## Response to Documentary Information Disclosure Policy Request

To: Asvatha Babu on behalf of the Centre for Internet & Society

Date: 23 November 2016

Re: Request No. 20161024-2

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Thank you for your Request for Information dated 24 October 2016 (Request), which was submitted through the Internet Corporation for Assigned Names and Numbers (ICANN) Documentary Information Disclosure Policy (DIDP) on behalf of The Centre for Internet & Society (CIS) on 24 October 2016. For reference, a copy of your Request is attached to the email forwarding this Response.

### **Items Requested**

Your Request seeks the disclosure of documentary information relating to the IANA Stewardship Transition Costs for FY15 as reported by ICANN. Specifically, you seek the following:

- 1) Under the expenses breakdown for Professional Services, what is the exact breakdown for "travel support including visas"?
- 2) Expected deliverables from the following parties as listed in their contracts mentioned in the report:
  - a) Albright Stonebridge Group LLC
  - b) Edelman
  - c) Interface Media
  - d) Rice Hadley Gates LLC
  - e) Summit Strategies International LLC
  - f) WBC Global
  - g) Wiley Rein LLP
  - h) Adler & Colvin
  - i) Sidley Austin LLP
  - j) Jones Day
  - k) Akin Grump Straus Hauer and Feld, LLP
  - l) Kountoupes Denham
  - m) Mehlman Castagnetti Rosen Bingel &
  - n) Thomas, Inc.
- 3) In the same report, what constitutes "other miscellaneous services"?

- 4) Under the head of "Education/Engagement/Advice", prominent lobbying firms are named. We request a detailed report explaining their work with and for ICANN, as distinguished from the work of the lobbyists.<sup>1</sup>

## Response

ICANN's DIDP is intended to "ensure that information contained in documents concerning ICANN's operational activities, and within ICANN's possession, custody, or control, is made available to the public unless there is a compelling reason for confidentiality." (See <https://www.icann.org/resources/pages/didp-2012-02-25-en> (emphasis added).) As part of its approach to transparency and information disclosure, ICANN makes available on its website at [www.icann.org](http://www.icann.org) a comprehensive set of materials concerning ICANN's operational activities as a matter of course. In the interest of transparency, ICANN has published information on the IANA transition costs on the IANA Transition Project Costs page, at <https://www.icann.org/resources/pages/iana-transition-project-costs>. The scope of the costs reported on this webpage includes the IANA Stewardship Transition Coordination Group (ICG) work, the Cross Community Working Group on Naming Related Stewardship Functions (CWG-Stewardship), the Cross Community Working Group on Enhancing ICANN Accountability (CCWG-Accountability) and any implementation work. The cost categories reported include the cost of staff support, travel and meetings costs, professional services (including legal advice), and administrative costs. The costs disclosed are exclusively direct costs and do not include any overhead allocation. The cost information is published quarterly, with FY17 Q1 (July 1, 2017 – September 30, 2016) being the most recent quarter. (<https://www.icann.org/resources/pages/iana-transition-project-costs>)

As a preliminary matter, the information reported on the IANA Transition Project Costs webpage are the costs summaries for FY15 and FY16. Your Request seeks the disclosure of documentary information relating the IANA Stewardship Transition Costs for FY15 only. The DIDP procedures do not require ICANN to create or compile summaries of any documented information. (<https://www.icann.org/resources/pages/didp-2012-02-25-en>) Responding to your Requests would require ICANN to parse out the reported data into FY15 and FY16. Nevertheless, as part of its commitment to transparency and accountability, ICANN has undertaken this effort to do so.

### Item 1

This item asks for the exact breakdown for "travel support including visas" under the "Professional Services" expenses category, appearing at <https://www.icann.org/en/system/files/files/iana-transition-expenses-professional-vendor-06sep16-en.pdf>. The travel costs responsive to your request are reported under the "Travel & Meetings – Supported Travelers" category at <https://www.icann.org/en/system/files/files/iana-transition-expenses-supported-traveler-08sep16-en.pdf>. "Professional Services" is a separate reporting category from "Travel &

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<sup>1</sup> <https://www.icann.org/en/system/files/files/iana-stewardship-expenses-professional-vendor-24feb16-en.pdf>

Meetings – Supported Travelers.” The expenses under the “Professional Services” category include: Education/Engagement/Advice, Telecom & Language Services, Root Zone Management Evaluation, Support, US Governmental Affairs (Lobbying), and Other. (<https://www.icann.org/en/system/files/files/iana-transition-expenses-professional-vendor-06sep16-en.pdf>)

## Item 2

This item requests the disclosure of expected deliverables from the following parties as listed in their contracts:

- a) Albright Stonebridge Group LLC
- b) Edelman
- c) Interface Media
- d) Rice Hadley Gates LLC
- e) Summit Strategies International LLC
- f) WBC Global
- g) Wiley Rein LLP
- h) Adler & Colvin
- i) Sidley Austin LLP
- j) Jones Day
- k) Akin Grump Straus Hauer and Feld, LLP
- l) Kountoupes Denham
- m) Mehlman Castagnetti Rosen Bingel &
- n) Thomas, Inc.

As a preliminary matter, except for subcategories (h) and (i) above, the contracts for the foregoing entities are subject to the following Defined Conditions of Nondisclosure and are therefore not appropriate for disclosure:

- Internal information that, if disclosed, would or would be likely to compromise the integrity of ICANN's deliberative and decision-making process by inhibiting the candid exchange of ideas and communications, including internal documents, memoranda, and other similar communications to or from ICANN Directors, ICANN Directors' Advisors, ICANN staff, ICANN consultants, ICANN contractors, and ICANN agents.
- Information provided to ICANN by a party that, if disclosed, would or would be likely to materially prejudice the commercial interests, financial interests, and/or competitive position of such party or was provided to ICANN pursuant to a nondisclosure agreement or nondisclosure provision within an agreement.
- Confidential business information and/or internal policies and procedures.

- Information subject to the attorney– client, attorney work product privilege, or any other applicable privilege, or disclosure of which might prejudice any internal, governmental, or legal investigation.

Notwithstanding the applicable Defined Conditions of Nondisclosure, ICANN also evaluated the contracts to determine if the public interest in disclosing them outweighs the harm that may be caused by such disclosure. ICANN has determined that there are no particular circumstances for which the public interest in disclosing the contracts in their entirety outweighs the harm that may be caused to ICANN, its contractual relationships, and its contractors’ deliberative processes by the requested disclosure. However, in furtherance of ICANN’s commitment to transparency, the following is a summary of the deliverables for the requested contracts as related to the reported activities.

Albright Stonebridge Group LLC (item (a)) was engaged to provide advice on stakeholder engagement in the U.S. and other additional markets.

Edelman (item (b)) was engaged to provide strategic counsel and support for the IANA stewardship transition, including media relations, stakeholder engagement, and market activation and support.

Interface Media (item (c)) was engaged to develop and create an animated infographic illustrating the relationship between major ICANN stakeholders with the main focus on accountability and the IANA transition process.

Rice Hadley Gates LLC (item (d)) was engaged to provide consulting services in the form of helping educate the community on the issue of the IANA stewardship transition.

Summit Strategies International, LLC (item (e)) was engaged to provide overall domestic and international strategy regarding the final phase of the IANA stewardship transition; to assist with outreach to domestic and international stakeholders; and to assess and advise on potential options and mechanisms related to implementation of the transition.

WBC Global (item (f)) was engaged to provide strategic counsel regarding outreach efforts and messaging related to the IANA stewardship transition.

Wiley Rein LLP (item (g)) was engaged to provide strategic counsel related to Internet governance-related issues impacting ICANN.

Adler & Colvin (item (h)) was engaged to be the primary source of advice to the Cross-Community Working Group on Enhancing ICANN Accountability on not-for-profit law and legal structures and processes to enhance accountability. The engagement letter is available at <https://community.icann.org/display/acctcrosscomm/Legal+Counsel>.

Sidley Austin LLP (item (i)) was retained to provide legal counsel to the Cross Community Working Group on Enhancing ICANN Accountability and to the Cross

Community Working Group to Develop an IANA Stewardship Transition Proposal on Naming Related Functions regarding governance and structures to enhance accountability. Sidley’s engagement letter for the Accountability work is also available at <https://community.icann.org/display/acctcrosscomm/Legal+Counsel>. For the CWG-Stewardship Work, the signed engagement letter can be accessed at a 6 March 2015 entry at <https://community.icann.org/display/gnsocwgdstwrdsdp/Client+Committee>.

Jones Day (item (j)) was engaged to provide legal advice as necessary to ICANN, including implementation assistance.

Akin Grump Straus Hauer and Feld, LLP (item (k)) was engaged to provide legal counsel in connection with the IANA Transition to the multistakeholder community with emphasis on both the U.S. House and Senate Appropriations Committees.

Kountoupes Denham (item (l)) was engaged to provide general federal government affairs representation to ICANN.

Mehlman Castagnetti Rosen Bingel & Thomas, Inc. (items (m) and (n)) was engaged to provide general federal government affairs representation to ICANN. Please note that ICANN is not aware of any entity named Thomas, Inc. for whom services were engaged for the IANA transition. Rather, Thomas, Inc. is last name of the firm “Mehlman Castagnetti Rosen Bingel &” that appears under item (m). As such, ICANN has combined items (m) and (n).

### Item 3

Item 3 asks for the breakdown of the “other miscellaneous services” category. The category of “other miscellaneous services” is comprised of costs that are grouped together because of a lower monetary value and / or represent a smaller amount of nonrecurring work. The costs breakdown is as follows:

- general consulting and analysis \$94K;
- language services support \$93K;
- communications and graphics/media work \$18K;
- discussion platform and other software \$18K;
- temporary staff augmentation \$2K; and
- visa services \$1K

### Item 4

This item seeks a detailed report explaining the work of the firms that are identified under the “Education/Engagement/Advice” category. These firms are: Albright Stonebridge Group LLC, Edelman, Interface Media, Rice Hadley Gates LLC, Summit Strategies International LLC, WBC Global, and Wiley Rein LLP. In response to Item 2 above, ICANN provided further information to explain the work that ICANN engages these firms to perform. ICANN does not have a separate report that provides further detail as requested.

This request is subject to the following DIDP Defined Conditions of Nondisclosure:

- Internal information that, if disclosed, would or would be likely to compromise the integrity of ICANN's deliberative and decision-making process by inhibiting the candid exchange of ideas and communications, including internal documents, memoranda, and other similar communications to or from ICANN Directors, ICANN Directors' Advisors, ICANN staff, ICANN consultants, ICANN contractors, and ICANN agents.
- Information provided to ICANN by a party that, if disclosed, would or would be likely to materially prejudice the commercial interests, financial interests, and/or competitive position of such party or was provided to ICANN pursuant to a nondisclosure agreement or nondisclosure provision within an agreement.
- Confidential business information and/or internal policies and procedures.
- Information subject to the attorney– client, attorney work product privilege, or any other applicable privilege, or disclosure of which might prejudice any internal, governmental, or legal investigation.

Pursuant to the DIDP procedure, ICANN shall not be required to create or compile summaries of any documented information.

### **About DIDP**

ICANN's DIDP is limited to requests for documentary information already in existence within ICANN that is not publicly available. In addition, the DIDP sets forth Defined Conditions of Nondisclosure. To review a copy of the DIDP, please see <http://www.icann.org/en/about/transparency/didp>. ICANN makes every effort to be as responsive as possible to the entirety of your Request. As part of its accountability and transparency commitments, ICANN continually strives to provide as much information to the community as is reasonable. We encourage you to sign up for an account at ICANN.org, through which you can receive daily updates regarding postings to the portions of ICANN's website that are of interest.

We hope this information is helpful. If you have any further inquiries, please forward them to [didp@icann.org](mailto:didp@icann.org).