

# Internet Society Governance Reform Working Group

## Final Report of the Co-Chairs

George Sadowsky  
Hans Peter Dittler

29 April 2022

### 1. Introduction

The Governance Reform Working Group (GRWG) was initiated by the ISOC Board of Trustees in October 2020 in response to dissatisfaction expressed by members regarding issues that were at least partially related to the governance structure of the organization. Two members of the ISOC Board, Michael Godwin and Olga Cavalli were appointed as co-chairs of the working group.

In January 2021 Olga Cavalli joined ICANN's GNSO constituency group as a voting member and consequently resigned from the ISOC Board and as a co-chair of the GRWG. The ISOC Board replaced her with Hans Peter Dittler, a former ISOC Board member. In January 2022 Michael Godwin resigned from the ISOC Board and as a co-chair because of the pressure of work, and the Board replaced him with George Sadowsky, a current member of the Board.

The co-chairs established a list for the group that was open for contributions to anyone who wished to contribute. The list was opened in November 2020 and effectively terminated in February 2022. Archives of the list may be retrieved by list members at <https://elists.isoc.org/mailman/listinfo/governance-reform>.

The present report contains a summary and assessment of the output of the IGWG as expressed through posts of individuals to the list. There was no other output available, since the group did not meet either physically or virtually during the period of its existence. [The first draft of the report will be posted to the list for a two-week comment period, and comments received have been incorporated into this final report as appropriate.] The co-chairs assume responsibility for the thoroughness and accuracy of their conclusions.

### 2. The Working Group's Mandate

A draft charter was first proposed by the ISOC Board in October 2020. Based upon comments from the group and the Board, co-chair Dittler sent a proposed revised charter to the group's list, [governance-reform@elists.isoc.org](mailto:governance-reform@elists.isoc.org), on May 12, 2021 for comments. Having received little feedback, ISOC chair Camarillo wrote the GRWG list subscribers on June 14, 2021, summarized the history of the charter, and asked whether the Working Group was still needed. This prompted a number of comments about process, but little feedback on the substance of the charter. There did not appear to be consensus regarding the proposed revisions.

In the absence of any board action on the proposed revised charter, the changes were never uploaded to the website. The current version of the charter on the website was not formally approved by the board and, in fact, states in the text that it is a draft. Nevertheless, it has appeared to serve as a working document for the group. The only board resolution relating to the GRWG is the one establishing it initially

The charter can be found at <https://www.internetsociety.org/board-of-trustees/governance-reform-working-group-charter/>. For reference, the group has considered that the relevant parts are the following:

*The Working Group is currently focusing on the following discussion topics:*

- 1. The Board is formally responsible for making certain decisions. The Board regularly consults the community (e.g., to elaborate ISOC's annual action plans), directly and through staff, in order to make decisions that are as informed as possible. Nevertheless, what types of decisions the community is to be consulted about and what parts of the community (chapters, individual members, SIGs, IETF and/or other groups) are to be consulted is not clearly defined. The Working Group will work on a recommendation to clarify these points, including the role of SIGs and individual members.*
- 2. The diversity of the Board along gender and geographic lines has raised concerns. The processes to elect and select trustees to the Board include considerations about diversity. The IAB uses its own processes to take diversity into account when selecting trustees. The Nominations Committee explicitly considers diversity when preparing the slates for the chapters and organization members to vote on. Nevertheless, the petition process, which can add candidates to the slates, and the fact that only some of the candidates in the slates end up being elected may result in a Board with low levels of diversity on certain axes. Furthermore, it is not clear what are the most relevant axes of diversity and the desired levels of diversity on each of them. Even if the Board composition was supposed to reflect the diversity of the community across different axes, as it has been previously proposed, there would need to be a way to actually measure the level of diversity in the community. The possible roles of individual members and SIGs in the nomination and election process should also be part of the considerations. The Working Group will work on a recommendation to clarify these points.*

*Consistent with the Internet Society's origin and mission statement and its incorporation documents, the proposals considered by this Working Group will not include proposals to reduce stakeholder communities' ability to choose candidates to serve on the Board of Trustees, or proposals that would require relocation or dissolution of the Internet Society as it is currently incorporated in the United States. In addition, this Working Group will not consider proposals that would breach or negate current legal relationships and agreements between the Internet Society and ICANN or between the Internet Society and the Public Interest Registry.*

*The Working Group deliverables shall include at least one document comprising recommendations (Resolution 2020-15 calls this the Report With Recommendations, or RWR) to the Trustees for any changes to the governance of the Internet Society. The Working*

*Group anticipates that an RWR could potentially recommend that no changes should be undertaken, if that should be the conclusion of the Working Group.*

*Additional topics not covered by the current focus as defined above shall be captured and recorded for later discussion. After finishing the current focus the group might continue working with additional topics and re-charter with new focus points. During the discussions minority views and proposals not accepted as consensus of the group shall be documented.*

### **3. Summary of issues, discussions and conclusions reached independently by the working group**

The rest of the text in section 3 (except for the last paragraph of this introduction) is taken completely and without modification from a summary of the group's activities and conclusions, written by [one of the group members, hereafter referred to as "Compiler" | Richard Hill] who was a key member of the group.

Some members of the group were of the view that the co-chairs were not sufficiently active, in particular they were not taking actions to drive the work forward. Other members did not share that view.

Be that as it may, summaries of issues were made, and can be found in the Box folder at:

<https://isoc.app.box.com/s/9w949da8n8nf46bq2zkw2f4i6ff6g37z/folder/133965797560>

In addition, [the Compiler | Richard Hill] prepared a document with summary descriptions of the organizational structures of certain other organizations which had been mentioned on the mailing list as possibly worth comparing to ISOC. That document can be found at:

<https://isoc.app.box.com/s/9w949da8n8nf46bq2zkw2f4i6ff6g37z/folder/133966065338>

#### **3.1 Issue 1: Board consultations**

A set of questions (derived from previous posts to the list) was prepared and submitted for discussion. Based on a few comments, the questions were revised. There was limited discussion of the revised questions, and no consensus. The questions and discussion can be summarized as follows (individual comments with respect to the questions are indented; there were no comments for questions 0) and 0.1)).

0) What does ISOC want to achieve, and what are its deliverables? That is, WHAT (tangibles) is ISOC supposed to deliver; WHAT can't it deliver under the given circumstances; HOW does it work currently (in context); and last but not least what amendments are needed for the HOW to ensure better meeting ISOC's goals?

0.1) Does ISOC communication lacks clarity about its targeted audience or a deep understanding of why members support ISOC?

1) To what extent can the Board be obliged to consider or to abide by advice from the ChAC (and other communities/constituencies)?

ChAC could take the place of a representative body of what is akin to a "Civil Society" stakeholder group in the Internet Society Governance, embracing global members. It

needs to have a participatory role with a mandate to initiate working groups, it needs to be more than an advisory body, as a participatory body. However, Chapters have to increasingly become committed to the Internet Way of Networking / Core Internet Values with a good understanding of the nuances in the process.

Discussions leading to the creation of the Chapter Advisory Council made it clear that ISOC leadership feels that ISOC is not a bottom-up organisation. The Board has final say. So, short of reversing this, it is hard to see the Board being obliged to consider or to abide by advice of the ChAC. It would take a decision by the Board to do that.

The ChAC can initiate ChAC working groups and has asked members to participate so the problem is not there.

- 2) Review the mechanisms currently available to the Internet Society board for soliciting input, receiving feedback, or processing complaints from chapters, SIGs, organizational members, individual members, or the IETF.

There is lack of clarity regarding how different parts of ISOC handle email communication (i.e how email messages are acted upon or not acted upon). We need a study of how Chapters/ SIGs/ Orgs/ Members communicate to the Executive and the BoT, the channels available, and what happens in the process, and to streamline channels and processes. What we also need to recommend is steps to resolve issues even before the escalation path is taken, which in any case needs to be an unhindered path.

Establishing channels and processes of communication allowing push and pull messages is important at board level but also at staff level.

Sending a newsletter seems to be not sufficient

- 3) Review the proper relationship between (a) the Internet Society and (b) the ChAC, IAB, OMAC and any working groups.

At the moment there is a disconnect or no-connect between Chapters IAB, IETF and the Internet Society's related organizations and working groups. This requires attention. One way is to encourage, enable and support Chapters, at least in title, to host IETF / IAB meetings and Working Groups. More needs to be done.

There was a proposal that Chapter members should be able to go through a simplified, fast track process to have the IETF fee waived when an IETF meeting. The level of pushback was surprising. It may be worth asking again: it seems that many Chapters have asked for a better connection with the other parts of ISOC. Does a majority of Chapters want that? Now if so, how do IETF participants feel about that? It takes two to tango.

- 4) The ISOC decision process does not consult the membership enough. How can we make the ISOC consultation and decision process more bottom-up? This working group should propose recommendations to achieve that goal, both in establishing ISOC's strategy but also in bringing the organisation into the 21st Century - and that includes how will it be able to survive in the future through diversification of its funding source(s) and remaining relevant in today's world. It may be desirable for the Board to consult ISOC communities and members more:

What is the best way to be more inclusive in our decision process? And be able to receive inputs and pay more attention to communities' concerns?

This can only happen if there is a genuine will on the ISOC Board of Trustees to make ISOC more bottom-up. There have been countless mailing list discussions in Chapters, some even ending up with its own acronym MIMBU, yet nothing has come out of it, because to allow members and Chapters to make the decision process more bottom up, it requires a conscious shift by the Board.

Now in recent times there have been more consultations. That is: ISOC Staff and Board create a paper/project and ask for community input. That is not bottom-up per-se, but it is a welcome consultative process that takes into account the views from the community.

- Individual members have no influence.

Individual members are at the moment recipients of occasional newsletters. There are ways to engage Individual Members. The learning platform is one way of reaching out to Individual Members with Open courses aimed at Individual Members. More could be done, like Internet Society Technical Conferences with a nominal entry fee for individual members in various locations.

We need to clarify the roles and responsibilities of individual members and their level of representation in ISOC.

As Chapters are composed of individual members (physical or legal persons), should Chapters be dissolved in favor of individual members and SIG?

Chapters can remain as they are, and individual members could have more influence. Individual members that are not members of a Chapter by choice or by default could be grouped in an individual members pseudo-organisation that would be coordinated by ISOC with a Chair & VC just like a Chapter and having 1 vote just like Chapters. This could allow for two things:

1. a single vote for individual members that are not members of a Chapter.
2. coordination of individual members that are not members of a Chapter so they get more out of ISOC. It is one thing being individual members; it is another having an animator that will stimulate discussion and get these individual members to be more active.

- SIGs are not involved in the decision process.

Same as above.

SIGs are not involved in the voting process for selecting Board members. That's completely different thing to not being involved in the decision process. SIGs should not be involved in the voting process because it comes as double dipping when someone is both a member of a SIG and a Chapter. But also there was a time when the process for creating new SIGs was very simple and straight forward so one could create several SIGs and get several votes. That has changed now.

- Chapter leadership is not consulted early enough on major issues.

We don't even have a good enough process in place to consult Chapter leadership on major issues.

The Chapter Advisory Council should be a perfect channel. That was one of the ways to consult Chapter leadership.

- Current communities to be considered to be constituencies that must be consulted

"Constituency" is a formal status, we need to be careful about designating a group as a Constituency. The Internet Society could have a what is equal to a) 'Civil Society' constituency, b) what is equal to a 'Research' / 'Technical Expertise' Constituency, c) what is equal to a "International Organization" / IGO / NGO constituency, d) what is equal to a 'Business' or 'for-profit Org' constituency and e) what is equal to a 'Consumer' constituency taking care to make it distinct from Civil Society and International Organization.

By giving formal status of constituency, how will SIG and Individual members classify?

It's important to map our stakeholders and define their roles and interactions in achieving common missions

Are we opening another can of worms? We can't get enough people to participate actively in the Internet Society when they are all mixed together. How will dividing people into further constituencies be helpful to raise participating, if only to politicise the debate further?

5) Add to the charter/terms of reference that input should be obtained from all three communities that currently "feed" ISOC governance?

The three community design -- Is there sufficient balance?

It is not clear that the three communities feed anything at the moment. There is a Board of Trustees that takes decisions. There are three communities that co-habit, alas with not much interaction between them. There is no process to "feed" anything going up.

6) Should ISOC be top-down or bottom-up?

Bottom-up with due respect for a top-down vision, and enough room for necessary action at the Top in matters that require timely action.

This is also to say that the BoT and the Executive shouldn't avoid responding to a need or an opportunity merely on the grounds that the issue or opportunity needs to be escalated to them bottom-up by a certain process

Bottom-up with nuances that Board Members still have fiduciary duties. There should be processes by which the Board could overrule bottom-up advice should specific conditions mean action would not be in the public interest or could endanger the organisation's future. Of course this all needs to be carefully crafted but it is possible with some effort.

7) Should ISOC be a membership organization?

This requires someone to paraphrase the legal nuances across various possible types of organization. Not an easy question.

Yes. And members should pay a modest fee to seal the membership. Absolutely free membership makes absolutely no sense whatsoever and only serves to grow numbers artificially. There are dozens of ways today to make a small contribution that could confirm members. Once a paying member, the voting structure could completely change

to actually having individual paying members voting, so the Chapters would keep a coordination role, but would not vote.

But first ISOC would need to change from a cause-focused organisation to a member organisation and it is unclear whether there is consensus for that.

### **3.2 Issue 2: Board diversity and election**

There was no consensus regarding whether alleged lack of diversity in the Board is an issue that warrants further discussion. Thus no proposals were developed regarding this matter. The following summarizes points raised by some participants during the discussions [this summary was prepared by Veni Markovski].

1. In previous years the NomCom was able to ensure diversity on the Board, so this is not an impossible task.
2. Having a formal requirement for diversity would not be something unique for ISOC; many of the organizational members of ISOC are addressing the same issue, and do not pretend it is not something that needs addressing. Some of them even have officers, responsible for diversity, equity, etc.
3. A change in the by-laws is being done by the current BoT, so they will be the ones to actually decide if ISOC should have a formal requirement to its 3 constituencies (chapters, Org members, IETF) to provide diverse candidates. I don't doubt that the current BoT would be up to our expectations and will vote to pass such a change.
4. Electing (and in the case of the IETF - appointing) a diverse board will take some time.
5. The real inclusion, diversity and equity should be not only the goal of the BoT, but also of ISOC itself.
6. There are more Internet users in the global South than in the USA and Western Europe, and as such, the current BoT composition does not reflect a fair representation of all the users, and while we say "The Internet is for everyone" (and not "The Internet Society is for everyone"), there's a clear problem, which needs to be addressed.
7. Mechanical rules to enforce diversity are counterproductive, and diversity could be achieved instead with increasing the candidates pool; however this doesn't address the fact that the IETF does not elect, but appoints "its" Trustees.
8. There has been a guidance issued by the BoT Governance committee - see section 8 here: <https://www.internetsociety.org/wp-content/uploads/2017/10/06-Governance-Committee-Guidance.pdf> . It produced a guideline, and not a policy, and it's similar to the non-binding guidance the BoT gives to the IETF. The fact that there's no diversity (larger pool) from the IETF, is yet another proof this could be mandated in the by-laws.

9. The current BoT is aware of and concerned with the current status of diversity and has started a discussion of this issue.

10. The chapters, who seem to be the only ones(?) raising over and over the question, have elected just 3 of "their" 4 Trustees from the global South, and only 1 of the 4 is a female. However, if the IETF and org members have done the same, this conversation wouldn't have been taking place.

11. There is a provision to insure geographic diversity of the Chapters Advisory Council (ChAC), namely 5.5 of the [ChAC Charter](#). It was suggested that something similar could be applied to the Board. That proposal drew some support on the Chapter Delegates list, albeit not consensus.

#### **4. Observations by the co-chairs**

##### **4.1 Observations on Communication from the Co-Chairs**

The working group conducted all of its business via an email list that was established by ISOC for the group. There were occasional suggestions that Zoom calls would be useful, but none were ever attempted.

From its inception on November 19, 2000, the mailing list has accumulated 662 entries. Twelve people have contributed the great majority of the entries. Activity has been very sporadic, with about half of the entries being made in the first month. Other periods of intense activity on the list include periods from mid-September to mid-November 2021 and mid to end January 2022.

##### **4.2 Observations on process from the co-chairs**

The process suffered from the beginning by a lack of leadership, which continued through to the end of the process. This was exacerbated by a lack of definition of respective obligations on the part of working group members and co-chairs. Working group members expected that the co-chairs would take leadership roles in the development of the recommendations and the final report. However, co-chairs expected, and explicitly posted on a number of occasions, that the working group was expected to develop its own structure and organizational mechanisms if the group felt that they were needed.

As a result of the list being unmoderated, posts to the list varied in terms of intent and substance. Initial posts tended to focus upon ISOC's failed attempt to sell PIR to a private firm, Ethos, and exemplified the concerns, fears, and anger that was being expressed by some ISOC members and followers. Some were self-serving, attempting to profit from the event for the benefit of their own institutions. From those posts came much of the substantive material that would become later the focus of discussion.

After the surge of initial posts, postings in general became more haphazard in terms of direction. Many posters used the opportunity to express their opinion about some or the substantive issues, but also increasingly about verbally dueling with earlier posts, to the detriment of coalescing

around identified issues in a manner that would allow for assessments of the degree of convergence that seemed to exist. Postings strictly related to governance were matched by postings that concentrated upon feelings about relationships with ISOC and what was wrong.

Not all off-topic posts were akin to noise. A few participants wrote long and/or thoughtful posts regarding aspects of ISOC and the Internet that gave pause for serious reflection. It's unfortunate that they are likely to stay buried in this list.

There was no sense of project management, and there was no staff support offered by ISOC for the process. A recommendation for independent staff support, made by one of the co-chairs to the ISOC Board to assist in distilling the content of the working group list in an attempt to sharpen any conclusions and produce a more thorough analysis and a more coherent exposition of the recorded output of the working group, was turned down.

There was no shortage of opinions regarding what was wrong, both within and outside the boundaries of the group's charter. However, there was little interest in merging those opinions with the emerging outline of issues that was being developed by a small group of the members. Further, a different, also small, group of members staunchly argued that no issues had been identified that would justify considering substantial reforms. Indeed, one participant proposed that the summary report of the group should state:

“As of this date, the Working Group has not identified any changes that we expect would improve the ISOC's effectiveness in its Mission to make the Internet more open, pervasive, secure, or trustworthy.

Therefore, we recommend no changes at this time.”

However, there was no consensus regarding that proposal.

Having defined and accepted leadership of the group would have provided a force for channeling those opinions into contributions that would have been more appropriate and useful in achieving the working group's goals.

To the extent that some structure was achieved in searching for convergence and presenting the thoughts of the discussion in reasonable summary form, it was due to a very small number of contributors, of whom [the Compiler | Richard Hill] did the majority of the work. [The Compiler's | Hill's] resulting narrative, representing the efforts of that small group, is contained in full in the above section. The list of concerns, which he developed over the course of a year and his efforts to prioritize them, are contained in Annex 1.

## **4.2 Observations on substance from the co-chairs**

### ***4.2.1 Dominant themes***

Two dominant themes resonate from a reading of the list: (1) a sense of concern about the diversity of the board and the representation of members and chapters on the board; and (2) a

sense of alienation and lack of connection, influence, or affinity between chapters and individual members of the one hand and the ISOC organization on the other.

One of the main frustrations of the entire process was that requests for a problem statement, i.e., what problem or problems did the group want to solve, were not responded to. During the last week of participation in the list, one of the co-chairs attempted to provide a simple framework for input. This resulted in a useful problem statement regarding the diversity issue from one participant, and it leads the following section. Unfortunately, there was no time or effort to cohere relevant text around the statement, but we believe that it is consistent with the concerns expressed by the list participants during the discussion stages.

#### **4.2.2 Diversity**

Using an outline suggested by the co-chairs, the following problem statement regarding diversity was offered by one of the participants on the list:

*State a specific problem in a succinct manner.*

There's no diversity on the ISOC [Board of Trustees](#). Here are the facts: 12 people serve as Trustees now (including the President/CEO one seat is empty as one trustee stepped down without being replaced so far), 2 are women, 10 are men. Only 3 are from countries, which are not the United States, 9 are from the USA or Canada.

*Describe why one or more members think that it is a problem and what harm it is causing.*

ISOC as an organization and its NomCom, and two of the groups, which elect/appoint Trustees – (a) the org members and (b) the IETF, seem not to pay attention to diversity, equity and inclusion (DEI), or maybe (it's difficult to know, as I don't recollect seeing any statements on DEI) they think this is not a problem?

*State evidence, if needed and available, to round out the justification.*

Not having enough Trustees from geographic areas, different than the US, and having only 2 female Trustees is undermining everything that ISOC stands for, from "The Internet is for everyone", to any programs, aiming at developing countries, or female users, etc.

*Describe possible remedies.*

Provide a succinct recommendation to the Board. ISOC should find a way to make sure that there are enough candidates, who respond to DEI criteria. ISOC should create those criteria (an example - not necessarily to follow - could be seen here <https://diversity.umich.edu/about/defining-dei/>), in consultations with chapters and org members, and individual members.

Various suggestions were made regarding how increasing diversity could be achieved. One avenue that was mentioned referred to the ability of the current board to add as many as three additional trustees to the board under a given set of circumstances, and that such appointments did not necessarily carry a requirement for equitable distribution among the three groups. The regular method of electing trustees currently leaves the decisions of who should be appointed by the constituent groups to the groups themselves and has no provision for any diversity.

Given the current bylaws that specify the methodology for electing trustees, there was a general sense that without a change of bylaws it was highly unlikely that the diversity issue could be addressed effectively by the group within the context of the working group charter unless the board decided to do it themselves.

### ***4.2.3 Alienation***

The lack of connection between membership and organization, the powerlessness of members to affect the direction of the organization and the general sense of alienation beat that has come between the two groups was a dominant and recurring theme during the conversation on the list. There was clearly a lack of trust felt by a significant number of posters with respect to the importance and relevance of chapters and individual members in the activities of the organization.

This is not surprising, given the origin of the group. It was chartered as a result of substantial anger generated by the surprise announcement in November 2020 by ISOC's surprise announcement of its decision to enter into negotiations for the sale to Ethos of the Public Interest Registry. Approximately half of the comments on the list came during the several weeks following the creation of the list, and some vehemently denounced ISOC's actions. Much of the discussion was more emotional than logical which led to a discussion of what the rules of the organization, the board, and the constituencies played with respect to each other and the content of the foundational documents for the organization, namely the articles of incorporation and the bylaws. That discussion was useful for resolving some of the questions that were raised and some of the gaps in knowledge that were made visible by the discussions.

Again, using an outline suggested by the co-chairs during the last week of the discussion period, the following problem statement regarding communication was offered by one of the participants on the list. As was the case with the diversity statement, there was no time remaining to provide adequate text to fully describe the issue.

*State a specific problem in a succinct manner*

The Board is not obliged to consult the membership/communities regarding important issues/decisions.

*Describe why one or more members think that it is a problem and what harm it is causing*

This has led ISOC to make a decision that was very controversial and had to be reversed.

*State evidence, if needed and available, to round out the justification*

Refer to the decision in question.

*Describe possible remedies*

*Provide a succinct recommendation to the Board*

Modify the Bylaws to make it mandatory for the Board to consult the membership/communities for important matters, while recognizing that the Board has the sole authority to make decisions.

There was discussion about whether ISOC should become, or be, a “membership organization.” Membership organizations can be of different kinds, with different privileges in governance and different structures. These are possibilities that are defined legally, and the group was uncertain about how to proceed with exploring the issue. In addition, the issue of what would likely be a very fundamental organizational change would have gone beyond the mandate of the task force.

Mike Godwin, one of the original co-chairs of the working group, occasionally questioned whether the goal of the group was really governance or whether it was something else. The current co-chairs agree with him in large part, and we see this issue as one of trust, attitudes and behavior rather than one of governance. The role of the Chapter Advisory Committee (ChAC) was raised several times in being a facilitator for such interaction. One of the co-chairs discussed the functioning of the ChAC with a person who was instrumental in setting it up and he noted that it was established in 2016 to combat almost the same problem and membership reactions the list is now highlighting and that in his opinion the creation of the ChAC as well as its activity during the period of its existence had failed to solve the problem for which it was established.

#### ***4.2.4 General observations***

What can we learn from this exercise? A substantial number of people have been involved in expressing their opinion and some have made some progress in delineating the issues. It has been a particularly messy process from the culture’s point of view, but perhaps that is an attribute of many such discussions.

It appears that for any group trying to make decisions, a mailing list only structure works only if certain preconditions are met. In this case they were not. There was an absence of visible and accepted leadership from the very beginning. There appeared to be a lack of understanding between the objective of a mailing list for general discussion and the objective for reaching a conclusion on a particular subject. The discipline of building text representing groups of agreement and then attempting to bridge those groups with a meaningful common denominator was not present the importance of these prerequisites was not well understood or was ignored when the group was established.

We have learned that there is a general opinion that greater diversity of the Board of Trustees would be a desirable thing, and the difficulty appears to be that unless it is also desired by the

groups making nominations to the board, it will be very difficult to achieve. The broad rationale for such diversity is that if the organization wants to be representative of all Internet users, actual and potential, then it's guidance should come from a representational sample of those individuals.

With respect to governance issues, we favor Richard Hill's summary in which he is of the view that there is no recommendation that the group is making by consensus. There are certainly thoughts and observations within the discussion of the group that are worth noting; however, they do not lead to strong convergence or consensus except in the general area of encouraging the Board to increase the diversity of its membership. There is consensus that within the terms of restrictive reference of the group, further consensus is not possible.

The co-chairs believe that the absence of consensus in the discussion does not imply the absence of problems. We believe that the problems are real and need to be discussed both within and outside the terms of reference of the group and outside the issue of governance itself. Several suggestions for such discussions are contained in a late posting to the list, suggesting the possibility of a return to individual member representation on the board as well as the status of IETF trustees.

## **5. Relevant comments received on the draft**

Several comments were received on the draft version of the report that appear noteworthy in the context of this discussion. They appear below:

*"As an individual member, I resonate with the several statements to the effect that individual members have no voice and are essentially excluded."*

— from a former ISOC Board Chair

*"That said, I agree ..... that we really need to look at individual members who may or may not be members of Chapters. While some chapters are blooming and many new chapters are beginning to find their ways, there are also shenanigans in others to which ISOC Board and staff are oblivious; and also many members live in places where it is truly inadequate to try to herd them into a chapter, or there may just not be a match between their outlooks and views."*

*"I also do acknowledge the many complications and risks that are attendant on say 80,000 individual members - risks of misrepresentation, bias, capture, etc., but we must face them head-on instead of quietly dismissing the whole thing. Also, said risks of misrepresentation, bias, capture, etc. not only exist as risks in the Chapters but have actually materialized, so learning to manage them is necessary all across the governance reform."*

*"One rule that definitely MUST change NOW is that the records of the discussions in the Chapters-delegates list must be open to all. I understand the need to keep the participation closed to chapter delegates designated by the chapters themselves, autonomously, but without publication, ISOC is blind to everything that could go wrong - misdeeds, bias, capture - and the only way members of a chapter that has gone wrong can ask for accountability is this very minimal level of transparency."*

— from a long-time active major contributor to ISOC

*“Regarding ‘ I think that given the time that it took to produce the draft, some of the people have lost interest in the mailing list ...’ I must confess that I lost my interest not because of the long time it took, but because of the way in which I felt my well intended attempts to contribute (with many years of experience in mind) were treated: they were largely ignored, for me implying that ‘the process’ was not really interested and there was no ‘governance of the process’ as one should be able to expect to cope with that. I really regret that. So I turned into a ‘lurker’”.*

— from a significant substantive contributor to the list discussions

## **6. Next Steps**

In accordance with Board discussions, the next step is to circulate this report publicly and then to hold a number of virtual public forums, open to all members, to discuss its findings and conclusions, or lack thereof. The co-chairs recommend that each forum be general and cover all aspects of the report that forum participants wish to raise at the time.

Further, given our suspicion that the causes of concern expressed by the group are not totally within the realm of governance and probably cannot be satisfied within the structure of the current bylaws, we recommend the tolerance be given in the discussions to ideas that extend beyond the terms of reference provided to the working group and, in fact, outside of the bounds of governance itself.

We hope that this will lead to a cumulative understanding of the governance issues of concern, as well as other issues that might help to explain the apparent dissonance between perceptions of a fraction of the ISOC membership with the perception of Board and staff.

## Annex 1. Detailed List of GRWC Issues Raised

This document is a revision of the previous document of 30 November 2020 that attempted to capture the issues/proposals that have been mentioned on the mailing list up to 08h00 UTC, 30 November 2020. The number attached to each issue/proposal reflects the order in which they were posted to the list, except for no. 1, which predates the creation of the list.

The list was originally collected from the group's mailing list by Richard Hill and then posted by him for comment. Frist proposed as a personal contribution by Hill on 28 September 2021, the list was modified several times, and revised copies were made available to the working group via the group list as well as being stored in the ISOC Box site. No comments were made challenging any of the items on the list or their separation into groups.

No. 72 is a meta-proposal: it suggests a method for categorizing the other issues/proposals. Nos. 98, 101, 102, 104, 105, 106, 108, 112, 116, 118 are also meta-proposals: they relate to organizing the work of the group.

Items after 109 were submitted after 28 November 2020.

No.	Issue	Source	Disposition (blank means open)	Related topic no. of the charter	Priority
1	Current communities to be considered to be constituencies that must be consulted	ChAC	May be related to 100	1	1
9	Should ISOC be top-down or bottom-up?	Kevin		1	1
23	It may be desirable for the Board to consult ISOC communities and members more	Siva		1	1
26	Should ISOC be a membership organization	Eduardo		1	1
27	Review the mechanisms currently available to the Internet Society board for soliciting input, receiving feedback, or processing complaints from chapters, SIGs, organizational members, individual members, or the IETF. It may suggest changes to the mechanisms or to the situations in which they should be used.	Olga		1	1

31	Review the proper relationship between (a) the Internet Society and (b) the ChAC, IAB, OMAC and any working groups.	Olga		1	1
38	Add to the charter/terms of reference that input should be obtained from all three communities that currently "feed" ISOC governance	Brian		1	1
39	Role of Special Interest Groups	Oscar		1	1
46	To what extent can the Board be obliged to consider or to abide by advice from the ChAC (and other communities/constituencies)?	Jay	Partial reply by Andrew	1	1
59	If ISOC is not a membership organization, then what is it? Is it to be a top down rather than a bottom up model?	Rudolph		1	1
95	Pay more attention to the SIGs	Juan, Jack		1	1
100	How can we make the ISOC consultation and decision process more bottom-up? This working group should propose recommendations to achieve that goal, both in establishing ISOC's strategy but also in bringing the organisation into the 21st Century - and that includes how will it be able to survive in the future through diversification of its funding source(s) and remaining relevant in today's world.	Olivier	May be related to 1	1	1
111	* The ISOC decision process does not consult the membership enough: - Individual members have no influence. - SIGs are not involved in the decision process. - Chapter leadership is not consulted early enough on major issues. * The Board lacks gender and geographical diversity	Brian	Related to no. 2	1	1
6	The concept of Chapters may not be appropriate	Ian		1	2

11	Explore governance models used by peer organizations and identify elements which would improve the Internet Society's governance	Christopher	Can be combined with 30	1	2
30	Explore governance models used by peer organizations and identify elements, if any, from them that would improve the Internet Society's governance.	Olga	Can be combined with 11	1	2
10	Evaluate how effective the current governance has been for performing ISOC's Mission	Jack		1	3
12	Understand what is meant by governance (just Bylaws, or other things?)	Christopher		1	3
17	Only a few people are active within their respective Chapters	Shreedeeep		1	3
37	By-Laws do not mention transparency, inclusion (except as specified by specific text) and openness	Brian		1	3
58	Reconfigure the bylaws of ISOC through governance reform to considerably strengthen its position of trust for policy advice. ISOC as an global IG trust anchor	Rudolph		1	3
61	The role of chapters and individual members requires much clarification in any new model/structure,	Rudolph		1	3
68	We need to improve constructive and empathetic communication and relevant information flows, in both directions, between ISOC members and community members	George		1	3
28	Review the methods used to solicit candidates to serve on the Internet Society Board of Trustees. It may suggest changes to those methods to improve the diversity of experience in the candidate pool. It will not propose any reduction in specific communities' ability to choose candidates for the board.	Olga		2	1
33	Diversity and Representation - While diversity (in every sense) is one of the sources of legitimacy of a global	Raul		2	1

	organizations like ISOC, and while our community is very diverse, that diversity is not well represented in the Governance structures of the organization. An so, their diverse interested are not well represented				
34	Analyse and improve Nomcom, Constituencies (communities), and Board	Raul		2	1
53	Why not a new model that makes sure that no geography is harmed, without insisting on representation by geography, gender, economic class, sector? Is there a way of designing a Trusted process that may not entirely confirm the prevailing notions of the requirement of the prevailing structures of governance? Something that retains the transparency and diversity but with its gaps filled in by components that are more based on trust, with a good architecture for elevating Trust?	Siva		2	1
62	revision of rules for nomination of trustees which may well signal the consideration of suitable additional perspectives to be considered across the nomination process for board appointments	Rudolph		2	1
75	The governance structures don't seem to be good enough to represent well the diversity of ISOC community. Issues to be discussed: 1) the composition of the Nomcom and its rules, working procedures and criteria for electing Trustees. 2) the composition of the Board based on the 3 existing constituencies and the way the trustees are elected. 3) Internal rules of the Board to improve diversity and balance at the time to elect officers, assign responsibilities, decide on rotations etc.	Raul		2	1

	Review the criteria for electing trustees				
76	Gender imbalance in the Board	Brian		2	1
77	Geographical imbalance in the Board	Brian		2	1
78	Nominate more women and have more women accept those nominations	Scott		2	1
79	Quotas for Board members	Richard		2	1
80	Could the Board itself add Trustees so as to improve diversity?	Andrew		2	1
82	The current Trustee selection system is "first past the post". In such a system, with several candidates and a small number of votes widely dispersed, it is not difficult for the winning candidate to end up being selected with a very small % of the vote -- certainly less than a majority. It might be worth considering whether alternative voting systems could be preferable for the actual Trustee selection.	Andrew		2	1
83	Suggest to the IETF and the Organizational members that it would be great to come with candidates, who represent gender and geography/cultural diversity	Veni		2	1
85	We could change the way the Trustees are elected. One option could be to elect 2 people per constituency (in some way, maybe in the same way they are elected today) and 6 through a Nomcom. Or maybe 1 per constituency and the rest selected by a Nomcom that would care about diversity and balances (geographical, gender, etc.) as many other Nomcoms do	Raul		2	1
86	Provide women an additional nudge or support to nominate themselves for ISOC leadership positions	Amrita		2	1
90	ISOC should categorize Trustees into five geographical directions ([North America, South America, Europe, Africa, and Asia/Pacific] or [Africa, Asia-Pacific, Europe, Latin America & Caribbean, Middle East & North	Michael		2	1

	Africa, and North America]). In the ISOC Trustee selection process, Organizational Members, Chapters, and the IETF shall each ensure that their individual slate of four (4) Trustees meet the following requirements: i) no more than two Trustee come from a single region and ii) no more than three Trustees being of the same gender. Additionally, there shall be a Diversity Requirement requiring that there be at least one Trustee from each geographic region. To ensure this Diversity Requirement the Nominating Committee shall require that any final slate of candidates include at least one candidate from any unrepresented regions				
91	1. In the election process of BoT, When we talk about Representation it is generally about different state of configuration of inequalities of a structure. The economical, regional or structural components 2. Inclusion basically talks about inequalities in gender and balance 3. Diversity talks about marginalized communities and their existence and their representation and their inclusion	Shreedeeep		2	1
4	Individual members have no say in Board elections	Ian		2	2
54	Revise the nomination process so that the petition process become unnecessary	Siva		2	2
92	Consider whether there should be ways to improve the “experience” of the members of the Board	Jack		2	2
19	The same chapter leaders (ICANN, ISOC, APNIC , SIG ) are there everywhere which results in a groupism at regional level and at national level the same people restrict enrolling new people to the chapters	Shreedeeep		2	3

72	Classify these issues as follows: 1. Bottom-up model versus the top-down model of doing business 2. Multistakeholder model to send advice to the board of Trustees 3. Communication from management to Chapters without due process of consensus 4. Ensure clear rules in the selection process of Board of Trustee members.	Alfredo		1 and 2	1

The issues listed below would appear to be outside the scope of the current charter.

No.	Issue	Source	Disposition (blank means open)	Related topic no. of the charter	Priority
2	Should first agree on problems	Brian	Related to no. 111		
3	Have an open discussion about whether there are governance problems	Mike			
5	Individual members cannot access the Chapter Delegates list	Ian			
7	Conduct a transparent, independent, third-party review of various matters arising out of the proposed sale of PIR/.ORG, and make that review public	Amy			
8	Engage in robust, inclusive consultations with the NGO community to amend ISOC and PIR processes, policies, governing structures, and any other structural or cultural challenges surfaced in the above review, in order to ensure .ORG users have a meaningful say in the governance and decision-making of both organizations regarding all	Amy			

	matters that impact or influence .ORG now and into the future.				
13	Develop metric to gauge what we are trying to improve, to judge whether any change would make things better, worse, or not matter at all	Jack			
14	Suggested metrics (based on ISOC mission): 1. How well does the Internet "work" today (how open, globally-connected, secure, and trustworthy is it) 2. how well has the "infrastructure" been developed and applied 3. how well have the created policies promoted and enabled those activities	Jack			
15	Any "problems" or possible changes, or lessons from other organizations could be judged relative to how they might affect, positively or negatively, one or more of the agree metrics (for example, the above Mission metrics)	Jack			
16	To what extent would changes to ISOC governance make things better, or worse, or have any effect at all	Jack			
18	Chapters have limited resources and funds	Shreedeeep			
20	Lack of accountability and transparency at chapter level	Shreedeeep			
21	The relationship of the Staff and community has been hugely secondarized	Shreedeeep			
22	Personalization of community resources is undesireable	Shreedeeep			
24	The mission and purpose of the Internet Society is far grander than the issues on limelight	Siva			
25	ISOC Governance may have to be addressed keeping in view the bigger purpose of strengthening the Internet Society's present and continuous role of contributing to the Growth of the Internet, strengthening the Internet, with a core focus on keeping it Free,	Siva			

	Open and Global, and that of safeguarding its core values.				
29	Consider whether new cross-community communication capabilities would help advance the Internet Society's mission. It may propose those for which the implementation of these capabilities should there be a consensus that there are substantial advantages in so doing.	Olga			
32	Members who happen to rise to senior positions in geographical chapters have a disproportionate say	Andrew			
35	How can ISOC better advise and support the development of networks in developing countries	Felix			
36	Improving local Chapter governance, in particular to ensure that it is democratic (transparent, inclusive, based on member engagement , and trust)	Niranjan			
40	How are different "perspectives" arrived at within the community groups, which is then used for selecting trustees?	Rudolph	May have been answered		
41	The chapter and the member structure is so politicised especially in developing and lower economies that it has created a syndicate of people who support and lobby issues of their group and people with certain interest and lobbying people in specific position	Shreedeeep			
42	Influence of Chapter Leaders	Shreedeeep			
43	Relations between ISOC, PIR, and ICANN	Olivier	May have been answered		
44	ISOC accountability (e.g. specific proposal submitted to Board)	Siva			
45	Favor use of Zoom over mailing lists	Kevin			
47	Review relation between ISOC and IETF	Richard			
48	Review relation between ISOC and ICANN	Richard			

49	Review relation between ISOC and PIR	Richard			
50	Chapter Leaders cannot be Trustees	Richard			
51	Conflict of interest policy	Richard			
52	Make all mailing lists publicly accessible	Ayden			
55	Evaluate the processes, policies, and protocols that surround all elements of ISOC governance	Amy			
56	Full and independent review of ISOC governance	Jabob			
57	Trusted policy advice, transparency, openness, diversity, inclusion	Rudolph			
60	Need to request independent legal advice for WG	Rudolph			
63	Focus equally upon what members and friends of ISOC want ISOC to be, and what they want it to achieve in terms of concrete results. Let's be sure that the elements of governance reformulation advice that come out of this process are chosen with a view to supporting actions that promote the goals that we want.	George			
64	How to prioritize or root our understanding of any particular recommendation in reality without evaluation	Amy			
65	What lessons were learned from the event related to the proposed sale of PIR/.ORG	Amy			
66	Come to better convergence regarding ISOC's relationship and responsibilities for PIR and .org registrants	George			
67	We need to avoid situations in which a lack of transparency leads to suspicion, mistrust and hostility, as happened in the PIR situation	George			
69	Posit the future that we want in terms of real achievements	George			
70	What accountability is necessary for adjusting the current into the future better state	Amy			

71	Is the Working Group comprised of the people who are subscribed to the mailing list, or something else?	Siva	May have been answered		
73	Consider creating an “independent review panel”, that is an objective mechanism to find that ISOC staff and/or Trustee acted inconsistent with its bylaws	Michael			
74	Consider creating a mechanism for recalling the entire Board	Michael			
81	Consider compensating Trustees	Andrew			
84	Ask our constituencies (in particular organizational members) specifically what they want for their money (since they contribute financially) – for example commonality between what ISOC wanted to do and it’s organizational members wanted, e.g. shaping legislation, or educating conversations in BITAG or the FCC	Fred			
85	formal review of conflict of interest and independence of judgment for people who shape ISOC's decisions and public presence, such as Trustees	Alejandro			
87	As 86, and also outreach, for geographic diversity	Amrita			
88	Include clauses that preclude, in the working groups and in the general working of the Internet Society, behaviour that amounts to "bullying"	Siva			
89	Encourage empathy and understanding when a member of a minority makes a proposal or statement that may not be aligned with the views of the dominant group (in our case, white males), as opposed to immediately criticizing the proposal or statement	Richard			
91	The goal of this exercise is to identify changes which would be expected to make ISOC "governance" mechanisms more successful at achieving the ISOC Mission, which is “for the Internet to be open, globally-connected, secure, and trustworthy”. Thus several questions arise:	Jack			

	<p>1/ How does the Board measure its performance in executing the Mission?</p> <p>2/ With 28 years of history, how does the Board view the progress of ISOC has been in achieving those Mission goals over the decades?</p> <p>3/ In making decisions, e.g., setting the annual action plans and priorities, how does the Board evaluate items and relate them to the Mission, to select which are most advantageous to pursue?</p> <p>4/ Has there been anything like an annual "State of the Internet" review that has recorded how the Internet has been changing over time in relation to the Mission goals - e.g., how the Internet has become more or less secure, trustworthy, open, etc.?</p>		There have been "State of the Internet" reports		
93	Structure and processes, defined by other than geography, that provide a voice to other communities or like-minded individuals may lead to improvement.	Jack			
94	A lot has happened since ISOC was created 1992, and the Internet has evolved from a "research and education" infrastructure into a global mechanism for all aspects of life, and permeates commerce, industry, and government activities well beyond research and education. The Internet has become a part of human life, perhaps approaching the importance of air, water, and food. Perhaps that evolution needs to be reflected throughout the ISOC governance?	Jack			
96	Any funding to the Internet Society shall be accepted only if offered unconditionally	Siva			
97	Investigate whether there would be fewer restrictions on ISOC if it were not incorporated as a US non-profit	Richard	May have been answered on the list		

98	Establish a plan for the working group, including shape, planning, a problem statement, a list of issues	Olivier			
99	Consult online resources regarding how US non-profits work	John	May have been answered on the list		
101	Adhere to well-known, established, settled discussions, and mere bare facts	Alejandro			
102	Assume in going forward that ISOC will not incorporate elsewhere and that its relationship with PIR will not fundamentally change	Alejandro			
103	Find space for improvements or updates in transparency, participation, and other fixes	Alejandro			
104	Start with some statements about conflict of interest by key participants which may be in that position (formally acknowledged by ISOC	Alejandro			
105	To propose reincorporating ISOC elsewhere (or, for that matter, reincorporating ISOC at all), is out of scope for discussion in this group	Mike			
106	Concentrate on understanding a shared (as much as possible) view of the problem statement, and let's see if we can improve whatever issues those are with within the bounds of existing constraints	George			
107	Moving ISOC or changing the legal and regulatory framework under which it and its supporting organizations work is essentially impossible in the short and medium run, and it's not at all clear that it would solve a problem statement that has yet to be written	George			
108	It is not necessary to change everything, reform what is necessary or update.	Felix			
109	Do not let ISOC vegetate and fall into the hands that could harm it	Felix			
110	Identify existing problems caused by the current Internet Society governance mechanisms.	Brian			

112	It seems now that we have more than one problem statement. Should we vote on which one is best to work on?	Kevin			
113	Review the mechanism to provide details or information to new members about the entire organization. Like a small brief or a welcome package with all this relevant information a way to keep members up to date	David			
114	Too much email or too much Zoom meeting can make new members feel pressure and leave	David			
115	Communications to new members should leave the tech jargon or the complicated terms out, since using these terms makes new members feels like this is just for x the people and this should be more inclusive for all members	David			
116	It might be better to see if the two problem statements can be combined	Mike			
117	I believe that the lines of communication should be not just confined to email so that we can listen to voices and see faces in order to connect. It is in this way that we can view problems from other points of view	Kevin			
118	No. 117 applies to this group. If something must be reformed, give someone the floor so to speak	Kevin			

<b>No.</b>	<b>Issue</b>	<b>Source</b>	<b>Disposition (blank means open)</b>	<b>Related topic no. of the charter</b>	<b>Priority</b>
1	Current communities to be considered to be constituencies that must be consulted	ChAC	May be related to 100	1	1
9	Should ISOC be top-down or bottom-up?	Kevin		1	1

23	It may be desirable for the Board to consult ISOC communities and members more	Siva		1	1
26	Should ISOC be a membership organization	Eduardo		1	1
27	Review the mechanisms currently available to the Internet Society board for soliciting input, receiving feedback, or processing complaints from chapters, SIGs, organizational members, individual members, or the IETF. It may suggest changes to the mechanisms or to the situations in which they should be used.	Olga		1	1
31	Review the proper relationship between (a) the Internet Society and (b) the ChAC, IAB, OMAC and any working groups.	Olga		1	1
38	Add to the charter/terms of reference that input should be obtained from all three communities that currently "feed" ISOC governance	Brian		1	1
39	Role of Special Interest Groups	Oscar		1	1
46	To what extent can the Board be obliged to consider or to abide by advice from the ChAC (and other communities/constituencies)?	Jay	Partial reply by Andrew	1	1
59	If ISOC is not a membership organization, then what is it? Is it to be a top down rather than a bottom up model?	Rudolph		1	1
95	Pay more attention to the SIGs	Juan, Jack		1	1
100	How can we make the ISOC consultation and decision process more bottom-up? This working group should propose recommendations to achieve that goal, both in establishing ISOC's strategy but also in bringing the organisation into the 21st Century - and that includes how will it be able to survive in the future through diversification of its funding source(s) and remaining relevant in today's world.	Olivier	May be related to 1	1	1

111	* The ISOC decision process does not consult the membership enough: - Individual members have no influence. - SIGs are not involved in the decision process. - Chapter leadership is not consulted early enough on major issues. * The Board lacks gender and geographical diversity	Brian	Related to no. 2	1	1
6	The concept of Chapters may not be appropriate	Ian		1	2
11	Explore governance models used by peer organizations and identify elements which would improve the Internet Society's governance	Christopher	Can be combined with 30	1	2
30	Explore governance models used by peer organizations and identify elements, if any, from them that would improve the Internet Society's governance.	Olga	Can be combined with 11	1	2
10	Evaluate how effective the current governance has been for performing ISOC's Mission	Jack		1	3
12	Understand what is meant by governance (just Bylaws, or other things?)	Christopher		1	3
17	Only a few people are active within their respective Chapters	Shreedeeep		1	3
37	By-Laws do not mention transparency, inclusion (except as specified by specific text) and openness	Brian		1	3
58	Reconfigure the bylaws of ISOC through governance reform to considerably strengthen its position of trust for policy advice. ISOC as an global IG trust anchor	Rudolph		1	3
61	The role of chapters and individual members requires much clarification in any new model/structure,	Rudolph		1	3
68	We need to improve constructive and empathetic communication and relevant information flows, in both directions, between ISOC members and community members	George		1	3

28	Review the methods used to solicit candidates to serve on the Internet Society Board of Trustees. It may suggest changes to those methods to improve the diversity of experience in the candidate pool. It will not propose any reduction in specific communities' ability to choose candidates for the board.	Olga		2	1
33	Diversity and Representation - While diversity (in every sense) is one of the sources of legitimacy of a global organizations like ISOC, and while our community is very diverse, that diversity is not well represented in the Governance structures of the organization. An so, their diverse interested are not well represented	Raul		2	1
34	Analyse and improve Nomcom, Constituencies (communities), and Board	Raul		2	1
53	Why not a new model that makes sure that no geography is harmed, without insisting on representation by geography, gender, economic class, sector? Is there a way of designing a Trusted process that may not entirely confirm the prevailing notions of the requirement of the prevailing structures of governance? Something that retains the transparency and diversity but with its gaps filled in by components that are more based on trust, with a good architecture for elevating Trust?	Siva		2	1
62	revision of rules for nomination of trustees which may well signal the consideration of suitable additional perspectives to be considered across the nomination process for board appointments	Rudolph		2	1
75	The governance structures don't seem to be good enough to represent well the diversity of ISOC community. Issues to be discussed:	Raul		2	1

	<p>1) the composition of the Nomcom and its rules, working procedures and criteria for electing Trustees.</p> <p>2) the composition of the Board based on the 3 existing constituencies and the way the trustees are elected.</p> <p>3) Internal rules of the Board to improve diversity and balance at the time to elect officers, assign responsibilities, decide on rotations etc.</p> <p>Review the criteria for electing trustees</p>				
76	Gender imbalance in the Board	Brian		2	1
77	Geographical imbalance in the Board	Brian		2	1
78	Nominate more women and have more women accept those nominations	Scott		2	1
79	Quotas for Board members	Richard		2	1
80	Could the Board itself add Trustees so as to improve diversity?	Andrew		2	1
82	The current Trustee selection system is "first past the post". In such a system, with several candidates and a small number of votes widely dispersed, it is not difficult for the winning candidate to end up being selected with a very small % of the vote -- certainly less than a majority. It might be worth considering whether alternative voting systems could be preferable for the actual Trustee selection.	Andrew		2	1
83	Suggest to the IETF and the Organizational members that it would be great to come with candidates, who represent gender and geography/cultural diversity	Veni		2	1
85	We could change the way the Trustees are elected. One option could be to elect 2 people per constituency (in some way, maybe in the same way they are elected today) and 6 through a Nomcom. Or maybe 1 per constituency and the rest selected by a Nomcom that would care about	Raul		2	1

	diversity and balances (geographical, gender, etc.) as many other Nomcoms do				
86	Provide women an additional nudge or support to nominate themselves for ISOC leadership positions	Amrita		2	1
90	ISOC should categorize Trustees into five geographical directions ([North America, South America, Europe, Africa, and Asia/Pacific] or [Africa, Asia-Pacific, Europe, Latin America & Caribbean, Middle East & North Africa, and North America]). In the ISOC Trustee selection process, Organizational Members, Chapters, and the IETF shall each ensure that their individual slate of four (4) Trustees meet the following requirements: i) no more than two Trustee come from a single region and ii) no more than three Trustees being of the same gender. Additionally, there shall be a Diversity Requirement requiring that there be at least one Trustee from each geographic region. To ensure this Diversity Requirement the Nominating Committee shall require that any final slate of candidates include at least one candidate from any unrepresented regions	Michael		2	1
91	1. In the election process of BoT, When we talk about Representation it is generally about different state of configuration of inequalities of a structure. The economical, regional or structural components 2. Inclusion basically talks about inequalities in gender and balance 3. Diversity talks about marginalized communities and their existence and their representation and their inclusion	Shreedeeep		2	1
4	Individual members have no say in Board elections	Ian		2	2

54	Revise the nomination process so that the petition process become unnecessary	Siva		2	2
92	Consider whether there should be ways to improve the “experience” of the members of the Board	Jack		2	2
19	The same chapter leaders (ICANN, ISOC, APNIC , SIG ) are there everywhere which results in a groupism at regional level and at national level the same people restrict enrolling new people to the chapters	Shreedeeep		2	3
72	Classify these issues as follows: 1. Buttons-up model versus the top-down model of doing business 2. Multistakeholder model to send advice to the board of Trustees 3. Communication from management to Chapters without due process of consensus 4. Ensure clear rules in the selection process of Board of Trustee members.	Alfredo		1 and 2	1