

02 February 2022

To the ATRT3 Shepherds:

Dear Adetola Sogbesan, Cheryl Langdon-Orr, Daniel Nanghaka, Pat Kane, Sébastien Bachollet, and Vanda Scartezini,

First I would like to wish you all a happy, productive, and healthy 2022. I hope the year has started well for you.

I am writing as Chair of the Board Organizational Effectiveness Committee (OEC) with a request concerning the Holistic Review recommended in the ATRT3 final report and for which a pilot has been approved by the Board, subject to prioritization. As discussed in detail below, the OEC would like to know if you would be willing to work with the OEC to develop the Terms of Reference for the pilot Holistic Review. While this work is outside of the responsibilities and role of an ATRT3 Shepherd, we believe that your insights on the Holistic Review as former members and leaders of the ATRT3 are extremely valuable for the next steps on this topic.

Since the time the recommendation for a Holistic Review was made (29 May 2020) and approved (30 November 2020), members of the community have raised questions about the Review as well as the pilot in numerous discussions and in numerous sessions throughout the course of ICANN 72.¹

The ATRT3 defined the duration and the objectives for the Holistic Review²:

- *Should operate based on Operating Standards for Specific Reviews and should be time-limited to a maximum of 18 months.*
- *Objectives:*
 - *Review continuous improvement efforts of SO/AC/NC based on good practices.*
 - *Review the effectiveness of the various inter SO/AC/NC collaboration mechanisms.*
 - *Review the accountability of SO/ACs or constituent parts to their members/constituencies (this will include an in-depth analysis of the survey results).*
 - *Review SO/AC/NC as a whole to determine if they continue to have a purpose in the ICANN structure as they are currently constituted or if any*

¹ E.g. "At-Large Policy Session 3: ICANN Accountability and Transparency and the ICANN Reviews" <https://community.icann.org/display/atlarge/At-Large+Meetings++Wednesday%2C+20+October+20+21>.

² [Third Accountability and Transparency Team Report](#), 29 May 2020, Page 72

changes in structures and operations are desirable to improve the overall effectiveness of ICANN as well as ensure optimal representation of community views (but taking into consideration any impacts on the Board or the Empowered Community).

As expressed by many members of the community, the specific Terms of Reference (TOR) for an initial Holistic Review remain undefined.

Without preempting the prioritization process, the OEC is considering whether the Terms of Reference for the pilot Holistic Review can be developed before the prioritization process has been run. The OEC would like to know if some of you would be willing to work with a subset of the OEC, with the facilitation of ICANN Org, to develop the Terms of Reference for the pilot. The OEC anticipates that the ICANN Community would have an opportunity for input on the final Terms of Reference through the Supporting Organizations and Advisory Committees, and the completed Terms of Reference would be an important input for future prioritization and budgeting across ICANN.

The Board's action on the ATRT3 Recommendations, in addition to specifying that the Holistic Review pilot is subject to prioritization, included a set of initial questions that need to be addressed in a Terms of Reference - see [Scorecard](#), recommendation 3.5, pages 7-10. Specifically, for ease of reference:

The Board approves Recommendation 3.5 with the caveat that more information is required to better understand how to operationalize the Holistic Review to ensure it yields the outcomes intended by the ATRT3. A Holistic Review should also be looked at in light of other dependencies, including those relating to other Specific and Organizational Reviews and related workstreams.

Subject to prioritization and available resources, the Board directs ICANN org to initiate the first Holistic Review as a pilot, and operated pursuant to Community-agreed Terms of Reference and relevant elements of the Operating Standards for Specific Reviews. The Board notes that the ATRT3's recommended timeline of 12 months from Board approval does not appear feasible, but notes that this effort could be placed as a high priority in the prioritization work to allow it to proceed on a quicker time frame. Information gaps to be addressed as part of the pilot include, for example:

- *Guidance as to how Holistic Review teams should determine and prioritize its work areas in order to ensure effective review outcomes within the recommended 18-month timeframe.*

- *Proposed methodology for gathering and analyzing data to inform fact-based findings and recommendations.*
- *Articulation of necessary skill sets for Holistic Review team members required to achieve review objectives, which will later be included in the Operating Standards for Specific Reviews.*
- *Estimate of resources and budget required to complete the review effectively.*
- *Suggestions as to how various ICANN structures would be held accountable for implementing the Recommendations coming from the Holistic Review, if directed to entities other than the ICANN Board or org.*
- *Determination of how future Holistic Review teams would measure the success of implementation and the success of a future Continuous Improvement Program.³*

Additionally, other questions and issues raised in discussions within the SOs and ACs may need to be addressed in the Terms of Reference. Some of the questions and issues raised:

- Is the Holistic Review intended to only evaluate the relationships and interactions between SO/ACs and/or to examine the ICANN structures themselves?
- What is the degree, if any, to which internal SO/AC structures are subject to a Holistic Review, including the extent to which scope, charters, and operating procedures can be refined or modified without violating the bottom-up nature of the various organizations?
- Consideration of the roles and responsibilities of the various Supporting Organizations, Advisory Committees, Stakeholder Groups, Constituencies, and structures with respect to each other.
- Consideration of any continuous improvement activities already ongoing in the various structures.
- Relation of changes to other activities ongoing to improve ICANN's multistakeholder model.
- Determining what can effectively get done within an 18-month maximum Holistic Review.
- How can the Board ascertain community support for the final report/recommendations within the final report of the Holistic Review? For example, would it help if the SOs and ACs approve the final report before the Board considers the outputs?
- In developing a Bylaws amendment to implement future Holistic Reviews, how are future Terms of Reference to be developed and what further considerations are needed to ensure community support for future recommendations?

³ See [Board resolution](#)

- How to ensure that a Holistic Review team proposes a limited number of recommendations addressing the most critical gaps or issues?

If members of the ATRT3 Shepherds group are willing to participate in such an effort, we would like to schedule a meeting soon to discuss how we could best proceed to achieve an initial Terms of Reference for the Pilot of a Holistic Review that has Community support. After such a meeting, the OEC will work to inform the community of the process to be taken in developing Terms of Reference for their review.

With thanks and best wishes,



Avri Doria
Chair, ICANN Board Organizational Effectiveness Committee (OEC)