

ccNSO

Decision Making

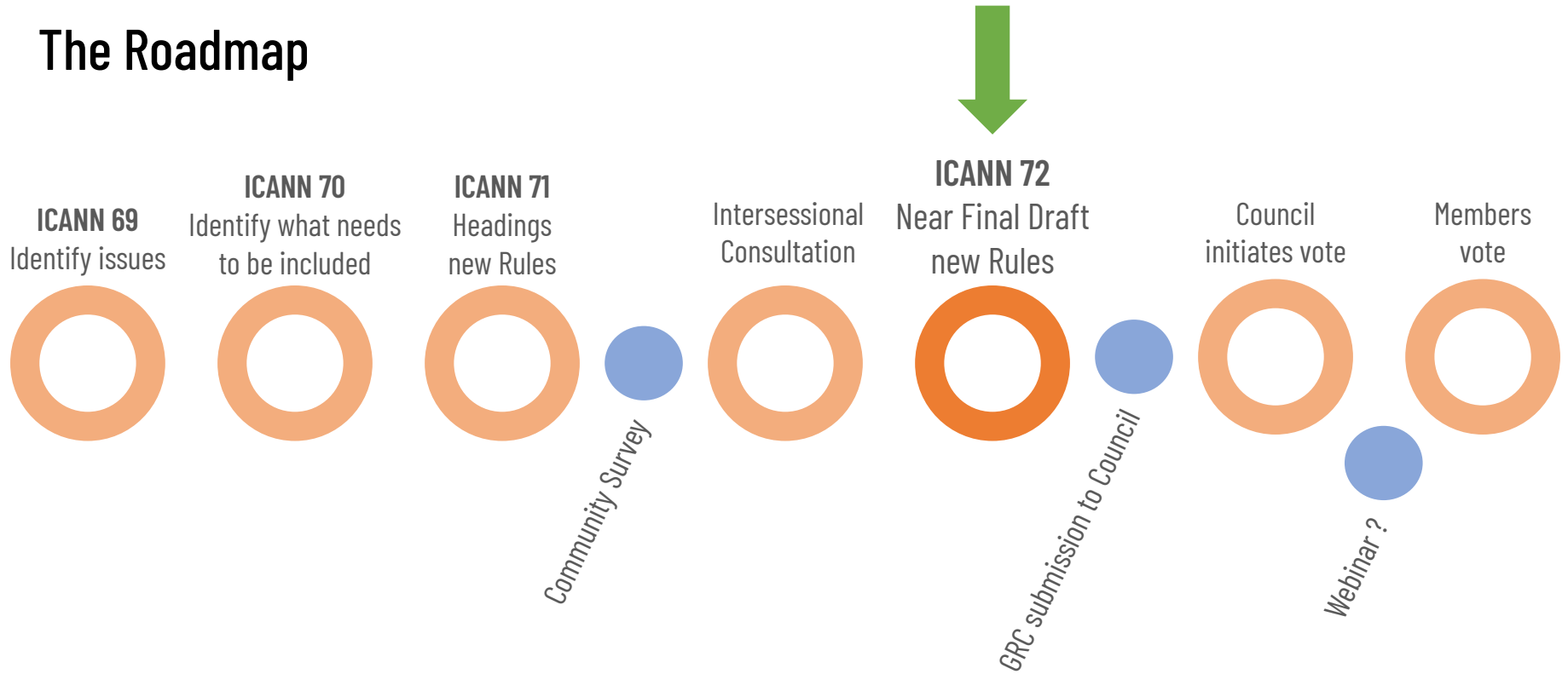
Members only decisions
Council decisions
Quorum Rules

Why the governance sessions?

Governance is a collection of mechanisms, processes and relations used by membership, Council and others, to control and operate the ccNSO.

— ccNSO Members Meeting, ICANN 69

The Roadmap



Scope

What is **not** included in proposed Rules

- The role of Members and Council for ccNSO as Decisional Participant
 - Extensive discussion regarding the role of Members and Council with respect to decision-making
 - Awaits completion of draft of relevant Operating Procedures (Guidelines)

Scope

What **is** included in proposed Rules

(Section 0) Introduction to the Rules

(Section 1) ccNSO Decision making

(Section 2) Voting by ccNSO Membership

(Section 3) Review of the Rules

(Section 4) Change mechanisms Rules and
Operational Procedures (Guidelines)

Glossary

Proposed Text

Feel free to follow along in the three columns document

Wiki: <https://go.icann.org/3m6eLCV>

Introduction (Section 0.A)

These are the Rules of the ccNSO, as approved by the Members and adopted by the ccNSO Council in [Month] [Year]. They replace the Rules of the ccNSO which were adopted in 2004.

The governance of the ccNSO is based on three different sources. In the event of conflict, they are ranked in order of precedence:

- a. **First:** The ICANN Bylaws.
- b. **Second:** The Rules for the ccNSO Membership (hereinafter - Rules).
- c. **Third:** Operating Procedures (also referred to as “ccNSO Guidelines”). The purpose of the Operating Procedures is to set forth a detailed course of action for operational or administrative activities. These are developed at the initiative of the ccNSO Council.

The Rules and Operating Procedures are in accordance with ICANN Bylaws, Article 10, Section 10.3(k):
“The ccNSO Council, subject to direction by the ccNSO members, shall adopt such rules and procedures for the ccNSO as it deems necessary, provided they are consistent with these Bylaws. Rules for ccNSO membership and operating procedures adopted by the ccNSO Council shall be published on the Website.”

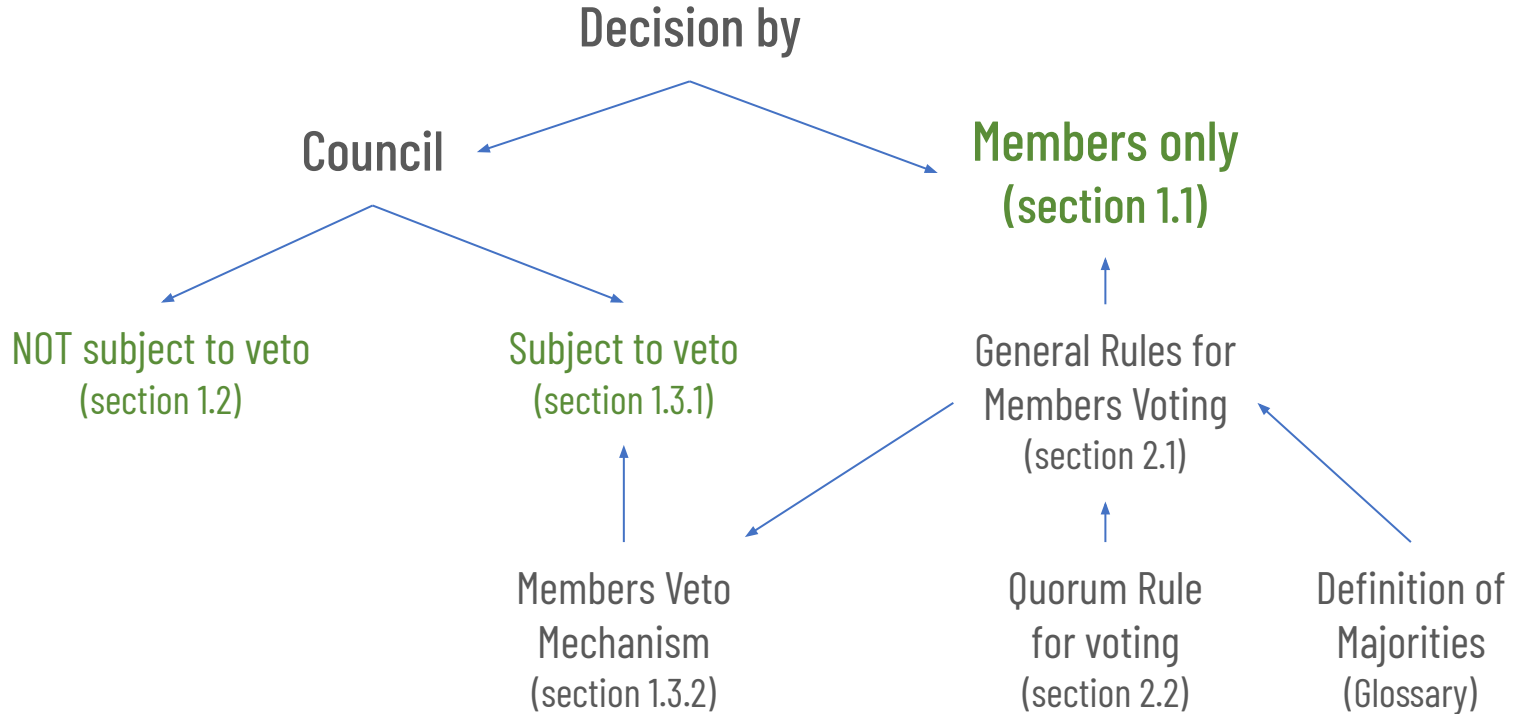
Principles (Section 0.B)

The following general principles constitute the foundation of the ccNSO; however, they are not part of the Internal Rules of the ccNSO:

1. The ccNSO is a bottom-up organization where the members give guidance to the Council, as stated in the Bylaws
2. The ccNSO is open and transparent to members and non-members
3. The ccNSO will operate transparently and in public, wherever possible and on a non-discriminatory basis
4. There should be minimum periods of notice for meetings and votes
5. There should be a minimum turnout or quorum for a vote to be valid, with a regional representation
6. The ccNSO operates on the principle of one member, one vote, unless specifically provided otherwise.
7. The ccNSO should be able to make decisions at face to face, virtual and hybrid meetings and by electronic ballot.
8. The ccNSO wishes to allow nonmembers to participate in discussions on issues before the ccNSO.

They were initially expressed as context for the further development and application of Rules and Operating Procedures and have proven to be valid through the passage of time. These principles inform and guide the development of the ccNSO.

ccNSO decision making in Rules



Members only decisions explicitly provided in the ICANN Bylaws (some examples)

Section 10.4 (e) “Each ccTLD manager may designate in writing a person, organization, or entity to represent the ccTLD manager.”

Section 10.4 (g) “The ccNSO Council members ... shall be selected through nomination, and if necessary election, by the ccNSO members within that Geographic Region”

Annex B Section 1 (e) “The members of the ccNSO may call for the creation of an Issue Report by an affirmative vote of at least ten members”

Annex B Section 13 “Following the submission of the Members Report and within the time designated by the PDP Timeline, the ccNSO members shall be given an opportunity to vote on the Council Recommendation”

Members only decisions (Section 1.1) other than explicitly provided in the ICANN Bylaws

In addition to the decisions in the ICANN Bylaws which have been reserved to be taken by the ccNSO Membership, the following resolutions and/or decisions are reserved to be taken by the ccNSO Members exclusively:

- A. Members vote to change the Rules.
- B. Veto vote on ccNSO Council resolutions and/or decisions as provided for in the Rules.
- C. ICANN Board Seats 11 and 12 elections

Details on the voting procedure and other aspects of the ICANN Board Seats 11 and 12 elections are specified in the relevant Operating Procedures.

Council only decisions explicitly provided in the ICANN Bylaws

Section 10.3 (i) “The ccNSO Council shall nominate individuals to fill Seats 11 and 12 on the Board”

Section 10.3 (j) “The ccNSO Council shall select from among its members the ccNSO Council Chair and such Vice Chair(s) as it deems appropriate”

Section 10.3 (k) “The ccNSO Council, **subject to direction by the ccNSO members**, shall adopt such rules and procedures for the ccNSO as it deems necessary, provided they are consistent with these Bylaws”

Council only decisions (Section 1.2) other than explicitly provided in the ICANN Bylaws

The following limited set of resolutions and decisions are reserved to be taken exclusively by the ccNSO Council, thus the Members Veto Mechanism does NOT apply:

I. Administrative resolutions and/or decisions:

- Appointment of Members to working groups, committees, study groups and cross community working groups.
- Appointment of liaisons.
- ccNSO Council meeting schedules, agendas and minutes.
- Voting on and Processing of Membership applications.
- Request a call for volunteers.
- Request the preparation of a timeline for upcoming activities.
- Request the summary of an activity

II. The ccNSO Council resolution and/or decision to adopt a change to the Rules.

Council decisions subject to the Members' Veto Mechanism (Section 1.3.1)

All ccNSO Council resolution and/or decisions are subject to the Members Veto Mechanism (as provided in section 1.3.2 below), unless specifically determined otherwise in the ICANN Bylaws or under the Rules.

Council Decisions, The effective date of resolutions and/or decisions /Members' Veto Mechanism (Section 1.3.2)

- Requirement to Publish all Council resolutions and Decisions
- Determining the Effective date
- Requirements Members' Notification
- Council's Notification and initiating the Members' Veto Vote

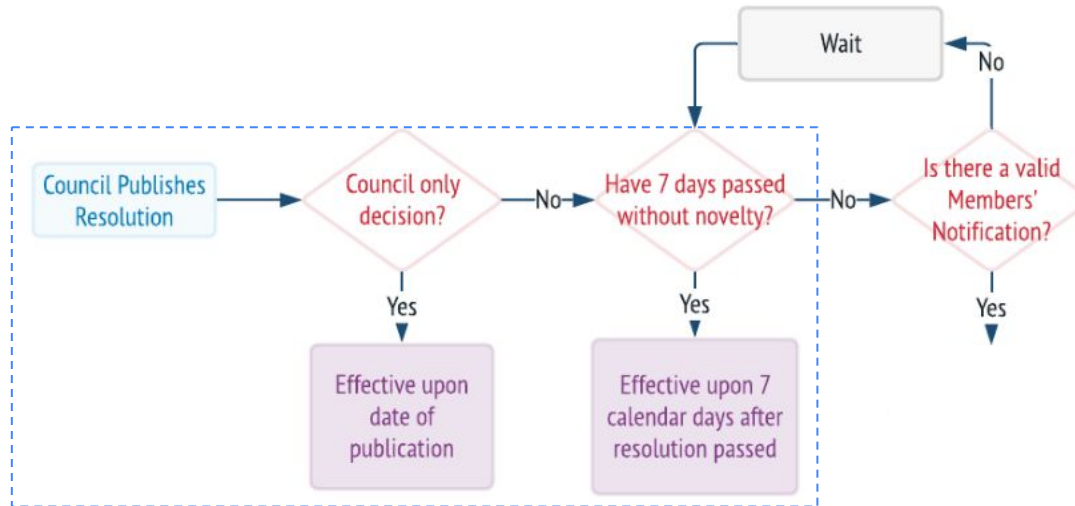
Members' Veto Mechanism (Section 1.3.2)

Requirement to Publish all Council resolutions and Decisions

The ccNSO Council must publish all of its resolutions and/or decisions as soon as possible to the appropriate ccNSO list(s) and on the website of the ccNSO, but in any case within seven (7) calendar days after the resolution and/or decision was passed. Each Resolution and Decision shall include the date it becomes effective.

Members' Veto Mechanism (Section 1.3.2)

Determining the Effective date



Usual cases

Usual cases for determining the effective date of a Resolution.

Coming next:

- Requirements Members' Notification
- Council's Notification and initiating the Members' Veto Vote

Members' Veto Mechanism (Section 1.3.2)

Determining the Effective date

The effective date is determined as follows:

- i. Resolutions and Decisions which are exclusively reserved to be taken by the ccNSO Council, upon date of publication.
- ii. All other resolutions and/or decisions seven (7) calendar days after publication, subject to the written request for a Members' vote by at least ten (10) Members of the ccNSO from at least ten (10) different Territories and representing no less than three (3) ICANN Geographic regions.

<snip .. Requirements Members' Notification>

An effective Members' Notification shall, upon timely receipt by the ccNSO Secretariat or ccNSO Council Chair, suspend the resolution and/or decision from taking effect.

Members' Veto Mechanism (Section 1.3.2)

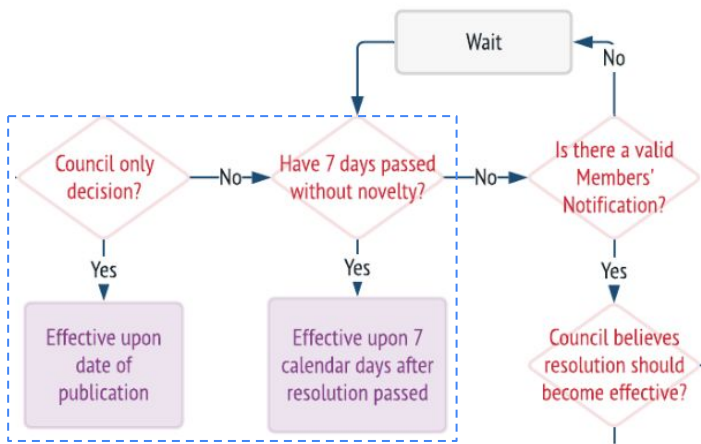
Requirements Members' Notification

The written request (Members' Notification) for a Members' veto vote must be sent by electronic means to the ccNSO Secretariat or the ccNSO Council Chair during the seven (7) calendar days mentioned under 1.3.2.ii. To be effective as a Members' Notification it must include, at a minimum:

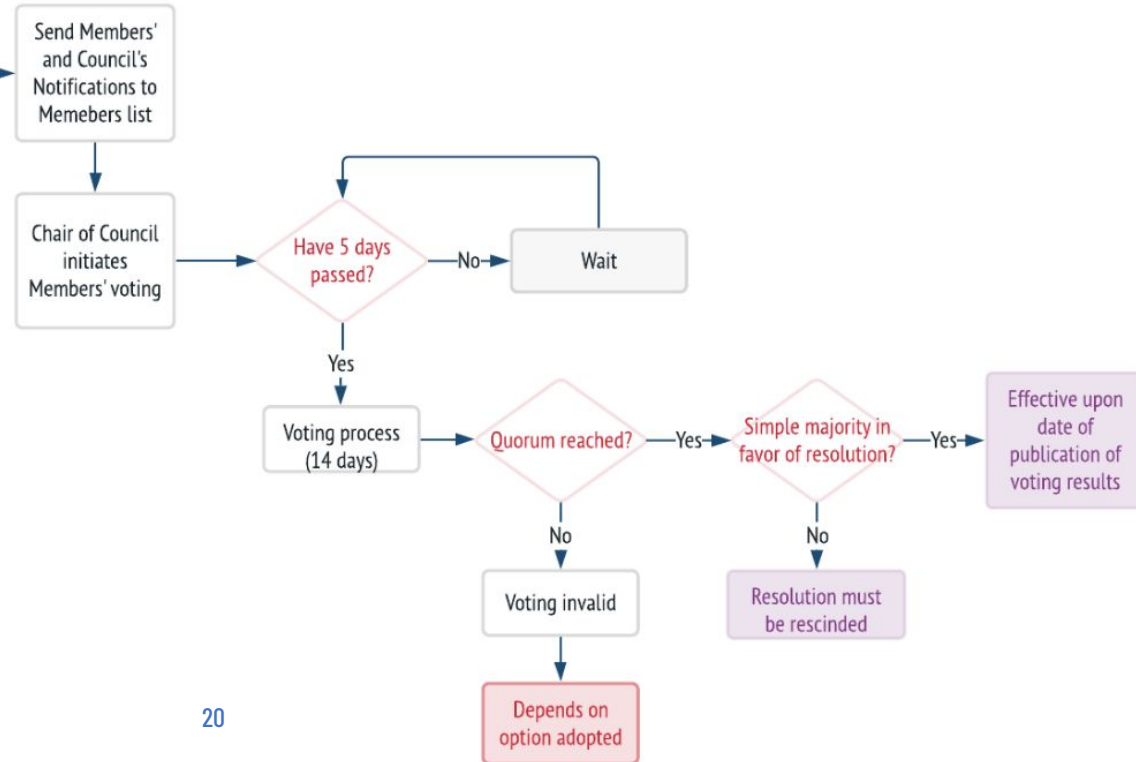
1. The names of the objecting ccTLD Managers; and
2. The ccNSO Council resolution and/or decision that is being objected to and a brief explanation of the objection(s).

Members' Veto Mechanism (Section 1.3.2)

Council's Notification and initiating the Members' Veto Vote



Usual cases



Members' Veto Mechanism (Section 1.3.2)

Council's Notification and initiating the Members' Veto Vote

If the ccNSO Council believes the resolution and/or decision should become effective:

- i. Council will prepare a statement as to why it believes the resolution and/or decision should become effective (Council's Notification).
- ii. The ccNSO Council Chair shall send both the Members' Notification and the Council's Notification to the Members list and publish both on the ccNSO Website no later than 7 calendar days after receipt of the Members' Notification.
- iii. The ccNSO Council Chair or a person designated by the Chair shall initiate an electronic voting process by the ccNSO Members within 7 calendar days upon receipt of the Members' Notification.
- iv. The electronic vote by the Members shall start five (5) calendar days after initiation of the vote by the Council and be conducted in accordance with section 2 of the Rules, unless specific provisions in this section determine otherwise.

If the Council believes the resolution and/or decision should NOT become effective following the Members' Notification, the ccNSO Council Chair shall inform the Members accordingly, and the resolution and/ or decision shall be rescinded.

Electronic Vote by the Members (Section 2.1)

The ccNSO Members vote shall be conducted electronically. An electronic vote of the Members can be initiated by any of the following:

- The ccNSO Council
- The Chair of the ccNSO Council
- Ten (10) Members of the ccNSO from at least ten (10) different Territories and representing no less than three (3) ICANN Geographic Regions

A vote shall commence five (5) calendar days after the notification of the proposed matter to be voted upon, and the vote shall stay open for a period of fourteen (14) calendar days. Section 2.2 Quorum rule for electronic voting by the members applies

Unless otherwise specified a resolution and/or decision will be deemed to have passed by a **Simple Majority**.

Provisions in this section shall apply to all voting by the ccNSO Membership, unless otherwise provided in the ICANN Bylaws or the Rules.

Quorum rule for Electronic vote by the members (Section 2.2)

Quorum is the minimum number of votes that should be cast for a voting to be valid. The Members' quorum requirement shall apply only to the Members' vote.

The quorum shall be at least thirty three percent (33%) of the total Membership of the ccNSO, and at least three (3) Members per ICANN Region.

In the event that at least thirty three percent (33%) of the ccNSO Members vote, the voting shall be valid.

Quorum rule for Electronic vote by the members (Section 2.2)

What if quorum is not met in the first round?

Option 1: The Members will be deemed to have abstained and the status quo remains: ccNSO Council Resolutions and Decisions will become effective, amendment to the Rules will not pass and Members' decisions will not be taken.

Option 2: A second vote will automatically commence 14 calendar days after closure of the first round of voting. The results of the second vote will be valid irrespective of whether the quorum has been met.

Option 3: A second vote will automatically commence 14 calendar days after closure of the first round of voting. The results of the second vote will be only valid if at least 33% of the members have cast their vote. If the threshold is not past ccNSO Council Resolutions and Decisions will become effective, amendment to the Rules will not pass and Members' decisions will not be taken.

Review of the Rules (Section 3)

Frequency of reviews

The Rules should be reviewed:

- Every five (5) years after adoption of an amended version, on whether they are effective and serve their purpose; or
- At the request of:
 - The ccNSO Council
 - The Chair of the ccNSO
 - Ten (10) Members of the ccNSO from at least ten (10) different Territories and representing no less than three (3) ICANN Geographic Regions

Review of the Rules (Section 3)

Method of reviews

Each review will be conducted by a group of volunteers from Members of the ccNSO and in accordance with a method determined by the ccNSO Council, subject to the Members Veto Mechanism.

Each review is to include the opportunity for input from the broader ccTLD community and ccNSO Council. Any recommended changes to the **Rules** must be ratified by the ccNSO Members in the manner described in Section 2 of these Rules.

Mechanism to amend the Rules of the ccNSO (Section 4.1)

Proposed Text

Council and Membership adoption

To change the Rules of the ccNSO both the ccNSO Membership and Council have to adopt the amended Rules.

First, and after consultation of the ccNSO Membership, at least 14 members of the ccNSO Council must vote in favor to adopt the proposed amendment of the Rules.

Following the adoption by the ccNSO Council, the proposed amendments to the Rules must be circulated to all Members and the Members vote shall start no sooner than twenty-one (21) calendar days and no later than twenty-eight (28) calendar days after the date the proposed amendments have been circulated to the Members.

The Members shall have adopted the amended Rules if at least a Super Majority of the votes cast are in favor of the proposed changes. Section 2.2 Quorum Rule for electronic vote by the members applies

Mechanism to amend the Rules of the ccNSO (Section 4.1)

Date the new rules become effective

Within five (5) calendar days after conclusion of the Members Vote the voting report shall be submitted to the Council for approval and published on the ccNSO website together with the amended Rules as adopted by the Members.

The Membership shall be informed accordingly through the appropriate ccNSO list(s). The ccNSO Council has to vote whether to approve the voting report within seven (7) calendar days after its publication. The amended Rules become effective upon approval of the voting report by the ccNSO Council.

Change mechanism - Operating Procedures or ccNSO Guidelines (Section 4.2)

An Operating Procedure shall be developed or amended at the initiative of the ccNSO Council.

Before voting on the adoption of the Operating Procedure, the ccNSO Council must consult the Members of the ccNSO.

The ccNSO Council decision to adopt an Operating Procedure is subject to the **Members' Veto Mechanism**.

Thank you

GRC Sub-group email: ccnso-grc-sg@icann.org
Wiki: <https://go.icann.org/3m6eLCV>

SG Members:

David McAuley (Chair)

Irina Danelia

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Ann-Cathrin Marcussen

Alejandra Reynoso

Katrina Sasaki (observer)

Sean Copeland (observer)