



# Cross Community Working Group (CCWG) Charter

## Template

<b>WG Name:</b>		<b>Cross Community Working Group (CCWG) on new gTLD Auction Proceeds</b>	
<b>Section I: Cross Community Working Group Identification</b>			
<b>Chartering Organization(s):</b>			
<b>Charter Approval Date:</b>			
<b>Name of CCWG Chair(s):</b>			
<b>CCWG Workspace URL:</b>			
<b>CCWG Mailing List:</b>			
<b>Resolution adopting the charter:</b>	<b>Title:</b>		
	<b>Ref # &amp; Link:</b>		
<b>Important Document Links:</b>	<ul style="list-style-type: none"> <li>• New gTLD Auction Proceeds Discussion Paper - <a href="https://gnso.icann.org/en/drafts/new-gtld-auction-proceeds-07dec15-en.pdf">https://gnso.icann.org/en/drafts/new-gtld-auction-proceeds-07dec15-en.pdf</a></li> <li>• Public comment review tool (comments received on new gTLD Auction Proceeds Discussion Paper) <a href="https://community.icann.org/download/attachments/58730906/report-comments-new-gtld-auction-proceeds-07dec15-en.pdf?version=1&amp;modificationDate=1458550578000&amp;api=v2">https://community.icann.org/download/attachments/58730906/report-comments-new-gtld-auction-proceeds-07dec15-en.pdf?version=1&amp;modificationDate=1458550578000&amp;api=v2</a></li> <li>• Transcript, recording and presentations from new gTLD Auction Proceeds Workshop - <a href="https://buenosaires53.icann.org/en/schedule/wed-cwg-new-gtld-auction">https://buenosaires53.icann.org/en/schedule/wed-cwg-new-gtld-auction</a>. ICANN53 High Interest Session in Buenos Aires (in addition to workshop): <a href="#">session materials here</a>.</li> <li>• Transcript, recording and presentations from June 28<sup>th</sup> 2016 cross-community <a href="#">ICANN56 session</a></li> <li>• <a href="#">Note to Auction Proceeds DT re. legal and fiduciary principles</a></li> <li>• ICANN56 Comment Review Tool [include link once finalised]</li> </ul>		
<b>Section II: Problem Statement, Goals &amp; Objectives, and Scope</b>			
<b>Problem Statement:</b>			

The new generic top level domain (gTLD) Program established auctions as a mechanism of last resort to resolve the competition sets between identical or similar terms (strings) for new gTLDs – known as string contention. Most string contentions (approximately 90% of sets scheduled for auction) have been resolved through other means before reaching an auction conducted using ICANN's authorized auction service provider, Power Auctions LLC. However, it was recognized from the outset that significant funds could accrue as a result of several successful auctions conducted by ICANN. Following the ICANN Board's commitment to do so, the auction proceeds derived from such auctions have been reserved and earmarked within ICANN until such time as the ICANN Board authorizes a plan for the appropriate use of the funds. These proceeds are to be considered as an exceptional, one-time source of revenue.

The new gTLD auction proceeds, derived from these last resort auctions, are distinct and ring-fenced funds. As such the auction proceeds are a single revenue source (derived from all new gTLD auction proceeds round 1). The proceeds, net of direct auction costs, are fully segregated in separate bank and investment accounts. The proceeds are invested conservatively and any interest accrues to the proceeds. Details of the proceeds to date can be found at <http://newgtlds.icann.org/en/applicants/auctions/proceeds>.

The new gTLD Applicant Guidebook (see <https://newgtlds.icann.org/en/applicants/agb>) deals with the possible uses of auction funds as follows:

*“Possible uses of auction funds include formation of a foundation with a clear mission and a transparent way to allocate funds to projects that are of interest to the greater Internet community, such as grants to support new gTLD applications or registry operators from communities in subsequent gTLD rounds, the creation of an ICANN-administered/community-based fund for specific projects for the benefit of the Internet community, the creation of a registry continuity fund for the protection of registrants (ensuring that funds would be in place to support the operation of a gTLD registry until a successor could be found), or establishment of a security fund to expand use of secure protocols, conduct research, and support standards development organizations in accordance with ICANN's security and stability mission”.*

From the perspective of the ICANN Board, as noted in the 11 February 2016 letter from Steve Crocker, Chairman of the ICANN Board, “the CCWG is empowered to gather ideas and create one or more proposals which the Board will consider in final decision-making”. Further, the board has subsequently committed to enter into a dialogue with the CCWG if the Board does not believe that it can accept a recommendation (including, for example, where Board's fiduciary responsibilities or legal obligations are impacted, or other obligations under the Bylaws or related Articles may be impacted).

### **Goals & Objectives:**

The CCWG is tasked with developing a proposal(s) for consideration by the Chartering Organizations on the mechanism that should be developed in order to allocate the new gTLD Auction Proceeds. As part of this proposal, the CCWG is also expected to consider the scope<sup>1</sup> (see for further details below) of fund allocation, due diligence requirements that preserve ICANN's tax status as well as how to deal with directly related matters such as potential or actual conflicts of interest. The CCWG will NOT make any recommendations or determinations with regards to specific funding decisions (i.e. which specific organizations or projects are to be funded or not).

<sup>1</sup> See also [Note to Auction Proceeds DT re. legal and fiduciary principles](#)

## Scope:

The CCWG is expected to adhere to the following Guiding Principles, both in the context of its deliberations as well as the final recommendations:

- Ensure transparency & openness;
- Provide sufficient accountability;
- Ensure that processes and procedures are lean & effective;
- Take all appropriate measures to deal with conflicts of interest, which includes disclosure as part of CCWG process as well as avoiding conflicts at subsequent stages; and
- Deal with diversity issues by:  
Striving for a fair, just and unbiased distribution of the auction proceeds not inconsistent with ICANN's mission. Further, seek to ensure diversity of members/participants/observers of the CCWG itself, thus ensuring different perspectives and providing for broader discussion and debate and so leading to more informed and inclusive processes to govern the allocation and disbursement of the proceeds.

As part of its deliberations, the CCWG is required to factor in the following legal and fiduciary constraints:

- It is the CCWG's purpose to make recommendations for a mechanism and/or process for allocation of auction funds that takes into account the need for auction funds to be utilised in a manner that is not inconsistent with ICANN's Mission. In addition, the CCWG is expected to make recommendations about how to assess the extent to which the proposed use of auction proceeds by applicants is aligned with ICANN's Mission.
- ICANN will maintain ultimate responsibility for the confirmation of all disbursements, whether upon initial disbursement or subsequent disbursement in which case such subsequent disbursement may be handled by putting in place the appropriate contractual and/or compliance requirements.
- The CCWG must ensure that its proposal(s) for a process and disbursement limitations will not endanger ICANN's tax exempt status and may obtain input from ICANN's legal / finance teams or Expert Advisors as described in Section IV of this charter, should any questions arise in this regard. The preceding should not prejudice the primary principle of equal access to auction funds regardless of the geographic of the prospective recipient organization. See also [Note to Auction Proceeds DT re. legal and fiduciary principles](#).
- To align with requirements imposed to maintain ICANN's U.S. tax exempt status, the CCWG must include a limitation that funds must not be used to support political activity/intervening in a political campaign public office<sup>2</sup> or attempts to influence legislation<sup>3</sup>. The definitions of the limitations that are

<sup>2</sup> Political campaign activity that is restricted under U.S. tax regulations for tax-exempt entities is activity that supports or opposes one or more candidates for public office. Political campaign activity includes, but is not limited to, making partisan statements of candidate or political party preference and projects designed or targeted to influence voter acceptance or rejection of a candidate. Coordinating activities with a candidate's campaign or a political party is also political campaign activity. Political campaign activity does not include nonpartisan activities that do not attempt to influence an election by supporting or opposing a candidate, such as voter registration drives or production of neutral voter guides.

<sup>3</sup> Lobbying activity that is restricted under U.S. tax regulations for tax-exempt entities is an attempt to influence specific legislation by communicating views to legislators or asking people to contact their legislators. This includes legislation actually introduced in a legislative body, under discussion, or merely being proposed. Lobbying does not include public education about issues, advocacy with respect to matters that are not specific legislation or legislative proposals, regulatory work, litigation, and work before administrative bodies.

imposed to meet U.S. tax requirements must be applied across all applicants, and not only those from or intending to use the funds within the U.S. These requirements will apply to comparable activities across any location where applicants are located or intend to use the funds.

- The CCWG must maintain high standards when dealing with issues of conflict of interest. All members and participants must adhere to conflict of interest requirements, including the preparation and ongoing maintenance of an up to date statement of interest, which itself will include certain mandatory disclosures as specified in this charter. The work output CCWG must also include clear and comprehensive conflict of interest requirements to guide the disbursement process in full.
- The CCWG must require that the administration of the disbursement process as well as the necessary oversight will be funded from the auction proceeds. Due consideration should be given to industry best practice (as well as potential requirements that may need to be put into place concerning due diligence review, monitoring, audits, post-project evaluation etc.) as to what an appropriate level of overhead will be.

The CCWG is required to, at minimum, to give appropriate consideration to and provide recommendations on the following questions, taking into account the Guiding Principles as well as the legal and fiduciary constraints outlined above:

1. What framework (structure, process and/or partnership) should be designed and implemented to allow for the disbursement of new gTLD Auction Proceeds, taking into account the legal and fiduciary constraints outlined above as well as the existing memo on legal and fiduciary principles<sup>4</sup>? As many details as possible should be provided, including any implementation guidance the CCWG may have in relation to the establishment of this framework as well as criteria for the selection / ranking of potential funding requests.
2. As part of this framework, what will be the limitations of fund allocation, factoring in that the funds need to be used in line with ICANN's mission while at the same time recognising the diversity of communities that ICANN serves? This should include recommendations on how to assess whether the proposed use is aligned with ICANN's Mission. Furthermore consideration is expected to be given to what safeguards, if any, need to be in place.
3. What safeguards are to be put in place to ensure that the creation of the framework, as well as its execution and operation, respect the legal and fiduciary constraints that have been outlined in this memo<sup>5</sup>?
4. What aspects should be considered to define a timeframe, if any, for the funds allocation mechanism to operate as well as the disbursements of funds? E.g. The timeframe for the operation of this new mechanism may provide the opportunity for long term support, or for funding to be released in tranches linked to milestone achievements, single or multiple disbursements.
5. What conflict of interest provisions and procedures need to be put in place as part of this framework for fund allocations?
6. Should any priority or preference be given to organizations from developing economies, projects implemented in such regions and/or under represented groups?
7. Should ICANN oversee the solicitation and evaluation of proposals, or delegate to or coordinate with another entity, including, for example, a foundation created for this purpose?
8. What aspects should be considered to determine an appropriate level of overhead that supports the principles outlined in this charter?

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<sup>4</sup> See also [Note to Auction Proceeds DT re. legal and fiduciary principles](#)

<sup>5</sup> See [Note to Auction Proceeds DT re. legal and fiduciary principles](#)

9. What is the governance framework that should be followed to guide distribution of the proceeds? The issues addressed by a governance framework could include (but does not have to be limited to):
  - a. What are the specific measures of success that should be reported upon?
  - b. What are the criteria and mechanisms for measuring success and performance?
  - c. What level of evaluation and reporting should be implemented to keep the community informed about how the funds are ultimately used?
10. To what extent (and, if so, how) could ICANN, the Organization or a constituent part thereof, be the beneficiary of some of the auction funds?
11. Should a review mechanism be put in place to address possible adjustments to the framework following the completion of the CCWGs work and implementation of the framework should changes occur that affect the original recommendations (for example, changes to legal and fiduciary requirements and/or changes to ICANN’s mission)?

The CCWG will NOT make any recommendations or determinations with regards to specific funding decisions (i.e. which specific projects or organizations are to be funded or not).

### Section III: Deliverables and Reporting

#### Deliverables:

As a first step the CCWG will develop and adopt a work plan and an associated schedule of activity. The work plan and schedule should include the expected timing and methods for public consultation and informing the participating SOs, ACs and broader community on progress made. The work plan and schedule should be published on the web or wiki page of the CCWG. The CCWG Chair(s) will be responsible for maintaining and updating the work plan and schedule and informing the Chairs of the Chartering Organizations of changes made to the work plan and schedule.

The CCWG is expected, at a minimum, to publish an Initial Report for public comment followed by a Final Report, which will be submitted to the Chartering Organizations for their consideration. In the event that all Chartering Organizations support the (Supplemental) Final Report, and only if so recommended by the CCWG, the Leadership Team of the CCWG shall submit the (Supplemental) Final Report to the ICANN Board of Directors.

The Board will consider the report in its final decision-making and the Board has committed to enter into a dialogue with the CCWG if the Board does not believe that it can accept a recommendation (including, for example, where Board’s fiduciary responsibilities or legal obligations are impacted, or other obligations under the Bylaws or related Articles may be impacted).

#### Reporting:

The Chair(s) of the CCWG shall ensure regular updating of the Chartering Organizations on the progress made. It is up to the CCWG in consultation with the respective Chartering Organizations to determine how such updates are to be provided. These may be in the form of written progress reports, oral updates and/or other means.

### Section IV: Membership, Staffing, and Organization

## Membership Criteria:

Participation in the CCWG, and its sub-teams (should these be created), is open to Chartering Organization appointed Members, participants and observers. Members are appointed by the Chartering Organizations in accordance with their own rules and procedures. Each Chartering Organization shall appoint a minimum of 2 and a maximum of 5 Members. Chartering Organizations should make reasonable efforts to ensure that the composite of individual Members:

- Have sufficient and appropriate motivation (and ideally expertise) to participate in the substance of the work of the CCWG. Appropriate experience could, for example, include experience with allocation and final disbursement of funds;
- Commit to actively participate in the activities of the CCWG on an on-going and long-term basis;
- Solicit and communicate (where appropriate) the views and concerns of individuals in the organization that appoints them;
- Commit to abide to the charter when participating in the CCWG;
- Understand the needs of the Internet communities that ICANN serves (standards, domains and numbers);
- Understand the broader ecosystem (the Internet Community) in which ICANN operates and the needs of those working on other aspects of the Internet industry, including those not yet connected.

In addition to the role that Chartering Organization appointed members have in relation to potential consensus calls or decisions (see below), they are expected to serve as a liaison between their respective Chartering Organization and the CCWG. Members must, if and when necessary, ensure that the Chartering Organizations are kept up to date on the progress and deliberations of the CCWG as well as sharing any input from the Chartering Organization with the CCWG.

Chartering Organizations are encouraged as part of the CCWG member selection process, to take into account how appointed members can better contribute from a diversity of viewpoints. This can be achieved by looking at the cultural, geographic, industry, knowledge and expertise diversity as well as gender balance of Chartering Organizations appointed members.

Chartering Organizations are encouraged to use open and inclusive processes when selecting their members for a CCWG and this should include reasonable efforts to ensure that each of ICANN's five regions is represented.

In addition, the CCWG will be open to any interested person as a Participant. Participants may be from a Chartering Organization, from a stakeholder group not represented in the CCWG, or may be self-appointed and derive from within the ICANN or broader community. Participants will be able to actively participate in and attend all CCWG meetings, work groups and sub-work groups. However, should there be a need for a consensus call or decision, such consensus call or decision will be limited to CCWG members appointed by the Chartering Organizations who may consult as appropriate with their respective Chartering Organization. By self-appointing, a Participant commits to abide to the charter of the CCWG.

Observers may join the CCWG and will be subscribed to the mailing list on a read-only basis (no posting rights). Observers are not allowed to attend the CCWG meeting. However, should an observer desire to change his/her status to participant, they can do so at any time.

In terms of participants and observers, comprehensive outreach and promotion strategies on the ICANN website and mailing lists should be put in place to ensure that a wide enough base of people outside of the Chartering Organizations will consider participating of their own volition.

All Members, participants and Observers will be listed on the CCWG's Wiki [add link if available]. The mailing list of the CCWG will be publicly archived [add link if available]. All members and participants in this process are required to submit a Statement of Interest (SOI) following the procedures of their respective Chartering Organization and a statement should at a minimum include the name of the participant, the SO or AC of affiliation (where applicable) and external affiliation or association (where applicable). In addition, the following mandatory disclosures are required:

- Declaration on intention to apply for (or in any way support the application for) new gTLD Auction Proceeds, either as an individual or through the entity you are representing or employed by or are otherwise funded by or affiliated with or support/endorse. It will be mandatory to report any changes in relation to these intentions throughout the CCWG life-cycle.

If SOI information is not provided in a timely manner, the member or participant will be required to interact with the work of the group via observer status until such time the information is provided.

Volunteer chair(s) will preside over CCWG deliberations and ensure that the process is bottom-up, consensus-based and has balanced multistakeholder participation.

#### *Appointment of chair(s).*

A chair may be appointed by each Chartering Organizations, but there is no obligation for a Chartering Organization to appoint a chair. Chartering Organizations that do decide to appoint a chair should make reasonable efforts that the proposed chair / co-chair has the necessary experience to manage an effort of this nature by, for example, having actively participated as a member in at least one CCWG or ICANN Working Group throughout its lifecycle in order to have relevant or related experience of the different tasks that come with chairing a CCWG. Prior leadership experience (chair / co-chair / vice-chair) is desirable. Overall familiarity with the functioning of a CCWG is important to understand the various leadership skills that are necessary to be employed during a CCWG's lifecycle. For example, a chair has to ensure that debates are conducted in an open and transparent matter and that all interests are equally represented within the CCWG's discussions as well as the final deliverables/outcomes from the process. Those accepting leadership positions in the CCWG will be taking on substantially higher levels of commitment than that of Members and Participants.

In the event that none of the Chartering Organisations proposes a chair, then the CCWG must proceed to nominate and select a chair, co-chairs or chair and vice chair from within the CCWG membership.

#### *Board Liaison(s) and Staff Expert(s)*

The CCWG will include a Liaison(s) from the ICANN board in order to ensure that ICANN board input is provided in a timely basis and to take care that the deliberations and/or draft recommendations do not adversely affect the legal and fiduciary obligations that ICANN has. In addition, the Board may also request participation in the CCWG of a Staff Expert(s) on ICANN's legal and fiduciary obligations in order to assist the Board members and the CCWG in this regard. The Board Liaison(s) and Staff Expert(s) are expected to participate in the CCWG deliberations in the same way as Chartering Organizations appointed members, but they will not participate in any consensus calls should these take place. Individual Board members may also participate in the CCWG as a participant (see above), but it is on the understanding that such participation is done on an individual title, not

as a representative of the ICANN Board. Any formal Board input or positions are expected to be communicated as such and through the Liaison/s.

### **Group Formation, Dependencies, and Dissolution:**

#### *Group Formation*

Each of the Chartering Organizations shall appoint members to the CCWG-Auction Proceeds in accordance with their own rules and procedures. Staff support dedicated to this effort will be responsible for: collecting the names of the appointed members, circulating a call for volunteers (participants and observers) and for setting up the required tools for this effort (e.g. wiki, mailing list, adobe connect room). Staff support will work with the chair or co-chairs to schedule a first meeting of the CCWG.

#### *Dependencies*

Possible dependencies include:

- Revised ICANN Bylaws, especially ICANN’s mission, as a result of the CCWG-Auction Proceeds recommendations
- Development and implementation of a global public interest framework bounded by ICANN’s mission as identified in ICANN’s Strategic Plan
- Completion of the new gTLD Auctions

#### *Dissolution*

The CCWG shall be dissolved following the completion of its work as indicated by the Chartering Organizations. Alternatively, dissolution of the CCWG prior to completion of its work can be requested by the CCWG Chair(s). Such a request could be the result of deadlock, changing circumstances and/or lack of volunteers. Before deciding whether to dissolve the CCWG prior to completion of its work, the Chartering Organizations are expected to consult with the members and participants of the CCWG as well as each other to make sure there is no other alternative than dissolution.

Implementation oversight may be required and this is addressed at the end of this document.

### **Expert Advisors:**

If the CCWG determines that it needs additional educational briefings occurring upfront or as issues emerge during deliberations, it should identify such specific requests to the COs including; subject matter(s), type(s) of expertise, objectives, and costs. It is strongly recommended that for specific areas of expertise –financial, legal, or otherwise –the CCWG does seek expert advice and ideally identifies at an early stage of the process the type of expertise needed. If additional costs are involved, prior approval must be obtained via the appropriate mechanism.

Additionally, the CCWG may, at any stage throughout its deliberations, decide to seek input from self-formed groups and/or individuals with the aim of further informing CCWG members about matters that fall within the remit of the CCWG and which are of interest to the ICANN community.



## Staffing & Resources:

ICANN will provide sufficient staff support to support the activities of the CCWG. The ICANN Staff assigned to the CCWG will fully support the work of the CCWG as requested by the chair(s), including meeting support, document drafting, editing and distribution and other substantive contributions ICANN staff, in a coordinated effort with the CCWG. Staff will also ensure that there is adequate outreach to ensure that the global multistakeholder community is aware of and encouraged to participate in the work of the CCWG.

The CCWG is encouraged to identify any additional resources beyond the staff assigned to the group it may need at the earliest opportunity, preferably as part of its work plan development, to ensure that such resources can be identified and planned for. If additional costs are to be incurred approval must be obtained via the appropriate processes. In line with other CCWGs and mindful of the costs of running such groups, the CCWG will be conducted exclusively in English and this is a consideration driven by costs and operational issues.

## Section V: Rules of Engagement

### Decision-Making Methodologies:

#### CCWG (internal) Decision-making

In developing its output, work plan and any other reports, the CCWG shall seek to act by consensus. The chair(s) may make a call for Consensus. If making such a call they should always make reasonable efforts to involve all Chartering Organization appointed Members of the CCWG (or sub-teams, if applicable). The chair(s) shall be responsible for designating each position as having one of the following designations:

- a) Full Consensus - a position where no minority disagrees; identified by an absence of objection
- b) Consensus – a position where a small minority disagrees, but most agree

In the absence of Full Consensus, the chair(s) should allow for the submission of minority viewpoint(s) by the Chartering Organization appointed members and these, along with the consensus view, shall be included in the report.

In a rare case, the chair(s) may decide that the use of a poll is reasonable to assess the level of support for a recommendation. However, care should be taken in using polls: they should not become votes, as there are often disagreements about the meanings of the poll questions or of the poll results.

Any member who disagrees with the consensus-level designation made by the Chair(s), or believes that his/her contributions are being systematically ignored or discounted should first discuss the circumstances with the chair(s) of the CCWG. In the event that the matter cannot be resolved satisfactorily, the member should request an opportunity to discuss the situation with the chairs of the Chartering Organizations or their designated representatives.

In the event that no consensus is reached by the CCWG, the chair(s) of the CCWG will submit a Report to the Chartering Organizations. In this Report the chair(s) shall document the issues that are considered contentious, the process that was followed and suggestions to mitigate those issues that are preventing of consensus. If,

after implementation of the mitigating measures consensus can still not be reached chair(s) shall prepare a Final Report documenting the processes followed, including requesting suggestions for mitigating the issues that are preventing consensus from the Chartering Organizations.

### **External Decision-making**

#### **Decision-making by the Chartering Organizations on the CCWG's (Final) Output**

Following the submission of the final output, each of the Chartering Organizations shall, in accordance with their own rules and procedures, review and discuss the output and decide whether to adopt the proposals and the recommendations contained within. The chairs of the Chartering Organizations shall notify the chair(s) of the CCWG of the result of the deliberations as soon as feasible.

#### **Supplemental Final Output**

In the event that one or more of the Chartering Organizations object to one or more of the recommendations contained in the final output, the chairs of the CCWG shall be notified accordingly. This notification shall include at a minimum the reasons for the objection and a suggested alternative that would be acceptable, if any. The CCWG may, at its discretion, reconsider, post for public comments and/or submit to the Chartering Organizations a Supplemental final output, which takes into account the concerns raised.

Following submission of the Supplemental Draft Proposal, the Chartering Organizations shall discuss and decide in accordance with its own rules and procedures whether to adopt the recommendations contained in the Supplemental Draft Proposal. The Chairs of the Chartering Organizations shall notify the Co-Chairs of the CCWG-Auction Proceeds of the result of the deliberations as soon as feasible.

#### **Submission of CCWG Recommendations to the ICANN Board**

After receiving the relevant notifications from all Chartering Organizations as described above, the chair(s) of the CCWG shall, within a reasonable time after receiving the last notification, submit to the Chair of the ICANN Board of Directors and Chairs of all the Chartering Organizations the CCWG-Board Report, which shall include at a minimum:

- a) The (Supplemental) final output as adopted by the CCWG; and
- b) The notifications of the decisions from the Chartering Organizations; and
- c) Documentation of the process that was followed, including, but not limited to documenting the process of building consensus within the CCWG and public consultations.

In the event one or more of the Chartering Organizations do(es) not support (parts of) the (Supplemental) Final Output, the Board Report shall clearly indicate the part(s) of the (Supplemental) Final Output, which are fully supported and the parts which are not, and which of the Chartering Organizations dissents, to the extent this is feasible.

#### **Board consideration and interaction with CCWG and Chartering Organizations**

The ICANN Board of Directors will give due consideration to the Proposal(s) contained in this Report and moreover, the ICANN Board of Directors will enter into a dialogue with the CCWG if the Board does not believe that it can accept a recommendation (including, for example, where Board's fiduciary responsibilities or legal obligations are impacted, or other obligations under the Bylaws or related Articles may be impacted).

**Modification of the Charter:**

In the event this charter does not provide guidance and/or the impact of the charter is unreasonable for conducting the business of the CCWG, the chair(s) have the authority to determine the proper actions. Such action may, for example, consist of a modification to the Charter in order to address the omission or its unreasonable impact, in which case the chair(s) may propose such modification to the Chartering Organizations. A modification shall only be effective after adoption of the amended Charter by all Chartering Organizations, in accordance with their own rules and procedures and publication of the amended Charter. Any proposed modifications should not negatively impact the legal and fiduciary constraints as outlined in the [‘Memo on Legal and Financial Considerations for Inclusion in Charter’](#).

**Problem/Issue Escalation & Resolution Process:**

The members of the CCWG are expected to abide by the [ICANN Expected Standards of Behavior](#).

The chair(s) are empowered to restrict participation of someone who seriously disrupts the working group. Generally, the participant should first be warned privately, and then warned publicly before such a restriction is put into place; in extreme circumstances, this requirement may be bypassed. This restriction is subject to the right of appeal as outlined above.

If a WG member feels that these standards are being abused, the affected party should appeal first to the chair(s) of the CCWG and, if unsatisfactorily resolved, to the chair(s) of the Chartering Organizations or their designated representative. It is important to emphasize that expressed disagreement is not, by itself, grounds for abusive behavior. It should also be taken into account that as a result of cultural differences and language barriers, statements may appear disrespectful or inappropriate to some but are not necessarily intended as such. However, it is expected that CCWG members make every effort to respect the principles outlined in ICANN’s Expected Standards of Behavior as referenced above.

The CCWG chair(s) are empowered to restrict the participation of someone who seriously disrupts the Working Group. Generally, the participant should first be warned privately, and then warned publicly before such a restriction is put into place. In extreme circumstances, this requirement may be bypassed. Any CCWG member that believes that his/her contributions are being systematically ignored or discounted or wants to appeal a decision of the CCWG should first discuss the circumstances with the CCWG chair(s). In the event that the matter cannot be resolved satisfactorily, the CCWG member should request an opportunity to discuss the situation with the chair(s) of the Chartering Organizations or their designated representative. In addition, if any member of the CCWG is of the opinion that someone is not performing his or her role according to the criteria outlined in this Charter, the same appeals process may be invoked.

**Closure & Working Group Self-Assessment:**

The CCWG will consult with their Chartering Organizations to determine when it can consider its work completed. The CCWG and any sub-working groups shall be dissolved upon receipt of the requested notification from the chair(s) of the Chartering Organizations or their designated representatives.

## Implementation

The CCWG is not expected to play any role in the implementation of its recommendations, but it may provide implementation guidance as part of its Final Report. Should it be recommended by the CCWG and/or the Chartering Organizations that a dedicated Implementation Review Team is created to support the implementation of the recommendations and ensure that these are implemented conform the intent of the recommendations, such an IRT is to be created following the adoption by the ICANN Board of the recommendations.

## Section VI: Charter Document History

Version	Date	Description
1.0	25 May 2016	First draft for DT review
1.1	30 May 2016	Revised draft for DT review
1.2	7 June 2016	Revised draft for DT review
1.3	16 June 2016	Revised draft for DT review
1.4	23 June 2016	Revised draft for DT review
1.5	23 August 2016	Revised draft for DT review
1.6	30 August 2016	Revised draft for DT review
1.7	2 September 2016	Revised draft for DT review
1.8	9 September 2016	Final version for DT review

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**Translations: If translations will be provided please indicate the languages below:**

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