

## New Internal Rules of the ccNSO

The GRC is working on proposals to review and update the Internal Rules of the ccNSO, which if adopted by the membership and relooked at possible topics to include in the new Rules. As a first step of that process, the members of the GRC discussed and identified topics that:

1. Must be included,
2. Would be nice to include
3. Should not be included

### Not listed in any of the Jamboard Frames

**Members Ratification vote of Council decisions.** (request by 10% members up to 7 days after publication of decision). If requested, membership vote (no details)

Should this be included in the new Rules?

No-one wanted to include **the members ratification of the vote of council decisions.** Council needs to publish a decision to become effective. Becomes effective 7 days after ratification. During this timeframe, members have the power to overturn a decision by Council (unless the Bylaws prevent this from having)

Question to GRC:

- Should such a mechanism be included in the new internal rules?

ccNSO put much care into the council elections. Robust process. As a result trust the council. Good case to make that instead of a **ratification process i.e. approval process, it should be a denial process.** Threshold should be high enough.

Currently "deny the decision".

Note mechanism has never been used, but there are strong arguments to maintain mechanism in the rules.

For further discussion details of the mechanism 10% of the members, 7 days, quorum rule of members vote etc. For further discussion: Not all Council decisions should be subject to this mechanism: alternative approaches come up with a list or criteria.

For example, question whether the purely admin decisions (e.g. appoint new members to a WG) should be subject to possible veto.

Note the combination of "denial process" and "change mechanism" of the 2004 rules demarcate & frame the roles and responsibilities of Council and membership.

### Frame: Must be included

- Mandatory Introduction: Principle for Rules: must explain at high level and consistency to members and others how the ccNSO works
- Relation of documents
  - o Bylaws prevail obviously. When formed, the ccNSO members via the "Fundamental Rule of the ccNSO" set up a "weak" Council structure. Over the years the Council has assumed more (implicit) power, as the ccNSO Community has stepped back and let the Council deal with the day-to-day matters. How do we codify this, yet at the same time retain with the membership the ultimate override authority of a future Council's action.

- Description for change of Guidelines and Rules. Document current practice of consultation regarding the Guidelines (GRC-> Council-> Members -> Council adoption, subject to ratification). Change of Rules need to be approved by Members
- Membership instructions to Council. Instructions of members to Council (currently unqualified i.e. not clear) by supermajority of the membership.
- Membership voting
  - Electronic (Means) Votes. Included as separate item in 2004 Rules
  - Quorum. Specific section on Quorum. Not consistent, what to do in case quorum is not met? Rewards absenteeism. The rule itself less stringent
  - Threshold for ratification vote
- Termination ccNSO Membership. Expel a member. Substantial misbehavior as defined in Fol
- Removal of Councillors and/or Council. Currently included in the ccNSO Council election guideline and ICANN Bylaw re individual Councillors
- Recourse Council Decisions (WS 2 Accountability Recommendations). For example, if ccNSO membership will not be approved. Petition process

No additional comments

#### **Would be Nice to include**

- Committees. Currently all Committees (and WG) are created by the Council following the specific Guidelines, either at suggestion of Council or members. According to Rules 2004 the members can also establish committees to deal with particular issues such as finance, staffing, or meeting agendas
- Meetings (of membership and/or Council). The Council meeting Guideline and Membership meeting Guideline is far more detailed and reflects current practices. What is included in Rules document is very basic. Overlaps with Bylaws.
- Termination ccNSO Membership

No additional comments

#### **Not to include**

- Council Resolutions. The ccNSO Council provides elaborate description of the Council decisions. Also references in various other documents, for example, removal of a director.
- Exceptions. ICANN Bylaws take precedence in case of conflict. Make more specific? For example, ANNEX D hardly allows for Ratification of Council Votes
- Removal of Councillors and/or Council
- Committees

No additional comments

## Diverging views

- Termination ccNSO Membership
- Removal of Councillors and/or Council
- Committees
- Council resolution
- Exceptions. ICANN Bylaws take precedence in case of conflict. Make more specific?  
For example, ANNEX D hardly allows for Ratification of Council Votes

Reach agreement on what to include in draft.

## Termination ccNSO Membership

It is implied: after a transfer, a membership ends.

What if a member misbehaves as defined in the FOI?

Concern: Definition of misbehaviour in FOI significantly differs from the idea of membership in the ccNSO. People can misbehave, but members? Even if they do not serve their LIC, there are mechanisms to deal with that. LIC can ask for a cctld manager transfer. Feels wrong. Majority: pro

What if someone is offensive, derailing work etc

A person. Not the members. We should not punish the ccTLD manager (the organisational entity) for the behaviour of a person

Definition misbehaviour in FOI:

4.3. The FOIWG interprets “misbehaviour” (section 3.4 of RFC1591) in this context to refer to conduct involving the failure of a manager to (i) carry out the necessary responsibilities of that role, or (ii) carry out those responsibilities in the manner required by RFC1591.

4.4. The FOIWG interprets substantial misbehaviour (section 3.4 of RFC1591) to involve misbehaviour (as defined above) that is either egregious or persistent and may include performing the necessary responsibilities of a manager in a manner that imposes serious harm or has a substantial adverse impact on the Internet community by posing a threat to the stability and security of the DNS.

I live in a country where I used to think ‘members’ of certain institutions might always meet basic principles of responsibility. I no longer think that and think rather anything is possible.

I think misbehavior of even 'members' can happen even if we cannot imagine it now.

Individual members being problematic. Endemic. Underlying the motive, several members participated in the behaviour. Warning or discipline mechanisms should be in place.

If the work of the WG is disrupted, consider removing disruptive members. Who decides?

Bylaws specify who can be members.

Good points to limit power of removal. Better to have a mechanism, just in case you ever need it. Tool to deal with members, not individuals.

## **Removal of councillors and/or council**

*Q: are you in favor of a rule being in place in the internal procedures of the ccNSO about the removal of Councilors?*

One person against. Other stated it depends on level of the bar, when you are dealing with people. Situation where there are camps within a board. You create problems. More elevated procedure. Board being in conflict because of a lack of a higher standard. It is included in the relevant Council guideline. However, Council itself can change the guideline whenever they want to. Members can oppose. In favour of the rule, but not with the structure of it.

State in the rules that there is a procedure in place. Rules should be a book for members. We thought about everything: add a link. Somewhere there ought to be something more descriptive. Do not list conduct. We should have 1 rule in one place that addresses this, and that supplements the bylaws. Should not be easily changeable by a derailed Council. We talk about the removal of 1 Councillor, not the entire council. We cannot include all in the rules. Bylaws address the topic of removing a councillor. 1 by 1 or as a whole. A rule could flesh out what we mean by grossly inappropriate behaviour

*Q: are you in favor of a rule being in place in the internal procedures of the ccNSO about the removal of the full Council?*

Majority is against, one person in favour. Seems like a bylaw problem more than a rules problem. Talk about how members can get rid of the council if they want. From a bylaw perspective there is no such thing as the removal of the full council. More a trust issue than anything else.

## **Council resolution**

Specify how they went. Already a lot in the guidelines. Currently a not very detailed section in the rules. Include reference

*Q. should the internal rules specify the way the council takes its resolutions?*

No discussion

## **Exceptions. Bylaws take precedence**

Make a clear statement in the introduction that bylaws are paramount. Rules and guidelines next to each other. Explain how the various docs and set of rules relate to each other.

*Q. Should there be something in the rules on how exceptions need to be dealt with?*

The introduction of the document should be strong and clear, in principle no exceptions address this matter

## **Include in new Rules**

- Mandatory Introduction: Principle for Rules: must explain at high level and consistency to members and others how the ccNSO works
- Relation of documents
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  - o Description for change of Guidelines and Rules. Document current practice of consultation regarding the Guidelines (GRC-> Council-> Members -> Council adoption, subject to ratification). Change of Rules need to be approved by Members
- **Denial process i.e members vote to strike the decision of the Council .** Threshold should be high enough.
- Membership instructions to Council. Instructions of members to Council (currently unqualified i.e. not clear) by supermajority of the membership.
- **Membership voting**
  - o Electronic (Means) Votes. Included as separate item in 2004 Rules
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  - o Threshold for vote on striking Council decision
- **Termination ccNSO Membership.** Expel a member. Substantial misbehavior as defined in Fol
- **Reference to Removal of Councillors and/or Council.** Currently included in the ccNSO Council election guideline and ICANN Bylaw re individual Councillors

## **To be discussed:**

### **Include Change mechanism like Rules 2004**

#### ***8 Changes to the Rules***

*8.1 These rules will become valid if approved with a vote of greater than 66% at a general meeting, or by electronic vote.*

*8.2 Any proposed changes to the rules must be circulated to all members at least twenty-one days before any vote on the proposed changes.*

*8.3 A change will become valid only if approved with a vote of greater than 66% at a general meeting, or by electronic vote.*

Note to date the interpretation is that the quorum rule applies to such a vote (either section 3.2 in case of in person meeting, or section 5.3)

Section 5.3 reads:

*In the event that at least 50% of the ccNSO members vote, the vote shall be valid. In the event that fewer than 50% of the ccNSO members vote, the vote shall be invalid and a second vote will automatically commence 14 days after the invalid nature of the first vote is notified to the members. The results of the second vote will be valid irrespective of whether 50% of the ccNSO members vote.*