

**A F R A L O**  
**OPERATING PRINCIPLES**  
**Draft (6 Oct 2009)**

**PART 1: GENERAL**

**1. Name:**

The name of this organization shall be the African Regional At-Large Organization (hereinafter referred to as “AFRALO”)

**2. Definitions:**

In these Operating Principles the following definitions shall apply:

<b>ALAC</b> .....	At-Large Advisory Committee.
<b>ALS</b> .....	At –Large Structure.
<b>AFRALO</b> .....	African Regional At-Large Organization.
<b>ICANN</b> .....	Internet Corporation for Assigned Names and Numbers.
<b>RALO</b> .....	Regional At-Large Organizations.
<b>Member</b> .....	A full member of the AFRALO.
<b>Region</b> .....	Geographic Region as defined by ICANN.
<b>Provisional Member</b> .....	The status of an organization which has applied for ALS status and is awaiting a decision by the ALAC with respect to the application. No ALS applicant shall be considered a Provisional Member where AFRALO has not provided favorable regional advice on the application to the ALAC.

**3. Relationship with ICANN**

The reference for the relationship between AFRALO and ICANN will be the MOU signed between the 2 parties in 2007.

**4. Objectives:**

This body is formed with the following objectives:

- 4.1. to provide a forum and promote and encourage African Internet users’ participation and involvement in ICANN in an effective, open, accountable and transparent manner;
- 4.2. to promote, understand and advocate for individual Internet users and to provide a forum for outreach, co-ordination and exchange of information and knowledge for persons who live in the African region as defined herein;
- 4.3. to act as an interface between individual Internet users and ICANN and to promote skills development and information exchange related to the Internet amongst Members;
- 4.4. to encourage users in developing countries in Africa to participate in AFRALO.
- 4.5. to select two individuals to represent the Members of AFRALO as members of the ALAC as provided in the Memorandum of Understanding between AFRALO and ICANN.

**PART II: MEMBERSHIP**

## **5. Membership**

- 5.1. All organizations are considered ALS if they are accredited by ALAC
- 5.2. All ALSes in the AFRICAN region shall be Members of the AFRALO.
- 5.3. There shall be no limit as to the number of Members of the AFRALO.
- 5.4. All Members and Provisional Members shall be entitled to attend and participate at all meetings and be entitled to access information via a publicly accessed World Wide Web site maintained by AFRALO.
- 5.5. All Members and Provisional Members shall be entitled to participate in AFRALO mailing lists.

## **PART III: MANAGEMENT**

### **6. Officers**

The officers of AFRALO are: a Chairperson, a Vice Chairperson and a Secretariat.

- 6.1. The Chairperson shall be elected by the Members of AFRALO and shall serve a term of office of two years.  
He or she shall act as Chairperson at all AFRALO Meetings, coordinate the AFRALO activities and represent the AFRALO in its dealings with outside entities.
- 6.2. The vice-chairperson shall be elected by the Members of AFRALO and shall serve a term of office of two years.  
He or she shall assist the Chair and replace him/her where he/she is unavailable.
- 6.3. The Secretariat shall be elected by the Members of AFRALO and shall serve a term of office of two years. But for the first election, he/she will be elected for only one year to permit an overlap of one year between the term of the Chair and Vice Chair, and the term of the secretary.  
He or she shall deal with all questions concerning the administration of the Organization.  
He or she shall particularly prepare the AFRALO meetings agenda in close collaboration with the Chairperson and deal with application for membership.  
He or she shall also manage actively AFRALO mailing list(s), and disseminate AFRALO and ICANN related news, requests for comments on any policy development issues to AFRALO members through the mailing list(s) in a timely manner.
- 6.4. All the officers of AFRALO should work close with ICANN staff to achieve AFRALO objectives.
- 6.5. The election of the Chairperson, the Vice Chairperson, and the Secretariat of AFRALO shall be held simultaneously to the process of election of the AFRALO Representatives on the ALAC.
- 6.6. The selection process of AFRALO representatives to ALAC is as provided in the Memorandum of Understanding between AFRALO and ICANN and as provided by the Bylaws of ICANN.
- 6.7. The duties of the Officers of the AFRALO shall be as determined by the Members as they may decide from time to time by the majority of a quorum.

- 6.8. If a vacancy occurs amongst those positions referenced in this Part III a replacement shall be elected to fill the remainder of the term by a simple majority of a quorum of the Members of AFRALO.

## **Part IV: DECISIONS**

### **7. Meetings**

- 7.1. The AFRALO shall hold once every year an Annual General Meeting, in addition to any other meetings in that calendar year, and not more than fifteen (15) months shall elapse between the date of one Annual General Meeting and that of the next.
- 7.2. The Annual General Meeting or a Meeting shall be held at a venue accessible to all members physically and/or electronically and shall be called by the Chairperson with at least thirty (30) days notice, said notice specifying the time, date and venue of the Meeting and a draft agenda.
- 7.3. A quorum at any Annual General Meeting or Meeting shall be one third (1/3) of the Members, or seven (7) members, whichever shall be greater. The quorum for any vote of the members, whether held during a Meeting or at any other time, shall be a simple majority of the whole Membership, excepting as provided in Clause 7.5. below.
- 7.4. The Secretariat shall announce the results of any decision that has been made to the entire membership within 4 days maximum using the AFRALO mailing list.
- 7.5. At any meeting where at least one half (1/2) of members are present, a motion to amend, change, or repeal the Operating Principles may be initiated. Two-thirds of the whole membership must consent for the motion to carry.
- 7.6. All Meetings shall be public.

### **8. Decision Making**

- 8.1. Unless otherwise specified herein, to the extent possible all decisions shall be made by consensus; if a consensus cannot be reached then a vote shall be held. Only those ALSes that have been accredited prior to the opening of a vote shall have voting rights. Each accredited ALS will have one (1) vote. In case of equal votes, the President has the casting vote.
- 8.2. Where a vote is held, it may be carried out using such electronic and or on-line means (including web applications, e-mail and/or video or teleconferencing) as determined appropriate by the members.

### **9. Dissolution**

- 9.1. AFRALO may be dissolved by a two-thirds vote of the entire membership if:
  - 9.1.1. it is determined the objectives of AFRALO have been achieved and its existence is no longer necessary, or;
  - 9.1.2. it is determined that AFRALO will no longer be able to function effectively, or;
  - 9.1.3. The structure of the At-Large community in ICANN is modified in such a manner that Regional At-Large Organizations no longer exist in the Bylaws of ICANN.

- 9.2. A motion for dissolution may be passed at a General Meeting provided notice of the intent to move for Dissolution is given to all Members 90 days before the Meeting is held.
- 9.3. Any motion for dissolution must provide for the disposal of any assets of AFRALO.