

# ICANN | GNSO

Generic Names Supporting Organization

## Internet Service Providers and Connectivity Providers Constituency

### Overview

<b>Date of approval</b>	11 March 2023
<b>Date charter received by ICANN staff</b>	11 March 2023
<b>Date charter received by ICANN Board OEC:</b>	18 April 2023
<b>Period Proposed for Public Comment Proceeding:</b>	May 2023
<b>Website</b>	<a href="#">ISPCP website</a>
<b>Important Document Links:</b>	<ul style="list-style-type: none"><li>• <a href="#">ICANN Bylaws</a></li><li>• <a href="#">GNSO Operating Procedures</a></li><li>• <a href="#">ISPCP Operating Procedures</a></li></ul>

### Section 1: Mission and Principles

The Internet Service Providers and Connectivity Providers Constituency – hereinafter referred to as the “ISPCP” of the Internet Corporation for Assigned Names and Numbers (ICANN) is part of the Generic Names Supporting Organization (GNSO) as specified in [Article 11, Section 5 of the ICANN Bylaws](#).

#### 1.1 Mission

The ISPCP

- a) will ensure that the views of its members (as specified in §3.2) contribute toward fulfilling the aims and goals of ICANN and to the benefit of the entire ICANN community.
- b) will ensure that policy development within ICANN guarantees and enhances the operational stability and security of the Internet.
- c) is committed to the effectiveness of the ICANN Multistakeholder Model.

#### 1.2 General Participation Principles

Officers, GNSO Councilors, and Members of the ISPCP are committed to:

- 1.2.0 Being active participants in the ICANN process.

1.2.1 Carrying out its mission in a fair, open, and transparent manner and ensuring that new participants may easily access and understand its operations and processes. Participants adhere to relevant ICANN policies and bylaws as well as support the bottom-up decision-making process essential to ICANN.

1.2.2 Establishing and maintaining standards for leadership positions including impartiality, accountability, and disclosure of conflicts of interest.

1.2.3 Establishing and maintaining professional standards of behavior for all participants including:

- a) Adhering to ICANN Bylaws, policies, and “Expected Standards of Behavior;”
- b) Supporting the bottom-up consensus model and acting in a thoughtful, reasonable, and informed manner when participating in policy development and decision-making processes;
- c) Treating all Members of the ICANN community equally, irrespective of nationality, gender, ethnic origin, religion or beliefs, disability, age, or sexual orientation;
- d) Treating others fairly and in good faith with dignity, respect, courtesy, and civility;
- e) Acting in a reasonable and informed manner when participating in policy development and decision-making processes;
- f) Maintaining good community standing; and
- g) Establishing and maintaining transparency and openness standards including disclosure of conflicts of interest in Constituency business.

1.2.4 Promoting the ICANN model of a global and multistakeholder community. Those who take part in the ICANN process are expected to acknowledge the value of all stakeholders by listening attentively, seeking to understand other points of view, and working in good faith to build consensus in finding solutions to the issues that fall within the areas of ICANN’s responsibility.

## Section 2: Organization

### 2.1 Structure of the ISPCP

The structure of the ISPCP Constituency is as follows:

- a) Membership
- b) ISPCP Executive Committee (EC)
- c) ICANN Nominating Committee (NomCom) Delegate
- d) ISPCP Secretariat (which reports to the Chair)

### 2.2 Elected Officials

In order to conduct the business of the ISPCP Constituency in an efficient manner and conform to the ICANN Bylaws, the ISPCP from its Members shall elect five voting members of the EC:

- a) One Chair;

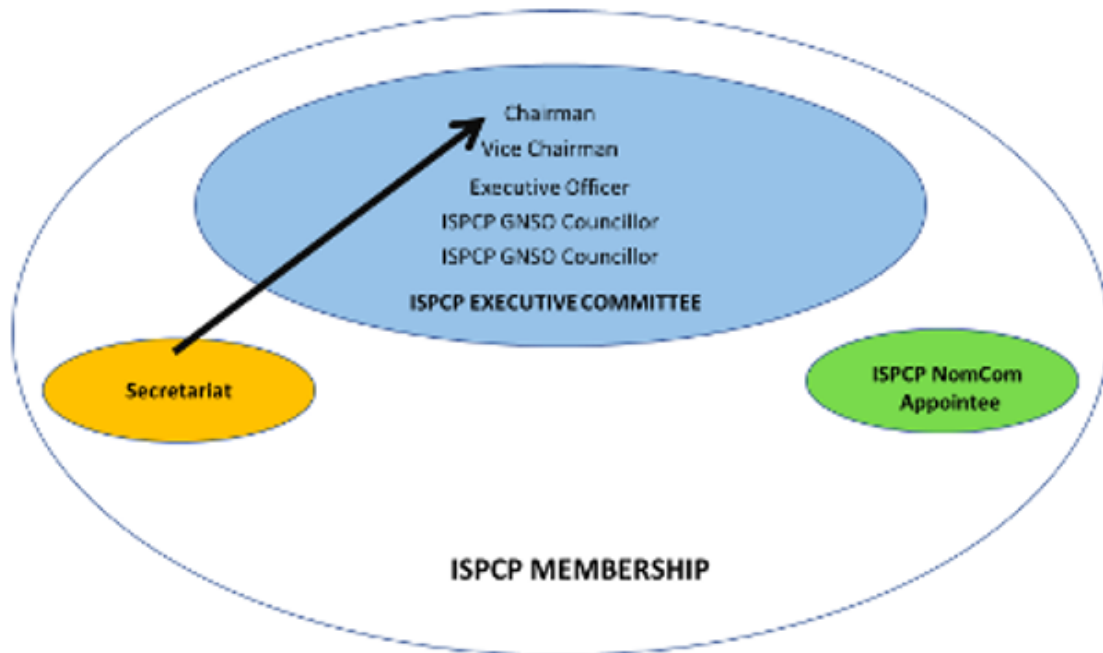
- b) One Vice Chair;
- c) One Executive Officer; and,
- d) Two representatives to the GNSO Council (ISPCP GNSO Councilors).

**2.3 Other Roles**

The EC shall also appoint a Membership Coordinator to manage, at minimum, the Membership database, voting list, mailing list, and website, as part of the Secretariat. See §5.1. The EC shall also appoint an Elections Coordinator to administer the election process. See §7.1.

**2.4 ICANN Nominating Committee**

In addition, the ISPCP from its Members shall appoint one Member to serve on the ICANN Nominating Committee.



**Section 3: Membership**

**3.1 Composition of the ISPCP**

The ISPCP is composed of Internet Service Providers (ISPs) and ISP Associations across the world, thereby ensuring that the Constituency represents a broad range of relevant and diverse ISP and Connectivity interests within the ICANN multistakeholder model.

**3.2 Eligibility and Criteria**

3.2.1 Membership Criteria. Individual commercial entities and Industry Associations may apply for Membership if they meet one or more of the following criteria. They are:

- a) An ISP or connectivity provider which operates an Internet backbone network.

- b) An ISP or connectivity provider which provides access to either Internet users or Internet content providers.
- c) An industry association that represents ISPs or connectivity providers as specified above.

**3.2.2 Membership Rights and Responsibilities.** All Members of the ISPCP, without reservation or limitation, have equal rights to participate in all general activities of the ISPCP Constituency.

**3.2.2.1 One Member Representative.** Each Member, whether it has Voting or Non-Voting status, shall appoint one Member Representative (MR) to act on its behalf and serve as its principal point-of-contact within the ISPCP.

- a) A MR can only vote in one Constituency (and/or Stakeholder Group).
- b) A MR may not represent more than one Member of the ISPCP.

**3.2.2.2 Participation.** Each Member of the ISPCP is expected to contribute to the development and advocacy of ISPCP positions that reflect the views and interests of ISP and Connectivity Providers within the ICANN multistakeholder model.

**3.2.2.3 Expectations.** At all times, the behavior of ISPCP Members shall be in full accordance with the ICANN Expected Standards of Behavior.

**3.2.2.4 Confidentiality.** While discussions within the ISPCP must be open and transparent to all Members, confidentiality outside of the Constituency should be respected if requested.

**3.2.2.5 Disclosure of Conflicts of Interest.** All Members shall disclose any conflicts of interest on a per-issue basis in a timely manner and recuse themselves and their organization from discussions and decision-making related to that topic.

**3.2.2.6 Resolution of Conflicts.** Where concerns about conflicts of interest are expressed by other Members, the responsibility for resolving that matter shall fall to the EC.

### **3.4 Dues**

The Operating Procedures shall outline the dues (if applicable) collected for Membership.

### **3.5 Application for Membership**

The Operating Procedures shall outline the application process for Membership.

### **3.6 Appeals**

Concerns or issues regarding the manner in which the Credentials Committee considers an application for Membership may be appealed to the EC.

## Section 4: Leadership

### 4.1 EC Composition

The EC shall consist of the Chair, the Vice Chair, the Executive Officer, and the two ISPCP GNSO Councilors.

4.1.1 Eligibility and Restrictions. Upon receipt from the EC of a notice of an upcoming election, the Membership Coordinator, coordinating with the Secretariat, will confirm the identity and status of ISPCP Members eligible to vote and/or run for office one (1) week prior to the nomination period. In addition, the Secretariat will notify the Membership if there are any constraints or restrictions pertaining to eligibility for an elected position.

Due to the potential resource and meeting conflicts, an elected officer of the ISPCP shall not be eligible to stand for a position on the ICANN Nominating Committee during their term on the EC.

### 4.2 Resignation or Removal from Office of an EC Member

4.2.1 Resignation. An ISPCP Member may resign at any time from any elected position.

4.2.2 Removal. Upon application by at least three ISPCP Members representing three different companies/organizations and a decision by a voting supermajority (defined at 75% of those casting ballots from the ISPCP Membership) any ISPCP Member may be removed from office.

4.2.3 Choosing a Successor. If an ISPCP Member holding an elected position resigns from the Constituency, or their relationship to the Constituency is terminated, or they are removed from office, a successor shall be elected by the Constituency within three months. The new Officer shall assume the responsibilities of the former Officer for the remaining period of office. For the new Officer the remaining period is not part of the term of office.

### 4.3 EC Members' Responsibilities

4.3.1 Responsibilities. All Members of the EC shall jointly be responsible for;

- a) Conducting the business of the ISPCP in accordance with the relevant bylaws, articles, and resolutions of the ICANN Board and the Constituency.
- b) Ensuring that the work of the Constituency is compliant with the ISPCP mission statement.
- c) Facilitating and, where appropriate, formulating Membership consensus on policy issues for the purpose of providing representative views from the Constituency for the GNSO Council and in ICANN working groups.
- d) Ensuring that the work of the Constituency supports the interests and concerns of the ISP and Connectivity Provider industry.

- e) Reviewing applications for Membership of the ISPCP as requested by the Secretariat and responding with an indicative response on eligibility of the applicant (see note at the end of this section).
- f) Conducting elections in accordance with §7.
- g) Ensuring the ISPCP engages in relevant discussions with ICANN org on the ICANN strategic plan and budget.
- h) Appointing Members of the Constituency to represent the ISPCP in working groups setup within the ICANN community.
- i) Ensuring all ISPCP meetings are held in full compliance with the ICANN Expected Standards of Behavior.

#### 4.3.2 Credentials Committee (CC).

Members of the EC shall also effectively form the CC, charged with the task of assessing all applications for Membership against the criteria specified in §3.2. In cases where consensus is not achieved within the CC, the matter shall be referred to the full Membership for discussion and guidance before the CC takes any final decision.

##### 4.3.2.1 Credentials Committee Duties.

The CC will:

- a) Administer the ISPCP Membership eligibility provisions as provided in §3.
- b) Receive and review new Member applications and, if the information in the application is insufficient to warrant acceptance, notify the applicant and request additional information;
- c) Establish and monitor compliance with the new Member application process assuring itself of the qualifications of any applicant at the time of submission;
- d) Work with the ISPCP Chair and Secretariat to accept and welcome new Members who qualify in accordance with this Charter;
- e) Coordinate with the Membership Coordinator and ISPCP Secretariat to ensure that a list (or database) of Members, including appropriate contact information, is maintained;
- f) Conduct reviews of a Member's eligibility upon request; and
- g) Recommend amendments, when deemed appropriate, to Member eligibility criteria, voting status, the Membership application form/process, the nature and amount of information necessary to evaluate Member eligibility/status, Membership categories (§3), and any other provisions pertaining to ISPCP Membership.

4.3.3 Future Committees and Working Groups. The EC may establish additional permanent or temporary committees and/or working groups, at a later time in accordance with the rules outlined in the Charter, which will be communicated to all Members.

## **4.4 Chair, Vice Chair, Executive Officer, and GNSO Councilor Responsibilities**

### 4.4.1 The ISPCP Chair Responsibilities.

- a) Organize and arrange meetings in conjunction with the Secretariat to support the requirements of the ISPCP Membership in an open and transparent manner.
- b) Prepare an agenda for each meeting.
- c) In conjunction with the Secretariat, facilitate awareness across the ISPCP Membership of all ICANN-related issues that impact the ISPCP stakeholders.
- d) Represent the views of the Constituency in discussions with ICANN org, other parts of the ICANN stakeholder community, and external parties in an open and transparent manner that fully aligns with ISPCP-developed positions.
- e) Oversee the work of the Constituency is undertaken by Members with appropriate skills and is completed in a timely manner.
- f) Represent the ISPCP on the Commercial Stakeholder Group (CSG) as the ISPCP primary contact.
- g) Ensure all ISPCP Members are kept up to date with issues and decisions taken within the CSG.
- h) Ensure Members of the Constituency receive regular briefings on all ICANN issues that impact or have any relationship with the mission of the ISPCP.
- i) Ensure appropriate outreach activities are undertaken by the Constituency at regular intervals.
- j) In conjunction with the Vice Chair, ensure any travel funding for the Constituency is handled in an open and transparent manner and is targeted toward supporting Members who are actively engaged in progressing the work of the Constituency.

#### 4.4.2 The ISPCP Vice Chair Responsibilities.

- a) Support the ISPCP Chair in carrying out their specified responsibilities in a timely manner when requested.
- b) Be prepared to stand in and assume the Chair role on a temporary basis if the Chair is unable to fulfill her/his role and responsibilities for a short period of time, or is unable to attend or lead specific meetings of the ISPCP.
- c) Represent the views of the Constituency in discussions with ICANN org, other parts of the ICANN stakeholder community, and external parties in an open and transparent manner that fully aligns with ISPCP-developed positions.
- d) Oversee the work of the Constituency is undertaken by Members with an appropriate skillset and is completed in a timely manner.
- e) In conjunction with the Chair, ensure all ISPCP Members are kept up to date with issues and decisions that impact or relate to the mission of the ISPCP.
- f) Represent the ISPCP on the CSG as the alternate representative.
- g) Ensure all ISPCP Members are kept up to date with issues and decisions taken within the CSG.
- h) In conjunction with the Chair, ensure any travel funding for the Constituency is handled in an open and transparent manner and is targeted toward supporting Members who are actively engaged in progressing the work of the Constituency.

#### 4.4.3 The Executive Officer Responsibilities.

- a) Support the ISPCP Chair and the ISPCP Vice Chair in carrying out their specified responsibilities in a timely manner when requested.

- b) Represent the Chair or Vice Chair, both within the ICANN community and at meetings with external parties, if requested.
- c) Represent the views of the Constituency in discussions with ICANN org, other parts of the ICANN stakeholder community, and external parties in an open and transparent manner that fully aligns with ISPCP developed positions.
- d) Assist in ensuring the work of the Constituency is undertaken by Members with the appropriate skills and is completed in a timely manner.
- e) In conjunction with the Chair and Vice Chair ensure all ISPCP Members are kept up to date with issues and decisions that impact or relate to the mission of the ISPCP.
- f) Represent the ISPCP on the CSG if specifically requested by the ISPCP Chair.

4.4.4 ISPCP GNSO Councilor Responsibilities. Any Member elected to represent the ISPCP on GNSO Council shall:

- a) Represent the ISPCP in full accordance with the ICANN Expected Standards of Behavior.
- b) Ensure regular attendance at GNSO Council meetings.
- c) Actively contribute to the work of the GNSO Council.
- d) Undertake to represent in any discussions, views, and opinions that support the mission of the ISPCP and align with positions agreed within the Constituency.
- e) Facilitate a two-way communication channel with Constituency Members on topics raised within the GNSO Council.
- f) Ensure a true and accurate account of issues discussed within the GNSO Council is provided to ISPCP Members on a regular basis.
- g) Seek opinions and guidance from the ISPCP Membership on all matters, particularly those which will require voting on a motion at the GNSO Council.
- h) Initiate action to ensure an ISPCP position is obtained prior to any voting taking place at the GNSO Council.
- i) Strictly follow all approved ISPCP positions, without deviation, when voting on behalf of the ISPCP during GNSO Council meetings.
- j) Provide regular updates to Constituency Members on the outcome of all motions put forward at the GNSO Council meetings.

## Section 5: Other Roles

### 5.1 Membership Coordinator

5.1.1 A Membership Coordinator shall be appointed by the EC and work with the Chair on the following items:

- a) Coordinate with the ISPCP Secretariat;
- b) Encourage participation of ISPCP Members in various ISPCP activities;
- c) Scan for opportunities, especially ICANN Public Comment proceedings, and notify the EC in a timely manner when the ISPCP may submit positions and/or statements related to the ISPCP mission and principles;
- d) Solicit volunteers from within the ISPCP to draft Public Comment submissions and other positions and/or statements related to the ISPCP mission and principles;



- e) Track which ISPCP Members participate, including leadership roles, in various drafting teams, working groups or other ICANN activities where the ISPCP is invited or involved; and,
- f) Coordinate and liaise with the EC in their joint responsibility to manage the ISPCP policy development activities.

## **5.2 ICANN Nominating Committee Delegate Responsibilities**

Based on the ICANN Bylaws, the ISPCP elects one delegate to the ICANN Nominating Committee (NomCom). The delegate is expected to pursue the responsibilities of the ICANN NomCom and comply with the rules and procedures it establishes.

## **5.3 Secretariat**

Staff support provided by ICANN org to the ISPCP, serves as part of the ISPCP Secretariat in addition to designated MR and/or the Membership Coordinator. The prime aim of the Secretariat is to assist the Chair and Vice Chair by carrying out the administrative functions associated with the operations of the ISPCP.

5.3.1 Secretariat tasks include but are not limited to:

- a) Arrangement of meetings, including coordination of physical meetings and teleconferences.
- b) Drafting and circulating agendas with the Chair.
- c) Assisting in facilitating remote participation in meetings.
- d) Preparation and publication of minutes or action items, as directed by Excomm.
- e) Producing and maintaining up-to-date Membership list in collaboration with the Membership Coordinator (§5.1).
- f) Handling of Membership applications (see §3.5).
- g) Maintaining a list of delegated representatives entitled to vote for each company/organization.
- h) Maintaining a list of working teams where ISPCP Members are active.
- i) Maintaining relevant mailing lists and contact information.
- j) Providing and maintaining an up-to-date list of Public Comment proceeding periods.
- k) Helping to ensure Constituency business is conducted in a timely manner.
- l) Assisting Chair and Vice Chair in preparing for ICANN Public Meetings.
- m) Assisting in facilitating ISPCP Elections, including the provision of timelines and a neutral depository for vote collection.
- n) Notifying and collecting Membership dues (if applicable) in collaboration with the Membership Coordinator.
  - i) ICANN org cannot be involved in community finances or dues collection.
- o) Acting as a neutral party to conduct Constituency elections.

## **Section 6: Decision-Making and Policy Positions**

### **6.1 Decision-Making**

Except as otherwise expressly set forth herein, the ISPCP, its various committees, working groups, drafting teams, and other deliberative bodies shall endeavor to decide issues by

consensus whenever practicable. Where not practical, decisions will be taken as set forth elsewhere in this Charter.

## **6.2 Preparing Public Comment and Other ISPCP Submissions**

Wherever possible, the ISPCP will produce written positions on relevant issues following this procedure, it being understood that the Chair or Vice Chair, in consultation with the EC, may modify or expedite this procedure in their reasonable discretion depending upon the circumstances:

6.2.1 Discussion draft. The drafting team leader is responsible for coordinating the preparation of a draft Public Comment submission or other documents and thereafter, working with the EC to coordinate comments within the ISPCP and, where appropriate, with other Constituencies of the CSG through the Chair and Vice Chair.

6.2.2 Consultation and approval. The draft submission will be circulated on the Private Channel and Members will be notified that there will be a seven (7) working day period for comment from the day of circulation.

- a) If no substantively opposing comments are received within the time allotted, the submission will be deemed approved by the Members of the ISPCP.
- b) Any Designated Representative of an ISPCP Member may suggest edits and propose amendments to the position statements, which will be considered by the drafting team leader, drafting team participants, and ECs for revision.
- c) Comments provided by ISPCP Members should be responded to by the drafting team leader or a Member of the EC, with the objective of reaching consensus through a process of dialogue, discussion, and compromise of competing viewpoints.
- d) If consensus cannot be reached on a particular position, then the comment should reflect the ISPCP majority view (as evidenced by a vote of the Voting Members, if the EC determines such a vote is necessary), and, upon request, incorporate the minority view in a manner and to the extent deemed appropriate by the EC.

6.2.3 Solidarity. In discussions or communications outside of the ISPCP, when a MR declares himself/herself as representing the ISPCP (as opposed to speaking in an individual capacity), the MR shall remain in support of ISPCP-approved positions. While fulfilling their official roles, EC Members will be required to support such positions.

## **6.3 Appeals**

Concerns or issues regarding the manner in which a decision is made may be appealed to the EC.

# **Section 7: Elections**

## **7.1 General Rules That Apply**

The EC shall authorize fair, open, and transparent election(s) for EC positions; and, subject to governing provisions in the ICANN Bylaws, for GNSO Councilors to represent the ISPCP, and for the ICANN NomCom Delegate. Elections shall be generally supervised by the Membership Coordinator; however, the EC shall arrange for a neutral third party (hereinafter "Elections Coordinator") to administer the election process, which may be ICANN staff, or other contracted service as determined by the Membership Coordinator in consultation with the EC. The timing of elections may vary depending upon the year but shall be scheduled to ensure that published calendar requirements of ICANN, the GNSO Council, and/or the CSG and this Charter are satisfied.

7.1.1 Eligibility and Restrictions. Upon receipt from the EC of a notice of an upcoming election, the Membership Coordinator, coordinating with the Secretariat, will confirm the identity and status of ISPCP Members eligible to vote and/or run for office one (1) week prior to the nomination period. In addition, the Secretariat will notify the Membership if there are any constraints or restrictions pertaining to eligibility for an elected position.

Due to the potential resource and meeting conflicts, an elected officer of the ISPCP shall not be eligible to stand for a position on the ICANN Nominating Committee during their term on the EC.

7.1.2 Announcement. As directed by the EC, a Notice of Election and Request for Nominations will be posted on the Private Channel no later than two (2) weeks before the start of an election. Nominations shall include:

- a) Name of the nominating Member and MR;
- b) Name of the authorized MR making the nomination;
- c) Nominee's name, and geographical region of citizenship; and
- d) A summary of why the nominee is a suitable candidate for the position.

7.1.3 Nominations and Candidate Acceptance – EC.

- a) The election process for the EC will be initiated by a Nomination Period of one (1) week. The Chair and Executive Officer will be elected at the same time.
  - i. The Vice Chair election will be held in the following year after the Chair election. Candidate nominations will be published via the Private Channel upon the close of this period.
- b) A MR of a Member of the ISPCP may nominate one (1) Member for each elected position. If at the close of nominations, it would result that all EC officer nominees (excepting GNSO Councilors) are from the same geographic region, the nomination period may, at the discretion of the EC, be extended to improve diversity.
- c) All nominations must be seconded.
- d) Self-nomination or self-seconding is not permitted.
- e) At the close of the nomination period, the Secretariat, will (i) conduct a review to confirm that all nominated candidates satisfy the eligibility requirements for their respective positions and; (ii) within one week of the close, report any discrepancies to the candidates and the EC.

- f) The Nomination Period will be directly followed by a one-week Acceptance Period. During this period, each nominee who chooses to accept the nomination shall submit to the Elections Coordinator for circulation via the ISPCP Private Channel a statement that includes the following:
  - i. Formal acceptance of the nomination
  - ii. Listing of ISPCP offices currently or formerly held by the nominee, if applicable;
  - iii. A brief curriculum vitae of no more than 500 words; and
  - iv. Rationale as to why the nominee should be elected to the office.
- g) During the Acceptance Period, one or more candidate calls will be scheduled to engage with the candidates about their positions, goals, and qualifications.
- h) If more than four (4) nominations are accepted for any office, the Secretariat may direct the Elections Coordinator to hold a runoff election, according to the voting provisions of this Charter, sufficient to determine the top four (4) candidates to be included on the ballot.
- i) The Secretariat will notify the Elections Coordinator of the names of the candidates for each office promptly at the end of the Acceptance Period (or earlier if all nominations have been accepted or declined) at least one (1) week prior to the deadline for providing ballots to ISPCP Members eligible to vote in such election.

7.1.4 Voting Eligibility. Each company/organization is only eligible to vote in an ISPCP election, having confirmed that they are not a voting Member in any other GNSO stakeholder group or constituency, and/or Supporting Organization, or Advisory Committee within ICANN, per the GNSO Operating Procedures.

7.1.5 Voting.

- a) One third of the Member Representatives with active memberships constitutes a quorum at any meeting. An active membership is defined as one having attended (either physically or through remote participation) at least one meeting within the last three calendar years. A quorum shall only be necessary for any meeting at which a vote or votes must be made, and uncontested votes may be made by acclamation, so that a quorum is not required.
- b) The Elections Coordinator will open an Election Period of one (1) week during which it will receive votes from Voting Members of the ISPCP electronically. During this time, advocating and/or campaigning for any candidates, whether on the ISPCP Public or Private Channel, shall be suspended.
- c) ISPCP Members are each accorded one vote.
- d) Proxy votes are allowed subject to written notification to the Elections Coordinator by the MR after the nomination period and before the start of the voting period.
- e) The winner(s) will be candidates receiving the largest number of votes.
- f) In case of a tie among those candidates receiving the most votes, a new one-week election period will be held among the tied candidates. Such additional election shall occur no later than one (1) week after the tie is determined.

- g) Immediately following the election period, and as soon as practical thereafter, the Secretariat will publish the vote results and notify ICANN org.

## **7.2 Election and Appointments of Members to the EC**

All appointments to positions on the EC shall be made subject to elections held within the Constituency.

Only one Member from each company/organization shall be eligible to hold a position on the EC at any one time. In exceptional circumstances, e.g. resignation of a Member of the EC mid-term, this rule may be waived on a temporary basis. Election rules are outlined in §7.1.

### **7.2.1 Election for Chair.**

7.2.1.1 The term of office for the Chair is 24 months.

7.2.1.2 A maximum limit of two consecutive terms (48 months) shall apply.

7.2.1.3 A Member who was previously appointed as Chair is eligible to stand for reappointment after a gap of 24 months.

7.2.1.4 Unless special circumstances apply, elections for the Chair should be staggered, so they do not occur within the same year as elections for the Vice Chair in order to ensure a degree of management continuity.

### **7.2.2 Election for Vice Chair.**

7.2.2.1 The term of office for the Vice Chair is 24 months.

7.2.2.2 A maximum limit of two consecutive terms (48 months) shall apply.

7.2.2.3 A Member who was previously appointed as Vice Chair is eligible to stand for reappointment after a gap of 24 months.

7.2.2.4 Unless special circumstances apply, elections for the Vice Chair should be staggered so they do not occur within the same year as elections for the role of Chair in order to ensure a degree of management continuity.

### **7.2.3 Election for Executive Officer.**

7.2.3.1 The term of office for the Executive Officer is 24 months.

7.2.3.2 A maximum limit of two consecutive terms (48 months) shall apply.

7.2.3.3 A Member who was previously appointed as Executive Officer is eligible to stand for reappointment after a gap of 24 months.

**7.2.4 Election for ISPCP GNSO Councilors.** In compliance with the ICANN Bylaws and the GNSO Operating Procedures, the ISPCP shall appoint two Members to the GNSO Council to represent the ISPCP Constituency.

7.2.4.1 The term of office for each GNSO Councilor is 24 months.

7.2.4.2 A maximum limit of two consecutive terms (48 months) shall apply.

7.2.4.3 A Member who was previously appointed as a GNSO Councilor is eligible to stand for reappointment after a gap of 12 months.

7.2.4.4 Elections for these two seats should be staggered by one year in order to maintain continuity of representation to the GNSO Council, as per the GNSO Operating Procedures.

7.2.4.5 Special circumstances with respect to term limits are applicable as described in the GNSO Operating Procedures.

### **7.3 Election and Appointment of ICANN Nominating Committee Delegate**

7.3.1 The term of office for the ICANN Nominating Committee (NomCom) is 12 months.

7.3.2 A maximum limit of two consecutive terms shall apply.

7.3.3 A Member who was previously appointed as Executive Officer is eligible to stand for reappointment after a gap of 12 months.

7.3.4 Due to the potential resource and meeting conflicts, a Member appointed to the ICANN NomCom shall not be eligible to stand for a position on the EC during their term on the ICANN NomCom.

## **Section 8: Outreach**

### **8.1 Outreach Policies**

The ISPCP is committed to being inclusive and representative globally by ISPs and telcos that align with our mission and will, in its reasonable discretion conduct, outreach to qualifying entities eligible for Membership as outlined in §3.

### **8.2 Outreach Activities**

The EC shall have the discretion to propose plans/programs, allocate funds, seek ICANN funding for, and encourage Member involvement in activities designed to achieve ISPCP outreach and recruitment goals. An Outreach & Engagement Committee may be established for this purpose; the Chair of the ISPCP shall be a Member of this Committee and may serve as the Committee Chair.

## **Section 9: Communications**

## **9.1 Web Presence**

9.1.1 Member Information. The Secretariat will maintain a public record in the ISPCP web presence(s) including the following the names of each Member and their country of origin.

9.1.2 Use of Site. Membership use of the web presence(s) must comply with the publication policies in §9.3.

## **9.2 Electronic Communications**

The ISPCP shall endeavor to maintain a Public Channel and a Private Channel as further set forth below:

9.2.1 Public Channel. The objective of the ISPCP Public Channel is to publish final approved comments, positions, and/or statements and respond to any feedback provided by a Member of the general public. This channel will also be used to disseminate non-sensitive information about ISPCP meetings. The Public Channel shall be established by the EC and maintained/administered by the Secretariat in coordination with the Secretariat. The term “Public Channel” refers to any open and unrestricted medium using e-mail or equivalent, such as a web presence, website, or web-based forum for group communication. The EC shall establish a mechanism to archive all Public Channel instances, appropriate to their form(s), and make it/them accessible to the public.

9.2.2 Private Channel. The objective of the Private Channel is to enable ISPCP Members to engage in dialogue concerning internal Constituency matters including, but not limited to, leadership/Membership issues, voting/elections, policy discussions, coordinating participation in ICANN-related events, and topics determined to be sensitive for ISPCP Member eyes only. The term “Private Channel” refers to any restricted medium, including e-mail or equivalent, such as a web presence, website, or web-based forum for group communication. Separate internal channels may also be maintained, where warranted, for committees, drafting teams, GNSO working group and cross-community working group caucuses, and other subsets of the ISPCP-on-ISPCP business. The EC shall establish a mechanism to archive all Private Channel instances, appropriate to their form(s), and make it/them accessible to all Members.

## **9.3 Publication Policies**

The following publication policies apply to all ISPCP communications regardless of media:

9.3.1 Responsibility. The responsibility for posting accurate, appropriate, and authorized content will reside with the author. Only the MR, and/or Designated Representatives are entitled to post to official ISPCP media. Any Designated Representative’s decision to post or submit content shall constitute acceptance of the ISPCP publications policy as set forth in this section.

9.3.2 Supervision. The EC shall, in its discretion, appoint the Membership Coordinator to supervise the appropriate use of ISPCP communications media in whatever form. Provisions related to the removal of inappropriate content and/or the suspension of posting privileges are prescribed in §9.5.

9.3.3 Inappropriate Content. Inappropriate postings include, but are not limited to:

- a) Unsolicited bulk e-mail;
- b) Discussions of subjects wholly unrelated to ICANN policy, meetings, activities, technical concerns, or other Internet policy matters;
- c) Postings that are libelous, make personal allegations, speculate on personal motives, or are designed to harass, abuse, stalk, or threaten individuals or groups;
- d) Derogatory or defamatory content about ISPCP officers, Members, employees, or contractors;
- e) Postings that are knowingly false, ad hominem, or misrepresentative of another person's statements or positions;
- f) Postings that violate an obligation of confidentiality;
- g) Content that constitutes a commercial solicitation;
- h) Content that is internal, but is inappropriately sent to the Public Channel;
- i) Content that is harmful to minors, obscene, or otherwise objectionable;
- j) Content that intentionally interferes with a due process of the ISPCP, such as an election or vote; and
- k) Content that otherwise violates the ICANN Expected Standards of Behavior.

#### **9.4 Protection of Member Data**

The EC, Membership Coordinator, the Secretariat, and Members of the ISPCP shall ensure reasonable care of Member data and, in particular, shall not utilize such data beyond what is necessary for its originally intended purposes or to further the mission of the ISPCP.

#### **9.5 Limits on Communication Privileges**

In addition to the above obligations and consequences, the Membership Coordinator may recommend to the EC the removal of posted material not conforming to the provisions of this Charter and, further, for repeated violations, the suspension or restriction of a Designated Representative's posting privileges to or on any of the ISPCP communications mechanisms.

## **Section 10: Meetings**

### **10.1 General Membership Meetings**

10.1.1 Format. The ISPCP will meet in person at all ICANN Public Meetings and, additionally, the Chair will schedule virtual (electronic) meetings (teleconferences) at least once per month, wherever practicable, communicated via the ISPCP Private Channel. Such teleconferences are intended to share information among Members, discuss relevant ISPCP and ICANN matters, establish consensus on policy positions, plan ISPCP participation at ICANN Public Meetings; and/or address other topics, issues, and business as determined by the EC.



10.1.2 Members Not in Attendance. When Members cannot attend meetings, they may provide their written positions/views on agenda topics in advance via the ISPCP Private Channel.

10.1.3 Minutes. The Secretariat will authorize and post to the Private Channel the transcript, chat room discussions, and audio recording from any general Membership meeting within ten (10) days of such meeting. Whenever possible, for the convenience of Members, the Chair or Secretariat will note action items from ISPCP meetings that stemmed from discussions. If votes are taken at a meeting, the minutes shall indicate the outcomes as well key discussion points. The Chair may delegate these tasks.

10.1.4 Private. Except for specifically designated open meetings held at ICANN Public Meetings, ISPCP meetings shall be private unless the EC decides that circumstances warrant an open invitation to the public.

10.1.5 Procedures.

- a) The agenda will be prepared by the Chair. The Chair shall request that Members provide agenda items and shall presumptively include all such items in the agenda. The Chair shall have the discretion not to include any item in the agenda; provided, however, that at the request of one-quarter of Voting Members, the presiding Chair must include an item in the agenda.
- b) Remote participation at in-person ISPCP meetings is permitted.
- c) At the discretion of the Chair, meetings may be conducted informally or as appropriate for the size of the group and topic being discussed. Concerns or issues regarding the manner in which a meeting is conducted may be appealed to the EC.

10.1.6 Translation and Remote Participation. Upon request, the EC will make a reasonable effort to facilitate translation and remote participation services.

## **10.2 Committee Meetings**

The Chair of any committee shall consult its Members when making determinations as to how its meetings are to be conducted, including compliance with §10.1.

10.2.1 Format. Committee meetings may be conducted using electronic means.

10.2.2 Appeals. Concerns or issues regarding the manner in which a meeting is conducted may be appealed to the EC.

## **Section 11: Process for Amending Charter**

### **11.1 Amendments**

This Charter may be amended from time to time, in whole or in part, subject to a two-thirds affirmative vote (super-majority) of the ISPCP Membership and subject to approval pursuant to the GNSO Charter Amendment Process. Any proposal for a Charter amendment that is not

supported by the EC requires the support of at least 25% of MRs before being put to a Membership vote.

### **11.2 Interpretation**

If any dispute arises regarding the interpretation of this Charter, such interpretation will be decided upon solely by the EC without prejudice to the right of any Member to file a complaint to the ICANN Ombuds.

### **11.3 Effect and Transition**

All articles of any revised Charter shall take effect immediately following an affirmative super-majority vote of the ISPCP Membership and any other required approvals in accordance with the GNSO Charter Amendment Process.

## **Section 12: Core Definitions**

### **12.1 “Internet Service Provider (ISP)”**

Entities that are in the business of providing customers access to the Internet. ISPs may, in addition, operate an Internet backbone network or provide transit, and they may provide other services such as email services, DNS resolution, web hosting, and browser services.

### **12.2 “Connectivity Provider”**

Entities that buy or lease bulk Internet links from an ISP then resell portions of the purchased connections to the general public.

### **12.3 “Internet Backbone Network Provider”**

An Internet backbone network provider is an organization or business entity that provides access to the Internet via high-capacity long-haul transmission facilities that are interconnected with other such networks via commercially agreed peering relationships across a country or internationally to regional ISPs or datacenter-based networks.

### **12.4 “Internet Transit”**

Internet transit is the service of allowing network traffic to cross or “transit” a computer network, usually used to connect a smaller Internet service provider (ISP) to the larger Internet.