MISSION, COMMITMENTS & CORE VALUES: COMPARISON OF CURRENT BYLAWS TO 2ND DRAFT PROPOSAL

Key Changes

This chart is provided as an aid in understanding the proposed changes to the Mission and Core Values provisions of ICANN's current Bylaws. The text of ICANN's current Bylaws appears on the left. The text proposed by the CCWG in its 2nd Draft Proposal appears in the middle column. The Explanation for the proposed changes appears in the column on the right.

While a word for word comparison is not provided, we have highlighted substantive additions in BLUE. Substantive Deletions appear in the left hand column in RED. General notes are *italicized* and text appearing in GREEN reflects proposed clarifications from the 2nd Draft Proposal as published.

The current Bylaws include 11 "Core Values." In the 2nd Draft Proposal, we have changed the order of several of the original 11 Core Values. In this document, we have preserved the current numbering of the provisions in the left hand column, which is why they are not sequential.

Basis For Proposed Changes

The proposed changes are designed to accomplish the following things:

- First, meet the NTIA requirements;[1]
- Second, incorporate ICANN's key obligations under the Affirmation of Commitments into its governing documents; and
- Third, ensure ICANN's accountability by providing a clear and actionable standard against which its actions and actions can be evaluated.

Impact on ICANN Operations

The proposed changes to ICANN's Mission Statement, Commitment, and Core Values clarify, but do not expand, modify, constrain, or expand obligations that ICANN is already subject to, either in its Articles of Incorporation, its Bylaws, the Affirmation of Commitments, and existing contracts with Registries and Registrars. Accordingly, the proposed changes should have no *new* burden on ICANN or expose ICANN to greater liability. To the extent that these provisions are relied on to evaluate ICANN's actions – for example, in an IRP – the language is intended to remove potential ambiguity, provide actionable guidance on an ongoing basis to reduce disputes, and facilitate resolution when disputes do arise.

[1] According to the requirements established by Assistant Secretary Larry Strickling, the transition plan must: (a) support and enhance the multistakeholder model; (b) maintain the security, stability, and resiliency of the DNS; (c) meet the needs and expectations of IANA customers and users by fulfilling the CWG dependencies; and (d) maintain the openness of the Internet by maintaining the neutral and judgment free administration of the DNS. In addition, the transition plan must ensure that the NTIA role will not be replaced by a government-led or intergovernmental organization solution.

CURRENT ICANN BYLAWS		CCWG 2nd DRAFT PROPOSAL	EXPLAINATION, ASSESMENT
Section 1. MISSION The mission of The Internet Corporation for Assigned Names and Numbers ("ICANN") is to coordinate, at the overall level, the global Internet's systems of unique identifiers, and in particular to ensure the stable and secure operation of the Internet's unique identifier systems. In particular, ICANN:		**Section 1. MISSION** The Mission of The Internet Corporation for Assigned Names and Numbers ("ICANN") is to coordinate, at the overall level, the global Internet's systems of unique identifiers, and in particular to ensure the stable and secure operation of the Internet's unique identifier systems. In particular, ICANN:	No Change
1. Coordinates the allocation and assignment of the three sets of unique identifiers for the Internet, which are a. Domain names (forming a system referred to as "DNS"); b. Internet protocol ("IP") addresses and autonomous system ("AS") numbers; and c. Protocol port and parameter numbers.		1. Coordinates the allocation and assignment of the three sets of unique identifiers for the Internet, which are a. Domain names (forming a system referred to as "DNS"); b. Internet protocol ("IP") addresses and autonomous system ("AS") numbers; and c. Protocol port and parameter numbers.	No Change
2. Coordinates the operation and evolution of the DNS root name server system.		2. Coordinates the operation and evolution of the DNS root name server system.	No Change
3. Coordinates policy development reasonably and appropriately related to these technical functions.		3. Coordinates policy development reasonably and appropriately related to these technical functions.	No Change

		In this role, with respect to domain names, ICANN's Mission is to coordinate the development and implementation of policies: - For which uniform or coordinated resolution is reasonably necessary to facilitate the openness, interoperability, resilience, security and/or stability of the DNS; and - That are developed through a bottom-up, consensus-based multistakeholder process and designed to ensure the stable and secure operation of the Internet's unique names systems.	This additional language is intended to further articulate ICANN's Mission with respect to each set of unique identifiers. In the naming space, this means ICANN's role is coordinate policy development that meets *two specific criteria*. First, the policy must be reasonably necessary to preserve openness, interoperability, resilience, security and/or stability. Second, that policy must be developed through the multistakeholder policy development process. These requirements are articulated in other parts of ICANN's Bylaws and in its contracts with Registries and Registrars.
		In this role, with respect to IP addresses and AS numbers, ICANN's Mission is described in the ASO MoU between ICANN and RIRs.	
		In this role, with respect to protocol port and parameter numbers, ICANN's Mission is to [to be provided by the IETF].	
		In this role, with respect to the DNS root server system, ICANN's Mission is to [to be provided by root server operators].	
		ICANN shall have no power to act other than in accordance with, and as reasonably appropriate to achieve its Mission.	This additional language clarifies that this Mission Statement articulates the full scope of ICANN's authorized mission. The clarity is intended to constrain "mission creep," and to ensure that any change or expansion

		Without in any way limiting the foregoing absolute prohibition, ICANN shall not engage in or use its powers to attempt the regulation of services that use the Internet's unique identifiers, or the content that ~~they~~ those services carry or provide.	of ICANN's mission is undertaken only through formal amendment of the Mission Statement. The language above affirmatively describes what is within ICANN's Mission. This language, on the other hand, affirmatively describes what is already widely understood to be outside ICANN's Mission – regulation of how registrants' use domain names, including content regulation. The prohibition on content regulation, for example, is explicit in ICANN's Registry Agreement and is well understood by the community.
Section 2. CORE VALUES In performing its mission, the following core values should guide the decisions and actions of ICANN:		**Section 2. COMMITMENTS & CORE VALUES** In carrying out its Mission, ICANN will act in a manner that complies with and reflects ICANN's Commitments and respects ICANN's Core Values, both described below.	We have divided the current "Core Values" into "Commitments" and "Core Values." Commitments are requirements that are so fundamental that that they should apply consistently and comprehensively across all of ICANN's activities. The application of "Core Values," on the other hand, may vary depending on context.
		COMMITMENTS 1. In performing its Mission, ICANN must operate in a manner consistent with its Bylaws for the benefit of the Internet community as a whole, carrying out its activities in conformity with relevant principles of international law and international conventions, and applicable local law and through open and transparent	This language is imported from ICANN's Articles of Incorporation.

		processes that enable competition and open entry in Internet-related markets. Specifically, ICANN's action must:	
1. Preserving and enhancing the operational stability, reliability, security, and global interoperability of the Internet.		2. Preserve and enhance the neutral and judgment free operation of the DNS, and the operational stability, reliability, security, global interoperability, resilience, and openness of the DNS and the Internet;	This language has been modified to reflect the USG's requirement that any transition of the NTIA role must maintain the neutral and judgment free administration of the DNS in order to maintain the global interoperability of the Internet. The traditional stability and security requirements have been enhanced to reflect the community's agreement that this obligation extends to preservation of interoperability, resilience, and openness.
		3. Maintain the capacity and ability to coordinate the DNS at the overall level and to work for the maintenance of a single, interoperable Internet;	This language was added to reflect the corresponding obligation in the Affirmation of Commitments.
2. Respecting the creativity, innovation, and flow of information made possible by the Internet by limiting ICANN's activities to those matters within ICANN's mission requiring or significantly benefiting from global coordination.		4. Respect the creativity, innovation, and flow of information made possible by the Internet by limiting ICANN's activities to matters that are within ICANN's Mission and require or significantly benefit from global coordination;	
7. Employing open and transparent policy development mechanisms that (i) promote well-informed decisions based on expert advice, and (ii) ensure that those entities most affected can assist in the policy development process.		5. Employ open, transparent and bottom-up, multistakeholder policy development processes, led by the private sector, including business stakeholders, civil society, the technical community, and academia that (i) seek input from the public, for whose benefit ICANN shall in all events act, (ii)	This language reinforces the requirement that ICANN employ bottom-up, multistakeholder policy development processes. The reference to business stakeholders, civil society, technical community, and academia articulates the inclusive meaning of the term "private

		promote well-informed decisions based on expert advice, and (iii) ensure that those entities most affected can assist in the policy development process;	sector," which has been enshrined in ICANN's Bylaws from the beginning, and reflects ICANN's existing obligation to remain "rooted" in the non-governmental sector, as well as the NTIA requirement to the same effect.
8. Making decisions by applying documented policies neutrally and objectively, with integrity and fairness. **(From ARTICLE II, Section 3. NON-DISCRIMINATORY TREATMENT)** ICANN shall not apply its standards, policies, procedures, or practices inequitably or single out any particular party for disparate treatment unless justified by substantial and reasonable cause, such as the promotion of effective competition.		6. Make decisions by applying documented policies consistently, neutrally, objectively, and fairly, without singling out any particular party for discriminatory treatment;	ICANN operates with integrity by applying policies consistently, neutrally, objectively, fairly, and in a non-discriminatory manner. The CCWG concluded that the existing prohibition on non-discriminatory treatment, which currently appears in Article II of the Bylaws, should be included in ICANN's Commitments.
10. Remaining accountable to the Internet community through mechanisms that enhance ICANN's effectiveness.		7. Remain accountable to the Internet Community through mechanisms defined in the Bylaws that enhance ICANN's effectiveness.	The additional language reinforces ICANN's obligations to comply with accountability requirements specified in the Bylaws.
		Core Values:	
		1. In performing its Mission, the following core values should also guide the decisions and actions of ICANN:	This language is non-substantive.
3. To the extent feasible and appropriate, delegating coordination functions to or recognizing the policy role of other		3. Delegating coordination functions to or recognizing the policy role of other responsible entities that reflect the interests	The deleted language was deemed unnecessary and superfluous. The additional language reinforces ICANN's

responsible entities that reflect the interests of affected parties.		of affected parties and the roles of both ICANN's internal bodies and external expert bodies;	obligation to respect the multistakeholder process.
4. Seeking and supporting broad, informed participation reflecting the functional, geographic, and cultural diversity of the Internet at all levels of policy development and decision-making.		2. Seeking and supporting broad, informed participation reflecting the functional, geographic, and cultural diversity of the Internet at all levels of policy development and decision-making to ensure that the bottom-up, multistakeholder policy development process is used to ascertain the global public interest and that those processes are accountable and transparent;	The additional language reinforces ICANN's obligation to respect the multistakeholder process. It also provides that ICANN will rely on the multistakeholder process to identify the global public interest in respect of any policy development process.
5. Where feasible and appropriate, depending on market mechanisms to promote and sustain a competitive environment.		4. Depending on market mechanisms to promote and sustain a healthy competitive environment in the DNS market.	The deleted language was deemed to be unnecessary and superfluous. The additional language is intended to reflect ICANN's limited Mission.
6. Introducing and promoting competition in the registration of domain names where practicable and beneficial in the public interest.		5. Introducing and promoting competition in the registration of domain names where practicable and beneficial in the public interest as identified through the bottom-up, multistakeholder policy development process.	This additional language provides that ICANN will rely on the multistakeholder process to identify the global public interest in respect of any policy development process.
9. Acting with a speed that is responsive to the needs of the Internet while, as part of the decision-making process, obtaining informed input from those entities most affected.		6. Operate with efficiency and excellence, in a fiscally responsible and accountable manner and at a speed that is responsive to the needs of the global Internet community.	This additional language reflects ICANN's existing obligations under the Affirmation of Commitments. The deleted language has been included in Commitment 5 above.
11. While remaining rooted in the private sector, recognizing that governments and		7. While remaining rooted in the private sector, including business stakeholders, civil	The reference to business stakeholders, civil society, technical community, and academia

public authorities are responsible for public policy and duly taking into account governments' or public authorities' recommendations.		society, the technical community, and academia, recognizing that governments and public authorities are responsible for public policy and duly taking into account the public policy advice of governments and public authorities.	articulates the inclusive meaning of the term "private sector," which has been enshrined in ICANN's Bylaws from the beginning.
		8. Striving to achieve a reasonable balance between the interests of different stakeholders.	This language was added to reflect community input regarding the need to prevent capture in the multistakeholder process.
These core values are deliberately expressed in very general terms, so that they may provide useful and relevant guidance in the broadest possible range of circumstances. Because they are not narrowly prescriptive, the specific way in which they apply, individually and collectively, to each new situation will necessarily depend on many factors that cannot be fully anticipated or enumerated; and because they are statements of principle rather than practice, situations will inevitably arise in which perfect fidelity to all eleven core values simultaneously is not possible. Any ICANN body making a recommendation or decision shall exercise its judgment to determine which core values are most relevant and how they apply to the specific		These Commitments and Core Values are intended to apply in the broadest possible range of circumstances. The Commitments reflect ICANN's fundamental compact with the global Internet community and are intended to apply consistently and comprehensively to ICANN's activities. The specific way in which Core Values apply, individually and collectively, to each new situation may depend on many factors that cannot be fully anticipated or enumerated. Situations may arise in which perfect fidelity to all Core Values simultaneously is not possible. In any situation where one Core Value must be reconciled with another, potentially competing Core Value, the balancing must further an important public interest goal	By giving ICANN unchecked latitude with respect to how it fulfills its obligations with respect to its Commitments and Core Values, the current balancing test fundamentally undermines their value in holding ICANN accountable. With respect to ICANN's fundamental commitments to: (a) preserve the operational stability, reliability, security, global interoperability, resilience, and openness of the DNS; (b) operate within its Mission; (c) employ the multistakeholder process; and (d) operate in a neutral and non-discriminatory manner, the CCWG concluded that balancing should not be required. With respect to Core Values, the application of which may vary from situation to situation, the CCWG determined that any necessary balancing should further an important public interest goal within ICANN's Mission that is identified through the bottom-up,

circumstances of the case at hand, and to determine, if necessary, an appropriate and defensible balance among competing values.		within ICANN's Mission that is identified through the bottom-up, multistakeholder process.	multistakeholder process.