The Empowered Community describes the legal structure by which the ICANN Community can organize under California law to legally enforce the community powers recommended by the CCWG-Accountability.

Who gets to vote?

The members of the group are comprised of ICANN's core Supporting Organizations, Advisory Committees, and the Nominating Committee*. Each SO and AC has a number of seats in the group, representing votes on matters brought before them.

Which powers can it exercise?

In short, the Supporting Organizations (SOs) and Advisory Committees (ACs) would each become "members" of ICANN, giving them a range of powers guaranteed under California law, and the tools to enforce their rights against ICANN.

How does it work?

The bottom-up community process would be able to raise the question, with a Supporting Organization (SO) or Advisory Committee (AC) initiating the petition process.

The proposed legal structure for the new membership model must be confirmed in developing the community powers mechanism.

(For powers 4 & 5)

1. Approve Changes to Fundamental Bylaws
2. Recalling the Entire ICANN Board
3. Recalling Individual Board Directors
4. Operating Plans
5. Reconsider/Reject

What is it?

Proposed legal structure for the new membership model.
Reconsider/Reject Budget or Strategy Operating Plans

HOW DOES IT WORK?

QUORUM REQUIRED VOTING

DESCRIPTION

This power would give the community the ability to consider strategic/operating plans and budgets after they are approved by the Board (but before they come into effect) and reject them.

WHO CAN INITIATE A PETITION?

The bottom-up community process would be able to raise the question, with a Supporting Organization (SO) or Advisory Committee (AC) initiating a petition process.

ON WHAT GROUNDS CAN THEY INITIATE?

The community can reject Board decisions where the Board has failed to appropriately consider community input.

THINGS REQUIRED TO INITIATE?

Timeframes would be included in the planning and budgeting process to ensure that a single rejection would not unduly disrupt the planning and budgeting process.

LIMITS SET TO PREVENT ABUSE?

A process of reconsideration does not allow the community to re-write the budget. To prevent a cycle of blocking, a plan or budget cannot be sent back again with new issues raised. This would prevent the community from re-writing the budget to prevent a process of reconsideration.

This power would give the community the ability to consider strategic/operating plans and budgets after they come into effect (and reject them).
This power would give the community the ability to reject proposed Bylaws changes after they are approved by the Board but before they come into effect.

**WHO CAN INITIATE A PETITION?**

The bottom-up community process would be able to raise the question, with a Supporting Organization (SO) or Advisory Committee (AC) initiating a petition process.

**ON WHAT GROUNDS CAN THEY INITIATE?**

This would most likely be where a proposed change altered the Mission, Commitments and Core Values, or had a negative impact on ICANN’s ability to fulfill its purpose in the community’s opinion, but would be available in response to any proposed bylaws change.

**THINGS REQUIRED TO INITIATE?**

Exercising the power would be included in the bylaws adoption process (probably a two-week window following Board approval).

Board response should be to absorb the feedback, make adjustments, and propose a new set of amendments to the Bylaws.

**LIMITS SET TO PREVENT ABUSE?**

This power does not allow the community to re-write a proposed Bylaws change: it is a rejection process, signalling the community disapproval of a proposed change. No limit to the number of times a proposed change can be rejected, but the number of times a proposed change is not approved by the community is limited to a two-week window following Board approval. Exercising the power would be included in the Bylaws adoption process.

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This power would form part of the process set out for agreeing any changes of the "fundamental" bylaws. It requires that the community would have to give positive assent to any change, a co-decision process between the Board and the community. The Board must cast three quarters of votes in favor of any change.

**Who can initiate?**

No petition, a process of the Board and community. The Board may propose adding or removing a fundamental bylaw. This process requires a high degree of community support.

**On what grounds can they initiate?**

To protect bylaws provisions or the community considers to be essential, an automatic process is triggered whenever the process of adding or removing a fundamental bylaw is proposed. The Board and community may propose adding or removing a fundamental bylaw.

**Things required to initiate?**

Such changes would require a very high degree of community support. Changes to fundamental bylaws should only be possible with a very wide support from the community. The Board must cast three quarters of votes in favor of any change.

**How does it work?**

1. The Board and the community agree on the need to change a fundamental bylaw. The Board must cast three quarters of votes in favor of any change, a co-decision process between the Board and the community.

2. The Board presents the proposed changes to the community, who then votes on whether to accept or reject the changes. A quorum of three-quarters of the total member representation is required for a vote to be valid.

3. If the vote is in favor, the changes become effective. If the vote is against, the changes are not implemented, and the Board may need to reconsider the proposed changes.
The community organizations that appointed a given director could end their term, and trigger a reappointment process. The general approach, consistent with the law, is that the appointing body is the removing body.

**WHO CAN INITIATE A PETITION?**
A removal process should be triggered by petition of at least two SOs or ACs (or a Stakeholder Group from the GNSO). Such a petition would set out the reasons for removal.

**ON WHAT GROUNDS CAN THEY INITIATE?**
For the 7 directors appointed by the 3 SOs or 1 by the At-Large, a removal process led by that entity would lead to the director’s removal. For the directors appointed by the Nominating Committee, the CCWG seeks the community’s views about how to allow for removal.

**THINGS REQUIRED TO INITIATE?**
Whether the decision-making body is the SOs, ACs, or the Nominating Committee, a removal would require a [75%] level of support (or equivalent) to decide in favor of removal.

**LIMITS SET TO PREVENT ABUSE?**
The voting thresholds for both the Petition and Recall processes are high to prevent frivolous use of the process and to ensure it is a mechanism of last resort.

**HOW DOES IT WORK?**
- **Quorum Required Voting:** A quorum of 2/3 of total member representation is required.
- **Decision Threshold:** 75% of votes in favor.
- **Process TBD:** The voting will take place within the respective community, and the process for recall will be determined by the decision-making body.

**COMMUNITY POWER**
- **Description:** The community organizations that appoint a director could apply the removal process if they feel a given director is no longer serving the community’s interests.
- **Process:** The general approach consists of the director’s term, and triggers a reappointment or recall process if deemed necessary.

**Power**
- **Recalling Individual Board Directors**
  - **Community**
    - **Power**
      - **Description:** The removal process is led by the community and requires a high level of support to set out the reasons for removal.
      - **Process:** The voting will be done within the respective community, and the process for recall will be determined by the decision-making body.
Recalling the Entire ICANN Board

**Description**

This power would allow the community to cause the removal of the entire ICANN Board.

**Who can initiate a petition?**

The community would initiate use of this power on the petition of two thirds of the SOs or ACs in ICANN, with at least one SO and one AC petitioning.

**On what grounds can they initiate?**

There may be situations where removing individual ICANN directors is not seen as sufficient to address the community needs, such as when a set of problems has become so entrenched that the community wishes to remove the entire ICANN Board in one decision.

**Things required to initiate?**

It would be preferable for a decision of this sort to be the result of cross-community consensus. Where this consensus is not apparent, a suitably high threshold for the exercise of this power, 75% of all the support available within the community, would have to be cast in favor to implement it.

**Limit set to prevent abuse?**

The high threshold for initiation was chosen to prevent any particular SOs or ACs from being able to prevent the recall of the Board, but also as high as possible without making it impossible to recall the Board at all. The requirement on all recordable support/opposition to be counted is to avoid non-participation reducing the effective threshold for decision.

**How does it work?**

The process and voting details are TBD.

**Process TBD**

**Quorum required voting of total member representation**

**Decision threshold**

2/3 of all the support available within the community.
Recommended Enhanced ICANN Independent Review Process

What is new?

IRP

The new IRP

- Has a new standing Panel of seven
- Has lower cost
- Is more accessible in terms of who has standing to initiate an IRP
- Allows for a review of the merits
- Has decisions that are binding

Recommended Enhanced ICANN Independent Review Process
The core of the recommendation is a standing, 7-member panel to serve as a fully independent judicial/arbitral function for the ICANN Community.

Panel characteristics:
- Culturally & Geographically diverse
- Limited to a fixed term on the Panel
- Compensated by ICANN
- With access to additional experts (international arbitration and ICANN significant experts in international arbitration and ICANN)
- English is primary language + translation as needed

Panel member selection process:
- The ICANN Board nominates candidates
- Third party international arbitral bodies nominate candidates
- The community mechanism would confirm appointments

The New IRP Panel
Recommended Enhanced ICANN Independent Review Process
Who can request an IRP?

An IRP can be initiated by any community person/group/entity who can demonstrate:

- Material harm by ICANN’s actions or inactions in violation of commitments made in ICANN’s Articles of Incorporation

Recommended Enhanced ICANN Independent Review Process

Filing an IRP

Board Action

File an IRP for consideration

Decision Reached

IRP Process followed

Independent, group, or entity harmed

Good faith effort to resolve
IRPs reach a decision by creating a 1- or 3-person panel from the standing 7-person panel.

Possible decisions:

- The IRP and its decision reached

Core Values

Violates ICANN's Guarantees or Mission
• Was undertaken in a manner that is or is not within ICANN's Mission
• Core Values

#### Possible Decisions

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<thead>
<tr>
<th>Decision Characteristics</th>
</tr>
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<tbody>
<tr>
<td>1-person panel</td>
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<tr>
<td>ICANN and complaining party agree on panelist</td>
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<tr>
<td>One panelist is selected</td>
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<tr>
<td>The IRP and its decision reached is binding on ICANN and is not subject to appeal (except on a very limited basis)</td>
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- Decision is documented and well reasoned based on applicable standards.
- Reached in a timely fashion.
- Members should strongly consider existing precedent in decision making over time to help enable consistency in treatment.

Possible Decisions

- IRP: is or is not within ICANN's Mission,
- was undertaken in a manner that is or is not within ICANN's Mission.