

New Issues – 21 August 2015

Avri: Community approval of changes to the Articles of Incorporation

Is there concern that while there are community approval requirements for fundamental bylaws changes, the Board alone is able to make Articles of Incorporation changes without community consultation, approval or redress? Seems like this may leave a loophole for the Board to change the Articles in the event they cannot achieve their goals in the bylaws.

I do not believe this was ever discussed in the CCWG. It only occurred to me because of the work on the Human Rights bylaw, where some who are not in favor of the bylaws change, mention that the Articles contains a sufficient commitment. I disagree with their argument, but it caused me to take a closer look at the Articles.

AG: The Articles of Incorporation already require the Sole Member to approve any change. However, it is only requires a 2/3 majority of the Board instead of the 75% required for Fundamental Bylaws, and I could not locate where we specify the threshold to determine that the Sole Member approves.

Sebastien: Core Value 5 – Revert to Original version

Current:

Where feasible and appropriate, depending on market mechanisms to promote and sustain a competitive environment.

Proposed:

Depending on market mechanisms to promote and sustain a healthy competitive environment in the DNS market.