



Cross Community Working Group (CCWG) Charter

Template

WG Name:	Cross Community Working Group (CCWG) on new gTLD Auction Proceeds	
Section I: Cross Community Working Group Identification		
Chartering Organization(s):		
Charter Approval Date:		
Name of CCWG Chair(s):		
CCWG Workspace URL:		
CCWG Mailing List:		
Resolution adopting the charter:	Title:	
	Ref # & Link:	
Important Document Links:	<ul style="list-style-type: none"> New gTLD Auction Proceeds Discussion Paper - https://gns0.icann.org/en/drafts/new-gtld-auction-proceeds-07dec15-en.pdf Public comment review tool (comments received on new gTLD Auction Proceeds Discussion Paper) https://community.icann.org/download/attachments/58730906/report-comments-new-gtld-auction-proceeds-07dec15-en.pdf?version=1&modificationDate=1458550578000&api=v2 Transcript, recording and presentations from new gTLD Auction Proceeds Workshop - https://buenosaires53.icann.org/en/schedule/wed-cwg-new-gtld-auction Note to Auction Proceeds DT re. legal and fiduciary principles ICANN56 Comment Review Tool [include link once finalised] 	
	Section II: Problem Statement, Goals & Objectives, and Scope	
	Problem Statement:	
	The new gTLD Program established auctions as a mechanism of last resort to resolve competition for TLDs - string contention. Most string contentions (approximately 90% of sets scheduled for auction) have been	

Commented [MK1]: Addresses comment 43 and other comments that provide specific input to the CCWG.

resolved through other means before reaching an auction conducted using ICANN's authorized auction service provider, Power Auctions LLC. However, it was recognized from the outset that significant funds could accrue as a result of several successful auctions conducted by ICANN. As such, the resulting auction proceeds have been reserved and earmarked within ICANN until such time as the ICANN Board authorizes a plan for the appropriate use of the funds. These proceeds are to be considered as an exceptional, one-time source of revenue.

The new gTLD auction proceeds are distinct, ring-fenced funds arising from these last resort auctions, used to resolve string contention. The proceeds of the auctions, net of direct auction costs are fully segregated in separate bank and investment accounts. Details of the proceeds to date can be found at <http://newgtlds.icann.org/en/applicants/auctions/proceeds>.

As outlined in the new gTLD Applicant Guidebook (see <https://newgtlds.icann.org/en/applicants/agg>):

“Possible uses of auction funds include formation of a foundation with a clear mission and a transparent way to allocate funds to projects that are of interest to the greater Internet community, such as grants to support new gTLD applications or registry operators from communities in subsequent gTLD rounds, the creation of an ICANN-administered/community-based fund for specific projects for the benefit of the Internet community, the creation of a registry continuity fund for the protection of registrants (ensuring that funds would be in place to support the operation of a gTLD registry until a successor could be found), or establishment of a security fund to expand use of secure protocols, conduct research, and support standards development organizations in accordance with ICANN's security and stability mission”.

From the perspective of the ICANN Board, as noted in the 11 February 2016 letter from Steve Crocker, Chairman of the ICANN Board, “the CCWG is empowered to gather ideas and create one or more proposals which the Board will consider in final decision-making”.

Goals & Objectives:

The CCWG is tasked to develop a proposal(s) for consideration by the Chartering Organizations on the mechanism that should be developed in order to allocate the new gTLD Auction Proceeds. As part of this proposal, the CCWG is also expected to consider the scope¹ (see for further details below) of fund allocation, due diligence requirements that preserve ICANN tax status as well as how to deal with directly related matters such as potential or actual conflicts of interest. The CCWG will NOT make any recommendations or determinations with regards to specific funding decisions (i.e. which specific organizations or projects are to be funded or not).

Scope:

The CCWG is expected to adhere to the following Guiding Principles, both in the context of its deliberations as well as the final recommendations:

- Ensure transparency & openness;
- Provide sufficient accountability;
- Ensure that processes and procedures are lean & effective;

¹ See also [Note to Auction Proceeds DT re. legal and fiduciary principles](#)

- Take all appropriate measures to deal with conflicts of interest, which includes disclosure as part of CCWG process as well as avoiding conflicts at subsequent stages; and
- Deal with diversity issues by:
Striving for a fair, just and unbiased distribution of the auction proceeds not inconsistent with ICANN's mission and diversity of members/participants/observers of the CCWG itself, thus ensuring different perspectives and providing for broader discussion and debate and so leading to more informed and ~~inclusive effective~~ processes to govern the allocation and disbursement of the proceeds.

Commented [SC2]: We are using align with in the rest of the document. The language will be better understood if consistent from beginning to end. Suggest to change this for align with.

Commented [SC3]: Dealing with diversity will not lead to effective processes. It will lead to more inclusive processes.

Commented [MK4]: Comment 14 recommends removing language in the diversity section that touches upon diversity of the ultimate recipients, but I have not been able to find any such reference in this paragraph or other section. Did I overlook this reference?

Commented [SC5R4]: I think this was removed in a previous draft.

Commented [SC6]: We are using align with in the rest of the document. The language will be better understood if consistent from beginning to end. Suggest to change this for align with.

Commented [MK7]: Addresses comment 6, 9 and 12

Commented [SC8]: Suggest changing it to: "In addition, the CCWG is expected to make recommendations about how to assess the extend of which proposed use of auction proceeds by applicants is aligned with ICANN's Mission. MK: Updated

Commented [MK9]: Addresses comment 11

Commented [MK10]: Addresses comment 2-5. Per LC's comment, clarification may be needed whether the protection of ICANN's tax status also includes limitations on activities outside of the US and if so how that is to be implemented as terms suchs 'lobbying' may not be defined the same way, but this is presumably for the CCWG to work out?

As part of its deliberations, the CCWG is required to factor in the following legal and fiduciary constraints:

- It is the CCWG's purpose to make recommendations for a process for allocation of auction funds that take into account the need for auction funds to be utilised in a manner that is not inconsistent with ICANN's Mission. ~~In addition, the CCWG is expected to make recommendations about how to assess the extend of which proposed use of auction proceeds by applicants is aligned with ICANN's Mission.~~
- ICANN will maintain ultimate responsibility for the confirmation of all disbursements, whether upon initial disbursement or subsequent disbursement in which case such subsequent disbursement may be handled by putting in place the appropriate contractual and/or compliance requirements.
- The CCWG must ensure that ~~the a their proposal(s) for a~~ process and disbursement limitations will ~~not endanger support~~ ICANN's tax exempt status and may obtain input from ICANN's legal / finance teams ~~or Expert Advisors as described in Section IV of this charter.~~ should any questions in this regard arise, while keeping ~~the~~ primary principle of equal access to auction funds regardless of geographic origin where the recipient's organization is registered. See also ~~Note to Auction Proceeds DT re. legal and fiduciary principles~~ ~~[include link to ICANN memo on legal and fiduciary constraints when finalized].~~
- The CCWG must include a limitation on the use of funds to campaign for candidates for public office or attempts to influence legislation. ~~Such a limitation is expected to. This limitation applies y globally and will not be limited to the US only.~~
- The CCWG must maintain high standards on the issues of conflict of interest. All members and participants must adhere to conflict of interest requirements, including the maintenance of an up to date statement of interest, which itself will include certain mandatory disclosures as specified in this charter. ~~(to be defined by DT).~~ The CCWG should also include clear and comprehensive conflict of interest requirements to guide the disbursement process in full.
- The CCWG must require that the administration of the disbursement process as well as the necessary oversight will be funded from the auction proceeds. Due consideration should be given to industry best practices (as well as potential requirements that may need to be put into place concerning due diligence review, monitoring, audits, post-project evaluation etc.) as to what an appropriate level of overhead will be.

The CCWG is required to, at minimum, to give appropriate consideration to and provide recommendations on the following questions, taking into account the Guiding Principles as well as the legal and fiduciary constraints outlined above:

1. What framework ~~for~~, structure ~~and/or partnership~~ should be designed and implemented to allow for the disbursement of new gTLD Auction Proceeds, taking into account the legal and fiduciary constraints outlined above as well as the following memo²? As many details as possible should be provided,

Commented [MK11]: Addresses comment 39

Commented [SC12]: Instead of having this as a footnote, why not say "framework, structure and/or partnership" MK: updated accordingly.

² See also ~~Note to Auction Proceeds DT re. legal and fiduciary principles~~ ~~[include link to ICANN memo on legal and fiduciary constraints when finalized]~~

including any implementation guidance the CCWG may have in relation to the establishment of this framework as well as criteria for the selection / ranking of potential grantfunding requests.

2. As part of this framework, what will be the limitations of fund allocation, factoring in that the funds need to be used in line with ICANN's mission while at the same time recognising the diversity of communities that ICANN serves? This should include recommendations on how to assess whether the proposed use is aligned with ICANN's Mission. Furthermore consideration is expected to be given to what safeguards, if any, need to be in place to avoid providing advantages to companies and/or organizations that would distort the domain name market.²
3. What safeguards are to be put in place to ensure that the creation of the framework, as well as its execution and operation, respect the legal and fiduciary constraints that have been outlined in this memo²?
4. As the auction proceeds are a single revenue source (derived from all new gTLD auction proceeds round 1) one-time source of revenue, what is the expected timeframe for disbursements and termination of the framework?
5. What conflict of interest procedures need to be put in place as part of this framework for funds allocations?
6. Should any priority or preference be given to organizations or projects from developing economies, projects implemented there and/or and under represented groups?
7. Should ICANN oversee the solicitation and evaluation of proposals, or delegate to another entity, including, for example, a foundation created for this purpose?
8. What aspects should be considered to determine an appropriate level of overhead that supports the principles outlined in this charter?
9. What level of evaluation and reporting should be implemented to keep the community informed about how the funds are ultimately used?
10. What are the criteria and mechanisms for measuring success and performance?
11. What governance framework should apply? and what are the criteria and mechanisms for measuring success and performance?²
12. To what extent and how could ICANN, the Organization, be the beneficiary of some of the auction funds?
- 9-13. Should a review mechanism be put in place to address possible adjustments to the framework following the completion of the CCWGs work and implementation of the framework should changes occur that affect the original recommendations (for example, changes to legal and fiduciary requirements and/or changes to ICANN's mission)?

The CCWG will NOT make any recommendations or determinations with regards to specific funding decisions (i.e. which specific projects or organizations are to be funded or not).

Section III: Deliverables and Reporting

Deliverables:

As a first step the CCWG will develop and adopt a work plan and an associated schedule of activity. The work plan and schedule should include the expected timing and methods for public consultation and informing the participating SOs, ACs and broader community on progress made. The work plan and schedule should be published on the web or wiki page of the CCWG. The CCWG Chair(s) will be responsible for maintaining and

Commented [SC13]: By saying grants we are assuming the mechanisms will be a grant scheme...

Commented [MK14]: Addresses comment 27

Commented [MK15]: Addresses comment 6, 9 and 12.

Commented [MK16]: Addresses comment 8

Commented [SC17]: Add footnote MK: done.

Commented [MK18]: Addresses comment 40

Commented [MK19]: Addresses comment 30

Commented [SC20]: I suggest to add here: Due consideration should be taken to ensure that the timeframe focuses on effective use of funds, not only for quick disbursement and expenditure. This is important if considering that auction proceeds might be used to support long-term initiatives.

Commented [MK21]: Addresses comment 36

Commented [SC22]: Added a comma to separate the origin of an organization, with where a project is implemented. Example: an organization from the Netherlands applies for a grant to support relevant/valuable work in the Caribbean. What is more important? From where is the organization? Or where are they planning to work?

Commented [SC23]: Worth adding at the end of the sentence: or a partnership with an existing organization (not necessarily a foundation, it can be an aid agency, or other type of organization which does not jeopardize the tax exempt status)?

Commented [MK24]: Addresses comment 28

Commented [MK25]: Addresses comment 34

Commented [MK26]: Addresses comment 34

Commented [MK27]: Addresses comment 15

Commented [MK28]: Addresses comment 7

Commented [MK29]: Addresses comment 37

³ See Note to Auction Proceeds DT re. legal and fiduciary principles

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updating the work plan and schedule and informing the Chairs of the Chartering Organizations of changes made to the work plan and schedule.

The CCWG is expected, at a minimum, to publish an Initial Report for public comment followed by a Final Report, which will be submitted to the Chartering Organizations for their consideration. In the event that all Chartering Organizations support the (Supplemental) Final Report, and only if so recommended by the CCWG, the Leadership Team of the CCWG shall submit the (Supplemental) Final Report to the ICANN Board of Directors.

Reporting:

The Chair(s) of the CCWG shall ensure regular updating of the Chartering Organizations on the progress made. It is up to the CCWG in consultation with the respective Chartering Organizations to determine how such updates are to be provided. These may be in the form of written progress reports, oral updates and/or other means.

Section IV: Membership, Staffing, and Organization

Membership Criteria:

Membership in the CCWG, and its sub-teams (should these be created), is open to Chartering Organization appointed Members, participants and observers. Members are appointed by the Chartering Organizations in accordance with their own rules and procedures. Each Chartering Organization shall appoint a minimum of 2 and a maximum of 5 Members. Chartering Organizations should make reasonable efforts to ensure that the composite of individual Members:

- Have sufficient and appropriate **interest** (and ideally expertise) to participate in the substance of the work of the CCWG. Appropriate experience could include, for example, experience with allocation and final disbursement of funds;
- Commit to actively participate in the activities of the CCWG on an on-going and long-term basis;
- Solicit and communicate (where appropriate) the views and concerns of individuals in the organization that appoints them;
- Commit to abide to the charter when participating in the CCWG;
- Understand the needs of the Internet communities that ICANN serves (standards, domains and numbers);
- Understand the broader ecosystem (the Internet Community) in which ICANN operates and the needs of those working on other aspects of the Internet industry, including those not yet connected.

In addition to the role that Chartering Organization appointed members have in relation to potential consensus calls or decisions (see below), they are expected to serve as a liaison between the Chartering Organization and the CCWG, if and when necessary, to ensure that the Chartering Organizations are kept up to date on the progress and deliberations of the CCWG as well as sharing any input from the Chartering Organization with the CCWG.

Chartering Organizations are encouraged as part of the CCWG member selection process, to take into account how appointed members can better contribute from a diversity of viewpoints. This can be achieved by looking at the cultural, geographic, industry, knowledge and expertise diversity as well as gender balance of Chartering Organizations appointed members.

Commented [SC30]: Maybe better to say desire or willingness instead of interest?

Commented [MK31]: Addresses comment 24

Chartering Organizations are encouraged to use open and inclusive processes when selecting their members for a CCWG, and reasonable efforts should be made to ensure that each of ICANN's five regions is represented.

In addition, the CCWG will be open to any interested person as a Participant. Participants may be from a Chartering Organization, from a stakeholder group not represented in the CCWG, or may be self-appointed and derive from within the ICANN or broader community. Participants will be able to actively participate in and attend all CCWG meetings, work groups and sub-work groups. However, should there be a need for a consensus call or decision, such consensus call or decision will be limited to CCWG members appointed by the Chartering Organizations who may consult as appropriate with their respective Chartering Organization. By self-appointing, a Participant commits to abide to the charter of the CCWG.

Commented [MK32]: Addresses comment 24

Observers may join the CCWG and will be subscribed to the mailing list on a read-only basis (no posting rights). Observers are not allowed to attend the CCWG meeting. However, should an observer desire to change his/her status to participant, they can do so at any time.

In terms of participants and observers, comprehensive outreach and promotion strategies on the ICANN website and mailing lists should be put in place to ensure that a wide enough base of people outside of the Chartering Organizations will consider participating of their own volition.

All Members, participants and Observers will be listed on the CCWG's Wiki [add link if available]. The mailing list of the CCWG will be publicly archived [add link if available]. All members and participants in this process are required to submit a Statement of Interest (SOI) following the procedures of their respective Chartering Organization or, a statement should at a minimum include the name of the participant, the SO or AC of affiliation (where applicable) and external affiliation or association (where applicable). In addition, the following mandatory disclosures are required:

- Declaration on intention to apply for new gTLD Auction Proceeds, either as an individual and/or by the entity you are representing and/or employed by.

Commented [MK33]: Addresses comment 17 - are any further disclosures required?

~~[to be defined by DT]~~ - If this information is not provided in a timely manner, the member or participant will be required to interact with the work of the group via observer status until such time the information is provided.

Volunteer chair(s) will preside over CCWG deliberations and ensure that the process is bottom-up, consensus-based and has balanced multistakeholder participation.

Appointment of chair(s).

~~The A chair(s)~~ may be appointed by ~~each the~~ Chartering Organizations, but there is no obligation for a Chartering Organizations to appoint a chair in the event that any Chartering Organization decides to appoint a co-chair to the CCWG. Chartering Organizations that do decide to appoint a chair should make reasonable efforts that a chair has the necessary experience to manage an effort of this nature by, for example, having followed or participated as a member in at least one CCWG or ICANN Working Group throughout its lifecycle in order to have relevant or related experience of the different tasks that come with chairing a CCWG. Familiarity with the functioning of a CCWG is important to understand the various leadership skills that are necessary to be employed during a CCWG's lifecycle. For example, a chair has to ensure that debates are conducted in an open and transparent matter and that all interests are equally represented within the CCWG's discussions as well as the final deliverables/outcomes from the process. Those accepting leadership positions in the CCWG will be taking on substantially higher levels of commitment than that of Members and Participants.

Commented [SC34]: This reads a bit odd... a bit of editing needed, seems half of the idea was lost somewhere. MK: I've made some edits that aim to simplify this sentence while keeping the original intent.

In the event that none of the [Chartering Organizations](#) proposes a co-chair, then the CCWG must proceed to nominate and select a chair, chairs or chair and vice chair from within the CCWG membership.

Board Liaison(s) and Staff Expert(s)

The CCWG will include a Liaison(s) from ~~each of~~ the ICANN [board](#) ~~Board Finance Committee and the Audit Committee~~ in order to ensure that ICANN board input is provided in a timely basis and to take care that the deliberations and/or draft recommendations do not adversely affect the legal and fiduciary obligations that ICANN has. In addition, the Board may also request participation in the CCWG of a Staff Expert(s) on ICANN's legal and fiduciary obligations in order to assist the Board members and the CCWG in this regard. The Board Liaison(s) and Staff Expert(s) are expected to participate in the CCWG deliberations in the same way as Chartering Organizations appointed members, but they will not participate in any consensus calls should these take place. Individual Board members may also participate in the CCWG as a participant (see above), but it is the understanding that such participation is done on an individual title, not as a representative of the ICANN Board. Any formal Board input or positions are expected to be communicated as such.

Group Formation, Dependencies, and Dissolution:

Group Formation

Each of the [Chartering Organizations](#) shall appoint members to the CCWG-Auction Proceeds in accordance with their own rules and procedures. Staff support dedicated to this effort will be responsible for: collecting the names of the appointed members, circulating a call for volunteers (participants and observers) and for setting up the required tools for this effort (e.g. wiki, mailing list, adobe connect room). Staff support will work with the CO appointed chairs to schedule a first meeting of the CCWG.

Dependencies

Possible dependencies include:

- Revised ICANN Bylaws, especially ICANN's mission, as a result of the CCWG-Auction Proceeds recommendations
- Development and implementation of a global public interest framework bounded by ICANN's mission as identified in ICANN's Strategic Plan
- Completion of the new gTLD Auctions

Dissolution

The CCWG shall be dissolved following the completion of its work as indicated by the Chartering Organizations. Dissolution of the CCWG prior to completion of its work can be requested by the CCWG Chair(s). Such a request could be the result of deadlock, changing circumstances and/or lack of volunteers. Before deciding whether to dissolve the CCWG prior to completion of its work, the Chartering Organizations are expected to consult with the members and participants of the CCWG as well as each other to make sure there is no other alternative than dissolution.

Expert Advisors:

If the CCWG determines that it needs additional educational briefings occurring upfront or as issues emerge during deliberations, it should identify such specific requests to the COs including; subject matter(s), type(s) of expertise, objectives, and costs. It is strongly recommended that for specific areas of expertise – financial, legal, or otherwise – the CCWG does seek expert advice and ideally identifies at an early stage of the process the type of expertise needed. If additional costs are involved, prior approval must be obtained via the appropriate mechanism.

Additionally, the CCWG may, at any stage throughout its deliberations, decide to seek input from self-formed groups and/or individuals with the aim of further informing CCWG members about matters that fall within the remit of the CCWG and which are of interest to the ICANN community.

Commented [MK35]: Addresses comment 22

Staffing & Resources:

ICANN will provide sufficient staff support to support the activities of the CCWG. The ICANN Staff assigned to the CCWG will fully support the work of the CCWG as requested by the chair(s), including meeting support, document drafting, editing and distribution and other substantive contributions ICANN staff, in a coordinated effort with the CCWG. Staff will also ensure that there is adequate outreach to ensure that the global multistakeholder community is aware of and encouraged to participate in the work of the CCWG.

The CCWG is encouraged to identify any additional resources beyond the staff assigned to the group it may need at the earliest opportunity, preferably as part of its work plan development, to ensure that such resources can be identified and planned for. If additional costs are to be incurred approval must be obtained via the appropriate processes. In line with other CCWGs and mindful of the costs of running such groups, the CCWG will be conducted exclusively in English and this is a consideration driven by costs and operational issues.

Section V: Rules of Engagement

Decision-Making Methodologies:

CCWG (internal) Decision-making

In developing its output, work plan and any other reports, the CCWG shall seek to act by consensus. The chair(s) may make a call for Consensus. If making such a call they should always make reasonable efforts to involve all Chartering Organization appointed Members of the CCWG (or sub-teams, if applicable). The chair(s) shall be responsible for designating each position as having one of the following designations:

- a) Full Consensus - a position where no minority disagrees; identified by an absence of objection
- b) Consensus – a position where a small minority disagrees, but most agree

In the absence of Full Consensus, the chair(s) should allow for the submission of minority viewpoint(s) by the Chartering Organization appointed members and these, along with the consensus view, shall be included in the report.

In a rare case, the chair(s) may decide that the use of a poll is reasonable to assess the level of support for a recommendation. However, care should be taken in using polls: they should not become votes, as there are often disagreements about the meanings of the poll questions or of the poll results.

Any member who disagrees with the consensus-level designation made by the Chair(s), or believes that his/her contributions are being systematically ignored or discounted should first discuss the circumstances with the chair(s) of the CCWG. In the event that the matter cannot be resolved satisfactorily, the member should request an opportunity to discuss the situation with the chairs of the Chartering Organizations or their designated representatives.

In the event that no consensus is reached by the CCWG, the chair(s) of the CCWG will submit a Report to the Chartering Organizations. In this Report the chair(s) shall document the issues that are considered contentious, the process that was followed and suggestions to mitigate those issues that are preventing of consensus. If, after implementation of the mitigating measures consensus can still not be reached chair(s) shall prepare a Final Report documenting the processes followed, including requesting suggestions for mitigating the issues that are preventing consensus from the Chartering Organizations.

External Decision-making

Decision-making by the Chartering Organizations on the CCWG's (Final) Output

Following the submission of the final output, each of the Chartering Organizations shall, in accordance with their own rules and procedures, review and discuss the output and decide whether to adopt the proposals and the recommendations contained within. The chairs of the Chartering Organizations shall notify the chair(s) of the CCWG of the result of the deliberations as soon as feasible.

Supplemental Final Output

In the event that one or more of the Chartering Organizations object to one or more of the recommendations contained in the final output, the chairs of the CCWG shall be notified accordingly. This notification shall include at a minimum the reasons for the objection and a suggested alternative that would be acceptable, if any. The CCWG may, at its discretion, reconsider, post for public comments and/or submit to the Chartering Organizations a Supplemental final output, which takes into account the concerns raised.

Following submission of the Supplemental Draft Proposal, the Chartering Organizations shall discuss and decide in accordance with its own rules and procedures whether to adopt the recommendations contained in the Supplemental Draft Proposal. The Chairs of the Chartering Organizations shall notify the Co-Chairs of the CCWG-Auction Proceeds of the result of the deliberations as soon as feasible.

Submission of CCWG Recommendations to the ICANN Board

After receiving the relevant notifications from all Chartering Organizations as described above, the chair(s) of the CCWG shall, within a reasonable time after receiving the last notification, submit to the Chair of the ICANN Board of Directors and Chairs of all the Chartering Organizations the CCWG-Board Report, which shall include at a minimum:

- a) The (Supplemental) final output as adopted by the CCWG; and
- b) The notifications of the decisions from the Chartering Organizations; and
- c) Documentation of the process that was followed, including, but not limited to documenting the process of building consensus within the CCWG and public consultations.

In the event one or more of the Chartering Organizations do(es) not support (parts of) the (Supplemental) Final Output, the Board Report shall clearly indicate the part(s) of the (Supplemental) Final Output, which are fully supported and the parts which are not, and which of the Chartering Organizations dissents, to the extent this is feasible.

Board consideration and interaction with CCWG and Chartering Organizations

~~It is assumed that after submission of the Board Report, t~~The ICANN Board of Directors will give due consideration to the Proposal(s) contained in this Report. ~~The ICANN Board of Directors will enter into a dialogue with the CCWG if the Board does not believe that it can accept a recommendation (including, for example, where Board’s fiduciary responsibilities or legal obligations are impacted, or other obligations under the Bylaws or related Articles may be impacted).~~

Commented [MK36]: Updated following Board’s input (see email circulated on 27 August)

Modification of the Charter:

In the event this charter does not provide guidance and/or the impact of the charter is unreasonable for conducting the business of the CCWG, the chair(s) have the authority to determine the proper actions. Such action may, for example, consist of a modification to the Charter in order to address the omission or its unreasonable impact, in which case the chair(s) may propose such modification to the Chartering Organizations. A modification shall only be effective after adoption of the amended Charter by all Chartering Organizations, in accordance with their own rules and procedures and publication of the amended Charter. Any proposed modifications should not negatively impact the legal and fiduciary constraints as outlined in the ~~‘Memo on Legal and Financial Considerations for Inclusion in Charter’~~ ~~include link~~.

Problem/Issue Escalation & Resolution Process:

The members of the CCWG are expected to abide by the [ICANN Expected Standards of Behavior](#).

The chair(s) are empowered to restrict participation of someone who seriously disrupts the working group. Generally, the participant should first be warned privately, and then warned publicly before such a restriction is put into place; in extreme circumstances, this requirement may be bypassed. This restriction is subject to the right of appeal as outlined above.

If a WG member feels that these standards are being abused, the affected party should appeal first to the chair(s) of the CCWG and, if unsatisfactorily resolved, to the chair(s) of the Chartering Organizations or their designated representative. It is important to emphasize that expressed disagreement is not, by itself, grounds for abusive behavior. It should also be taken into account that as a result of cultural differences and language

