

Guideline: ccNSO Council Practices

Draft Version #5-3

Date of review: December 2016

Date of adoption by the ccNSO Council:

1 Introduction and Background

The ccNSO Council conducts its work via meetings face-to-face, conference calls, or other means it considers appropriate. As the workload and frequency of meetings are increasing the ccNSO Council agreed upon guidelines for conducting its business and reporting on it in a consistent way to the community.

2 Purpose of the Guideline

The Guideline provides information on how ccNSO Council meetings are prepared, conducted and reported to the community and the description of the related procedures and processes. The Guideline also defines roles and responsibilities of those involved in the preparation and running of ccNSO Council meetings.

3 General Information

ccNSO Council meetings are conducted regularly, in principle once per month. Additional meetings can be scheduled when needed. The ccNSO Council mailing list ccnso-council@icann.org is used for information sharing, discussions and decision-making.

4 Agenda and Background Documentation

The Chair of the ccNSO Council will send out, or have the Secretariat send out, a draft agenda at least one week before each scheduled ccNSO Council meeting. The agenda will contain the following items:

- Apologies for absence
- Approval of the minutes of the previous meeting
- An update on actions from previous meetings
- Overview of intersessional / email decisions
- Issues for discussion:
 - Background documentation;
 - An indication of discussion purposes, or where a decision is required;

- If a decision is required, a description of the decision and possibly a draft resolution.
- Any other business

As soon as the draft agenda is sent to the ccNSO Council, the Secretariat will publish the draft agenda and related documents on the ccNSO Council wiki and will inform ccNSO members accordingly.

The definite agenda will be determined at the meeting, however, items added 4 working days before the meeting may only be discussed, but shall not be decided at the meeting. The minutes of the meeting will record the definite agenda as established at the meeting.

5 ccNSO Council meeting

5.1 Quorum

A ccNSO Council meeting is quorate if a minimum of simple majority of ccNSO Councillors and a minimum of one Councillor elected by the ccNSO members per ICANN region are present at the meeting. The minutes will state if the meeting was quorate, or if only quorate for a part of the meeting, the minutes will note which items of business were quorate and which were not.

5.2 Record of attendance

The minutes of a meeting will record the names of the Councillors present at the meeting.

Councillors not present will be recorded as absent. If a Councillor has notified the ccNSO Council, the Chair of the ccNSO or the Secretariat of their absence before the start of the meeting, she or he will be recorded as absent with apologies.

Liaisons and Observers will only be recorded if present.

The list of attendees will be included in the minutes of the meeting and separately published on the ccNSO website.

6 Minutes and Resolutions

6.1 Decision-making

Only a quorate ccNSO Council meeting may take decisions. If a meeting is not quorate, a resolution may be discussed, but no decision taken or resolution adopted.

If a meeting is only quorate for a part of the meeting, decisions may be taken during the period the meeting was quorate. The minutes will note when the meeting was quorate and which items of business were dealt with during this period.

If a meeting is not quorate decisions will be taken on-line or deferred to the next (quorate) meeting.

6.1.1 Decision-making at a meeting

In addition to the quorum rule, ccNSO Council decisions will be taken at a meeting (conference call or face-to-face meeting) using the following procedure:

- Firstly, the Chair of the meeting will call for discussion of a proposed resolution. If a resolution is changed as a result of the discussion, the Chair will ensure the correct recording of the resolution.
- At the end of any discussion, the Chair will call for a Councillor (who is not the Chair of the meeting) to propose the resolution.
- The Chair will then call for another Councillor, who is not the Chair of the meeting to second the resolution
- A resolution that has both a proposer and a seconder is then put to a vote of the Councillors
- The Chair will also note any abstentions or declarations of a conflict of interests.

For a resolution to be adopted it must be approved by a majority vote of the Councillors present, unless another threshold is required either by the ICANN Bylaws, a ccNSO Guideline, or by the ccNSO Council itself prior to the decision making.

In some rare cases, a special procedure may be required for decision-making (for example adoption by supermajority). If this is the case, this will be noted in the meeting agenda and all Councillors will be informed about this procedure in the papers preceding the meeting. These special procedures override the regular procedures and will be recorded as such in the minutes.

In the minutes the proposer and seconder of the resolution are recorded.

The minutes will also note the vote on the resolution. In the event of abstentions or votes against, the name of the Councillor abstaining or voting against will be recorded in the minutes. The Councillor who abstained or opposed will be given the opportunity to express her/his concerns by the Chair

6.1.2 Decisions-making by email

When the ccNSO Council needs to take a decision by email, the Chair or the Secretariat will send out the proposed resolution to all Councillors using the ccNSO Council email list. The email will include the resolution and the date and time by which a decision is needed, which will be at least 5 business days after sending the email, unless agreed otherwise prior to sending out the resolution. An email resolution is considered adopted if:

- None of the Councillors raises objections by the date and time included in the email, or

- In case at least one of the Councillor raises an objection, by a majority vote in support of the resolution. If a Councillor raises questions or an objection, the email vote will be extended for another 5 business days.

In some cases a special procedure is required for decision-making (for example appointing members to a cross-community working group), or as announced by the Chair or Secretariat in the email initiating the decision making process. When this is the case, this will override the regular email procedure and will be recorded and published at the same time of publication of the resolution.

Decision by email will be recorded in the agenda of the first ccNSO Council meeting following the decision.

6.2 Numbering and publication of Minutes and Resolutions

The numbering of minutes and resolutions follows the numbering of the ccNSO Council meetings.

If, for instance, a ccNSO Council meeting is held where no resolutions are passed, the next resolution's number will remain the same as the number of the meeting. Sub-numbers are then given to each resolution item that is passed. E.g. Meeting 1, resolution 1 will have the resolution number 1.1 and so on.

All resolutions adopted by the ccNSO Council (whether at a meeting or by email) will be published as soon as possible after they have been approved, preferably within 24 hours. The resolutions will be published on the ccNSO website.

6.3 Recording of Discussions

The minutes will reflect only those remarks which are considered to be relevant to understand the resolution or thread of the discussion. The minutes will refer to a verbatim recording of the proceedings of the meeting, if such a recording has been made. The recording will be made publicly available via the ccNSO website.

7 Action Items

The minutes will reflect the action items flowing from the meeting, and the description will include a brief description of the action item, who is responsible for completion and the due date.

The format for the numbering of the action items starts with the number of the meeting and items are sub-numbered 01, Action 02 and so on. Action items are published separately online.

8 Approval of the Minutes and Amendments

The Chair of the ccNSO Council, or at the request of the Chair the Secretariat, will send draft minutes of a meeting to the ccNSO Council email list. Councillors will be given an opportunity to propose amendments to the minutes within one week after

posting of the minutes for comments. If no comments are received, the minutes will be considered adopted by the ccNSO Council.

In the event amendments to the draft minutes are proposed the Chair will determine whether the proposed amendments will be included in the minutes and secondly whether the amended minutes will be considered approved or, need to be resent again to Council for approval.

If no consensus can be reached, the Chair or two or more Councillors present at the meeting to which the minutes relate may request an email vote on the minutes.

The minutes will be published on the ccNSO website after they have been approved by the ccNSO Council.

9 ccNSO Council email list

The ccNSO Council has a dedicated email list, which is maintained by the Secretariat according to the Guideline: ccNSO Mailing lists.

10 Miscellaneous

10.1 ccNSO Internal Guideline

This Guideline is an internal rule of the ccNSO in accordance with Article 10 section 3.11 and Article 10 section 4.2 of the ICANN Bylaws.

10.2 Omission in or Unreasonable Impact of the Guideline

In the event the Guideline does not provide guidance and/or the impact is unreasonable to conduct the business of the ccNSO or the ccNSO Council, the Chair of the ccNSO will decide.

10.3 Publication and Review of the Guideline

The Guideline will be published as part of the rules and guidelines of the ccNSO after adoption by the ccNSO Council.

The Guideline will be reviewed every 2 years at the time of review of the annual Work plan, or adjusted when considered necessary. In order to become effective the updated Guideline must be adopted by the ccNSO Council and published on the ccNSO website.

Before publishing the updated Guideline, the Secretariat will adjust the version number and insert the date the Guideline was reviewed and adopted by the ccNSO Council.

10.4 Responsibility Assignment Matrix

	ccNSO	ccNSO	Secretariat	ccNSO
--	--------------	--------------	--------------------	--------------

	Councillors	Chair		community
Send draft agenda to the ccNSO Council		R	R	
Publish agenda and inform community			R	I
Inform about absence before a meeting	R, I	I	I	
Send proposed resolution for decision by email	I	R	R	
Vote on the proposed resolution by email	R			
Publish adopted resolutions			R	
Send draft minutes	I	R	R	

R – Responsible, A – Accountable, C – Consulted, I - Informed