NARALO

RULES OF PROCEDURE

1. GENERAL

The North American Regional At-Large Organization (“NARALO”) is a supportive body of ICANN, authorized by Article XI.4.a of the ICANN Bylaws. NARALO’s territory consists of Canada, Puerto Rico, and the United States of America (“North America”).

**DEFINITIONS:**

“At-Large” – the at-large community of world-wide individual Internet users.

“ALAC” – the At-Large Advisory Committee composed of individual Internet users from around the world selected by the five Regional At-Large Organizations (“RALO”).

“ALS” or “At-Large Structure” – a structured group of Internet users.

“General Assembly” – the annual meeting of the NARALO Membership.

“ICANN” – the Internet Corporation for Assigned Names and Numbers.

“Membership” – the voting body of NARALO.

“NomCom” – the Nominating Committee of ICANN, which appoints five members to the ALAC.

2. PURPOSE AND PRINCIPLES

2.1 The primary purposes of NARALO shall be to promote and assure participation by North American users in the ICANN policy development process and to channel and facilitate policy advice and recommendations to ICANN.

2.2 NARALO shall stimulate and facilitate enhanced communications and collaboration among its members, At-Large Staff, and other members of the North American Internet community.

2.3 NARALO and its working groups, task forces, and online meetings shall normally make decisions by consensus among participants, except in the case of elections. Votes are only to be used if rough consensus cannot be reached after reasonable effort, as determined by the Chair or person presiding over the meeting or involved in the process. A "rough consensus" process (a definition substantially similar to that found in paragraph 3.3 of [RFC 2418](http://www.ietf.org/rfc/rfc2418.txt)) does not require that all participants agree. In general, the dominant view, or general sense of agreement of NARALO or the Task Force, working committee, or online discussion should prevail.

2.3.1 Consensus can be determined by electronic mail, online balloting, written balloting, or any other means deemed convenient and accurate by the Secretariat.

2.3.2 Formal votes shall be by a majority of those present at the meeting or involved in the online discussion. A quorum must be present for the vote to be valid. A quorum for elections or the General Assembly shall be [ ] percentage of the Membership in good standing.

2.4 Participation in NARALO discussions and meetings through ALSes and individual members is open to every North American user and group of users and their participation shall be promoted.

2.5 Participation in NARALO and the conduct of its operations shall be based on the ICANN Code of Conduct, as amended from time to time, which is incorporated in these Rules of Procedure by reference.

2.6 NARALO shall be multi-lingual. The official languages of NARALO shall be English, French and Spanish. The primary language for meetings and documents is English. However, to maximize accessibility and participation, NARALO shall make every effort to provide appropriate translations, interpreters and accessibility tools. Spanish and French translations shall be provided for any online or in person meeting upon the timely request of more than three (3) participant. Public documents will be produced in English, French and Spanish, as appropriate.

2.7 The purpose of these Rules of Procedure is to provide a structure for the operations of NARALO consistent with the By-Laws of ICANN and the ICANN Code of Conduct and to set forth performance standards for membership in NARALO, including for At-Large Structures, and a procedure for decertifying or revoking membership.

3. MEMBERSHIP

3.1 There shall be two classes of Members in NARALO – (i) unaffiliated individual members (an “Unaffiliated Member”), who must be legally resident in North America (as defined above), registered on an NA-Discuss list, and not a member of an ALS, and (ii) At-Large Structures (an “ALS Member”), which shall apply to and have been accredited by the At-Large Advisory Committee (“ALAC”) of ICANN. All NARALO Members in good standing are eligible to participate in the activities, workshops and projects of NARALO.

3.2 Each ALS Member in good standing shall appoint one (1) voting representative and one to two (2) alternates in accordance with its own selection procedures.

3.3 The Unaffiliated Members shall appoint one (1) voting representative pursuant to a verifiable process ensuring that votes cast via their elected representative reflect the views held among their membership. A voting representative must not be employed or contracted by, or have a substantive financial interest in, an ICANN contracted registry or accredited registrar. Appointment of a new voting representative of the Unaffiliated Members shall take place whenever a new member for the ALAC is selected by the General Assembly.

3.4 All voting representatives shall have the right (i) to attend and vote at the annual General Assembly and at any special meetings of the General Assembly, (ii) to vote in elections for officers and for NARALO’s ALAC and NomCom representatives, and (iii) to vote on other NARALO matters, as appropriate. Alternate voting representatives may attend meetings and participate in online discussions, but may not vote if the voting representative is present and available to vote.

3.5 A voting representative or alternate may be removed by the ALS that appointed the voting representative, or by a two­thirds (2/3) vote of the voting representatives of the Membership, after advance written notice and an opportunity of the ALS to respond.

4. MEMBERSHIP AND GENERAL ASSEMBLY

4.1 The governance of NARALO shall be exercised by the Membership of NARALO, which consists of one (1) voting representative from each ALS Member in good standing and one (1) voting representative for the body of Unaffiliated Members. The ALSes and the Unaffiliated Membership may appoint an alternative voting representative to vote in the absence of the voting representative.

4.2 The Membership shall meet annually in a General Assembly for purposes of completing the election of a Chair, a Secretariat, a member of the ALAC, and, if open, a member of the Nominating Committee of ICANN (the “NomCom”) from among the ALS Members and the Unaffiliated Members.

4.2.1 Candidates for office may be an Unaffiliated Member, an ALS Member, or a member of an ALS Member, and must live in the North American region.

4.3 The Membership shall elect two (2) persons on a staggered basis to serve as members of the ALAC under the terms specified in the ICANN By-Laws.

4.3.1 NARALO’s ALAC members shall have the responsibilities described in the ICANN Bylaws, ALAC Rules of Procedure, and the RALO documents.

4.3.2 NARALO’s ALAC members shall serve a two-year term, but may not serve more than two (2) consecutive full terms (totaling more than 40 months). The term of an ALAC member filing a vacancy shall not be counted against the term limit.

4.3.3 Each new ALAC member selected by NARALO shall be seated at the close of ICANN's annual meeting. An ALAC member filling a vacancy will be seated immediately following his or her election.

4.4 The Membership shall elect one (1) representative to the NomCom. NARALO’s NomCom representative shall have the responsibilities described in the ICANN By-Laws and other applicable rules and procedures. The NomCom representative is limited to two (2) consecutive full terms.

4.6 The Membership may establish ad-hoc Task Forces and working committees to deal with specific issues.

5. OFFICERS

5.1 The officers of NARALO shall consist of a Chair and a Secretariat.

5.1.1 The term of the officers shall be for one (1) year or until a successor officer takes office or the officer resigns, is removed or is unable to continue in office.

5.1.2 NARALO may remove an officer for cause by vote of seventy percent (70%) of the Members eligible to vote in a process overseen by At-Large Staff.

5.2 The Chair shall act as moderator and facilitator of the work of NARALO, including but not limited to:

5.2.1 The Chair shall issue Calls for Statements of Interest in serving on the ALAC, NomCom, or NARALO officer positions.

5.2.2 The Chair may sign and receive any official correspondence to and from ICANN, the ALAC or the ALSs.

5.2.2 The Chair shall preside over the annual General Assembly and other meetings of NARALO.

5.2.3 The Chair shall appoint Task Forces and working committees in consultation with the Membership.

5.2.4 The Chair shall oversee the application of these Rules of Procedure with respect to their standards of membership, in particular working with the ALSes to meet the standards, or where remediation has not worked, to recommend to the Membership a request to the ALAC to decertify the offending ALS.

5.2.5 The Chair shall be responsible for monitoring the activities and performance of individuals appointed to various duties and to positions on Task Forces and working committees.

5.3 The Secretariat shall be responsible for maintaining a working communications system and for ensuring the flow of information about NARALO and NARALO Task Force issues under discussion or development. The Secretariat shall work with At-Large Staff to ensure support for NARALO’s activities, including elections and communications.

5.4 The Chair and Secretariat shall be ineligible to serve on the ALAC or the NomCom during their terms of office.

6. ELECTIONS

6.1 Elections shall be held annually on a date to be determined by the Chair on or before July 1 -- timed to permit the persons elected to be seated at ICANN’s annual meeting. Sixty (60) days in advance of the date of the election, the Chair shall issue a call for nominations (including self-nominations) for members of NARALO to serve on the ALAC and, if there is an opening for that year, the NomCom and to fill the Chair and the Secretariat positions. The nomination and acceptance period shall be open for at least thirty (30) days. Candidates shall confirm that they meet the qualifications for candidature.

6.2 After the close of the nomination period, the Membership shall conduct a formal vote managed by At-Large Staff to elect the one NARALO member on the ALAC and of the NomCom, if any, and the positions of Chair and Secretariat.

6.2.1 If at the end of the nomination period there is only one candidate for a position, the Chair shall declare the candidate the winner by acclamation.

6.2.2 In the event of a tie vote for an ALAC or NomCom member, the Chair shall cast the tie-breaking vote.

6.2.3 In the event of a tie vote for the Chair or Secretariat position, the determination of the winner shall be made by a secret ballot of three (3) NARALO individuals. The three individuals shall be selected from the current occupants of the following positions, in order (excluding the tied candidates): the two current ALAC members, the Chair, and the Secretariat. To the extent that three (3) individuals who meet these requirements are not available, the At-Large Staff shall oversee a selection by random choice from among active members of the ALS Members and Unaffiliated Members.

6.3 Whenever there is a vacancy in any of the elected offices, an election to fill the remaining term of the office shall be conducted in accordance with the proceeding provisions, except for the timing with the ICANN annual meeting.

**7. STANDARDS FOR ACTIVE MEMBERSHIP**

7.1 Participation in NARALO’s operations, communications, discussions, and elections implies consent to comply with the ICANN Code of Conduct. (ADD LINK)

7.2 The ability of NARALO to represent the interests of North American Internet users in the ICANN policy development process and to channel and facilitate policy advice and recommendations to ICANN depends on strong participation from all NARALO Members. All Members need to make regular and significant contributions to NARALO, At-Large, and ICANN. Contributions can include posting comments, making suggestions on the mailing list, participating in At-Large working groups or Task Forces, and participating in RALO and ALAC meetings.

7.3 At-Large Staff shall maintain performance data for all Members to ensure that Members are aware of their performance and status as Members in good standing. The Chair shall make use of such performance data in overseeing Members’ status. Subject to privacy and confidentiality requirements, the metrics for Members will be publicly available. Such metrics will include, but are not limited to:

7.3.1 Meeting attendance, which includes sending prior notice, if attendance is not possible. Attendance will be based on individual NARALO sessions for meetings held during an ICANN meeting and the monthly NARALO meetings held online. Minimum requirement is participation in two (2) RALO or ALAC calls/meetings in a twelve (12) month period.

7.3.2 Participation in the decisions and votes of NARALO. Minimum requirement is participation in three (3) consecutive NARALO elections and/or votes.

7.3.3 Participation and the roles played in NARALO working groups and Task Forces as well as those of other bodies within ICANN.

7.4 The Chair shall keep all ALSes fully informed on an ongoing basis concerning their performance, in particular whether they are in danger of having their good standing status changed and voting rights removed or risk of decertification as an ALS.

7.5 The Chair is empowered to initiate or take actions with regard to Member performance and status. Such actions may include but are not limited to:

7.4.1 Discussion of performance issues with the Member.

7.4.2 Use of an impartial third-party for mediation.

7.4.3 Discussion with the ALAC leadership, if the Member’s representative or member is an appointee to the ALAC.

7.4.4 Recommendation to ICANN for withdrawal of travel funding.

7.5 Should the situation warrant it, the Membership may vote to recommend to the ALAC decertification of an ALS Member following the procedures set forth in Rule 8 below.

7.6 The ICANN Ombudsman provides an independent internal evaluation of complaints by members of the ICANN community who believe that the ICANN staff, Board, or an ICANN constituent body, such as NARALO, has treated them unfairly.

**8. PROCESS FOR ALS DECERTIFICATION AND LOSS OF UNAFFILIATED MEMBER STATUS**

8.1 In the case of an ALS’s failure to meet the minimum performance standards set forth below, the Chair may change the status of an ALS to “Inactive Status” (without voting rights or access to ALS benefits), after thirty (30) days’ advance written notice and an opportunity for appeal. The ALS must meet at least one (1) of the following performance standards:

* Participation in three (3) consecutive NARALO elections and/or votes; or
* Participation with a twelve (12) month period in an election and at least two (2) votes;
* Within a twelve (12) month period contribution of a comment on ICANN policy through collaboration on the At-Large discussion lists; or
* Within a twelve (12) month period participation in at least two (2) RALO or ALAC calls/meetings.

8.2 Prior to any change of status to Inactive Status, the ALS through its voting representative or authorized member shall have the opportunity to explain to NARALO leadership why it should not be placed on Inactive Status. The Chair shall make the final determination on a change in status in consultation with the Membership.

8.2 The ALS may regain its active status and its voting rights, as soon as within the next twelve (12) month period, the ALS participates in two (2) RALO or ALAC calls/meetings.

8.3 If an ALS on Inactive Status takes no steps to restore its status to active within the following twelve (12) month period, the Chair shall provide advance notice of the proposed decertification request to the ALS. The ALS through its voting representative or authorized member shall have the opportunity to explain to NARALO leadership why it should not be decertified. The Chair with the consensus of the Membership, shall submit to the ALAC a request, with supporting explanation, for de-certification of that ALS.

8.3.1 If the Membership has not reached a rough consensus concerning the proposed request for decertification to the ALAC, the Membership shall conduct a secret ballot of all eligible voting representatives, excluding the voting representative of the affected ALS, conducted by At-Large Staff.

8.4 In the case of an apparently dormant or non-existent ALS, the Chair may submit to the ALAC, together with a notice to the Membership, a request that the ALS be decertified, providing the basis for decertification.

8.5 In the case of an Unaffiliated Member’s failure to meet performance standards, the Chair shall send a notice to the Unaffiliated Member requesting confirmation of the following:

* subscription to and active participation in the NA-Discuss list,
* permanent residency in one of the countries/territories in the North American region as defined by ICANN, and
* non-membership in any certified ALS.

Failure to confirm all three (3) of the above requirements is a basis for termination of Unaffiliated Membership.

8.6 The Unaffiliated Member shall have the right to explain why the Member’s membership in NARALO should not be revoked and what remedial action the Unaffiliated Member proposes to take. If the Unaffiliated Member cannot or, within the subsequent twelve (12) consecutive month period, does not take remedial action, revocation of Unaffiliated Membership shall be automatic.

8.7 In general, resignation of ALS Membership or Unaffiliated Membership should be the preferred option in the case of decertification or revocation, respectively.

9. AMENDMENT

9.1 These Rules of Procedure will take effect when adopted by not less than seventy percent (70%) of eligible voting representatives of the Membership. These Rules of Procedure may be amended at any time by an affirmative vote of not less than seventy percent (70%) of the eligible voting representatives of the Membership at the General Assembly or at a special meeting called for that purpose by the Chair, upon thirty (30) days’ advance notice in writing of the proposed amendment or amendments.

9.2 If an amendment is made to the MOU with ICANN, the ICANN Code of Conduct, or ALAC’s requirements for ALSes that requires an amendment to these Rules of Procedure, the Chair shall appoint a committee to review and recommend changes to these Rules of Procedure and shall revise these Rules of Procedure accordingly without requiring a formal vote of the Membership to amend.

**DOCUMENT HISTORY**

* 2013-08-20 - For NARALO Approval (Previous version: NA-2007-1-1 Revision 1)
* 2016-05-14 - For NARALO Approval (Previous version: NA-2013-1-1-Revision 1)
* 2017-07-20 - DRAFT \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The Operating Principles of the North American Regional At-Large Organization were certified as having been adopted on 12th June 2007 by the Interim Chair of NARALO.

The first revision of the Operating Principles was [adopted on 3rd October 2010](https://www.bigpulse.com/pollresults?code=13397rzzDz5wIhc5uFISixHr)by NARALO ALS representatives.

The second revision of the Rules of Procedure was adopted on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_   NARALO General Assembly.