

# Charter (Feb 2009)

## Internet Service Provider & Connectivity Provider Constituency

### 1.0 Mission and Principles

#### 1.1 Mission

The ISPs and Connectivity Providers Constituency (ISPCP) shall form an integral part of the generic Name Supporting Organization (gNSO) as a representative group within the Commercial Users' Group in the Non-Contracted Parties House.

The Constituency will ensure that the views of Internet Service Providers and Connectivity Providers contribute toward fulfilling the aims and goals of ICANN. The Constituency contributes its specific and unique expertise not only in the Non Contracted Party House but through active participation in many Supporting Organizations, Advisory Committees, and Task Forces within ICANN's diverse structure.

The ISPCP will actively participate in the Commercial Users' Group to ensure that policy development within ICANN guarantees and enhances the operational stability of the Internet. As a constituency group within the Commercial Users' Group, the constituency will also safeguard the interests and concerns of the ISP and connectivity industry. The Constituency will fulfill its roles and responsibilities while adhering to the relevant ICANN and gNSO bylaws.

#### 1.2 Principles for participants in the ISPCP

The ISPCP is particularly attentive to the needs and concerns of ISP and connectivity providers and the need to balance these with the public interest. The ISPs and Connectivity Providers Constituency is committed to wide membership participation as well as open, transparent procedures and practices.

All participants in the ISPCP shall act in a manner that emphasizes fairness, openness and transparency in all Constituency activities. Participants adhere to relevant ICANN policies and bylaws as well as support the bottom up decision making process essential to ICANN.

##### 1.2.1 Leadership Positions

All representatives in leadership positions in the ISPCP support the consensus decision making model. The leadership shall respect and promote all viewpoints from members, and treat other participants with dignity, respect, courtesy, and civility. Listen attentively and endeavor to understand others; act with honesty, sincerity, and integrity.

### 2.0 Organization and Membership

#### 2.1 Composition

The ISPCP is represented primarily by, Corporations, Associations and stakeholders from all regions of the world thereby ensuring that the constituency represents a broad range of relevant ISP and Connectivity interests.

#### 2.2 Constituency Qualifications and Recognition

Individual commercial entities and Industry Trade Associations may apply for membership if they are:

- ISPs or connectivity providers who
  - operate an Internet backbone network, or
  - provide transit to either Internet users or 3rd party Internet content, or
- are an industry trade association that
  - represents ISPs, portal services, or electronic commerce companies, or
  - provides to 3rd party organizations, over the public Internet, either 1) Internet-based application services or 2) managed security services and demonstrate that the activities of the gNSO commercially affect themselves and understand that Delegates appointed to the Constituency need to participate on a regular basis in the work of the Constituency.

#### 2.3 Constituency Structure

The ISPCP Constituency is made up of three groups: the Committee of the Whole, the ISPCP Secretariat, and the ISPCP Officers.

##### 2.3.1 The Committee of the Whole

All members of the ISPCP in good standing are members without reservation or limitation in the Committee of the Whole of the ISPCP and have single and equal rights to participate in all general activities of the ISPCP Constituency.

##### 2.3.2 ISPCP Secretariat

There shall be a professional secretariat responsible for the day-to-day administration of the Constituency.

###### 2.3.2.1 ISPCP Secretariat Services

Typically the ISPCP Secretariat provides the following services, which may be changed by the Officers from time-to-time:

1. Web site hosting design and updating,

2. An email list of members,
3. Minutes and agendas for Constituency meetings,
4. Membership fee administration and financial reporting,
5. Co-ordination of physical and telephone meetings.

#### **2.3.2.2 ISPCP Secretariat Compensation**

The Officers may choose to compensate the Secretariat in a manner of its choosing in negotiation with the organization or individual providing the Secretariat function.

#### **2.3.2.3 ISPCP Secretariat Selection**

The Officers, after the election of a Chairperson, shall either:

1. Reconfirm the continued selection of the organization or individual providing the Secretariat function; or,
2. Make a recommendation to the Committee of the Whole of the ISPCP that a new Secretariat should be chosen, and propose a new candidate, and then initiate a vote amongst the Committee of the Whole (by majority vote) to confirm that recommendation.

### **2.3.3 ISPCP Officers**

The ISPCP is publicly represented by three Officers.

#### **2.3.3.1 ISPCP Officers Functions**

1. facilitating and, where appropriate, formulating membership consensus on policy issues for the purpose of providing representative views from the Constituency towards the generic Names Council;
2. ensuring that the work of the Constituency supports the interests and concerns of the ISP and Connectivity industry and that the work fulfills the Constituency's mission;
3. reviewing applications for membership in the ISPCP and, where appropriate, referring these to the Constituency;
4. carrying out the administrative functions associated with the operations of the ISPCP, including the arrangement of meetings, preparation and publication of minutes, maintenance of an appropriate mechanism suitable for facilitating contact and dissemination of information among all Members of the ISPCP and other secretariat functions required for the adequate functioning of the ISPCP;
5. assessing and collecting membership fees, if any.

#### **2.3.3.2 Terms of ISPCP Officers**

The term of office for each Officer is 24 months, staggered such that Officers shall be elected every 12 months by the Committee of the Whole. The three Officers are elected in rotating groups of one and two.

#### **2.3.3.3 ISPCP Officer Chairperson**

The committee of the Whole shall elect a chairperson . The period of time in Office of the chairman is one year. The Officers elect a chairman each year at the conclusion of Officer elections. On approval of officers the previous chairman may serve subsequent terms.

#### **2.3.3.4 Officer Resignation or Removal from Office**

Each Officer may resign at any time. Upon application by at least three Delegates and a decision by a voting supermajority (defined at 75% of those casting ballots from the Committee of the Whole) any Officer may be removed from office. If an Officer resigns from the Constituency, or the Officer's relationship to the Constituency is terminated, or the officer is removed from office, a successor shall be elected by the constituency within three months. The new Officer shall assume the responsibilities of the former Officer for the remaining period of office.

#### **2.3.3.5 Officer Roles in Relation to ICANN**

The Officers are required to conduct the business of the ISPCP in accordance with the relevant bylaws, articles, as well as the resolutions of the ICANN Board and the Constituency.

## **2.4 Constituency Rights and Responsibilities**

### **2.4.1 Election of SG Executive Council Representative**

The ISPCP Committee of the Whole shall elect, on a schedule determined by the Stakeholders' Group Bylaws, a delegate to serve on the Stakeholders' Group Executive Council.

### **2.4.2 Election of gNSO Council Members**

The ISPCP Committee of the Whole shall elect, on a schedule determined by the Stakeholders' Group Bylaws, a delegate to serve on the gNSO Council who represents the interests and views of the ISPCP constituency.

### **2.4.3 Election of Nominating Committee Representative**

The ISPCP Committee of the Whole shall elect, on a schedule determined by the ICANN Board of Directors, a delegate to serve on the ICANN Nominating Committee. who will represent the unique viewpoint of the ISPCP constituency.

### **2.4.4 Participation in Routine Constituency Business**

ISPCP Members in good standing shall participate in the development of the ISPCP's policy and position statements relating to the broad context of all ICANN's activities. Perform any other activities identified by the Board, GNSO Council, or the SG as constituency responsibilities. Represent the ISPCP within gNSO Working Groups where appropriate.

## 3.0 Leadership

### 3.1 Decision Making Processes in the ISPCP

In all cases where it is appropriate for the ISPCP to represent a position – be that through representation in Working Groups, Stakeholder Groups – it shall follow the following procedure.

- A draft position shall be produced and posted to the ISPCP membership for a period of seven calendar days to allow for comment.
- At the end of that period, a revised final position may be produced and posted to the membership for consensus endorsement by the Committee of the Whole where the Officers deem appropriate. If consensus is not possible, a majority vote is taken. Any ISPCP Committee of the Whole member not voting on the position will be recorded as a null vote. A majority (one greater than 50% of the non-null votes of the Committee of the Whole) will enable the position to become a final position of the Constituency.

#### 3.1.1 Process for Election of ISPCP Officers

The ISPCP shall elect the Officers and the Officers' Chairperson from among the members of the ISPCP Committee of the Whole.

##### 3.1.1.1 ISPCP Officers Election Nomination

The election process will be initiated by a nomination period of two weeks. If more than one vacancy is to be filled, all candidates are nominated in the same period but elected in sequence. There must be at least 48 hours between the announcement of the results of an election and the beginning of the following election.

##### 3.1.1.2 Conduct of the ISPCP Officers Election

Officer and Nominating Committee Representative elections are determined by a simple majority of the non-null votes cast. Each Member in good standing of the ISPCP Committee of the Whole has one vote per election. Any ISPCP Committee of the Whole member not voting in an election will be recorded as a null vote. Votes cast by every member of the Committee of the Whole will be individually acknowledged by email by the Secretariat.

##### 3.1.1.3 Election Process for the ISPCP Officers Election

The election process (including receiving nominations and communicating the names of the candidates to all Members of the ISPCP at the end of the nomination period) will be initiated and managed by the Secretariat of the Constituency.

Elections may be held in physical meetings or via e-mail.

All elections will be held by secret ballot.

The names of the voters and the overall results of the vote shall be recorded. Then those participating in the election via tele- or videoconference are asked to submit their vote by Email, private phone call or fax, making use of some sort of secret keyword provided by the election manager. The result of the voting shall be recorded in writing.

Insofar as elections are held via e-mail, the Secretariat shall open an election period of one full week, during which it will receive votes from Delegates of the constituency through e-mail and acknowledge receipt. Immediately following the election period, the Secretariat will publish the result of the voting indicating the majority decision.

In the event of a tied vote, lots shall be drawn.

### 3.2 Meetings/participation

The ISPCP shall use formal meetings, conference calls and electronic communications to ensure broad awareness of all relevant issues across its membership. The Constituency shall endeavor to meet during each official ICANN meeting, as well as calling ad hoc meetings and teleconferences as deemed appropriate by its officers. Agenda's and meeting notes shall be posted on the Constituency website, recording agreements made.

### 3.3 Fees

The ISPCP shall look to cover the cost of conducting relevant Constituency activities required to meet their charter, through membership fees. If they are necessary, the level of fees shall be proposed by the officers of the constituency and voted upon by the Committee of the Whole.

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