

At-Large .com Registry Agreement Renewal Workspace

Comment /Reply Periods (*)	Important Information Links <ul style="list-style-type: none">• Public Comment Announcement• To Submit Your Comments (Forum)• View Comments Submitted
Comment Open:	27 March 2012
Comment Close:	26 April 2012
Close Time (UTC):	23:59 UTC
Reply Open:	27 April 2012
Reply Close:	17 May 2012
Close Time (UTC):	23:59 UTC
Brief Overview	
Originating Organization:	ICANN
Categories /Tags:	Contracted Party Agreements
Purpose (Brief):	ICANN is posting today for public comment Verisign's proposed agreement for renewal of the 2006 .com Registry Agreement between ICANN and Verisign. This proposal is a result of discussions between ICANN and VeriSign, and will be considered by the ICANN Board after public comment. The current agreement will expire on 30 November 2012. Public comment may be submitted through April 26, 2012.
Current Status:	The .com agreement will expire on 30 November 2012.

Next Steps:	Once the public comments are reviewed, the ICANN Board will consider the proposal for renewal.
Staff Contact:	Kurt Pritz
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Details:	
Section:	<p>Executive Summary</p> <p>ICANN is posting today for public comment Verisign's proposed agreement for renewal of the 2006 .com Registry Agreement between ICANN and Verisign. This proposal is a result of discussions between ICANN and Verisign, and will be considered by the ICANN Board after public comment. The current agreement will expire on 30 November 2012. Public comment may be submitted through April 26, 2012 and viewed at: http://www.icann.org/en/news/public-comment/com-renewal-27mar12-en.htm</p> <p>This summary describes important aspects of the registry agreement renewal process, the content of the proposed agreement renewal, and certain background to the proposed agreement. This summary is accompanied by the "red line" version of the agreement and several documents that describe and summarize the proposal. Upcoming agreements due to be renewed in 2012 such as .biz, .info, .name and .org will follow a similar process.</p> <p>1. Renewal Process</p> <p><i>Renewal Provisions</i></p> <p>The existing .com Registry Agreement, like other registry agreements, provides that the agreement shall be renewed for an additional term upon its expiration, absent a material breach of the Agreement by the registry operator, circumstances not present here. The existing .com registry agreement further provides, as do other registry agreements, that the terms of the renewed agreement shall be the same as the terms of the existing agreement, provided that, if those terms are not similar to the terms generally in effect in the registry agreements of the largest registries, renewal shall be on terms reasonably necessary to render the terms similar to those in other registry agreements, except that the following terms shall not be subject to such change: pricing terms, terms for renewal or termination, certain obligations of ICANN, certain terms regarding the approval of new registry services, the definition of registry services, and limitations on Consensus Policies. However, some types of changes are available, e.g., those that make the agreement consistent with other registry agreements. In addition, Verisign (like all other gTLD registries and registrars) is obligated to comply with Consensus Policies that are developed and recommended by the GNSO and approved by the ICANN Board (subject to restrictions in existing registry agreements). Upcoming agreements due to be renewed in 2012 such as .biz, .info, .name and .org have similar provisions.</p> <p><i>Renewal Discussions</i></p> <p>The proposed amended .com registry agreement is a result of discussions between ICANN and Verisign, and will be considered by the ICANN Board after public comment. ICANN received Verisign's proposal for renewal terms and then amendments were discussed and ICANN and Verisign agreed to post the terms of the proposed agreement, subject to community input, and approval by the Boards of ICANN and Verisign. Most of the proposed amendments seek to modernize and bring the .com agreement in line with the largest gTLDs and other recently executed agreements. Other amendments are specifically designed to protect and serve registrants.</p> <p><i>Public Comment</i></p> <p>Following the ICANN model, these explanatory documents and public comment will inform the Board discussion and decision-making. ICANN views public comment as an important step in the renewal of registry agreements before ICANN's Board consideration. The community is invited to review the proposed amendments and provide input.</p> <p><i>Contractual compliance Review</i></p> <p>As part of the renewal process, ICANN conducted a review of Verisign's recent performance under its registry agreement. The compliance review covered areas including: DNS Availability; Equal Registrar Access to the SRS; Bulk Zone File Access; Payment of Required Fees; and Submission of Monthly Reports. Verisign was found to have met its contractual requirements. The assessment can be found at: http://www.icann.org/en/resources/compliance/reports/operator-verisign-com-27mar12-en.pdf [PDF, 239 KB]</p>

2. Renewal Content

The amendments to the agreement are proposed in order to:

- assure consistency across registries with respect to certain standard terms and provisions (e.g., clarifications to the assignment and subcontracting provision and the introduction of indemnification obligations);
- update the agreement to reflect changes that have occurred since the current .com Registry Agreement was signed (e.g., updating references to RFCs, and other technical changes);
- allow the registry operator to better serve the internet community and protect consumers (e.g., more quickly address certain imminent threats to the security and stability of the TLD or the Internet, and implement two new provisions regarding abusive behavior: (i) an abuse point of contact, and (ii) a requirement to remove orphan glue records); and
- align the .com registry agreement with the recently executed .net registry agreement (e.g., adopt the same service levels that are currently contained in the .net registry agreement). There are six documents posted for public comment. ICANN invites the public to review the redline version of the .com registry agreement; however other documents are available to provide better clarity and understanding of the proposed changes.
- [Proposed 2012 .com Renewal Agreement \(clean\)](#) [PDF, 119 KB]
- [Redline showing changes from the current \(2006\) .com agreement](#) [PDF, 139 KB]
- [Proposed renewal Agreement appendices \(clean\)](#) [PDF, 277 KB]
- [Redline showing changes from the current .com appendices](#) [PDF, 365 KB]
- [Redline showing changes from the current .net agreement](#) [PDF, 145 KB]
- [Summary and explanation of changes from the 2006 to the proposed 2012 .com Registry Agreement](#) [PDF, 147 KB] (Note: there is no redline provided against the new gTLD base agreement given the significant differences in structure and language that would make such a redline of limited use. However, below find a listing of specific amendments and a brief discussion of other registry-specific issues.)

Brief Description of Key Amendments

This section is organized by:

3. Changes to modernize the 2006 agreement: adopting, for example, up-to-date stability and security standards, improvements in compliance tools, and anticipated improvements.
4. Changes to conform to other registry agreements including the 2011 .net Registry Agreement: updating, for example, SLA's and added stability / security improvements.
5. Other Changes: such as fees and a commitment to cooperate with ICANN's registrar compliance activities. The most significant proposed changes:
6. **Changes to Modernize the 2006 Agreement**
 - 1.1. Functional and Performance Specifications revised to:1.1.1. **Require support for IPv6:** registry operator will accept IPv6 addresses as glue where applicable, and will offer IPv6 access to the Shared Registration System (e.g., EPP), Whois, and DNS servers.
 - 1.1.2. **Require removal of orphan glue records in connection with malicious conduct:** consistent with advice from ICANN's Security and Stability Advisory Committee, registry operator will remove a orphan glue records so they can't be used to support malicious conduct.
 - 1.1.3. **Require support for DNSSEC:** registry operator will implement Domain Name System Security Extensions (DNSSEC) to sign its TLD zone files and accept public-key material from child domain names in a secure manner; providing the ability to authenticate the data published in the DNS.
 - 1.1.4. **Require publication of registry abuse contact information:** registry operator will provide its accurate contact details including a valid email and mailing address as well as a primary contact for handling inquiries related to malicious conduct in the TLD.
 - 1.1.5. **Require the parties to periodically negotiate in good faith regarding implementation of new escrow, Whois and technical specifications:** registry operator and ICANN agree to engage in good faith negotiations, at least once every eighteen months, regarding possible implementation of new RFCs related to Data Escrow, Whois, and other Technical and Functional Specifications.
 - 1.1.6. **Require compliance with IDNA and IDN guidelines:** registry operator will comply with the latest technical standards regarding Internationalized Domain Names, follow the ICANN IDN implementation guidelines, and publish its IDN tables with IANA.
 - 1.1.7. **Allow ICANN to use multiple monitoring locations for DNS and to monitor TCP queries:** allows ICANN to implement a new Service Level Agreement monitoring system (also to be used for new gTLDs) to monitor DNS service from registry operator.
 - 1.2. **Whois:** added a provision (in Appendix 5) requiring adoption of a replacement of the WHOIS protocol, if and when it is standardized in the IETF. It is expected that this new protocol will support internationalized domain names and data, standardized query, response, and error handling, etc.
 - 1.3. **Monthly Reports Specification:** revised monthly report format (Appendix 4) to include more data.
 - 1.4. **Audit:** added provision giving ICANN broad contractual audit rights to facilitate contractual compliance efforts.
7. **Changes to Align with Other Large Registry Agreements**
 - 2.1. **Service Level Agreement:** enhance performance specification, comparable to the performance specifications required in the .net registry agreement
 - 2.2. **Threats to Security and Stability:** added new provision that would allow the registry operator to temporarily prevent the registration of one or more names in the TLD in order to respond to an imminent threat to the security and/or stability of the TLD or the Internet.
 - 2.3. **Use of Traffic Data:** clarified that the use of traffic data would be limited to "thin" registry model data even if registry were to follow the "thick" registry model.
 - 2.4. **Prohibition on Universal Wildcard Functions:** clarification that prohibition on "SiteFinder" or other universal wildcard functions does not prohibit provision of name service or any other non-registry service for a domain or zone used for other than registration services.
 - 2.5. **Indemnification of ICANN:** added broad indemnification rights in favor of ICANN.
8. **Other Changes**
 - 3.1. **Registry Fees:** replaced lump sum quarterly fee with a fee based on \$0.25 per transaction in the TLD. This is a substantial increase in Verisign's contribution.
 - 3.2. **Cooperation with Compliance Actions Against Registrars:** added a provision requiring the registry operator to implement ICANN ordered registrar suspensions to facilitate ICANN's contractual compliance efforts.
 - 3.3. **Price Caps:** no substantive changes to price cap and price increase provision; agreement updated to reflect the current fee cap of \$7.85.

Section II: Background	<p>Background with respect to the Proposed 2012 .com Renewal Agreement</p> <p>The existing .com Registry Agreement, like other registry agreements, establishes the terms for the renewal of the Agreement. Other changes in terms require mutual agreement of the parties. In some cases, issues have been discussed but there is no update included in the proposed version of the agreement.</p> <ol style="list-style-type: none"> 1. The registry agreement precludes a competitive bidding process to provide .com registry services. The renewal provisions in the current .com Registry Agreement are consistent with all the other ICANN gTLD agreements. All ICANN's gTLD registry agreements essentially provide that they will be renewed absent a serious breach of the agreement. These renewal provisions encourage long-term investment in robust TLD operations, and this has benefitted the community in the form of reliable operation of the registry infrastructure. ICANN does not have the right under the current .com Registry Agreement to unilaterally refuse to renew the agreement or to bifurcate registry functions. Breaching the renewal provision would expose ICANN to liability under the contract. 2. Moving to maintenance of a "thick" Whois database: The question of transitioning a large existing registry to "thick" Whois raises operational and other issues that require further discussion and consideration. This has been recognized by the GNSO, as that body recently agreed to undertake a formal Policy Development Process (PDP) in the matter (see, http://gns0.icann.org/resolutions/#201203). Such a change can be implemented separately from the renewal process. 3. Registry services pricing: Both the current .com registry agreement and the proposed renewal agreement permit Verisign to increase the price it charges registrars for domain names registrations four times during the six-year term with each increase being no greater than 7%. This provision was substantially negotiated between Verisign on the one hand, and the U.S. Department of Justice and the U.S. Department of Commerce, on the other. The current agreement (Section 4.2) specifies that the pricing and renewal provisions (among others) are not subject to change through the agreement renewal process. If the .com pricing provisions were to be changed to be similar to the other large gTLDs then that would most likely allow Verisign to raise prices by 10% per year in each of the six years of the agreement, as in the .biz, .info, .net, and .org agreements. Note: ICANN's registry agreement for new gTLDs and registry agreements for sponsored gTLDs (.aero, .asia, .cat, .coop, .jobs, .mobi, .museum, .post, .pro, .tel, .travel, and .xxx) do not include any price controls. 4. New trademark protections: The .com renewal proposal does not include a requirement to comply with the rights protection mechanisms (RPMs) developed for new gTLDs: Uniform Rapid Suspension (URS), Post-Delegation Dispute Resolution Process (PDDRP), and the Trademark Clearinghouse. Taking them in reverse order, the Trademark Clearinghouse currently works in the period of a registry operational start-up and so would not be applicable to .com. URS and PDDRP have so far only been approved in the context of new gTLDs. The URS and PDDRP are new and untested, and arguably should enjoy a "ramp-up" period to ensure that they are robustly designed and implemented before they are asked to absorb the full workload of the entire gTLD namespace. Secondly, registrants have procured domain names in existing gTLDs with an understanding of the landscape of existing RPMs. New RPMs affect registrants, as well as registries and registrars. They should arguably be introduced in existing gTLDs after a bottom-up discussion. Finally, these RPMs are not in any other existing registry agreement, and ICANN has no basis for requiring them – as described above, the renewal agreement should be similar in terms with the other largest registries. The malicious conduct and rights protections were added because the community stated that ICANN should implement new gTLDs in order to make sure that there is as little harm as possible caused by the introduction of new gTLDs. When creating the new gTLD rules, existing registrants (and registries) were not consulted with the idea that those protections would be implemented in existing gTLDs without further community discussion. 5. Vertical Integration: There are no changes suggested to the registry agreement with respect to vertical integration – where a gTLD registry and registrar are owned by the same entity, or there is an affiliation between registry and registrar. That is because the topic is addressed in the publication of the ICANN-developed process for consideration of removal of cross-ownership restrictions <http://www.icann.org/en/resources/registries/removal-cross-ownership> and the plan for addressing the remaining issues on the topic as specified in the 12 March 2012 letter from ICANN to the GNSO Registries Stakeholder Group <http://www.icann.org/en/news/correspondence/icann-board-to-rysg-11mar12-en.pdf> [PDF, 107 KB].
Section III: Document and Resource Links	<p>ICANN and Verisign, Inc., entered into an Un-sponsored Registry Agreement on 1 March 2006, under which Verisign operates the .com top-level domain. The current .com agreement and its appendices may be viewed at: http://www.icann.org/en/about/agreements/registries/com</p> <p>VeriSign, Inc. manages the .com, .net, and .name generic top-level domains. As of November 2011, Verisign reports over 100 million .com domains under management.* Current .com registry agreement and appendices: http://www.icann.org/en/about/agreements/registries/com</p> <ul style="list-style-type: none"> • All current gTLD Registry Agreements: http://www.icann.org/en/about/agreements/registries • Open comment forum processes and standards: http://www.icann.org/en/news/public-comment/rules-and-procedures • Verisign: http://www.verisigninc.com/
Section IV: Additional Information	N/A

(*) Comments submitted after the posted Close Date/Time are not guaranteed to be considered in any final summary, analysis, reporting, or decision-making that takes place once this period lapses.

Proposed ALAC Statement

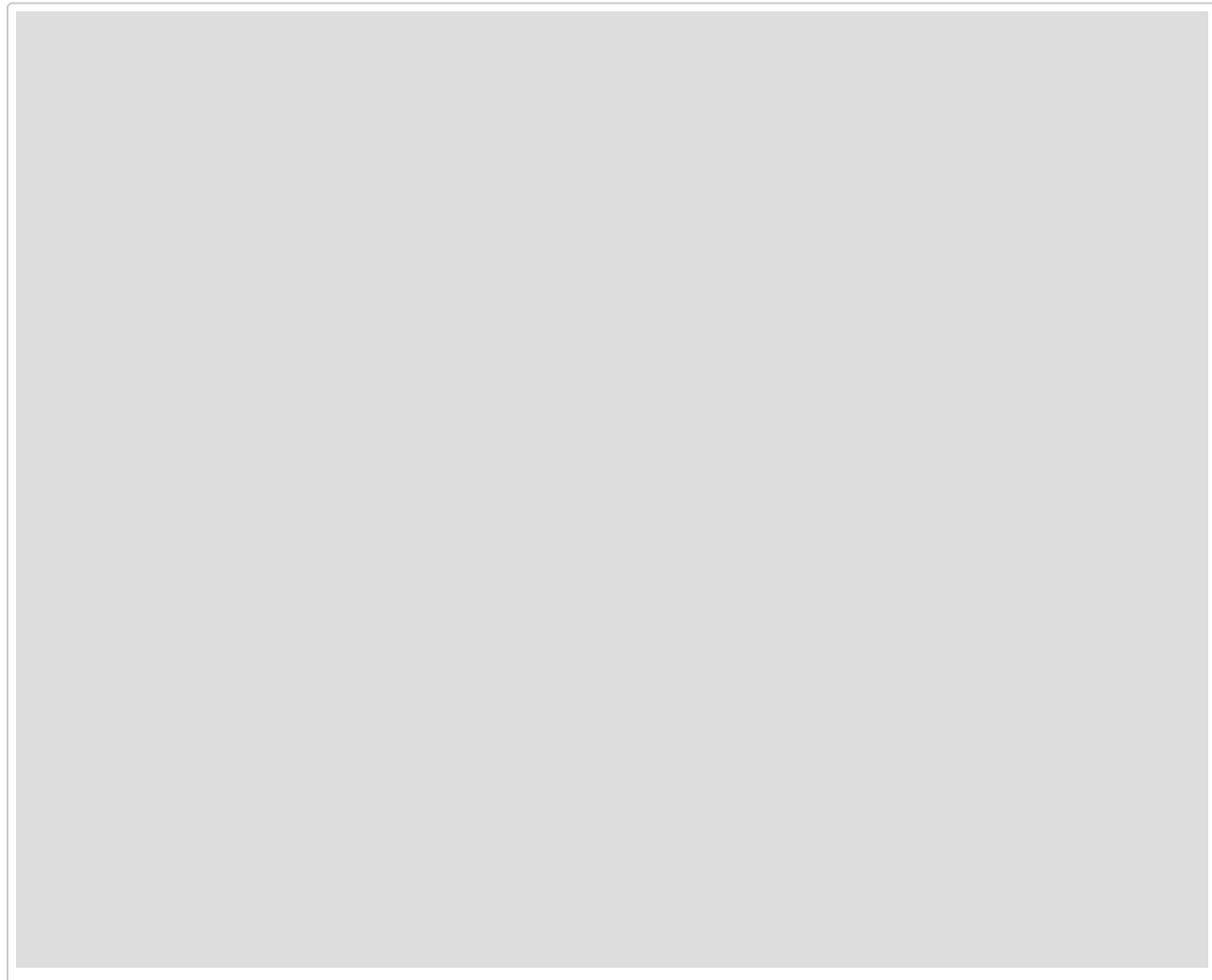
Original text from Holly Raiche developed April 13, containing revisions suggested by Alan Greenberg and Evan Leibovitch:

The ALAC welcomes many of the changes made to the .com contract, particularly those that will enhance security and consumer trust, and has no substantive comment on the proposed changes per se. However, the ALAC expresses extreme disappointment that ICANN has not yet taken this opportunity to require .com to use a Thick WHOIS model, the model that is required for all new gTLDs. This position is strengthened by the GNSO Council's recent decision to defer discussion on actually starting the Thick WHOIS PDP until, December 2012.

The Final Issue Report on 'Thick' WHOIS identified many benefits including enhanced security and stability, and attractive archival and restoration properties in the case of business or technical failure of registrars. That report acknowledged that privacy may be an issue with a 'thick' WHOIS but noted that it has been dealt with in other ways. The Report, now over two months old, called for a PDP on Thick WHOIS issues raised or, because only Verisign maintains 'thin' WHOIS, direct negotiations between ICANN and Verisign.

The ALAC believes that the delay of the PDP runs counter to the global public interest in having the this important issue dealt with as quickly as possible. We urge ICANN and Verisign not to wait for the PDP in order to address this as an implementation matter, and to include a requirement for a Thick WHOIS in the current contract revision. This would efficiently provide all .com registrants with the benefits that ICANN has already stated to be important for any TLD.

[Please click here to download a copy of the Statement below in PDF format.](#)



Follow-up Statement

[Please click here to download a copy of the Statement below in PDF format.](#)

