

## Internet Corporation for Assigned Names and Numbers

2007 At-Large Advisory Committee Series

### AT-LARGE ADVISORY COMMITTEE

#### INTERNAL RULES OF PROCEDURE

##### 1. Officers

- a. The officers of the At-Large Advisory Committee (“ALAC”) are:
  - One Chair and one Vice-Chair;
  - One GNSO Liaison, one ccNSO Liaison, one Board Liaison.Their roles and requirements are set forth in the following sections of these rules.
- b. It is forbidden for any person to serve at the same time in two different officer positions.
- c. All officers are normally elected at an Annual General Meeting of ICANN, except for the Board Liaison, which is normally elected at the ICANN Meeting preceding the Annual General Meeting. All officers, including the Board Liaison, serve for a term of one year starting from the closure of an Annual General Meeting and ending at the closure of the following Annual General Meeting.
- d. All officers can be removed before the end of their term by a vote of recall according to section 6 of these rules.
- e. All officers have a duty of performing their roles with diligence and loyalty to the Committee, and are bound to meet the minimum participation requirements set forth in section 10 of these rules. In case of failure to do so, the Chair shall call a vote of recall according to section 6 of these rules.
- f. All officers have at least the same rights of access to information, mailing lists and documents as the ordinary ALAC members.
- g. Officers shall be freely chosen by the ALAC, according to the following criteria:
  - They shall normally be persons who are current or former members of the ALAC, or are anyway familiar with the activities and functioning of ICANN and of the ALAC;
  - They shall accept to serve on behalf of the ALAC by acting for the good of the entire

Committee, working to bridge differences and build consensus, but also recognizing difference and enabling different opinions to be shared;

- They shall accept, while acting in their capacity as ALAC officer, to put the collective views of the Committee always in front of their own.

## 2. The Chair

- a. The mission and responsibilities of the Chair of the ALAC are:
  - Chairing the meetings of the Committee;
  - Preparing and proposing the agenda for the meetings;
  - Interacting with ICANN Staff for administrative and organizational matters;
  - Representing the Committee in written communication, in the Public Forum and in meetings where there is no specific appointment;
  - Calling for votes on different matters, and ensuring that the proper instruments are available for the vote;
  - Ensuring that timelines and deadlines for the work of the Committee are set and met;
  - Verifying the respect of minimum participation requirements, rules of procedure, Bylaws and other norms applicable to the Committee;
  - Monitoring money expenditures and the budget situation.
- b. Only standing members of the At-Large Advisory Committee are eligible to serve as Chair. If at any point in time the Chair leaves the membership of the ALAC for any reason, he / she shall immediately cease the function of Chair as well.

## 3. The Vice-Chair

- a. The mission and responsibility of the Vice-Chair of the ALAC is to perform the functions of the Chair, on request of the Chair, if the Chair is unable to perform them.
- b. Only standing members of the At-Large Advisory Committee are eligible to serve as Vice-Chair. If at any point in time the Vice-Chair leaves the membership of the ALAC for any reason, he / she shall immediately cease the function of Vice-Chair as well.

## 4. Liaisons

- a. The mission and responsibilities of each Liaison of the ALAC are:
  - To participate diligently in the meetings and activities of the body he/she is liaising to;
  - To communicate and advocate the positions of the ALAC to such body;
  - To report to the ALAC the current and upcoming activities of the body he/she is liaising to, as far as this is possible under the timing and confidentiality constraints of such body;
  - When this is possible under such constraints, ask to the ALAC for advance instructions on matters that are going to be discussed by such body.
- b. There is no requirement for a Liaison to be a member of the At-Large Advisory Committee.

5. Election of officers

- a. No earlier than one calendar month and no later than three weeks before the beginning of an ICANN Meeting where, according to the schedule of paragraph 1.c, an ALAC officer has to be elected, the current Chair of the ALAC will send to the public ALAC list an “election call” message, listing the officers that are to be elected at that ICANN Meeting, asking for nominations, and stating the deadline according to the following paragraph 5.b.
- b. The deadline for nominations for all open officer positions shall be 14 (fourteen) days after the date of the “election call”. Only standing ALAC members and officers can nominate or self-nominate, by posting a message to the public ALAC list. Anyone who will or has a chance to meet eligibility requirements after the next ICANN Annual General Meeting can be nominated; it is not necessary for nominees to meet eligibility requirements at the moment of the nomination, but, if elected, they will have to meet them before taking their position. Nominations of individuals who certainly will not be able to meet the eligibility requirements after the closure of the next Annual General Meeting are invalid.
- c. Nominations must be accepted by the nominee by sending a message of acceptance to the public ALAC list (or to the person who nominated them, who will then forward it to the public ALAC list, if they do not have posting privileges to the public ALAC list at the time) by the deadline of 7 (seven) days after the deadline for nominations. Nominations that are not accepted are invalid.
- d. After the deadline for nomination acceptance and before the beginning of the ICANN Meeting, the Chair will post to the public ALAC list an “election summary” message. This message will contain a summary of all valid nominations for any open position. In such message, the Chair will also notify the day and time in which the actual vote will happen; such day and time must be comprised between the beginning and the closure of the ICANN Meeting, except when the Meeting is also the the Annual General Meeting. In this latter case, the day and time of the vote must be comprised in the first 48 (forty-eight) hours after the closure of the Annual General Meeting; thus, the electorate will include the ALAC members whose term starts at the closure of that Annual General Meeting, and will not include the former ALAC members whose term ends at the closure of that Annual General Meeting.
- e. Nominations shall then be discussed on the public ALAC list and at the physical ALAC meetings during the ICANN Meeting.
- f. At the day and time of the vote, staff will provide ALAC members with a mechanism for voting that meets the following requirements:
  - It allows for each ALAC member to cast their vote in a confidential manner, so that no other Committee member or officer shall know it;
  - It allows for ALAC members who are not physically present to cast their vote remotely (also in advance of the day and time of the vote, if they are unavailable at that moment).
- g. Each presently standing member of the ALAC can cast up to one preference for each

open officer position, picking among the list of validly nominated individuals published at 5.d. Votes for other individuals are considered equivalent to abstention.

- h. At least ten ALAC members must cast a vote (including abstention) for the election to be valid.
- i. After votes have been collected, staff will examine them and call the result.
- j. For any open position, the candidate receiving the highest number of preferences is elected, provided that he/she received at least five preferences, and that no other candidates received the same number of preferences. If the same person is elected in two or more officer positions, he/she shall immediately pick one, and shall be removed from the results of the elections for the other positions. The newly elected officers assume their position at the closure of the Annual General Meeting.
- k. In case two or more candidates receive the same, highest number of preferences, a tie-break vote is to be conducted. The Chair will select a new date and time for a new vote on that position, at least 7 (seven) days later than the current vote; in such vote, only the candidates that received the same, highest number of preferences will be eligible to receive preferences. The Chair will then immediately send a new “election summary” message according to 5.d, and the procedure will then restart from 5.e.
- l. In case no candidate could be elected for any other reason (lack of valid nominations, lack of five valid preferences...), the Chair will immediately post a new “election call”, thus reopening nominations. The procedure will then restart from 5.a.
- m. Incumbent officers shall continue to serve in their position in full standing until a valid result is obtained for the election and a new officer is elected.
- n. If for any reason whatsoever (including lack of quorum, lack or loss of eligibility requirements, resignation, or recall) an officer position becomes vacant before the end of the term, the Chair will promptly start an election to fill it, by sending an “election call” message and starting the procedure from 5.a.

## 6. Recall votes

- a. A recall vote can be initiated by:
  - A request, specifying the officer to be recalled and the reasons for such proposal, posted to the public ALAC list and supported by at least five ALAC members;
  - The Chair, upon verification of the lack or loss of eligibility requirements, or of the officer's failure to meet participation requirements set forth in 1.e.
- b. In case a recall vote is initiated, the Chair will send a message to the public ALAC list, announcing such vote, and including the date and time for the vote, selected by the Chair and situated no earlier than 7 (seven) and no later than 14 (fourteen) days after the date of the announcement. Between the announcement and the vote, the matter will be discussed on the public ALAC list, including counter-arguments by the officer under recall.

- c. Staff will set up a voting instrument meeting the requirements set forth in 5.f. Each ALAC member will be allowed to cast a vote picking among “in favour”, “against” or “abstain”.
- d. In case at least nine votes are cast in favour of recalling the officer and at least three-fourths of the ALAC members cast a vote (including abstentions), the recall is successful; in all other cases, it is not.
- e. In case of successful recall, the Chair will promptly post an “election call” to start the procedure defined in section 5, to elect a replacement. The recalled officer will continue to serve until a replacement is elected.

## 7. Other ALAC appointments

- a. The ALAC may, from time to time:
  - attribute specific tasks or responsibilities to a given individual;
  - appoint a given individual as ALAC representative in working groups, task forces, or other committees and bodies different from those to which Liaisons are appointed;
  - form Committees, attribute specific tasks or responsibilities to them, and appoint their members.
- b. There is no requirement for these appointees to be members of the ALAC.
- c. Such appointments shall normally be done through an informal call for volunteers, posted by the Chair to the public ALAC list, allowing at least 7 (seven) days for people to volunteer, and trying to reach consensus on the appointment. However, in case that consensus cannot be reached, or in case that this is requested by at least 3 (three) ALAC members, the Chair will start a formal election procedure as set forth in section 5.
- d. Such appointments can be recalled with the same procedure defined in section 6.
- e. The appointments described in this section expire at the end of the ICANN Annual General Meeting for the calendar year following the one in which the appointment is made, unless, before that term, the Committee recalls them, the appointee resigns, or the need for the appointment ceases to be.

## 8. Motions

- a. Any member of the ALAC can present a motion for discussion and decision by the Committee, on any matter under the purview of the Committee. Motions need to be seconded by another member of the ALAC.
- b. This section applies to the discussion and vote of all motions, except for matters where more specific rules are defined in other sections of this document.
- c. Whenever a motion is presented, the Chair will allocate appropriate time for discussion, and the Committee will try to debate and reach full consensus on the matter approached by the motion. The Chair will try to facilitate consensus by proposing possible

compromises that can accommodate the views of all Committee members, including minority views.

- d. If the Chair deems that consensus has been reached, he/she can propose to the Committee to approve the consensus by a “no objections call”. To this effect, the Chair will post a “no objections call” message to the public ALAC list, stating the text of the motion being proposed – which shall reflect the consensus reached during the discussion, and thus might be different from the original motion, according to the Chair's own judgement – and giving 7 (seven) calendar days for objections. The motion will be approved if no ALAC member posts a formal objection to the motion to the public ALAC list in the seven days, or, even before the deadline, if all ALAC members express formal support for the motion, either in person (if at physical meetings) or remotely.
- e. If no consensus has been reached, or if the “no objections call” does not result in the approval of a motion, the original motion and any other counter-motions presented during the discussion shall be put to votes in the order of presentation. A motion shall be considered approved if at least five ALAC members cast a non-abstaining vote, and if the number of votes in favour of the motion is higher than the number of votes against. The vote will be open for 7 (seven) days, but the Chair may close it before the deadline if all ALAC members have cast their vote, either in person (if at physical meetings) or remotely.

## 9. Meetings

- a. The ALAC shall meet physically at all ICANN meetings, and virtually by mailing lists and conference calls. Ordinarily, at least one conference call per month will be held.
- b. When meeting physically or telephonically, decisions on a matter of substance cannot be taken unless absent members are given or have been given the opportunity to express their opinion or cast their vote.
- c. At least 7 (seven) days before each meeting or conference call, the Chair will post a proposal for the agenda of the meeting. In the following 4 (four) days, any ALAC member can request the addition of other items to the agenda of the meeting. A final agenda will then be published by the Chair.
- d. If the duration of the meeting is insufficient to deal with all agenda items, the remaining ones will be deferred to on-list discussion or to future meetings.

## 10. Minimum participation requirements

- a. ALAC members and officers are expected to actively participate in all aspects of the Committee's work. This includes some qualitative commitments and quantitative requirements.
- b. The qualitative commitments are:
  - Reading and commenting in the ALAC online forums;
  - Following the ALS certification process and, if members, voting in ALS

- accreditation votes;
  - Participating in ALAC conference calls;
  - Attending physical ALAC meetings (and/or, for liaisons, meetings of the bodies to which the person is liaisoning) at ICANN meetings;
  - Serving as a liaison to the public.
- c. The quantitative requirements are:
- If members, casting a vote (including abstention) in at least 3/4 of ALS accreditation votes;
  - Participating in at least 2/3 of the ALAC conference calls in any 6 month period;
  - Attending at least one physical ICANN meeting in any 9 month period.
- d. The participation requirements set forth in this section shall be considered met if and only if the quantitative requirements stated in 10.c are met.
- e. For ordinary ALAC members, in case of failure to meet the requirements, the Chair will privately encourage the member to resign. If this does not happen by 14 (fourteen) days from that communication, the Chair will formally notify the entity responsible for appointing the member, with a message copied to the public ALAC list, and ask that the appointment is immediately reconsidered.

#### 11. Amendments to these rules

- a. Proposals for amendment of these rules can be made by any member or officer of the ALAC.

Such proposals will be voted by the ALAC, and will be approved only if at least nine votes are cast in favour of adopting the amendment and at least three-fourths of the ALAC members cast a vote (including abstentions).