

# ICANN Address Supporting Organization (ASO) MoU

## 1. Organization

Under this agreement between ICANN and the Number Resource Organization (NRO), the NRO shall fulfill the role, responsibilities and functions of the ASO as defined within the ICANN Bylaws as referenced at [ICANN-BYLAWS].

## 2. Purpose

This MoU is established for the purposes of:

- defining roles and processes supporting global policy development, including the relationship between the Internet addressing community (represented by the NRO) and ICANN within the operation of this process;
- defining mechanisms for the provision of recommendations to the Board of ICANN concerning the recognition of new RIRs; and
- defining accessible, open, transparent and documented procedures for the selection of individuals to serve on other ICANN bodies, including selection of Directors of ICANN and selection of members of various standing committees and ad hoc ICANN bodies.

## 3. Address Council

### a. Composition.

The ASO Address Council shall consist of the members of the NRO Number Council.

### b. Responsibilities.

The ASO Address Council is responsible for the organizational roles of:

1. undertaking a role in the global policy development process as described in attachment A of this document.
2. providing recommendations to the Board of ICANN concerning the recognition of new RIRs, according to agreed requirements and policies as currently described in document [ICP-2].
3. defining procedures for selection of individuals to serve on other ICANN bodies, in particular on the ICANN Board, and implementing any roles assigned to the Address Council in such procedures.

4. providing advice to the Board of ICANN on number resource allocation policy, in conjunction with the RIRs.
5. developing procedures for conducting business in support of their responsibilities, in particular for the appointment of an Address Council Chair and definition of the Chair's responsibilities. All such procedures shall be submitted to the Executive Council of the NRO for approval.

**c. Liaisons.**

The ASO Address Council shall admit liaisons from emerging Regional Internet Registries and liaisons from other ICANN entities.

All liaison positions shall be determined by liaison agreements as shall be made in writing with the NRO, based on the recognition of mutual benefit.

All Liaison positions will be non-voting.

**d. Removal of Address Council Members.**

An ASO Address Council member may resign at any time by giving written notice to the ASO Address Council, the NRO Secretariat, and the ICANN Secretary. An ASO Address Council member originating from a particular RIR region may be removed by that region according to its published procedures. A vacancy on the ASO Address Council shall be deemed to exist in the case of the death, resignation, or removal of any member. When a vacancy occurs the position shall be filled by an interim appointment by the RIR for the affected region. This interim appointment shall be for the period until the next scheduled election for the ASO AC in that region at which time if there is any remaining time in the term the position shall be filled by election. The RIR of the affected region shall give written notification of these activities to the NRO Secretariat and the ICANN Secretary.

**e. Compensation and Reimbursement.**

No member of the Address Council shall receive any compensation for his or her services as a member of the Address Council. Address Council members shall, however, at their request, be reimbursed by the NRO for actual, necessary, and reasonable travel and subsistence expenses incurred by them in the performance of their duties.

**4. Secretariat**

The NRO will provide all Secretariat services to support functions described by this agreement.

**5. Global Policy Development Process**

Global policies are defined within the scope of this agreement as Internet number resource policies that have the agreement of all RIRs according to their policy

development processes and ICANN, and require specific actions or outcomes on the part of IANA or any other external ICANN-related body in order to be implemented.

Global policies will be developed in the context of this agreement, according to the processes defined by attachment A to this MoU.

Under this agreement the ICANN Board will ratify proposed global policies in accordance with the Global Policy Development Process, using review procedures as determined by ICANN. ICANN will publish these procedures no later than ninety (90) days from the date of the signature of this agreement by all parties.

## **6. Service Regions**

The regions serviced by each RIR shall be defined by the RIRs in a manner of their choosing. The NRO shall ensure that all possible service areas are encompassed.

## **7. Arbitration**

In the event that the NRO is in dispute with ICANN relating to activities described in this MoU, the NRO shall arrange arbitration via ICC rules in the jurisdiction of Bermuda or such other location as is agreed between the NRO and ICANN. The location of the arbitration shall not decide the laws to be applied in evaluating this agreement or such dispute.

## **8. Periodic Review of the ASO**

With reference to the provisions of Article IV, Section 4 of the ICANN ByLaws [ICANN-BYLAWS], the NRO shall provide its own review mechanisms.

## **9. Periodic Review of the MoU**

The MOU signatories will periodically review the results and consequences of their cooperation under the MOU. When appropriate, the signatories will consider the need for improvements in the MOU and make suitable proposals for modifying and updating the arrangements and scope of the MOU. This MOU may only be amended or supplemented in writing, signed by the parties.

## **10. Other provisions**

From the date of signature this agreement supercedes and replaces the MoU signed between ICANN, APNIC, ARIN and RIPE NCC 18 October 1999, amended in January 2001, and the subsequent inclusion of LACNIC by Joinder in October 2002.

## **11. General**

Nothing in this MOU shall be construed to create between or among any of the parties a partnership, joint venture, or impose any trust or partnership or similar duty on any party, including as an agent, principal or franchisee of any other party.

Other than as provided for in this MOU, the parties shall not be bound by or be liable for, any statement, representation, promise, agreement or other binding commitment of any kind on behalf of any other party, without that party's prior written consent.

The non-exercise of or delay in exercising any power or right of a party does not operate as a waiver of that power or right, nor does any single exercise of a power or right to preclude any other or further exercise of it or the exercise of any other power or right. A power or right may only be waived in writing, signed by the party to be bound by the waiver.

No party may transfer or assign any or all of its interest, rights or obligation arising under this MOU without the prior written consent of each other party to this MOU.

## 12. Referenced Documents

[ICP-2]

ICP-2: Criteria for Establishment of New Regional Internet Registries Published by ICANN 7 July 2001.

<http://www.icann.org/icp/icp-2.htm>

[ICANN-BYLAWS]

BYLAWS FOR INTERNET CORPORATION FOR ASSIGNED NAMES AND NUMBERS A California Nonprofit Public-Benefit Corporation As amended effective 26 June 2003

<http://www.icann.org/general/bylaws.htm>

IN WITNESS WHEREOF, this Memorandum of Understanding is executed this 21st day of October 2004 by the undersigned, acting through their duly authorized representatives:

- INTERNET CORPORATION FOR ASSIGNED NAMES AND NUMBERS \_\_\_\_\_ Dr. Paul Twomey President and Chief Executive Officer
- NUMBER RESOURCE ORGANIZATION \_\_\_\_\_ Paul Wilson Chair, Executive Council
- ASIA PACIFIC NETWORK INFORMATION CENTRE \_\_\_\_\_ Paul Wilson Director General

- AMERICAN REGISTRY FOR INTERNET NUMBERS \_\_\_\_\_ Raymond A. Plzak President and Chief Executive Officer
  - LATIN AMERICAN AND CARIBBEAN INTERNET ADDRESSES REGISTRY \_\_\_\_\_ Raul Echeberria Executive Director – CEO
  - RÉSEAUX IP EUROPÉENS NETWORK COORDINATION CENTRE \_\_\_\_\_ Axel Pawlik Managing Director
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## **Attachment A**

### **Global Policy Development Process**

#### **Definitions:**

“Global policy” is described in Section 5 of the ASO MoU.

“ASO Address Council” is described in Section 3 of the ASO MoU.

#### **Process Description:**

1. A proposed global policy can be submitted either to one of the RIR policy fora (via mail lists or public policy meeting) or to the ASO Address Council directly. If it is presented to one of the RIR policy fora a member of the ASO Address Council from that region will notify the Chair of the ASO Address Council within ten days of the introduction of the proposal. If it is presented to the ASO Address Council the members of the Address Council will notify their respective RIRs within ten days of the introduction of the policy proposal to the Address Council. The Chair of the Address Council will place the global policy proposal on agenda of the next Address Council meeting as an information item.
2. The proposer has the duty to assist relevant communities within each regional policy forum to make them aware of the deliberations of their peers in the other regional policy forums. The members of the Address Council will request that the global policy proposal be placed on the agenda for next open policy meeting in each region, in accordance with the applicable policy process. In those cases where the advocate of the proposed policy cannot travel to a particular RIR public policy meeting, then the RIR shall appoint a person to present the proposal at the meeting.
3. It is recognized that the outcomes of consideration of a proposed global policy may differ in terms of specific language and detail from region to region. The staff of the RIRs will work with each other, and with the policy proposer to document the common elements of such outcomes.

4. This common text will be ratified by each RIR, by methods of its own choosing.
5. This ratified common text is the proposed global policy proposal that is forwarded to the ASO Address Council.
6. The ASO Address Council shall review the process followed by the RIRs in terms of reaching a position of common agreement and a common text to describe the proposed global policy, and the Address Council shall undertake measures in accordance with an adopted procedure to assure itself that the significant viewpoints of interested parties were adequately considered. Within sixty days after the NRO Executive Council has advised the Address Council that global policy proposal has been adopted by all of the regions the Address Council shall either: a. pass it to ICANN for ratification as a global policy (the process continues to Step 7), or b. advise the NRO Executive Council that the Address Council has concerns as an outcome of its review and that the proposal requires further review within the public policy development process, or c. request the NRO Executive Council for an extension of time to complete the review of the proposal.
7. The ASO Address Council shall forward the proposed policy to the ICANN Board as a consequence of Step 6 (a).
8. The ICANN Board may review the policy proposal and may ask questions and otherwise consult with the ASO Address Council and/or the RIRs acting collectively through the NRO. The ICANN Board may also consult with other parties as the Board considers appropriate.
9. Within 60 days of receipt of the proposed policy, including such consultation as may occur in Step 8, the ICANN Board may either:
  - a. accept the proposal by a simple majority vote; or
  - b. reject the proposed policy by a supermajority (2/3) vote; or
  - c. by a simple majority vote request changes to the proposed policy; or
  - d. take no action.
10. If the ICANN Board takes no action (that is, fails to take actions (a), (b) or (c) in Step 9) within the 60-day window, the proposed policy is deemed to be accepted by the ICANN Board and it becomes global policy. In case Step 9 (c), should at least one of the RIRs agree that changes need to be made, the status of the proposed policy reverts to Step 1. If none of the RIRs accept the case for changes, then the proposed policy continues to Step 11.
11. If the ICANN Board rejects the proposed policy (following Step 9(b)), it must deliver to the ASO Address Council a statement of its concerns with the proposed policy, including in particular an explanation of the significant viewpoints that were not

adequately considered during the regular RIR process, within 60 days of the Board action.

12. The ASO Address Council, in conjunction with the RIRs and working through agreed procedures, shall consider the concerns raised by the ICANN Board, and engage in a dialogue as appropriate with the ICANN Board.

13. If the NRO Executive Council indicates that there is agreement from all RIRs, the ASO Address Council may forward a new proposed policy (either reaffirming the previous proposal or a modified proposal) to the ICANN Board. Alternatively, the NRO Executive Council may indicate that the policy proposal shall be reconsidered by the RIRs, and the proposed policy reverts to Step 1.

14. The resubmitted proposed policy then becomes a global address policy unless, by a supermajority (2/3) vote, the ICANN Board rejects this resubmitted proposal within 60 days of receipt of the new proposed policy, in which case it does not become a global addressing policy.

15. If the resubmitted proposed policy is rejected for a second time by ICANN, then the RIRs or ICANN shall refer the matter to mediation using an agreed procedure to resolve the matter.

**Considerations:**

16. Through the provisions of an agreement to be executed between the RIRs and ICANN, it is recognized that the ICANN Board has the ability to request that the ASO Address Council initiate a policy development process through the RIRs, using the policy development procedure described above. Any such request must include an explanation of the significant viewpoints that call for policy development. This provision, and the similar provision in Step 10 of the policy development procedure described above, are intended to ensure that the ICANN Board acts in these circumstances only with substantial, credible, and defensible support from the community.

17. In bringing a policy proposal to the regional policy forums it is expected that the ICANN Board will nominate a presenter of the ICANN proposal.

18. All global policies in full force and effect on the day this agreement is executed shall continue in full force and effect until specifically superseded by global policy outcomes from the process described here.

19. All global policies adopted will be published in the NRO and the ICANN web sites.

20. Global policies adopted previous to this MOU will also be published in these sites, with a clear indication that they were adopted prior to the current policy procedure.

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## **Attachment B**

### **Address Council Transition**

In order to maximize stability and minimize disruption, the following method for transition from the current to the new Address Council is agreed.

1. The two shortest serving Address Council members from each region will be appointed to the NRO Number Council.
2. Upon expiration in 2004 of the seat of the longest serving Address Council member in each region, the respective RIR board will appoint a third member of the NRO Number Council, by a method of its own choosing.