

Governance Document for the Recognition, Operation, and Derecognition of Regional Internet Registries

(RIR Governance Document)

Version 3.4 (ASO AC Final Draft)

Preamble

This Governance Document for the Recognition, Operation, and Derecognition of Regional Internet Registries (the “**Document**”) succeeds the document Internet Coordination Policy-2: Criteria for Establishment of New Regional Internet Registries (“**ICP-2**”), adopted on 4 June 2001. It reflects a coordinated initiative led by the NRO Number Council, also serving as the ASO Address Council, in consultation with the global Regional Internet Registry and ICANN communities.

The global system for management of Internet Number Resources is a decentralized and coordinated system established to ensure the fair, efficient, and secure allocation and management of critical Internet resources. These resources include IP address space (both IPv4 and IPv6) and Autonomous System Numbers, which are essential for the operation of the Internet. The system is composed of Regional Internet Registries, each responsible for serving a specific geographic region. The system is based on open and bottom-up processes to ensure that the needs of the regional and global Internet community are met.

This document covers the complete lifecycle of a Regional Internet Registry (RIR), starting from its establishment to its operation and potential derecognition, as well as the necessary conditions for inter-RIR coordination to ensure the Internet Numbers Registry System serves the global Internet community. In particular, this document sets forth:

1. **Rules and criteria for recognizing new RIRs**, ensuring rigorous and transparent evaluation for any entity seeking official status as an RIR.
2. **Operating obligations** for RIRs, enhancing clarity on governance, accountability, and service delivery duties.
3. **Criteria and procedures for derecognition** of an RIR should it fail to adhere to established standards, thereby safeguarding global Internet Number Resource reliability and integrity.

Goals of the RIR Governance Document.

- **Ensure Accountability to the Global Internet Community.** Codifying governance expectations and responsibilities to foster transparency, responsiveness, and member-driven oversight.
- **Support System Stability and Continuity.** Reinforcing long-term resilience by defining lifecycle criteria and remediation paths in the event an RIR fails to meet its obligations.

- **Preserve the Bottom-Up, Multistakeholder Model.** Maintaining openness in policy development and ensuring any governance changes reflect widespread community input across all RIR regions and ICANN.
- **Clarify Ecosystem Expectations.** Articulating clear governance, operational, and ecosystem-level principles.

Together, these elements establish a robust, decentralized, globally coordinated yet regionally adaptive governance foundation to ensure that RIRs remain effective stewards of Internet Number Resources for the benefit of the entire Internet ecosystem. By adopting this Document, current and future RIRs commit to being trustworthy stewards of the technical operation of the Internet by operating in an open, neutral, and transparent manner that fosters fairness and inclusivity and acting responsibly toward the regional and global Internet community.

Article 1: Definitions, Interpretation, and Implementation

1.1. Definitions. In this Document, the following capitalized terms have the following meanings:

“Affiliate” means, with respect to a specified entity, any other entity that directly or indirectly Controls, is Controlled by, or is under common Control with the specified entity.

“ASO” means the ICANN Address Supporting Organization.

“ASO MoU” means the ICANN Address Supporting Organization Memorandum of Understanding, as may be amended from time to time.

“Audit” means an audit performed to assess whether an RIR is in compliance with its obligations under this Document.

“Candidate RIR” means a legal entity that is applying to become an RIR.

“Compliance Review” is a review to assess whether an RIR is in compliance with specific provision(s) of this Document (as identified in a request for Compliance Review).

“Control” means the possession, directly or indirectly, of the power to determine or cause the direction of the management or policies of an entity or the entity’s participation in the governance of an RIR, whether through ownership, by contract, or otherwise.

“Derecognition” means a decision, made pursuant to the terms of this Document, to terminate an RIR’s delegated responsibility to provide RIR Services to the RIR’s Service Region.

“Global Policy” means an Internet Number Resource policy that has the agreement of all RIRs according to their Policy Development Processes and ICANN, and that requires specific actions or outcomes on the part of the IANA Functions Operator or any other external ICANN-related body in order to be implemented, as defined in Article 6 of the ASO MoU.

“Governing Body” means a board of directors or functional equivalent, however named, that has the power to govern an RIR, as delegated by the RIR’s Members.

“IANA Functions Operator” means the entity responsible for performing the IANA Functions.

“IANA Numbering Services” means the administration of the IANA number registries in accordance with Global Policies and any applicable and mutually acceptable and agreed upon guidelines and procedures, including allocation of Number Resources to RIRs, the management of returned Number Resources, general IANA number registries maintenance, and the administration of the unicast portion of the special-purpose “IN-ADDR.ARPA” and “IP6.ARPA” domain name system zones.

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

“Implementation Procedures” is defined in **Section 1.3**.

“Internet Numbers Registry System” means the system as defined in RFC 7020.

“Member” means a legal or natural person, as applicable, that is entitled to participate in the governance of an RIR by voting for members of the RIR’s Governing Body.

“Notice of Decision” means an official document published by ICANN setting forth the reasons for ICANN’s decision to approve or reject a Proposal.

“Notice of Pending Derecognition” means an official document jointly prepared by ICANN and the RIRs and published by ICANN setting forth the approval to Derecognize the subject RIR, and providing a Transition Plan.

“Notice of Pending Recognition” means an official document jointly prepared by ICANN and the RIRs and published by ICANN setting forth the approval to Recognize the Candidate RIR, and providing a Transition Plan.

“Numbering Community” means the community of Resource Holders and others who participate in Number Resource management, including but not limited to governments, civil society actors, the technical community, private sector entities, and academia.

“Number Resource Policies” means Global Policies and Regional Policies.

“Number Resources” means Internet Protocol (IP) unicast addresses (IPv4, IPv6) and Autonomous System Numbers (ASNs).

“NRO” means the Number Resource Organization, which functions as the coordinating body for the RIRs, as established by the NRO Memorandum of Understanding in 2003.

“Policy Development Process” means the process through which an RIR develops Number Resource Policies.

“Proposal” means a proposal to Recognize or Derecognize an RIR.

“Recognition” means a decision, made pursuant to the terms of this Document, to delegate the responsibility of providing RIR Services to a Service Region to a Candidate RIR and to recognize such entity as the official RIR for the Service Region.

“Regional Policy” means a policy that an RIR adopted through its Policy Development Process governing the allocation or distribution of Number Resources in its Service Region or the management or deployment of those Number Resources.

“Rehabilitation Plan” means a plan developed by ICANN and the RIRs to provide the subject RIR with a reasonable opportunity to cure issues of non-compliance with this Document identified in an Audit, Compliance Review, or during the Derecognition process.

“Resource Holder” means a legal or natural person, as applicable, that holds Number Resources registered with an RIR.

“RIR” means a Regional Internet Registry.

“RIR Governance Document” or **“Document”** means this Governance Document for the Recognition, Operation, and Derecognition of Regional Internet Registries.

“RIR Services” means the delegation of Number Resources and the set of services necessary to ensure that Resource Holders are able to use Number Resources and the Numbering Community is able to obtain accurate information about which Number Resources are held by which entities, including allocation, registration, and directory services as well as related technical services.

“Service Region” means the geographic area for which an RIR is officially designated as the RIR responsible for providing RIR Services.

“Temporary Emergency Continuity Arrangement” is defined in **Section 5.1**.

“Temporary Emergency Operator” means a qualified entity selected to provide RIR Services on a temporary basis where permitted in this Document.

“Transition Plan” means a plan to either Recognize a Candidate RIR or Derecognize an existing RIR, which sets out a timeline and set of conditions which must be satisfied prior to an official Recognition or Derecognition taking effect in order to ensure continuity of service to the affected Service Region. The Transition Plan shall also include a commitment by the other RIRs to cooperate and provide support in this process as described within the specific language of the Transition Plan, as well as a commitment by the Candidate RIR or subject RIR to complete any required conditions provided therein in a timely manner.

1.2. Interpretation. In this Document:

- (a) Capitalized participles, conjugations, plurals, or other derivative forms of defined terms have the meanings associated with those defined terms (e.g., “Recognition” and “Recognized”);
- (b) Headings are for convenience only and do not affect interpretation;
- (c) Any reference in this Document to any other document or agreement shall be deemed to include a reference to such document or agreement as amended, supplemented, or otherwise modified from time to time, including any successor documents or agreements; and
- (d) Any reference in this Document to publishing any information shall mean publishing such information on the official website of the relevant party.

1.3. Implementation. It is acknowledged and expected that the RIRs and ICANN may jointly develop and adopt specific procedures to implement certain provisions of this Document (“**Implementation Procedures**”). These Implementation Procedures shall define the minimum requirements necessary to give effect to the relevant provisions of this Document which shall be published. The Implementation Procedures shall not prescribe or constrain the internal methods or operational approaches by which any individual RIR may achieve compliance with the relevant provisions, provided that such RIR meets the agreed implementation requirements. In the absence of adopted Implementation Procedures for any provision of this Document, each RIR shall retain discretion to determine its own approach to compliance, subject to the overarching obligations and principles set forth in this Document. Under no circumstances may any Implementation Procedure contradict or override the terms of this Document. Notwithstanding the above, the absence of adopted procedures will not prevent the enforceability of any provision of this Document.

1.4. Any decision by an entity under the Document shall be made according to such entity’s relevant procedures, including, where applicable, the ability to challenge or appeal such decision.

Article 2: Internet Numbers Registry System

2.1. Roles and Responsibilities. Within the Internet Numbers Registry System, the following entities have the following roles and responsibilities:

- (a) **Individual RIR.** Each RIR is responsible for providing RIR Services to its Service Region.
- (b) **All RIRs.** The RIRs jointly operate the Internet Numbers Registry System. All RIRs shall jointly ensure that all areas are able to continually receive RIR Services.
- (c) **IANA Functions Operator.** The IANA Functions Operator’s responsibilities are defined in the Service Level Agreement for the IANA Numbering Services.

- (d) **ICANN.** ICANN provides overarching coordination for the Internet Numbers Registry System, including oversight of the IANA Functions Operator, facilitation of Global Policy development in collaboration with the RIRs, and other related tasks as agreed with the RIRs (including the responsibilities set forth in this Document).
 - 2.2. Service Region.** In order to preserve the integrity of the Internet Numbers Registry System, each Service Region shall cover a geographically continuous area of substantial scale, comprising many distinct jurisdictions, and shall not overlap with that of another RIR.
 - 2.3. Coordination Limitation.** It is an express goal of the Internet Numbers Registry System to provide stable and reliable services to the Numbering Community. Achieving this goal requires ongoing coordination among the RIRs. Accordingly, the number of RIRs in the Internet Numbers Registry System is expected to remain small, consistent with the technical and operational needs of the system. Coordination among the RIRs shall further be limited to subjects necessary to achieve the RIRs' objective of providing stable, reliable, and secure services to the Numbering Community.
 - 2.4. Sub-Regional Registries.** Nothing in this Document pertains directly to National Internet Registries, Local Internet Registries, or other sub-regional registries (together, "**Sub-Regional Registries**") that do not receive Number Resources directly from the IANA Functions Operator, provided that if an RIR delegates any RIR Services or Number Resources to a Sub-Regional Registry, such delegation shall not excuse the RIR from its obligations under this Document, including with respect to such delegated RIR Services and Number Resources.
 - 2.5. English.** English is the official language of the Internet Numbers Registry System. RIRs may use any appropriate language for intra-RIR business.
 - 2.6. Good Faith.** ICANN and all RIRs shall act in good faith and with fair dealing in all matters under this Document. All actions required under this Document shall be undertaken promptly and within reasonable timeframes, ensuring that processes are not unduly delayed.
 - 2.7. Community Consultations.** Nothing in this Document either prevents or obliges the RIRs or ICANN to conduct consultations with their respective communities in assessing a Proposal for Recognition or Derecognition.
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Article 3: Recognition

- 3.1. Criteria for Recognition.** A Candidate RIR cannot be Recognized unless it demonstrates the following to the satisfaction of the existing RIRs and ICANN:
 - (a) **Regional Qualification.** The Candidate RIR's proposed Service Region would meet the requirements of **Section 2.2**, provided that the Candidate RIR's Proposal may contemplate changes to the Service Regions of one or more existing RIRs in order to create a new, non-overlapping Service Region for the Candidate RIR.

- (b) **Resource Holder Support.** Resource Holders in the Candidate RIR's proposed Service Region broadly support Recognizing the Candidate RIR as the entity responsible for providing RIR Services to the Service Region and are committed to financially supporting the Candidate RIR and actively participating in its governance.
- (c) **Community Support.** The Numbering Community in the Candidate RIR's proposed Service Region is committed to supporting the Candidate RIR, including by actively participating in its Policy Development Process.
- (d) **Capability.** The Candidate RIR can substantively meet all the operational requirements of an RIR specified in **Section 4.1**.
- (e) **Impact.** Recognizing the Candidate RIR would not negatively impact the Internet Numbers Registry System or cause any existing RIR to become non-compliant under this Document.
- (f) **Improvement.** Recognizing the Candidate RIR would result in a material improvement to the functioning of the Internet Numbers Registry System relative to the existing state of affairs.

3.2. Proposal. To apply to be Recognized as an RIR, the Candidate RIR must submit a Proposal for Recognition in writing to the RIRs and to ICANN. The Proposal must include information sufficient to demonstrate that the Candidate RIR satisfies each of the criteria set out in **Section 3.1**. The Candidate RIR shall also provide any information relevant to the factors set out in **Section 3.3(a)(ii) and (iii)**. ICANN and the RIRs must each publish a notice that a Proposal for Recognition was received.

3.3. RIR Review. Upon receiving a Proposal for Recognition, the RIRs shall review and act on the Proposal according to the following process:

- (a) **Assessment.** Each RIR shall independently consider the Proposal for Recognition based on the criteria provided in **Section 3.3(a)**. Each RIR may make inquiries of the Candidate RIR and perform independent due diligence as it deems necessary in performing its assessment. The Candidate RIR will make all reasonable efforts to respond to such inquiries and make its answers available to all RIRs. In considering the Proposal for Recognition, each RIR shall consider, among any other factors it deems relevant, whether:
 - (i) The Proposal for Recognition satisfies the criteria set out in **Section 3.1**;
 - (ii) The Candidate RIR and members of its Governing Body are of good character and integrity (for example, have never been convicted of an offense involving dishonesty, including, but not limited to, fraud or misrepresentation in any jurisdiction); and

- (iii) The other RIRs can legally cooperate with the Candidate RIR if it is Recognized.
- (b) **Submission.** Each RIR shall provide ICANN with:
 - (i) Its assessment of the Proposal against the criteria and factors set out in **Section 3.3(a)** and its recommendation for or against Recognition of the Candidate RIR, along with the reasons for doing so (a “**Recognition Assessment**”);
 - (ii) Any questions posed to the Candidate RIRs during the RIR’s assessment and the responses received thereto; and
 - (iii) Identification of any actual, potential, or perceived interests the RIR, its officers, or its Governing Body has in the outcome of the Proposal under consideration based on the impact that Recognition could have on the RIR’s Service Region or revenue, the composition of Members participating in voting decisions, or Numbering Community participation in the RIR’s Policy Development Process; as well as any familial or financial relationships with the Candidate RIR’s officers or Governing Body, or any other items that may be identified in Implementation Procedures.

3.4. ICANN Review. Upon receiving the Recognition Assessments from the RIRs:

- (a) **Publication.** ICANN shall publish the Proposal for Recognition and the Recognition Assessments. Prior to publishing, ICANN may, after consultation with the RIRs, redact confidential information.
- (b) **RIR Recognition Assessment Review.** ICANN shall review each of the RIRs’ Recognition Assessments and other information as provided by the RIRs. ICANN may make inquiries of any RIR as necessary to support ICANN’s review, and the RIRs shall make all reasonable efforts to respond to such inquiries.
 - (i) **RIR Re-Assessment Request.** ICANN may request that any RIR reconsider its Recognition Assessment so long as that request is supported by rationale. In response, the RIR shall modify or reaffirm its Recognition Assessment and shall provide ICANN its decision and the reasons for it which ICANN shall publish.
- (c) **Proposal Review.** ICANN shall review the Proposal for Recognition, the Recognition Assessment and information provided by the RIRs based on the criteria set out in **Section 3.3(a)** and may elect to perform its own evaluation of the factors set out in **Section 3.3(a)(ii) and (iii)**. During ICANN’s review, ICANN may make inquiries of the Candidate RIR

as it deems necessary. The Candidate RIR shall make all reasonable efforts to respond to such inquiries.

- 3.5. Modification.** ICANN or any RIR may suggest modifications to the Proposal while under review, which the Candidate RIR may accept or reject. If the Candidate RIR decides to modify its Proposal, the modified version of the Proposal must be circulated to all RIRs and ICANN, and the modified Proposal must be published by ICANN according to the procedures of **Section 3.4(a)**. Unless the RIRs, the Candidate RIR, and ICANN all agree otherwise, if a proposal is materially modified, the Recognition process set forth in this **Article 3** shall be restarted based on the receipt of the modified Proposal.
- 3.6. ICANN Decision.** After ICANN completes its review, ICANN shall take a decision to approve or reject any Proposal for Recognition referred to it in accordance with the procedures of **Article 3**. ICANN's decision shall be supported by any documentation required under its processes.
- (a) **Approval.** If ICANN approves the Proposal for Recognition, ICANN shall issue a Notice of Decision setting forth its reasons for approval. ICANN shall also coordinate with the existing RIRs to draft and publish a Notice of Pending Recognition that includes a Transition Plan prescribing any timelines or conditions that must be satisfied before the Candidate RIR is officially recognized.
- (b) **Rejection.** If ICANN rejects the Proposal for Recognition it will publish a Notice of Decision explaining the reasons for its rejection.
- 3.7. ICANN Limitations.** ICANN shall have no power to Recognize a Candidate RIR unless it has received a Proposal to do so that is supported by at least two-thirds of the RIRs submitting Recognition Assessments. ICANN may exclude from the 2/3 threshold the recommendation against Recognition from any RIR whose Service Region or revenue would be materially impacted if the Candidate RIR's Proposal were approved; provided, however, that ICANN may not exclude the recommendation of any RIR unless that RIR has first been notified in writing by ICANN of its potential exclusion (along with ICANN's reasoning, and an explanation of ICANN's finding of materiality), and the RIR has been afforded a reasonable opportunity to respond, and for its response to be fairly considered. Even when excluded from the 2/3 threshold, the inputs of all RIRs should be considered by ICANN on an informational basis.
- 3.8. Effect of Recognition.** A decision to Recognize a Candidate RIR shall, subject to the satisfaction of any timelines or conditions prescribed in the Notice of Pending Recognition and Transition Plan, have the following effects:
- (a) **RIR Service Responsibility.** The Recognized RIR shall be responsible for providing RIR Services to the Service Region specified in the Notice of Pending Recognition and shall become the RIR for the Service Region upon meeting the timelines and conditions set forth in the Transition Plan.

- (b) **NRO.** The Recognized RIR shall become a member of the NRO and shall take all necessary steps and execute all necessary documents to do so.
- (c) **Subject to RIR Governance Document.** The Recognized RIR shall be subject to this RIR Governance Document and shall take all necessary steps and execute all necessary documents to do so.

Article 4: Ongoing Commitments

4.1. Operational Requirements. Each RIR must continually comply with this Document and meet the following operational requirements in an auditable fashion:

- (a) **Financial Independence.** An RIR must be financially stable and must not financially depend on any governments or private parties, other than on neutrally administered fees collected from Members and/or Resource Holders, to provide its RIR Services.
- (b) **Operational Independence.** No government or private party may have undue Control or undue influence over the RIR Services provided by an RIR.
- (c) **Not-for-Profit.** An RIR must operate on a not-for-profit basis.
- (d) **Incorporation.** An RIR must be incorporated in and its headquarters must be located within its Service Region.
- (e) **Corporate Governance.** An RIR must follow generally accepted principles of good corporate governance, including transparency, accountability, integrity, and effective oversight.
- (f) **Open Membership.** An RIR must permit any legal or natural person, as applicable, holding Number Resources registered with the RIR to become a Member.
- (g) **Governance.** The majority of an RIR's Governing Body must be elected by the RIR's Members, and the Governing Body must maintain effective Control over the RIR.
- (h) **Policy Development Process.** An RIR must maintain and follow clearly documented procedures for its Policy Development Process. Such a Policy Development Process must be open, transparent, bottom-up, impartial, publicly documented, Numbering Community-driven, and must provide mechanisms for all interested parties to participate in Number Resource Policy discussions through publicly archived mailing lists or other suitable discussion fora.
- (i) **Policy Compliance.** An RIR must comply with all Number Resource Policies applicable to it, so long as those Number Resource Policies do not obligate the RIR to violate any applicable law.

- (j) **Impartiality.** An RIR must operate and apply its Number Resource Policies in a manner that is impartial and consistent.
- (k) **Transparency.** An RIR must maintain and publish comprehensive records of its governance, activities, and finances in a timely and accessible manner. The RIR's Governing Body must provide mechanisms for its Members and the broader Numbering Community to ask questions, provide input, and receive timely and meaningful responses to legitimate questions.
- (l) **Performance.** An RIR must provide stable, reliable, secure, accurate, and accountable RIR Services using such standard protocols and specifications as may be adopted by the NRO.
- (m) **Continuity.** An RIR must maintain and follow continuity and redundancy procedures to maintain the availability of its RIR Services. An RIR must regularly, and subject to appropriate escrow or data protection controls, share such records, data, Regional Policy implementation procedures, and systems with a Temporary Emergency Operator sufficient to enable the Temporary Emergency Operator to perform its RIR Services, if necessary.
- (n) **Meetings.** An RIR must organize at least one community meeting annually to facilitate community discussions on Number Resource Policies. An RIR must also maintain public channels to facilitate community discussions as part of its Policy Development Process.
- (o) **Disproportionate Control.** An RIR must maintain governance rules and controls to ensure that no person or entity or group of Affiliated entities has the power to effectively Control the RIR.
- (p) **Confidentiality.** An RIR must maintain the confidentiality of all non-public registration information collected from Resource Holders or prospective Resource Holders in the course of providing registration services. Notwithstanding the foregoing, and subject to applicable laws, an RIR shall share non-public registration information with the other RIRs and with ICANN as otherwise required by this Document.
- (q) **Dispute Resolution.** An RIR must ensure that its Members, Resource Holders, and those applying to become Resource Holders have access to a fair and effective adjudicative mechanism to enforce their rights against the RIR that:
 - (i) affords independence and impartiality;
 - (ii) provides enforceable outcomes (judgments or awards) in a timely manner, subject to recognition and enforcement by a competent court (if not determined by a competent court in the first instance); and
 - (iii) allows non-waivable court supervision for interim measures and for limited post-award or post-judgment review on statutory grounds.

- (r) **Ecosystem Stability.** An RIR must cooperate with the other RIRs to ensure the ongoing operation and stability of the Internet Numbers Registry System and must not operate or fail to operate in any manner that threatens such stability.

4.2. Audits and Compliance Reviews. An RIR must participate in and cooperate with Audits and, if applicable, Compliance Reviews, to ensure that it continues to comply with the requirements of **Section 4.1** of this Document. A summary report after any such Audit or Compliance Review shall be published by ICANN, after consultation with the RIRs or subject RIR as appropriate, to redact any confidential information.

- (a) **Audits.** Each RIR shall undergo an Audit assessing the RIR's compliance with **Section 4.1** of this Document no less frequently than once every five years.
- (b) **Compliance Reviews.** In between the Audits provided for in **Section 4.2(a)**, a Compliance Review to verify whether an RIR is compliant with specific individual provisions of **Section 4.1** of this Document may be requested and considered as detailed below.

- (i) Request: A Compliance Review may be requested by:

- (A) The other RIRs, by majority decision (excluding the RIR that is the subject of the requested Compliance Review);
 - (B) An RIR, seeking a Compliance Review of itself; or
 - (C) A group of Members of the identified RIR, where such group consists of at least 15% of the RIR's total Members or 1,000 Members, whichever is lesser (provided that each legal entity shall only be counted as a single Member for the purpose of this threshold, even if a legal entity otherwise holds multiple votes under the RIR's policies when voting on other matters).

- (ii) Required Elements:

- (A) In order to request a Compliance Review, the requesting party must specify the reason(s) for the request, including identifying the specific provision(s) of **Section 4.1** of this Document against which the subject RIR's compliance is being reviewed. A Compliance Review request must demonstrate that the issue giving rise to the Compliance Review request is sufficiently material to necessitate a Compliance Review.
 - (B) If the request for Compliance Review is initiated by a group of Members under **Section 4.2(b)(i)(C)**, the request must demonstrate that at least one Member within the group of Members has made adequate efforts to address the matter through the relevant RIR's available processes.

- (iii) Review of Request and Initiation of Compliance Review:

- (A) Upon receipt of a request to initiate a Compliance Review under **Section 4.2(b)(i)**, ICANN shall review the request to determine if it demonstrates that the issues set forth are sufficiently material to warrant the initiation of a Compliance Review.
- (B) Even where no request to initiate a Compliance Review has been received, ICANN may, upon notice to all RIRs, initiate a Compliance Review over an RIR when it has a reasonable belief that the Subject RIR is out of compliance with one or more specific provisions of **Section 4.1** of this Document.
- (c) **Outcomes.** If an Audit or Compliance Review confirms that an RIR is out of compliance with one or more specific provisions of **Section 4.1** of this Document, ICANN will produce a report of its findings. If appropriate, ICANN will also work with the RIRs to develop a Rehabilitation Plan for the subject RIR. The subject RIR shall work diligently to implement any such recommendations to ensure compliance with this Document according to the timeline provided in the Rehabilitation Plan. Following the conclusion of any timeline included in a Rehabilitation Plan resulting from an Audit or Compliance Review, ICANN shall verify whether the subject RIR has successfully remediated the issue(s) of non-compliance identified in the Rehabilitation Plan and produce a report of its findings, which it shall publish after consultation with the RIRs or subject RIR as appropriate, to redact confidential information.
- (d) **Frequency.** Notwithstanding any subsequent request under **Section 4.2(b)**, if an RIR's compliance with a specific provision of **Section 4.1** of this Document has been assessed within the previous calendar year (as part of an Audit or Compliance Review), and that RIR was either found to be compliant, or successfully came back into compliance following completion of a Rehabilitation Plan as verified by ICANN, the same issue cannot be reviewed again until one year after the close of any Rehabilitation Plan timeline, or if no Rehabilitation Plan was provided, then one year following the close of the previous Audit or Compliance Review. No more than two Compliance Reviews may be initiated by each of the initiating parties in **Section 4.2(b)(i)** or **4.2(b)(iii)(B)** against the same RIR in the period between any two Audits of that RIR.
- (e) **Performance.** ICANN may directly perform the Audits or Compliance Reviews or use the services of another party, such as an accounting firm or other entity that specializes in audit or compliance services.

Article 5: Emergency Continuity

- 5.1. Emergency Continuity.** If an RIR is unable to adequately provide all or any part of its RIR Services to its Service Region, whether due to circumstances within or outside of its control, a Temporary Emergency Operator may be authorized to temporarily provide all or part of the affected RIR

Services for the affected Service Region (a “**Temporary Emergency Continuity Arrangement**”). The Temporary Emergency Operator must act in accordance with the requirements of this Document and any applicable Implementation Procedures. A Temporary Emergency Continuity Arrangement is subject to the following conditions:

- (a) If an RIR is unable to adequately provide all or any part of its RIR Services to its Service Region, that RIR may initiate a Temporary Emergency Continuity Arrangement for all or any part of its own RIR services.
- (b) A Temporary Emergency Continuity Arrangement may also be initiated or renewed with the agreement of ICANN and 2/3 of the other RIRs, following discussion with the affected RIR and its community (where reasonably possible under the circumstances);
- (c) A Temporary Emergency Continuity Arrangement may not exceed 90 days, unless renewed pursuant to the conditions set forth in this **Section 5.1**;
- (d) The decision to initiate or renew a Temporary Emergency Continuity Arrangement, including the rationale and scope, must be published promptly by ICANN. A community engagement process must be initiated with all RIR communities as soon as reasonably practicable following initiation of a Temporary Emergency Continuity Arrangement to provide transparency and allow for feedback during the Temporary Emergency Continuity Arrangement. The RIRs may elect to conduct additional community engagement processes with the RIR communities following renewal of a Temporary Emergency Continuity Arrangement. ICANN will engage its community as appropriate under ICANN’s bylaws and procedures;
- (e) The affected RIR must cooperate in the temporary handover of all or any part of the affected RIR Services pursuant to **Section 4.1(m)** and retains the right to resume the relevant RIR Services once operational capability is restored and verified;
- (f) The scope of affected RIR Services to be provided by a Temporary Emergency Operator may be increased or decreased during, or upon renewal of, a Temporary Emergency Continuity Arrangement as considered necessary by the relevant initiating party (or parties) under **Sections 5.1(a) or 5.1(b)**.

5.2. Post-Temporary Emergency Continuity Arrangement Review. Following the conclusion of any Temporary Emergency Continuity Arrangement, the RIRs and ICANN must jointly conduct a post-event review to assess the effectiveness, appropriateness, and impact of the Temporary Emergency Continuity Arrangement. This review must include:

- (a) A public report detailing the circumstances that led to the Temporary Emergency Continuity Arrangement, the RIR Services provided, the duration of the arrangement, and the process for returning RIR Services to the affected RIR;

- (b) An evaluation of the Temporary Emergency Operator’s performance, including adherence to the scope and limitations set forth in this Document and any applicable Implementation Procedures;
- (c) A community feedback process, inviting input from the affected RIR’s community, other RIR communities, and the ICANN community regarding the conduct and outcomes of the Temporary Emergency Continuity Arrangement; and
- (d) Recommendations for improvements to the Temporary Emergency Continuity Arrangement procedures, including any proposed amendments to this Document or related Implementation Procedures. ICANN shall publish this final review report.

Article 6: Derecognition

6.1. Possibility of Derecognition. An RIR may be Derecognized pursuant to the procedures set forth in this **Article 6** if it does not continue to materially meet all the requirements specified in **Section 4.1** of this Document, and despite having been afforded a reasonable opportunity to remedy such failure through the applicable compliance and rehabilitation processes, remains materially non-compliant.

6.2. Rehabilitation. In the event that an RIR is non-compliant under **Section 4.1** of this Document, there shall be a presumption in favor of helping that RIR to remedy such non-compliance over other potential responses. If a Rehabilitation Plan has not already been provided to the non-compliant RIR as a result of an Audit or Compliance Review under **Section 4.2(c)**, ICANN shall work with the RIRs to develop a Rehabilitation Plan for the non-compliant RIR, and the non-compliant RIR shall be given a reasonable opportunity to cure any such non-compliance according to the timeline provided in the Rehabilitation Plan before a final decision to Derecognize an RIR may be made by ICANN.

6.3. Proposal for Derecognition.

- (a) **Initiation.** A Proposal to Derecognize an RIR may be submitted to the RIRs and ICANN, as applicable, in writing by:
 - (i) Any RIR;
 - (ii) A group of Members of the RIR that is the subject of the Proposal, where such group consists of at least 25% of the RIR’s total Members or 2,000 Members, whichever is lesser (provided that each legal entity shall only be counted as a single Member for the purpose of this threshold, even if a legal entity otherwise holds multiple votes under the RIR’s policies when voting on other matters); or
 - (iii) ICANN.

- (b) **Contents.** A valid Proposal for Derecognition must include the reasons (and sufficient information to support) why the RIR should be Derecognized and must identify the specific provision(s) of **Section 4.1** with which the RIR is allegedly failing to comply.
- 6.4. Publication and Response.** If a Proposal for Derecognition is submitted, the other RIRs and ICANN shall publish a notice that the Proposal for Derecognition was received. The subject RIR shall be afforded a reasonable time period to provide ICANN and the other RIRs with a written response to the claims made before the other RIRs and ICANN consider the Proposal under **Sections 6.5 and 6.6**.
- 6.5. RIR Review.** The RIRs shall review the Proposal according to the following process:
 - (a) **Assessment.** Each RIR, excluding the subject RIR, shall independently consider the Proposal for Derecognition. Each RIR may make inquiries of the subject RIR and the party that submitted the Proposal for Derecognition as it deems necessary in reviewing the Proposal. The subject RIR and the party that submitted the Proposal for Derecognition will make all reasonable efforts to respond to such inquiries and make its answers available to all RIRs.
 - (b) **Submission.** Each RIR shall provide ICANN with:
 - (i) Its assessment of the Proposal for Derecognition and a recommendation for or against Derecognizing the subject RIR, along with its reasons for doing so (a **“Derecognition Assessment”**);
 - (ii) Any questions posed to the subject RIR or the party submitting the Proposal for Derecognition during the RIR’s assessment and the responses received thereto; and
 - (iii) Identification of any actual, potential, or perceived interests the RIR, its officers, or its Governing Body has in the outcome of the Proposal under consideration based on the impact that Derecognition could have on the RIR’s Service Region or revenue, the composition of Members participating in voting decisions, or Numbering Community participation in the RIR’s Policy Development Process; as well as any familial or financial relationships with the subject RIR’s officers or Governing Body, or any other items that may be identified in Implementation Procedures.
- 6.6. ICANN Review.** Upon receiving the Derecognition Assessments and other information submitted by the RIRs:
 - (a) **Publication.** ICANN shall publish the Proposal for Derecognition, any written response provided by the subject RIR or party submitting the Proposal under **Sections 6.4 and 6.5**,

and the Derecognition Assessments. Prior to publishing, ICANN may, after consulting with the RIRs, redact confidential information.

- (b) **RIR Derecognition Assessment Review.** ICANN shall review each of the RIRs' Derecognition Assessments and other information provided by the RIRs. ICANN may make inquiries of any RIR as necessary to support ICANN's review, and the RIRs shall make all reasonable efforts to respond to such inquiries.

- (i) **RIR Re-Assessment Request.** ICANN may request that any RIR reconsider its Derecognition Assessment so long as that request is supported by rationale. In response, the RIR shall modify or reaffirm its Derecognition Assessment and shall provide ICANN its decision and the reasons for it, which ICANN shall publish.

- (c) **Proposal Review.** In accordance with its processes and Bylaws, ICANN shall review the Proposal for Derecognition, any written response provided by the subject RIR under **Section 6.4 or 6.5**, and the Derecognition Assessment. During ICANN's review, ICANN may make inquiries of the subject RIR or the party submitting the Derecognition Proposal as it deems necessary. The subject RIR and party submitting the Derecognition Proposal shall make all reasonable efforts to respond to such inquiries.

- (i) **Rehabilitation Requirement.** If in the course of its review, ICANN determines that sufficient evidence exists to demonstrate that the subject RIR fails to comply with any of the ongoing obligations of **Section 4.1**, but that the subject RIR has not yet been given a reasonable opportunity to cure such non-compliance according to the requirements set forth in **Section 6.2**, ICANN shall request that the RIRs work with ICANN to provide the subject RIR a Rehabilitation Plan prior to moving forward with the Derecognition process. After the timeline included within the Rehabilitation Plan has concluded, the RIRs and ICANN must restart their review processes under **Sections 6.5 and 6.6**, taking into consideration the outcome of the Rehabilitation Plan.

- 6.7. ICANN Decision.** ICANN shall consider and make the final decision to approve or reject any Proposal for Derecognition referred to it under **Section 6**. ICANN's decision shall be supported by any documentation required under its processes.

- (a) **Approval.** If ICANN approves the Proposal for Derecognition, ICANN shall issue a Notice of Decision setting forth its reasons for approval. ICANN shall also coordinate with the RIRs to draft and publish a Notice of Pending Derecognition, which shall include a Transition Plan prescribing any timelines and conditions that must be satisfied before the subject RIR is officially Derecognized.

- (b) **Rejection.** If ICANN rejects the Proposal for Derecognition it will publish a Notice of Decision explaining the reasons for its rejection.
- (c) **ICANN Limitations.** ICANN shall have no power to Derecognize an RIR unless it has first received a Proposal to do so that is supported by the Derecognition Assessments of at least 2/3s of the RIRs, excluding the subject RIR.

6.8. Effect of Derecognition. A decision, pursuant to **Section 6.7(a)**, to Derecognize an RIR shall have the following effects:

- (a) **Handoff.** The Derecognized RIR shall ensure and facilitate the smooth transfer of its RIR Services and operations, as directed by the Transition Plan, to a successor or interim entity (such as a Temporary Emergency Operator) designated in the Notice of Pending Derecognition. This obligation includes taking all necessary actions to effectuate and refraining from any actions that could hinder or delay such transfer.
- (b) **RIR Service Responsibility.** The Derecognized RIR shall no longer be responsible for providing RIR Services to the Service Region specified in the Notice of Decision, shall no longer be recognized as the RIR for the Service Region, and shall cease providing RIR Services or purporting to provide RIR Services. The successor entity or interim entity designated in the Notice of Pending Derecognition, along with ICANN, the IANA Functions Operator, and the other RIRs, shall have the right to perform any actions that are reasonably necessary to transition the Derecognized RIR's RIR Services to the successor entity or interim entity.
- (c) **Memberships.** The Derecognized RIR shall no longer be a member of the NRO, and the Derecognized RIR shall have no decision-making authority under this Document.
- (d) **Implementation Timeline.** Notwithstanding the foregoing, the Notice of Pending Derecognition may prescribe a timeline or set of conditions that must be satisfied before one or more of the effects specified in this **Section 6.8** become effective or official.

6.9. Readiness. The RIRs and ICANN shall ensure that they are collectively able and ready to facilitate the transfer of RIR Services to a successor or interim entity (such as a Temporary Emergency Operator) within a reasonable time-period, if necessary, whether under a Temporary Emergency Continuity Arrangement or following a Derecognition.

Article 7: Amendment

7.1. Approval. This Document may be amended by the unanimous agreement of ICANN and the RIRs, after consulting their respective communities.

7.2. Conditions. This Document may not be amended during a period in which:

- (a) an RIR is subject to a Temporary Emergency Continuity Arrangement; or
- (b) a Proposal for Derecognition is pending.

7.3. Rectification. If this Document or an amendment to this Document would conflict with an RIR's practices, this Document shall take precedence, and the affected RIR shall bring its practices into compliance with this Document. The affected RIR shall be given a reasonable but specific grace period to become compliant before the affected RIR will be considered non-compliant. The grace period provided for any amendment shall be clearly specified in the amendment. To the extent that this Document introduces new obligations on RIRs that were not already contained or implicit in ICP-2, each such RIR shall have a three-year grace period to comply with such new obligations after this Document comes into force.

7.4. Periodic Review. The NRO and ICANN shall periodically assess whether this Document requires a review at least every five years. For the avoidance of doubt, the parties may determine after any such assessment that no review is necessary.
