



## Certificate of Incorporation

*Canada Not-for-profit Corporations Act*

## Certificat de constitution

*Loi canadienne sur les organisations à but non  
lucratif*

Dot ECO Global Community Organization

Corporate name / Dénomination de l'organisation

812842-1

Corporation number / Numéro de  
l'organisation

I HEREBY CERTIFY that the above-named corporation, the articles of incorporation of which are attached, is incorporated under the *Canada Not-for-profit Corporations Act*.

JE CERTIFIE que l'organisation susmentionnée, dont les statuts constitutifs sont joints, est constituée en vertu de la *Loi canadienne sur les organisations à but non lucratif*.

Marcie Girouard

Director / Directeur

2012-04-03

Date of Incorporation (YYYY-MM-DD)  
Date de constitution (AAAA-MM-JJ)



Canada Not-for-profit Corporations Act (NFP Act)

Form 4001

Articles of Incorporation

**1 Corporate name**

Dot ECO Global Community Organization

**2 The province or territory in Canada where the registered office is situated**

Manitoba

**3 Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)**

Minimum number

3

Maximum number

7

**4 Statement of the purpose of the corporation**

The Dot ECO Global Community Organization intends to be the representative community member institution of the global environmental community in relation to the .ECO top level domain (TLD). As a community-led organization, it will support the community's goals of transparency, inclusiveness and improvement, and the management of the .ECO TLD for the long-term benefit of the community.

**5 Restrictions on the activities that the corporation may carry on, if any**

None.

E-MAIL

2012 -04- 03

18:31

**Form 4001**  
**Articles of Incorporation**

**6 The classes, or regional or other groups, of members that the corporation is authorized to establish**

Voting Members - Each Voting Member is entitled to receive notice of, attend and vote at all meetings of members and each such Voting Member shall be entitled to one (1) vote at such meetings.

Entity Members - Each Entity Member shall be entitled to receive notice of and attend but not to vote at meetings of the members of the Organization.

Individual Members - Each Individual Member shall be entitled to receive notice of and attend but not to vote at meetings of the members of the Organization.

**7 Statement regarding the distribution of property remaining on liquidation**

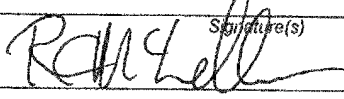
Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to Big Room Inc. for re-allocation to an organization with a similar mission and purpose to the Dot ECO Global Community Organization.

**8 Additional provisions, if any**

Meetings of members of the Corporation will be held in one of the Member States of the United Nations as of the date of the meeting, as determined by the directors prior to each such meeting.

**9 Declaration**

I hereby certify that I am an incorporator of the corporation.

<i>Print name(s)</i>	<i>Signature(s)</i>
Richard McLellan	

**Note:** A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).

**E-MAIL**

2012 -04- 03

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A by-law relating generally to the conduct  
of the affairs of

## **Dot ECO Global Community Organization**

(the "Organization")

**BE IT ENACTED** as a by-law of the Organization as follows:

### **SECTION 1 - GENERAL**

#### **1.01 Definitions**

In this by-law and all other by-laws of the Organization, unless the context otherwise requires:

"Act" means the Canada Not-For-Profit Corporations Act S.C. 2009, c.23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;

"articles" means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Organization;

"board" means the board of directors of the Organization and "director" means a member of the board;

"by-law" means this by-law and any other by-law of the Organization as amended and which are, from time to time, in force and effect;

"entity" means a body corporate, partnership, trust or unincorporated organization and does not include individuals;

"ordinary resolution" means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;

"proposal" means a proposal submitted by a member of the Organization that meets the requirements of section 163 (Shareholder Proposals) of the Act;

"Regulations" means the regulations made under the Act, as amended, restated or in effect from time to time; and

"special resolution" means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

#### **1.02 Execution of Documents**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Organization may be signed by any two (2) of its officers or directors. In addition, the board may from time to time direct the manner in which and the person or persons by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal (if any) to the document. Any signing officer may certify a copy of any instrument, resolution, by-law or other document of the Organization to be a true copy thereof.

### **1.03 Financial Year**

The financial year end of the Organization shall be determined by the board of directors.

### **1.04 Borrowing Powers**

If authorized by a by-law which is duly adopted by all of the directors and confirmed by a special resolution of the members, the directors of the Organization may from time to time:

- a) borrow money on the credit of the Organization;
- b) issue, reissue, sell, pledge or hypothecate debt obligations of the Organization; and
- c) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Organization, owned or subsequently acquired, to secure any debt obligation of the Organization.

Any such by-law may provide for the delegation of such powers by the directors to such officers or directors of the Organization to such extent and in such manner as may be set out in the by-law.

### **1.05 Annual Financial Statements**

The Organization may, instead of sending copies of the annual financial statements and other documents referred to in subsection 172(1) (Annual Financial Statements) of the Act to the members, publish a notice to its members stating that the annual financial statements and documents provided in subsection 172(1) are available at the registered office of the Organization and any member may, on request, obtain a copy free of charge at the registered office or by prepaid mail.

## **SECTION 2 - MEMBERSHIP**

### **2.01 Membership Conditions**

Membership is open to entities and individuals that can provide evidence, as is determined acceptable by the board, of an active commitment to a respectful, responsible and sustainable use of the environment. Subject to the articles, there shall be three classes of members in the Organization, namely, Voting Members, Entity Members and Individual Members. Upon the application of a prospective member or Entity Member, respectively, in the form (if any) required by the Organization, the board of directors of the Organization may, by resolution, approve the admission of the members to the Organization or a change in an Entity Member's class from Entity Member to Voting Member. Members may also be admitted or their class changed from Entity Member to Voting Member in such other manner as may be prescribed by the board by resolution. Individual Members are not eligible to become Voting Members.

The following conditions of membership shall apply:

#### **Voting Members**

Voting membership shall be available to entities that have applied and have been accepted as Voting Members in the Organization. The founder entity members of the Organization shall be the initial Voting Members of the Organization.

In the period beginning on the date of incorporation of the Organization (the "Formation Date") and ending on the second anniversary of the Formation Date, the board may at its discretion, accept and approve applications from entities, whether or not such entities are already Entity Members, to become Voting Members of the Organization. At any time after the second anniversary of the Formation Date, applicants for membership as Voting Members must:

- a) have been an Entity Member of the Organization for at least two years, and
- b) have two letters of endorsement from existing Voting Members of the Organization in good standing.

As set out in the articles, each Voting Member is entitled to receive notice of, attend and vote at all meetings of members and each such Voting Member shall be entitled to one (1) vote at such meetings. Voting Members will be able to vote on any resolution put to a member vote by the board or as required by legislation, including in any elections for the directors of the Organization and on any change to the by-laws.

### **Entity Members**

Entity membership shall be available to entities that have applied and have been accepted as Entity Members in the Organization.

Subject to the Act and the articles, an Entity Member shall be entitled to receive notice of and attend but not to vote at meetings of the members of the Organization.

### **Individual Members**

Individual membership shall be available to individuals that have applied and have been accepted as Individual Members in the Organization.

Subject to the Act and the articles, an Individual Member shall be entitled to receive notice of and attend but not to vote at meetings of the members of the Organization.

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendments to this section of the by-laws if those amendments affect membership rights and/or conditions described in paragraphs 197(1)(e), (h), (l) or (m).

## **2.02 Membership Transferability**

Memberships are not transferrable. Pursuant to Section 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to add, change or delete this section of the by-laws.

## **2.03 Notice of Members Meeting**

Notice of the time and place of a meeting of members shall be given by telephonic, electronic or other communication facility to each member entitled to vote at the meeting at least twenty-one (21) but no more than thirty-five (35) days before the day on which the meeting is to be held. If a member requests that the notice be given by non-electronic means, the notice will be sent by mail, courier or personal delivery.

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Organization to change the manner of giving notice to members entitled to vote at a meeting of members.

## **2.04 Members Calling a Members' Meeting**

The board of directors shall call a special meeting of members in accordance with Section 167 of the Act, on written requisition of members carrying not less than 5% of the voting rights. If the directors do not call a meeting within twenty-one (21) days of receiving the requisition, any member who signed the requisition may call the meeting.

## **2.05 Absentee Voting at Members' Meetings**

Pursuant to section 171(1) (Absentee Voting) of the Act, a member entitled to vote at a meeting of members may vote by electronic ballot if the Organization has a system that:

- a) enables the votes to be gathered in a manner that permits their subsequent verification, and
- b) permits the tallied votes to be presented to the Organization without it being possible for the Organization to identify how each member voted.

Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Organization to change this method of voting by members not in attendance at a meeting of members.

## **2.06 Membership Dues**

There shall be no dues payable by members for membership in the Organization.

## **2.07 Termination of Membership**

A membership in the Organization is terminated when:

- a) a member fails to maintain any qualifications for membership described in Section 2.01 of these by-laws;
- b) the member resigns by delivering a written resignation to the Organization, in which case such resignation shall be effective on the date specified in the resignation;
- c) the member is expelled in accordance with Section 2.09 of these by-laws or their membership is otherwise terminated in accordance with the articles or by-laws;
- d) the Organization is liquidated or dissolved under the Act;
- e) a Voting Member or Entity Member is dissolved or otherwise ceases to exist; or
- f) an Individual Member dies.

## **2.08 Effect of Termination of Membership**

Subject to the articles, upon any termination of membership, the rights of the member, including any rights in the property of the Organization, automatically cease to exist.

## **2.09 Discipline of Members**

The board shall have authority to suspend or expel any member from the Organization for any one or more of the following grounds:

- a) violating any provision of the articles, by-laws, or written policies of the Organization;
- b) carrying out any conduct which may be detrimental to the Organization as determined by the board;
- c) for any other reason that the board considers to be reasonable, having regard to the purpose of the Organization.

In the event that the board, either on its own behalf or on the recommendation of the Community Council (under Section 4.07), determines that a member should be expelled or suspended from membership in the Organization, the president, or such other officer as may be designated by the board, shall provide twenty (20) days' notice of suspension or expulsion to the member and shall provide reasons for the proposed suspension or expulsion. The member may make written submissions to the president, or such other officer as may be designated by the board, in response to the notice received within such twenty (20) day period. In the event that no written submissions are received by the president, the president, or such other officer as may be designated by the board, may proceed to notify the member that the member is suspended or expelled from membership in the Organization. If written submissions are received in accordance with this section, the board will consider such submissions in arriving at a final decision and shall notify the member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The board's decision shall be final and binding on the member, without any further right of appeal.

## **SECTION 3 – MEETINGS OF MEMBERS**

### **3.01 Proposals Nominating Directors at Annual Members' Meetings**

Subject to the Regulations under the Act, any member proposal submitted in accordance with the requirements of the Act may include nominations for the election of directors if the proposal is signed by not less than 5% of members entitled to vote at the meeting at which the proposal is to be presented.

### **3.02 Cost of Publishing Proposals for Annual Members' Meetings**

The member who submitted a proposal shall pay the cost of including the proposal and any statement in support of the proposal in the notice of meeting at which the proposal is to be presented unless otherwise provided by ordinary resolution of the members present at the meeting.

### **3.03 Place of Members' Meeting**

Subject to compliance with section 159 (Place of Members' Meetings) of the Act, meetings of the members may be held at any place within Canada or at any of the places outside of Canada that are specified in the articles of the Organization, in each case as determined by the board.

### **3.04 Persons Entitled to be Present at Members' Meetings**

Members, including Voting Members, Entity Members and Individual Members, directors and the public accountant of the Organization are entitled to be present at a meeting of members. However, only those members entitled to vote at the members' meeting according to the provisions of the Act, articles and by-laws are entitled to cast a vote at the meeting. Non-members may be allowed at the discretion of the board.



### **3.05 Quorum at Members' Meetings**

A quorum at any meeting of the members (unless a greater number of members are required to be present by the Act) shall be a majority (50% plus 1) of the members entitled to vote at the meeting. If a quorum is present at the opening of a meeting of members, the members present may proceed with the business of the meeting even if a quorum is not present throughout the meeting.

### **3.06 Votes to Govern at Members' Meetings**

At any meeting of members every question shall, unless otherwise provided by the articles or by-laws or by the Act, be determined by a majority of the votes cast on the question. In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the chair of the meeting in addition to an original vote shall have a second or casting vote.

### **3.07 Participation by Electronic Means at Members' Meetings**

If the Organization chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the Act. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the Act, by means of any telephonic, electronic or other communication facility that the Organization has made available for that purpose.

### **3.08 Members' Meeting Held Entirely by Electronic Means**

If the directors or members of the Organization call a meeting of members pursuant to the Act, those directors or members, as the case may be, may determine that the meeting shall be held, in accordance with the Act and the Regulations, entirely by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.

### **3.09 Appointment of a Public Accountant**

At the first meeting of the directors of the Organization, the directors will appoint a public accountant to hold office until the first annual meeting of members. At each annual meeting of members following the original appointment, the members entitled to vote at the meeting will appoint a public accountant to hold office until the close of the next annual meeting. Members of the Organization may resolve not to appoint a public accountant, but the resolution is not valid unless all of the members entitled to vote at an annual meeting of members consent to the resolution.

If appointed by the members, the public accountant of the Organization will conduct a review engagement in accordance with the provisions of the Act and the Regulations, provided that the members may pass an ordinary resolution requiring that the public accountant conduct an audit engagement in accordance with the provisions of the Act and the Regulations.

## **SECTION 4 – DIRECTORS**

### **4.01 Number of Directors**

The board shall consist of the number of directors specified in the articles. If the articles provide for a minimum and maximum number of directors, the number of directors shall be determined by special resolution of members entitled to vote at a meeting duly called for the purpose of determining the number of directors to be elected to the board of directors. Any change in the number of directors will not come into effect until a special resolution approving the change is passed.

The co-chairs of the Community Council will have the right to put forward for election, at every meeting of the members at which directors are elected, 2 individual representatives of the Community Council to serve on the board as directors (the “Community Council Representatives”). In the event that either or both of the Community Council Representative positions on the board becomes vacant during the term for any reason, the board will appoint a member or members of the Community Council’s choosing to fill the vacancy for the remainder of the term.

Two additional permanent non-voting observer positions on the board will be established for:

- a) the chair of the board of directors of Big Room Inc.
- b) one of the co-founders of Big Room Inc.

The three co-founders of Big Room Inc., Trevor Bowden, Jacob Malthouse and Anastasia O’Rourke, will rotate through the co-founder position on the board every two (2) years.

### **4.02 Term of Office of Directors**

At the first election of Directors following the approval of this by-law, one-third (1/3) directors shall be elected for a three-year term, one-third (1/3) directors shall be elected for a two-year term and one-third (1/3) directors shall be elected for a one-year term. Thereafter, except where an election is held to fill the unexpired portion of a term, newly elected directors shall be elected for three-year (3) terms.

### **4.03 Calling of Meetings of Board of Directors**

Meetings of the board may be called by the chair of the board, the vice-chair of the board, any two (2) directors or the Community Council Representative at any time; provided that for the first organization meeting following incorporation, such meeting may be called by any director or incorporator.

### **4.04 Notice of Meeting of Board of Directors**

Notice of the time and place for the holding of a meeting of the board shall be given in the manner provided in the section on giving notice of meeting of directors of this by-law to every director of the Organization not less than 15 days before the time when the meeting is to be held. Notice of a meeting shall not be necessary if all of the directors are present, and none objects to the holding of the meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting. Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting. Unless the by-law otherwise provides, no notice of meeting need specify the purpose or the business to be transacted at the meeting except that a notice of meeting of directors shall specify any matter referred to in subsection 138(2) (Limits on Authority) of the Act that is to be dealt with at the meeting.

#### **4.05 Regular Meetings**

Meetings of the board of directors may be held at any time and place to be determined by the directors provided the required notice under Section 4.04 of these by-laws is given. There shall be at least one (1) meeting per year of the board of directors.

#### **4.06 Votes to Govern at Meetings of the Board of Directors**

At all meetings of the board, unless otherwise specified in the articles, these by-laws or the Act, every question shall be decided by two-thirds (2/3) of the votes cast on the question. In case of an equality of votes, the chair of the meeting in addition to an original vote shall have a second or casting vote.

#### **4.07 Community Council**

The board will appoint a Community Council made up of Voting Members, the membership of which should reflect the global scale and multi-stakeholder nature of the environmental community. At the discretion of the board, Community Council members may comprise individuals, not-for-profit organizations, businesses and governments; or not-for-profit legal entities that represent one or more community member constituencies, namely individuals, not-for-profit organizations, businesses and governments.

The Community Council will make recommendations to the board as to the suggested make-up of the Council in terms of organization size, membership structure, focus area and geographic representation. Prior to any board appointments to the Council, the Council may recommend to the board not-for-profit Voting Members duly nominated and vetted by the Nominating Committee to fill vacant positions.

Members of the Community Council will have the duty to act in the best interests of the membership of the Organization and will provide guidance to the Board of Directors in an effort to ensure that the .ECO community top-level domain is being used in a manner that reflects the interests of the environmental community by:

- a) Reviewing the .ECO Registry's policy implementation against the environmental community multi-stakeholder policy development best practices and advising of inconsistencies;
- b) Developing informed recommendations for amendments to the .ECO Policy Consensus and other .ECO Registration Policies for presentation to the .ECO Registry Board of Directors; and
- c) Advising on recommendations for suggested amendments to the .ECO Community Organization by-laws and the Collaboration Agreement between the .ECO Community Organization and the .ECO Registry, that reflect the views of environmental community and consider the interests of the .ECO Registry and its users
- d) Providing input to the board on requests from the Internet Corporation for Assigned Names and Numbers (ICANN) with regard to the operation of the .ECO Registry as a community-priority top-level domain.
- e) Recommending to the board qualifications, experience and other attributes needed for directors of the Organization

The annual or any other meeting of the members of the Community Council shall be held at a location, date and time accessible to the majority (50% plus 1) of Community Council members.

A group of 9-15 Council members will be appointed by the board for three (3) year terms and can be re-selected once in every nine (9) year period following the expiry of their original term. Following the approval of this by-law, the Board will appoint to the Community Council one-third (1/3) Council members for a three-year term, one-third (1/3) Council members for a two-year term and one-third (1/3) Council

members for a one-year term. Thereafter, except where the board appoints a Voting Member to fill the unexpired portion of a term, newly appointed council members shall be selected for three-year (3) terms.

#### **4.08 Nominating Committee**

The board will appoint a Nominating Committee, which will be responsible to:

- a) as determined by the board with input from the Community Council, communicate to members in advance of each annual general meeting the desired qualifications, experience and other attributes needed for directors of the Organization;
- b) identify, recruit and nominate individuals having the qualifications, experience and other attributes necessary to stand for election;
- c) under guidance from the board and Community Council, identify, recruit, vet and document nominated Voting Members for Community Council positions to be appointed by the board; and
- d) conduct such other matters as may be assigned by the board.

The Nominating Committee will receive and review all candidate nominations to ensure each complies with the Act and the articles. Any non-compliant nomination will be rejected and returned to the nominee with reasons for the rejection.

The Nominating Committee will manage the process for the election of directors and ensure that each election is conducted in accordance with Act and the articles, and as such, will be responsible for determining the nominees for directors who will be included and named in the ballot for each election of directors. In doing so, the nominating committee will select those nominees who meet the desired qualifications, experience and other attributes for directors and decline any nominations for nominees who do not meet the desired qualifications, experience and other attributes for directors, as per the authority given to it by the board.

Members may make recommendations to the Nominating Committee in respect of Voting Members to be considered for appointment to the Community Council and in respect of Individual members or non-members to be recommended for election to the board. Any Nominating Committee member may be removed by resolution of the board.

#### **4.09 Other Committees**

The board may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and, subject to the Act, with such powers as the board shall see fit. Any such committee may formulate its own rules of procedure, subject to such regulations or directions as the board may from time to time make. Any committee member may be removed by resolution of the board of directors.

#### **4.10 Appointment of Officers**

The board may designate the offices of the Organization, appoint officers on an annual or more frequent basis, specify their duties and, subject to the Act, delegate to such officers the power to manage the affairs of the Organization. A director may be appointed to any office of the Organization. Other than the chair and vice-chair of the board, an officer may, but need not be, a director. Two or more offices may be held by the same person.

#### **4.11 Conflicts of Interest**

A director or an officer must disclose to the Organization, in writing or by requesting to have it entered in the minutes of meetings of directors or of committees of directors, the nature and extent of any conflict of interest that the director or officer may have with the Organization or its purposes. Further, whether or not a director or officer has disclosed the conflict of interest, the director or officer must not vote on any decision or other matter where a conflict of interest exists between the director or officer and the Organization or its purposes.

### **SECTION 5 – NOTICES**

#### **5.01 Invalidity of any Provisions of this By-law**

The invalidity or unenforceability of any provision of this by-law shall not affect the validity or enforceability of the remaining provisions of this by-law.

#### **5.02 Omissions and Errors**

The accidental omission to give any notice to any member, director, officer, member of a committee of the board or public accountant, or the non-receipt of any notice by any such person where the Organization has provided notice in accordance with the by-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

### **SECTION 6 – DISPUTE RESOLUTION**

#### **6.01 Mediation and Arbitration**

Disputes or controversies among members, directors, officers, committee members, or volunteers of the Organization are as much as possible to be resolved in accordance with mediation and/or arbitration as provided in the section on dispute resolution mechanism of this by-law.

#### **6.02 Dispute Resolution Mechanism**

In the event that a dispute or controversy among members, directors, officers, committee members or volunteers of the Organization arising out of or related to the articles or by-laws, or out of any aspect of the operations of the Organization is not resolved in private meetings between the parties then without prejudice to or in any other way derogating from the rights of the members, directors, officers, committee members, employees or volunteers of the Organization as set out in the articles, by-laws or the Act, and as an alternative to such person instituting a law suit or legal action, such dispute or controversy shall be settled by a process of dispute resolution as follows:

- a) The dispute or controversy shall first be submitted to a panel of mediators whereby the one party appoints one mediator, the other party (or if applicable the board of the Organization) appoints one mediator, and the two mediators so appointed jointly appoint a third mediator. The three mediators will then meet with the parties in question in an attempt to mediate a resolution between the parties.

- b) The number of mediators may be reduced from three to one or two upon agreement of the parties.
- c) If the parties are not successful in resolving the dispute through mediation, then the parties agree that the dispute shall be settled by arbitration before a single arbitrator, who shall not be any one of the mediators referred to above, in accordance with the provincial or territorial legislation governing domestic arbitrations in force in the province or territory where the registered office of the Organization is situated or as otherwise agreed upon by the parties to the dispute. The parties agree that all proceedings relating to arbitration shall be kept confidential and there shall be no disclosure of any kind. The decision of the arbitrator shall be final and binding and shall not be subject to appeal on a question of fact, law or mixed fact and law.

All costs of the mediators appointed in accordance with this section shall be borne equally by the parties to the dispute or the controversy. All costs of the arbitrators appointed in accordance with this section shall be borne by such parties as may be determined by the arbitrators.

## **SECTION 7 – EFFECTIVE DATE**

### **7.01 By-laws and Effective Date**

The board of directors may not make, amend or repeal any by-laws that regulate the activities or affairs of the Organization without having the by-law, amendment or repeal confirmed by the members by ordinary resolution. The by-law, amendment or repeal is only effective on the confirmation of the members and in the form in which it was confirmed.

This section does not apply to a by-law that requires a special resolution of the members according to subsection 197(1) (fundamental change) of the Act.



Tuesday, 29 May 12

To Whom It May Concern:

This confirms that Big Room Inc. has executed a long term contract with the Dot Eco Global Community Organization with regard to the .ECO Community-Priority Generic Top Level Domain.

The contract contains certain provisions, among which are:

Collaboration and cooperation in respect of the TLD Application, further development implementation and maintenance of the .ECO Policy Consensus, and mutual involvement in the governance of each party.

Defines the purpose of the collaboration, the rights and benefits of the organization, the rights and benefits of Big Room, and explains the .ECO Foundation, as well as other provisions relating to collaboration between the parties.

Either entity can provide the contract to ICANN and/or its designated evaluators on request. Please contact the individual named below with any questions.

Sincerely,

Jacob Malthouse  
Co-founder  
Big Room Inc.



The Internet Corporation for Assigned Names and Numbers (ICANN)  
4676 Admiralty Way, Suite 330  
Marina del Rey, CA  
90292-6601  
USA

March 27, 2012

Re: The .ECO Top-Level Domain

Dear ICANN,

Meridian Institute is a an independent, non-governmental, non-profit organization that is internationally recognized and trusted for designing and facilitating neutral consensus-building and problem-solving processes amongst stakeholders and decision makers on critical societal issues.

Meridian designs practical, inclusive and transparent collaborations and consensus-based approaches amongst multiple parties including governments, civil society, the private sector, indigenous peoples, and experts. Our work often addresses challenging public policy issues, such as climate change, food security, emerging technologies, public health, and sustainability.

Since March 2009, Meridian has been retained by Big Room Inc. to convene a council of community organizations, governed by a terms of reference (ToR) agreed by the members, to review and consider the results of the global consultations and to come to consensus on the purpose, principles, and policies (the .ECO Consensus), for submission to ICANN on behalf of the global environmental Community.

The work entailed designing, facilitating, and documenting the process for policy development and consensus-building around how to best govern .ECO for the benefit of the community.

In its role, Meridian facilitated and managed a range of processes and activities, including:

- Designing and facilitating international consultations across seven regions;
- Posting draft policies for public comment in accordance with the ISEAL Code on Good Practice for Setting Social and Environmental Standards;
- Defining and facilitating adoption of a ToR under which Community Council members engaged on a voluntary basis without obligation or compensation to support Big Room's application;



- Facilitating engagement and consensus-building within the Community Council and its working groups for policy development, establishment of a representative community non-governmental organization, and communications and outreach;
- Conducting individual interviews with Council members and observers to collect candid feedback on the policy development and outreach processes; and
- Documenting interviews, reviewing and preparing meeting materials, and providing meeting summaries for regional consultations and Council meetings.

The process culminated in the adoption of the .ECO Policy Consensus by a broad and diverse cross-section of the environmental community represented by the Community Council. The Consensus outlines policies that will serve to guide implementation and operations of the .ECO top level domain in line with agreed upon community values, goals and principles.

We look forward to providing continued support to the environmental community in the long-term governance of this community resource.

Sincerely,



John R. Ehrmann Ph.D.  
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On behalf of:  
Meridian Institute  
PO Box 1829  
Dillon, CO 80435



## THE .ECO POLICY CONSENSUS

AS FACILITATED BY THE MERIDIAN INSTITUTE ON BEHALF OF BIG ROOM INC.  
AND FINALISED ON THURSDAY, 16<sup>TH</sup> SEPTEMBER, 2010  
BY THE .ECO STAKEHOLDER COUNCIL AND AMENDED ON FEBRUARY 2<sup>ND</sup> 2012 BY  
THE .ECO COMMUNITY COUNCIL

### PREAMBLE

WHEREAS, On Thursday, June 26, 2008 the Board of the Internet Corporation for Assigned Names and Numbers (ICANN), a not-for-profit public-benefit corporation with responsibility for administering the Internet's system of names and numbers globally, unanimously voted to create a process that will allow new domain extensions, like .COM, to be added to the Internet's Domain Name System (DNS).

WHEREAS, These extensions, or top-level domains (TLDs), can signify something generic, like 'INFO' for information, or something specific like a community or company name.

WHEREAS, If a particular community wants to claim that a certain TLD represents them, ICANN requires that they submit a more detailed proposal in order to qualify their TLD for 'community-priority' status, including documentation explaining: that the community exists and is clearly defined and organized; that the applied for TLD is a well-known short form of their community's name; the registration policies that will protect the community's interests, and documented endorsement(s) from community members<sup>1</sup>.

WHEREAS, According to ICANN, the main benefits of achieving this status are: that the community can designate an organization that ICANN will recognize as representing their interests in how the TLD is run, that the community can establish a specific purpose for the TLD and put in place policies and procedures to ensure that the TLD is used in accordance with that purpose, and that if it satisfies all of ICANN's requirements, the community will be given priority over any other non-community based proposals for the right to operate that TLD.

WHEREAS, The term 'ECO' is widely recognised and globally accepted as a well-known short form meaning 'ecological/environmentally friendly'; and that therefore the .ECO TLD should be designated as a representative short form for the environmental community<sup>2</sup>.

WHEREAS, Big Room Inc., a Canadian Certified B-Corporation, (hereafter referred to as "Big Room") will apply to ICANN to for the .ECO TLD (hereafter referred to as ".ECO") to act as the .ECO Registry on behalf of the environmental community on a community-priority basis, and has convened a global multi-stakeholder process, facilitated by the Meridian Institute, to achieve

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<sup>1</sup> ICANN New gTLD Program Draft Applicant Guidebook Version 4, Module 4.2 – Community Priority Evaluation.

<sup>2</sup> Oxford English Dictionary Third edition, March 2008; online version September 2011. <http://www.oed.com/view/Entry/271403>>; accessed 16 September 2011.



community consensus on the terminology, purpose, principles and registration policies for .ECO as a community TLD, in accordance with ICANN requirements and also seeking to comply with the International Social and Environmental Accreditation and Labelling Alliance's Code of Good Practice for Setting Environmental and Social Standards (hereafter referred to as the "ISEAL Code"<sup>3</sup>).

WHEREAS, As progress on environmental values, interests and goals varies by industry and geography, making it difficult to establish a global baseline level of commitment or achievement for community members, it is essential that community members that wish to become registrants confirm membership in the environmental community through their formal agreement with the purpose and principles of .ECO and through them clearly demonstrate their identification with that community by publicly disclosing, at minimum, the answers to mandatory registration questions and, where possible, verifying information on their efforts to support environmental goals values and interests. In this way, registrants will both identify themselves as members of the environmental community through agreement with the .ECO purpose and principles, and then demonstrate that membership through disclosing their actions in support of environmental community values, interests and goals.

WHEREAS, As part of this multi-stakeholder process, Big Room and the Meridian Institute organized and held seven in-person regional consultations about the potential for .ECO to exist as a community TLD, to gather feedback on the purpose, principles and policies for .ECO. Consultation meetings were held in Vancouver, Canada; Sydney, Australia; Lund, Sweden; Essen, Germany; Sao Paulo, Brazil; Cape Town, South Africa, and Washington D.C. between May and November 2009.

WHEREAS, As part of this multi-stakeholder, collaborative community process, Big Room and the Meridian Institute convened a diverse, multi-stakeholder Council (hereafter referred to as the "Council") to review and consider the results of those consultations and through an iterative, deliberative and transparent process, come to consensus on the purpose, terminology, principles, and set of policies for .ECO (hereafter referred to as the ".ECO Consensus"), in line with the goals of the environmental community and in accordance with ICANN requirements.

WHEREAS, As part of this multi-stakeholder process, Big Room posted drafts of all six versions of the policies as they became available at: [www.doteco.info](http://www.doteco.info) and solicited public comment from the environmental community. This included four public comment periods between May 2009 and September 2010 of no less than 30-days on each occasion.

WHEREAS, As part of this multi-stakeholder process, on April 20<sup>th</sup> 2010, The Council publicly announced that it was developing a .ECO Consensus by releasing an 'Open Letter' to the environmental community by press release, posting to [www.doteco.info/openletter](http://www.doteco.info/openletter), and delivery by email and hardcopy to leading environmental organizations, including: 350.org, Environmental Defence, Friends of the Earth, Greenpeace International, IUCN - The World Conservation Union, etc.

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<sup>3</sup> <http://www.isealliance.org/content/standard-setting-code>



WHEREAS, The .ECO Consensus was developed and achieved by the Council through a series of individual interviews, teleconference and in-person meetings convened from August 2009 through to October 2010, and will be updated as required thereafter.

WHEREAS, The .ECO Consensus will form the foundational basis for all .ECO Community TLD policies, including but not limited to Community Eligibility and Community Content Dispute Resolution Policies and the .ECO Registrar & Registrant Agreements, which will clearly define how the registration policies for .ECO will function.

WHEREAS, As part of clearly articulating a logical alliance of the environmental community vis-à-vis .ECO, Council member organizations have joined as members of the not-for-profit representative community organization for .ECO, the “.ECO Community Organization” (hereafter known as the “Organization”, in order to establish a legal representative community entity for .ECO community TLD.

WHEREAS, a contract has been established between the Organization and the Registry (Big Room), and has been approved by the boards of both entities.

WHEREAS, The complete suite of documents, including: the .ECO Consensus; the collaboration agreement between the Organization and Big Room; the Organization’s Bylaws; and all .ECO registration policy documents and agreements, will form a coherent and comprehensive architecture for managing .ECO as a community TLD for the environmental community.

*The Council therefore hereby:*

RESOLVES, as members of the environmental community, to adopt the following purpose, terminology, principles and policies as their consensus recommendation to ICANN as to the purpose and values of the .ECO TLD vis-à-vis the environmental community.

RESOLVES, To recommend to ICANN that the Organization be recognized as the representative community member institution for .ECO, to be referenced as such in any relevant contracts and/or discussions between ICANN and Big Room, and to be responsible for monitoring implementation of and advising on the .ECO registration policies.

RESOLVES, To recommend that ICANN establish a contract with Big Room to act as the .ECO Registry as part of approving .ECO as a community TLD for the environmental community.

RESOLVES, To encourage the members of the environmental community to join them in asking ICANN to recognize Big Room, the Organization and the environmental community by supporting and approving .ECO as a community TLD.



## ECO CONSENSUS TERMINOLOGY

*The following are agreed definitions for terms referenced in regard to the governance and administration of .ECO:*

- *Eco*: According to the Oxford English Dictionary<sup>4</sup>, the term ‘eco’ is an adjective meaning “ecological/environmentally-friendly”.
- *Environmental Community*: individuals and entities that actively support the values of and are working to achieve the goals and interests of the environmental community. Eligibility to become a registrant is restricted to individuals and entities that confirm that they are members of the environmental community.
- *Registrant*: a person or entity that has registered a .ECO domain name, thereby committing to uphold the .ECO purpose and principles, in line with the values interests and goals of the environmental community.
- *The .ECO Community Organization*: a diverse, multi-stakeholder member organization made up of international and national environmental organizations, and that informally convened from August 2009 to provide consensus-based guidance on the terms, purpose, principles, and policies for the creation of .ECO as a community TLD<sup>5</sup> and, when .ECO is approved by ICANN as a community-priority TLD, will act as the permanent recognized community institution for the environmental community in matters relating to the .ECO TLD.
- *Big Room Inc.*: the entity that will operate the .ECO Registry (the “Registry”) in line with guidance from the .ECO Community Organization.

*The following terms refer to functional elements of .ECO:*

- *.ECO System*: a public online database of all Registrant Eco-profiles.
- *Eco-profile*: a public web page that will display the answers to the questions that a Registrant is asked about their environmental commitments and performance when they register a .ECO domain name, in line with the goals, values and interests of the environmental community.
- *.ECO Registrant Agreement (RA)*: agreement between the Big Room, as the .ECO Registry and .ECO Registrants to uphold the eligibility requirements for .ECO that confirms adherence to the .ECO purpose, principles and registration policies and demonstrates acceptance of accountability and enforcement measures for the Registrant’s registered .ECO domain name(s) and associated Eco-profile.

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<sup>4</sup> Oxford English Dictionary Third edition, March 2008; online version September 2011. <http://www.oed.com/view/Entry/271403>>; accessed 16 September 2011

<sup>5</sup> Members of the Stakeholder Council can be viewed here: <http://doteco.info/policy/stakeholder-council>



## ECO CONSENSUS PURPOSE AND PRINCIPLES

The objective of the purpose and principles is to define what ‘eco’ means as an active expression of the goals, values and interests of the environmental community. The following purpose and principles will be implemented and managed by Big Room as the .ECO Registry, in coordination with the .ECO Community Organization as the recognized member organization for .ECO, and .ECO Registrants (hereafter the “Registrants”) in accordance with the specific commitments and actions also outlined below.

### PURPOSE

The purpose of .ECO is three-fold:

1. To allow members of the environmental community to more easily identify themselves and other community members online and to prevent misuse of .ECO domain names that could lead to confusion,
2. To utilize the power of the Internet to foster transparency, information sharing, communication and exchange of ideas to promote environmental goals, interests and values, amongst community members and those who are exploring that opportunity.
3. To provide a platform for accurate and non-deceptive information and reliable resources to encourage greater participation in environmental awareness and sustainability.

### PRINCIPLES

*Principle of Transparency and Accountability:* supporting and implementing transparency and accountability best practice and specifically committing to the following actions:

- Registrants will sign a Registrant Agreement that includes, at a minimum, commitments to: maintain an accurate Eco-profile; to update or review that Eco-profile at least annually; to link from their .ECO website to their Eco-profile (if the two are separate); to provide accurate contact information to the Registry; and to submit to a review of their Eco-profile if requested by the Registry.
- The Registry will: confirm and maintain a collaboration agreement with the Organization, implementing all elements therein including the .ECO consensus registration policies; ensure those policies, procedures, and agreements are publicly available; and publish environmental performance metrics and indicators as part of its annual report.
- The Organization will: establish and maintain a governance structure for the Organization as defined by a set of Bylaws; confirm and implement a collaboration agreement with the Registry; advise on disputes and complaints as requested by the Registry; and publicly report on policy development activities, including meetings and advice.



*Principle of Inclusiveness:* while there is an existing, delineated, historically significant environmental community, part of the purpose for .ECO is to continue to be more diverse and inclusive in order to advance environmental goals, interests and values. Thus, the Registry and Organization will recognize, reflect and encourage diversity by fostering global participation in .ECO by specifically committing to the following actions:

- The Registry will assist and encourage Registrants in registering .ECO domains and participating in the environmental community, particularly in developing countries and where linguistic, cultural or socio-economic barriers may exist, and will recognize and promote existing and new environmental standards and/or ways of calculating environmental impacts and performance.
- The Organization will be governed by Bylaws that set term limits on Council membership and actively identify and encourage diverse participation and membership.

*Principle of Improvement:* showing improvement over time while recognizing that, due to degrees of variability across sectors and geography, registering a .ECO domain name does not equate to achieving environmental goals, but that continuous improvement towards environmental goals is a key value of the environmental community. Specifically, by committing to the following actions:

- Registrants will update or review their Eco-profiles at least annually, and show demonstrable progress towards environmental goals over time.
- The Registry will institute an environmental policy for its own operations and require its contractors to also meet rigorous environmental standards.
- The Organization will review the Registry's environmental performance and implementation of .ECO registration policies, recognizing that as environmental goals evolve and progress over time, the policies governing .ECO may also need to become more complex. Therefore, the Organization will review all .ECO registration policies every two years and recommend revisions to the Registry.

All of these above actions together will aim to promote continued progress and discourage regression utilizing the information submitted by Registrants and the policies and procedures developed by the Organization.





## .ECO CONSENSUS REGISTRATION POLICIES

### NAMES POLICY

The objective of this policy is to explain the rules and procedures governing premium, controversial, and platform .ECO domain names consistent with the .ECO purpose and principles.

#### *Premium Names*

“Premium” domain names in the context of .ECO include those that could have inherent environmental value, depending on how they are used. Examples may include words or phrases like ‘www.energy.eco,’ ‘www.food.eco’, or ‘www.finance.eco’. The Registry will create two classes of premium names before launching: community-priority and auction-able.

- *Community-priority:* The Organization will review and approve a list of community-priority names developed by the Registry prior to .ECO launch. The Registry will, with Organization input, develop rules and judging guidelines and criteria for a ‘best use plan’ competition. Names allocated in the best-use competition will be donated to the winners. All community-priority names will be reviewed every two years against their proposed use by the Registry to ensure they are being used in the manner that was agreed.
- *Auction-able:* Once the community-priority names list is established, the Registry will publish a secondary list of names available for auction. Funds generated from these names will be used to support the operations of the Registry.

#### *Controversial Names*

Controversial names may include names, words or phrases that could be used in a manner that is mal-aligned with the values, goals and interests of the environmental community and thereby the stated purpose of .ECO, and/or that may raise significant controversy amongst the members of the community and/or damage trust in and the reputation of .ECO as a whole. Examples include words like ‘coal’ or ‘nuclear’ which can be used in a manner perceived as controversial in the context of the environmental community’s goals, values and interests.

Since some controversial names could potentially be used to benefit and advance the objectives of the community (e.g., www.coal.eco could be used to educate the community about its environmental hazards), these controversial names will not be automatically blocked. Rather, to administer controversial names, the Registry will develop a way of flagging strings based on existing public policy, community recommendations and other methods (potentially including watch-lists of industry sectors and green-washing issues), as well as research and surveys. Registrants selecting controversial names may be notified of their potentially controversial nature. Controversial names will also be assigned a higher priority in reviews of .ECO names that the Registry performs.

The Registry will put in place mechanisms for community enforcement of the .ECO purpose and principles, including reporting controversial names, through implementation of complaints,





dispute resolution and takedown mechanisms as described in the Accountability Policy and will reserve the right to take down names and sites that it or the Organization deems to be in breach of the .ECO purpose and registrant agreement.

### *Platform Names*

The Registry will reserve a list of names that could be useful in implementing the .ECO purpose and System. For example, this could include industry sectors (e.g. [www.transportation.eco](http://www.transportation.eco)), environmental issues (e.g. [www.biodiversity.eco](http://www.biodiversity.eco)), nouns with sustainability significance (e.g. [www.water.eco](http://www.water.eco)), and other names deemed technically useful to the Registry's implementation of .ECO as a community TLD (e.g., [www.council.eco](http://www.council.eco)).

## REGISTRATION POLICY

The objective of this policy is to define eligibility for how members of the environmental community can become registrants by registering .ECO domain names. When prospective registrants apply for a .ECO domain name they will be asked a series of mandatory and voluntary questions about their environmental goals values and interests. The questions will differ depending on the type of registrant. Responses will form an Eco-profile web page that will be added to a public online database called the .ECO System. Registrant Eco-profiles will connect to the Registrant's .ECO domain via a .ECO logo web-link.

### *Registration Process*

When a Registrant applies for a .ECO domain name, they will be asked to fill out a questionnaire that is relevant to the type of use they identify for the website associated with their domain name (e.g., individual, business, non-profit, government, or product). The answers to this questionnaire will form their Eco-profile web page. Before they can activate their .ECO registration they must demonstrate a commitment to the .ECO purpose, principles and policies by agreeing to the registrant agreement and answering the mandatory eco-profile questions.

### *Use Types*

Different .ECO use types will have varying impacts and potential contributions to environmental goals. Therefore, they will be asked to respond to different questions based a declared type of use. The five types of .ECO Use initially will be: non-profit, *business*, *individual*, *government*, and *product*.

Non-profit and business may be sub-divided into categories based on a blend of indicators, including number of employees, revenue and in the future by resource usage (such as energy).

### *Results of the Registration Process*

Answers to the eco-profile registration questions will be displayed via a link from the registrant's .ECO website on an "Eco-profile", and will also be searchable through the .ECO System.



Archived versions of past eco-profiles will also be available through the .ECO System to demonstrate progress over time, in line with the Improvement Principle.

### *Registration Questions*

The eco-profile questions posed to registrants will be reviewed every two years by the Organization. The questions will be both qualitative and quantitative; cover environmental goals values and interests, including for example commitments to sustainable development and social issues and impacts that are considered to be linked to environmental goals; and reference robust existing environmental standards, requirements, indicators, regulations, codes, and calculators wherever possible.

Business and non-profit registrants will specifically be asked what portion of the entity is covered (i.e. whole group, a subsidiary, or a facility) and in what country they are based.

Product use registrations will require business use registration as a pre-requisite, and may include country-specific questions based on where the product is made.

### *Certified Registrants*

Registrants holding certain sustainability certifications (e.g. businesses with ecolabels and/or reporting to an established and credible sustainability standard) may automatically qualify to register for .ECO domain names. The requisite characteristics of a suitable certified registration will be established in advance, and agreements with those certifications put in place to enable rapid, accurate validation. Certified registrants will be identified and promoted as such within the .ECO System.

## ACCOUNTABILITY POLICY

The objective of this policy is to ensure that Registrants support/align and comply with the .ECO Purpose and Principles, and that the information provided in eco-profiles is of high quality, is transparent, is trustworthy and accurate.

### *Eco-profiles*

In order to use a .ECO domain name a Registrant must sign a registrant agreement that explains the actions they will need to take in support of the .ECO Purpose and Policies, including:

- *Updates:* Registrants must review and/or update their eco-profiles at least annually. If they have not updated their eco-profile within a year's time, the Registry will remind them 30 and 10 days prior to the mandatory review date. Domain names with Eco-profiles that still have not been reviewed or updated after 12 months following this reminder will be subject to takedown proceedings.



- *Cross-referencing:* Anywhere that ‘.ECO’ (or Dot Eco) is mentioned and/or the .ECO logo is displayed on a Registrant’s website or materials, that Registrant’s corresponding Eco-profile URL must also be displayed (this can be as a footnote or hyperlink) so that the .ECO logo cannot be used without direct reference to the Registrant’s Eco-profile.
- *Registration Questions:* Registrants must complete all mandatory Eco-profile questions.
- *Independently Verified Information:* Registrants can indicate whether or not the information in their Eco-profile has been independently verified. If so, they will also be asked to also indicate the verifier and the validity or expiry dates.

### *Review*

The Registry will develop a set of review guidelines that will maximize .ECO System accuracy. A report on the review process and results will be submitted annually to the Organization by the Registry.

### *Complaints*

Every eco-profile will include a link where a complaint may be submitted about that Registrant to the Registry. The Registry, or an approved dispute resolution provider contracted by the Registry, will evaluate complaints against the requirements articulated in the Registrant Agreement and decide whether and how to take action on the complaint. In cases where there is not a clear rectification or satisfactory resolution to the complaint from the perspective of the Registrant, Registry, or the Organization, the case can be referred to a dispute resolution process. The Registry, in keeping with the principles of improvement and inclusivity, will work with the affected Registrant through this dispute resolution process with the aim of reaching a mutually satisfactory solution on behalf of the community. In cases where complaints are not addressed to the satisfaction of the Registry, the Registrant’s domain name may be suspended or taken-down.

Complaints submitted by Registrants, as opposed to the general public, will be given higher priority. The Registry will also take into account the number and nature of complaints received about a given Registrant when considering suspension or take-down measures.

### *Dispute Resolution Process*

Complaints will first be addressed privately between the Registry, or a dispute resolution party contracted by the Registry, and the Registrant about which a complaint has been received. If a Registrant is dissatisfied with the decision of the Registry or its contractor, they may pay a fee to seek the recommendation of an independent mediator or arbiter approved by the Registry to review the complaint and recommend a resolution. If the Registry is dissatisfied with the recommendation of the independent mediator or arbiter then the Registry may choose to refer the dispute to the Organization for a final decision.



### *Comments on Eco-Profiles*

Every Eco-profile will have a public comment forum. The registrant whose .ECO domain name is associated with an eco-profile will have the right to moderate comments on their profile. Registrants may also post comments about eco-profiles to relevant platform name pages.

The Registry will establish and regularly review a set of recommended moderation and commenting guidelines for registrants. The guidelines will include a way for Registrants to handle malicious comments.

### *Community Comment Forum*

The Registry will implement a community comment and debate forum where community members can interact with each-other, the Registry, and the Organization and its members, in support of the purpose of .ECO.

### *Take Down Process*

Registrants that are found to be in breach of the .ECO Registrant Agreement, and therefore the purpose and policies of .ECO will be notified by email and given 60 days to come into compliance or opt for dispute resolution with the Registry. If this is not done, the .ECO domain name in question will be suspended for 60 days. If compliance is still not achieved, the domain will be taken down by the Registry.

### *Transparency*

The Registry's process for evaluating and resolving complaints and the results of disputes will be made public. The Registry will make public an annual report to the Organization summarizing its actions regarding this policy to ensure alignment with the purpose and principles of the .ECO TLD.

## PHILANTHROPIC POLICY

This policy articulates philanthropic funding for environmental causes from the sale of .ECO registrations to a Foundation, and how the Foundation will be overseen.

### *Mission*

The mission of the Foundation will be to support environmental goals, particularly in developing countries, as guided by the Council.

### *Funding*

A foundation will be created that will be funded from a portion of each .ECO domain name sold and/or renewed. Funding to the foundation will be in line with the Registry's financial plan and



trajectory in order to ensure its long-term success. The Council will review this structure every two years.

#### *Transparency*

Both the Registry and Foundation will publish annual financial reports to ensure transparency and enable public review of how funds from the Registry are allocated to and by the Foundation.

#### *Allocation*

The Foundation will develop and publish its grant-making strategy in line with its mission, the .ECO Principles, and in consultation with the Organization and Registry. The grant-making process will be reviewed every two years by the Organization.

END OF DOCUMENT