

Kantara Initiative

Operating Procedures

Version 1.4

April 15, 2013

***an unincorporated association operating as a program of
the IEEE Industry Standards and Technology Organization (“IEEE-ISTO”)***

April 15, 2013, 2013

Page 1 of 22

Kantara Initiative

www.kantarainitiative.org

IPR - CC Attribution Share-Alike

0 SCOPE

These Operating Procedures pertain to the operation of the Leadership Council and all Work Groups and Discussion Groups authorized and created by the Leadership Council.

The Leadership Council is the administrative and governing body for all Work Groups and Discussion Groups. The Leadership Council duties and responsibilities include:

- Establishing rules and procedures for all Groups;
- Overseeing and coordinating the activities of the chartered groups;
- Approving and Disbanding Groups;
- Certifying Draft Recommendations ready for All Member ballot; and
- Preparing annual budget requests (and supplements if needed) for funding by the Board of Trustees.

1 DEFINITIONS

Whenever a term defined below is capitalized, it is used as defined. If the word or phrase does not have leading capital letters, then it is to be interpreted within the context of the specific text.

A capitalized term not defined below is used as defined in the Organization Bylaws.

- 1.1 “Chair”** shall mean the elected leader of a Work Group, Discussion Group, or the Leadership Council.
- 1.2 “Charter”** shall mean the documentation required to create or amend a Work Group. The Charter shall conform to the requirements defined in the Organization Bylaws and these Operating Procedures.
- 1.3 “DG”** shall mean Discussion Group.
- 1.4 “Draft Recommendation”** shall mean a document reported out of a Work Group for All Member Ballot.
- 1.5 “IP”** shall mean Intellectual Property.
- 1.6 “LC”** shall mean Leadership Council.
- 1.7 “Report”** shall mean any Work Group or Discussion Group output that is not a Technical Specification that is approved by a Majority of the Group and submitted to the Leadership Council. A Report is not a branded product of the Organization (i.e. it is not submitted for an All Member Ballot).
- 1.8 “Editor”** shall mean a WG participant(s) who is assigned the responsibility of maintaining the integrity of a Draft Recommendation being produced by the Group.
- 1.9 “Vice-chair”** shall mean the elected assistant to the Chair. Note: in some cases at the discretion of a Work Group, the Vice-chair(s) of a group may be called the Co-Chair(s).
- 1.10 “WG”** shall mean Work Group.

2 LEADERSHIP COUNCIL (LC)

The Organization Leadership Council is the central forum for creation and monitoring of Work Groups and Discussion Groups.

2.1 Membership

Membership of the Leadership Council includes the Chairs (or designee) of each LC authorized Work Group (WG) and Discussion Group (DG).

The LC includes voting and non-voting members:

- WG Chairs (or Alternate) are voting members of the LC
- DG Chairs (or Alternate) are non-voting members of the LC

2.2 Duties and Responsibilities of the LC

The roles and responsibilities of the Leadership Council (as defined in the Organization Bylaws) include:

- Approval of new and revised Work Group Charters;
- Oversight of the operations and expenditures of all Groups;
- Disbanding Groups;
- Certification of Work Group output for All Member Ballot;
- Preparation of annual and supplemental budget requests to the Board of Trustees for funding of Leadership Council sponsored Groups;
- Election of up to two representatives to Board of Trustees from the LC membership; and
- Development and maintenance of the Operating Procedures, subject to approval by the Board of Trustees.

2.3 LC Leadership Team

The LC Leadership Team shall consist of a Chair, Vice-Chair and Secretary.

2.3.1 LC Chair

The duties and responsibilities of the Chair include:

- Act as the chief administrator of the LC;
- Schedule and serve as the chairperson of all meetings of the LC; and
- Provide monthly reports to the Board of Trustees regarding the status and activities of the LC Groups.

2.3.2 LC Vice-Chair

The Vice-chair shall carry out the responsibilities of the chair in the absence of the chair, or in the event of the Chair's inability or refusal to act.

2.3.3 LC Secretary

The duties and responsibilities of the LC Secretary include:

- Produce and distribute the LC meeting minutes and attendance reports;
- Maintain a log of all LC decisions with ongoing impact;
- Maintain this Procedures and Guidelines document;
- Assign Organization Recommendation numbers to all Member-approved Recommendations; and
- Maintain the official public directory of those Recommendations

2.4 Election and Term

The LC Chair, LC Vice-Chair, and LC Secretary shall be elected by a Majority vote of the voting members of the LC. The terms of the Chair, the Vice-Chair, and the Secretary shall be one year, renewable. No individual may serve in the same elected position for more than three consecutive terms.

A member of the LC Leadership Team may be removed at any time without cause by a Supermajority vote of the LC.

2.5 Meetings

The Leadership Council shall meet at least once per month. While most LC meetings are expected to be held via phone and online, face-to-face meetings may be held as required. In the case of face-to-face meetings, the meetings should be held at geographically diverse locations in order to minimize the overall travel burden on any and all LC Participants. Attendance at face-to-face meetings via telephone is permitted.

All meetings of the Leadership Council are open to all Participants. At the Chair's discretion, the Chair may limit comments to LC members and may limit the duration and repetition of speakers. Only voting members of the LC may propose and second resolutions and motions.

2.6 Voting

Except in those cases required by these Operating Procedures, or by the Organization Bylaws, the LC shall seek to reach its decisions by Consensus. When no Consensus can be reached in a timely manner, at the discretion of the Chair the decision shall be reached by voting as defined in these Operating Procedures, in the Bylaws, and in other Controlling Documents.

A majority of the voting members of the LC shall constitute a quorum. Actions taken in the absence of a quorum shall be confirmed by electronic ballot of all voting members of the LC.

For the purpose of ensuring an active membership base is maintained, any voting member in the LC who fails to attend two consecutive meetings of the LC may, at the discretion of the Chair, be re-classified as a non-voting member. Such re-classification shall be stated in the agenda of the meeting in which it takes affect. Voting member status may be re-acquired by attending a meeting of the LC, in which case the voting member status is effective at the conclusion of the meeting. In the case of an electronic vote of the LC, if the electronic vote is initiated while a Participant is in non-voting status, the Participant may not vote in that electronic vote.

No individual may exercise more than one vote on the Leadership Council. If an individual represents more than one WG on the LC, said individual shall only be permitted to cast one vote on any issue.

Proxy voting is not permitted.

The following actions require a Simple Majority of those voting:

- Approval of the formation of a Work Group;
- Dissolution of a Work Group or a Discussion Group;
- Certification of a Draft Recommendation as ready for All Member Ballot;
- Approval of Work Group and Discussion Group Reports; and
- All actions not specifically identified elsewhere in these procedures

The following actions require a Majority of the LC voting membership

- Election of Leadership Council Chair, Vice-Chair, and Secretary; and
- Submission of Budget Requests (or supplements) to the Board of Trustees;

The following actions require a 1/5 minority of those voting:

- Request for a roll-call vote

3 WORK GROUPS (WG)

Work Groups (WGs) are chartered by the Leadership Council to work on issues specified in the WG Charter.

The WG shall elect from its Participants one or more Editors to produce draft Technical Specifications, other Draft Recommendations, and/or Reports.

Participation in a WG is contingent on accepting the Intellectual Property policies of that Group. IP terms of a WG must be described in its charter. Once the IP

governance is established for a WG, it may not be changed.

3.1 Formation of a Work Group

Submission of a WG Charter for approval requires the signature of three (3) or more proposed Participants of the WG, at least two (2) of whom shall be Members.

To create a new Work Group the proposed WG Charter must be submitted to the LC Secretary for approval by a Simple Majority of the Leadership Council.

The Leadership Council must consider any properly submitted proposal for the creation of a Work Group and vote on it within thirty (30) days of its submittal to the LC Secretary

All proposed and approved WG Charters must be made available for public review.

The proposed Charter (using the format provided in Annex A) for a WG must include:

- 1) WG Name (and any acronym or abbreviation of the name) – The WG name, acronym and abbreviation shall not include (1) trademarks not owned by the Organization, or (2) content that is infringing, harmful, or inappropriate;
- 2) Clear statement of purpose and justification why the proposed WG is necessary;
- 3) Scope – The Scope must be related to the purpose of the Organization and must include a definition of the work that is envisioned;
- 4) Working Titles of draft Technical Specifications to be produced(if any) and projected completion dates and the SSO(s) to which these Specifications will be submitted upon approval by the Membership;
- 5) Other Draft Recommendations and projected completion dates (i.e., deliverables that are not Technical Specifications that will be submitted for All Member Ballot);
- 6) Proposed WG Chair and Editor(s) (if any) subject to confirmation by a vote of the WG Participants;
- 7) Anticipated audience or users of the work;
- 8) Criteria for determining when the work of the WG has been completed (or a statement that the WG is intended to be a standing WG to address work that is expected to be ongoing);
- 9) The Intellectual Property Rights Policy under which the WG will operate;
- 10) Related work being done in other WGs or organizations and any proposed liaison with other WGs or organizations;
- 11) Names, email addresses, and any constituent affiliations of at least the minimum set of proposers required to support forming the WG; and

12) Optionally, a list of contributions that the proposers anticipate will be made to the WG.

3.2 Membership

WG participation is open to all persons (whether or not a Member of the Organization). Non-Members must sign a Participation Agreement and all must sign the WG Intellectual Property Agreement under which the WG is chartered.

3.3 WG Leadership

A WG shall, at a minimum, have a Chair and Vice-chair elected from the WG membership by a majority vote of the WG Participants.

In some cases, the WG may prefer to have two or more Co-Chairs and no Vice-chair. In such a case, the WG must designate one of the Co-Chairs as the WG voting representative to the LC and another as the alternate.

The WG shall elect from its Participants one or more Editors to produce draft Technical Specifications, other Draft Recommendations, and/or Reports.

All WG Chair and Vice-chair and Editor elections shall be conducted by secret ballot unless the WG passes a motion by unanimous consent to hold a non-secret ballot.

It is recommended that a WG also have a secretary appointed by the Chair. When a WG does not have a secretary it is the responsibility of the Chair to ensure that those duties (as defined below) are carried out.

3.3.1 WG Chair

The WG Chair shall serve as the WG voting representative to the Leadership Council. The duties and responsibilities of a WG chair include:

- Scheduling and providing timely notice of WG meetings (see 3.6 below);
- Chairing WG meetings in an unbiased manner;
- Submitting a quarterly WG status report to the LC Secretary;
- Appointing such persons as may be needed to expedite WG business (e.g. secretary);
- Ensuring Organization Bylaws and other policies are followed;
- Assuring fair and open participation in the WG; and
- Seeking consensus of the WG as a means of resolving all issues.

3.3.2 WG Vice-Chair

The duties and responsibilities of a WG vice-chair are to carry out the responsibilities of the chair in the absence of the chair. The WG Vice-Chair is

the alternate WG voting representative to the Leadership Council.

3.3.3 WG Editor

The duties and responsibilities of a WG Editor include:

- Ensure the safety and the accuracy of the draft document(s);
- Ensure that the format and structure of the document conform to the Organization document policies; and
- Make all changes to the document authorized by the WG.

3.3.4 WG Secretary

The duties and responsibilities of the WG secretary include:

- Prepare and maintain a summary report of each WG meeting which shall include:
 - Meeting attendees including a record of whether quorum was reached;
 - Issues for which sufficient consensus was reached at the meeting;
 - Dissenting opinions raised regarding consensus issues; and
 - An issues list of currently known unresolved issues.
- Maintain an action item list which identifies action assignments and their status; and
- Maintain attendance and membership records in the public Roster for the WG

3.4 Term of WG Chair

The term of the elected WG Chair is one year.

At least one month prior to the end of the current term, the Chair must call for nominations for Chair and conduct a WG ballot of all WG Participants. There is no restriction on the same individual serving as WG Chair for two or more consecutive terms.

A re-confirmation ballot of a WG chair may be initiated by the Leadership Council at any time based on the written request of three (3) or more members of the WG. If this reconfirmation vote fails, the LC Chair shall conduct a WG election to select a new Chair for the WG.

3.5 Availability of Work Group Materials

All WG email, documents and other work products shall be made publicly available.

3.6 Meetings

There must be a minimum of one (1) week notice provided to all WG Participants for any WG meeting. The meeting shall be announced to all WG Participants via the WG mailing list.

A WG meeting agenda shall be published in the same manner no less than two days prior to the meeting.

While most WG meetings are expected to be held via phone and online, face-to-face meetings may be held as required. In the case of face-to-face meetings, they should be held at geographically diverse locations in order to minimize the overall travel burden on any and all WG Participants. Attendance at face-to-face meetings via telephone is permitted. Face-to-face meetings have a one (1) month notification and one (1) week published agenda requirement.

3.7 Decision Making

Except in those cases required by these Operating Procedures or the Bylaws of the Organization, the WG shall seek to reach all decisions by Consensus. When no Consensus can be reached in a timely manner, at the discretion of the Chair the decision shall be reached by voting as defined in these Operating Procedures, in the Bylaws, and in other Controlling Documents.

A majority of the voting members of the WG shall constitute a quorum. Actions taken in the absence of a quorum shall be confirmed by electronic ballot of all voting members of the WG.

All Participants present at a WG meeting are voting members of the WG, unless they have elected to be non-voting Participants. For the purpose of ensuring an active membership base is maintained, any Participant in a WG who fails to attend two consecutive meetings of the WG may, at the discretion of the Chair, be re-classified as a non-voting member. Such re-classification shall be stated in the agenda of the meeting in which it takes affect. Voting member status may be re-acquired by attending a meeting of the WG, in which case the voting member status is effective at the conclusion of the meeting. In the case of an electronic vote of the WG, if the electronic vote is initiated while a Participant is in non-voting status, the Participant may not vote in that **electronic vote**.

The following actions require a Simple Majority of those voting:

- Approval of the minutes

The following actions require a Majority of the WG voting membership

- Election of Working Group Chair, Vice-Chair, and Secretary; and
- Acceptance of final Reports or Recommendations, prior to submission to the LC for all-Member ballot.

3.8 Development of Draft Recommendations

A WG is chartered to formulate and develop draft Technical Specifications and other Draft Recommendation(s) based on a consensus of the Participants. It is the responsibility of the WG Chair to promote consensus of the WG by ensuring that:

- Sufficient time is given for a clear statement of all relevant views;
- Each Participant has a sufficient opportunity to understand the views being presented to make a decision;
- All Participants have the opportunity to adequately present their view.
- The WG has sufficient information to make a decision;
- Dissenting opinions are clearly recorded when a trial resolution is proposed to determine if sufficient consensus has been reached;
- A rationale statement about the WG's majority view is included in the draft document whenever expressed dissent is considered likely to result in a negative ballot; and
- A minority report may be produced representing a dissenting point of view of members of a WG.

A Simple Majority of those Voting is required to approve the submission of a Draft Recommendation to the LC for All Member Ballot.

3.9 Development of WG Reports

In addition to development of the Draft Recommendation(s) authorized in the Work Group Charter as originally approved or amended by the WG and LC, the WG may find it appropriate to develop additional Reports. These Reports shall meet any requirements established by the LC, specifically:

- The Draft Report must be approved by a simple majority of the voting participants of the WG.
- The Draft Report must meet basic document quality requirements for spelling, formatting, etc., and use an approved Kantara [Report template](#).
- The LC will work with the group to address any additional document quality or formatting issues and will vote to accept the Draft Report as a final Kantara Initiative Report. (see Section 2.6 Voting).

3.10 Procedural Issues

WG procedural issues shall be resolved by the WG chair. When an issue cannot be resolved within the WG, the Chair may escalate it to the Leadership Council Chair for resolution.

3.11 Meeting Sponsorship and Fees

Whenever possible, for face-to-face meetings, the WG should attempt to find a sponsor to provide meeting facilities. When a sponsor cannot be found, the WG may, by Supermajority approval of the entire WG, establish a meeting fee to cover meeting costs such as the meeting facilities. This meeting fee may be set to cover only the expenses of that meeting. The WG may not retain any excess meeting funds. Such excess funds are to be submitted to the Board Treasurer for non-refundable deposit into the Organization treasury.

Teleconferences and electronic meetings shall not incur meeting fees under any circumstances.

4 DISCUSSION GROUPS (DG)

A Discussion Group is a lightweight, informal group that may discuss the formation of a Working Group, but may not create Draft Recommendations. A DG may also act as a “Special Interest Group” or “birds of a feather” group for informal discussions. A Discussion Group may prepare Reports to the LC (or to be used as a contribution to a WG).

4.1 Formation of a Discussion Group

A request to form a Discussion Group requires the signature of three (3) or more proposed Participants of the DG.

To create a new Discussion Group a DG Formation Request (see Annex B) must be submitted to the LC Secretary. The LC Secretary shall ensure that the DG mailing list is established and the creation of the DG is announced to all Members.

4.2 Participation in a DG

DG participation is open to any person (whether or not a Member of the Organization) wishing to participate in the activities of the DG.

4.3 Duration of a DG

A DG, by its nature, is intended to be a short-termed group that is dissolved after it has addressed its intended topic. DGs are established for a maximum term of one year, but may be renewed annually for up to a maximum of three years total.

4.4 Selection of DG Leadership

The DG shall annually elect a Chair and a Vice-Chair from its membership by a majority vote of the DG Participants. A Secretary position is optional.

4.4.1 DG Chair

The DG Chair shall serve as the DG (non-voting) representative to the Leadership Council. The duties and responsibilities of a DG chair include:

- Scheduling and providing timely notice of DG meetings;
- Chairing DG meetings in an unbiased manner;
- Appointing such persons as may be needed to expedite DG business (e.g. recording secretary);
- Ensuring Organization Bylaws and other policies are followed;
- Assuring fair and open participation in the DG; and
- Seeking consensus of the DG as a means of resolving all issues.

4.4.2 DG Vice-Chair

The duties and responsibilities of a DG vice-chair are to carry out the responsibilities of the chair in the absence of the chair. The DG Vice-Chair is the alternate DG representative to the Leadership Council.

4.4.3 DG Secretary

This role is optional. Responsibilities could include:

- Editing and Publishing meeting minutes and agendas;
- Recording meeting participation in the public Roster;
- Conducting electronic votes

4.5 Reporting Requirements

The DG is required to submit a written quarterly report to the LC Secretary that summarizes the status of the DG activities.

4.6 Meetings

DGs have no minimum meeting notice requirements, but all meetings must be announced to all DG Participants prior to the meeting. DGs have no meeting reporting requirements.

4.7 Decision Making

All decisions of a DG shall be reached by Consensus of the Participants.

4.8 Meeting Fees

No fees may be required to participate in a Discussion Group.

5 ALL-MEMBER BALLOT OF A DRAFT RECOMMENDATION

When a Draft Recommendation is completed by a Work Group, it is submitted to the Leadership Council for an All Member Ballot. It is the LC's responsibility to certify that the WG draft is within the scope of the WG charter; meets the Draft

Recommendation document requirements; and is ready for an All Member Ballot.

This is a two-step process.

Step 1- The Technical Specification or other Draft Recommendation first must be made available for public review and comment for a period of at least 45 days. This review period is required to give sufficient time for Subscribers and Members to conduct internal legal and technical reviews of the Draft Recommendation. All comments received during the review shall be reported to both the LC and the WG that authored the Draft Recommendation.

Step 2 – Upon completion of the 45-day public review period, a Simple Majority of those Voting of the LC is required to certify the Draft Recommendation ready for All Member Ballot. The LC Secretary shall then initiate the All Member Ballot. This ballot shall be conducted electronically and shall be open for a minimum of 14 days.

If the LC does not certify the Draft Recommendation for All Member Ballot, the WG may modify the Draft Recommendation (taking into account LC and public review comments). Subsequent re-submission on the modified Draft Recommendation to the LC will restart this two-step process.

The voting record by the full Membership shall be publicly available upon completion of the ballot.

6 VOTING RULES

While most Kantara Initiative decisions are made by Consensus, there are times when a vote is either needed to close an issue or required by the Controlling Documents of the Organization.

In all cases, eligible voters shall have one, and only one, vote on any ballot measure. Proxy voting is not permitted.

6.1 Votes at Meetings

For formal votes taken at a meeting (not “straw polls” or other mechanisms used to forge consensus), the following rules shall apply:

- A Quorum of voting members shall be present.
- The issue under consideration shall be structured in such a way as to make a clear “yes”/”no” choice available. The exact text of the ballot shall be included verbatim in the minutes of the meeting.
- The Chair shall schedule sufficient time for a thorough discussion of the issue prior to the vote.
- All voting members present shall have the opportunity to vote.
- Except where required elsewhere by the Controlling Documents of the Organization, the vote shall be public.
- The vote shall be by voice vote except in those cases where a secret ballot is required.
- A request for a roll-call vote requires a 1/5th majority of those voting.
- The results of the vote shall be announced by the chair immediately upon completion of the vote and the results recorded in the meeting minutes.

6.2 Electronic Ballots

Most votes that are required by the Controlling Documents of the Organization will be conducted via email or some other electronic mechanism.

The following rules shall apply, except in those cases where the Controlling Documents of the Organization establish other requirements:

- There is no Quorum requirement since all voting members are considered to be present for an electronic vote. However, unless otherwise required, a majority of those eligible to vote on the measure under consideration must return a ballot in order for the vote to be valid.
- The issue under consideration shall be structured in such a way as to make a clear “yes”/”no” choice available. The exact text must be distributed as part of the ballot.

- The ballot shall have three voting options: (1) “Yes”, (2) “No” and (3) “Abstain”. While only “Yes” and “No” votes will be used in determining passage of the ballot, the “Abstain” votes shall be included in determining if the minimum number of ballots have been returned.
- The ballot must include the close date for the vote.
- The ballot must state both the minimum number of votes that must be cast and the percentage of “yes” votes required for approval of the measure.
- The ballot must remind voters that for “no” votes the voter is encouraged to include rationale explaining why they voted “no” (see 6.3).
- Electronic ballots must be open for a minimum time period of one (1) week. If all eligible voters have returned a ballot before the posted close date of the ballot, at the discretion of the Chair, the ballot may be declared closed. A ballot period of more than one (1) week may be used at the discretion of the Chair or when required by the Controlling Documents of the Organization.
- Except in those cases where a secret ballot is required by the Controlling Documents of the Organization the final tally by voter shall be made public

6.3 Regarding Negative Votes

While it is not required in all cases, individual voters who vote “no” on an electronic ballot are encouraged to provide written rationale for the “no” vote. Doing so will provide feedback that could help in reworking the proposal to make it more acceptable should the ballot fail.

With regard to rejection by the Leadership Council or the Board of Trustees related to formation of Groups, initiation of All-Member Ballots and other submissions, the LC or Board must provide a written rationale for the reason for the rejection. The purpose of this rule is to ensure that reasonable criteria have been used in rejecting the submission so as to provide sufficient information to enable the proposers to decide whether or not to amend and re-submit it.

In those instances where a submission is rejected and it is not possible to reconcile the differences, the submitters may request that the issue be reviewed by the “Consensus Committee.” This Committee is advisory only. It shall be made up of the two current Trustees who sit on the LC and the two current LC members who sit on the Board. The Committee’s role is to review the issues with the goal of finding a compromise on the matter that could lead to consensus. If no successful compromise can be reached, the Committee may, by unanimous vote of its members, submit the matter to an All Member Ballot for final resolution.

7 RECOMMENDATIONS, REPORTS, AND DOCUMENTS

In general, all email, documents and Reports generated by the LC or its sponsored Groups should be made available to the public.

In some instances, material may be restricted to all Members. This requires specific action and approval of a Majority of the Leadership Council. This rule does not apply to any instance of an exception that is required by law.

7.1 Leadership Council Documents and Materials

Leadership Council email, meeting minutes, agendas, action item reports, membership rosters, voting records, and policies and procedures shall be available for public review.

Access to LC budget requests to the Board of Trustees are restricted to Members of the Organization.

7.2 WG Documents and Materials

All information pertaining to the creation and operation of a WG, as well as all WG email, meeting reports, meeting presentations, meeting attendance logs, membership rosters, Charter and amendments, quarterly and final Reports, and other materials produced as part of the operation of a WG shall be available for public review.

7.3 DG Documents and Materials

All information pertaining to the creation and operation of DG, as well as all DG email, documents and other work products shall be available for public review.

7.4 Branding of Recommendations

A Draft Recommendation approved by an All Member Ballot is published and branded as a “Kantara Initiative Recommendation”.

7.5 Reports

WG and DG Reports are not directly Organization branded and do not imply any position by the Organization Membership. Reports are titled:

“Kantara Initiative {Work/Discussion} Group XYZ {Final/Interim} Report”.

8 ANNUAL AND SUPPLEMENTAL BUDGET REQUESTS

The LC, in conjunction with the Board of Trustees Treasurer, shall prepare an annual budget request for submission to the Board of Trustees no later than September 30th each year.

This budget request should include funding for all baseline logistic services (e.g. technical and administrative support, discussion lists, document publication, legal services, marketing, open source development, etc) that the Organization plans to provide to the LC, Work Groups, and Discussion Groups.

During the year, if the LC requires additional services or funding not covered under the annual budget request, the LC may prepare and submit to the Board of Trustees supplemental budget requests as appropriate.

Approval of the annual budget request and any supplemental requests require a Simple Majority of the Leadership Council.

9 ADOPTION AND AMENDMENT OF PROCEDURES AND GUIDELINES

Adoption of these Operating Procedures shall be via an All Member Ballot. Approval of a Supermajority of those Voting in an All Member Ballot is required.

Amendments to these Operating Procedures must be approved for balloting by a Majority of the Leadership Council and by the Board of Trustees, and then approved by a Supermajority of those Voting in an All Member Ballot.

ANNEX A

[logo]	Work Group Charter [Template]	<date>
	Charter for: <i>INSERT WORK GROUP NAME</i>	Page 1 (2)

(1) WG NAME (and any acronym or abbreviation of the name): *The WG name, acronym and abbreviation must not include trademarks not owned by the Organization, or content that is infringing, harmful, or inappropriate.*

(2) PURPOSE: *Please provide a clear statement of purpose and justification why the proposed WG is necessary.*

(3) SCOPE: *Explain the scope and definition of the planned work.*

(4) DRAFT TECHNICAL SPECIFICATIONS: *List Working Titles of draft Technical Specifications to be produced (if any), projected completion dates, and the Standards Setting Organization(s) to which they will be submitted upon approval by the Membership.*

(5) OTHER DRAFT RECOMMENDATIONS: *Other Draft Recommendations and projected completion dates for submission for All Member Ballot.*

(6) LEADERSHIP: *Proposed WG Chair and Editor(s) (if any) subject to confirmation by a vote of the WG Participants.*

[logo]	Work Group Charter [Template]	<date>
	Charter for: <i>INSERT WORK GROUP NAME</i>	Page 2 (2)

(7) AUDIENCE: *Anticipated audience or users of the work.*

(8) DURATION: *Objective criteria for determining when the work of the WG has been completed (or a statement that the WG is intended to be a standing WG to address work that is expected to be ongoing).*

(9) IPR POLICY: The Organization approved Intellectual Property Rights Policy under which the WG will operate.

(10) RELATED WORK AND LIAISONS: *Related work being done in other WGs or other organizations and any proposed liaison with those other WGs or organizations.*

(11) CONTRIBUTIONS (optional): *A list of contributions that the proposers anticipate will be made to the WG.*

(12) PROPOSERS: *Names, email addresses, and any constituent affiliations of at least the minimum set of proposers required to support forming the WG.*

ANNEX B

[logo]	Discussion Group Request [Template]	<date>
	Charter for: <u>INSERT DISCUSSION GROUP NAME</u>	Page 21 (22)

(1) DG NAME (and any acronym or abbreviation of the name): *The DG name, acronym and abbreviation must not include trademarks not owned by the Organization, or content that is infringing, harmful, or inappropriate.*

(2) DISCUSSION TOPIC/PURPOSE/MOTIVATION: *Please provide a clear statement of the topic, purpose, and/or motivation for requesting the formation of this DG.*

(3) LEADERSHIP: *Proposed DG Chair subject to confirmation by a vote of the DG Participants.*

(4) AUDIENCE: *Anticipated Participants in this DG.*

(5) COPYRIGHT POLICY: *Creative Commons Attribution-ShareAlike 3.0 Unported or another Organization approved Intellectual Property Rights Policy Option to cover any copyright material that may be produced as a result of DG Participants' posts to the wiki or email archives.*

(6) PROPOSERS: *Names, email addresses, and any constituent affiliations of at least the minimum set of proposers required to support forming the WG.*

April 15, 2013, 2013

Page 21 of 22

REVISION HISTORY

1. 25MAR2009 - Version 1.0
2. 10NOV2009 – Version 1.1
 - a. Added the third paragraph in section 2.6 (*“For the purpose of...”*)
 - b. Replaced the fourth paragraph of section 3.3 (*“All WG Chair and ...”*)
 - c. Editorial changes to Section 3 and 3.7
 - d. Update Annex B explanatory text under section “(5) Copyright Policy”.
3. 26SEP2012 – Version 1.2
 - a. Clarification of Voting in section 2.6
 - b. Clarification of WG Secretary responsibilities in section 3.3.4
 - c. Significant modification of WG Decision Making procedures in section 3.7
 - d. Clarification of WG Report handling in section 3.9
 - e. Noting an optional Secretary position for DG in section 4.4
 - f. Outlining possible DG Secretary responsibilities in section 4.4.3
 - g. Replaced “NewOrg” with “Kantara Initiative” in section 6
4. 30JAN2013 – Version 1.3
 - a. Added mention of Subscribers as participants in All Member ballots in section 5
5. 16APR2013 – Version 1.4
 - a. IPR added to the document