

ARTICLE III: TRANSPARENCY

Section 6. NOTICE AND COMMENT ON POLICY ACTIONS AND CONTRACT APPROVALS

1. With respect to any policies or contracts that are being considered by the Board for adoption or approval that substantially affect the operation of the Internet or third parties, including the imposition of any fees or charges, ICANN shall:
 - a. provide public notice on the Website explaining what policies or contracts are being considered for adoption or approval and why, at least twenty-one days (and if practical, earlier) prior to any action by the Board;
 - b. provide a reasonable opportunity for parties to comment on the adoption of the proposed policies or approval of the proposed contracts, to see the comments of others, and to reply to those comments, prior to any action by the Board; and
 - c. in those cases where the policy action or contract affects public policy concerns, to request the opinion of the Governmental Advisory Committee and take duly into account any advice timely presented by the Governmental Advisory Committee on its own initiative or at the Board's request.
2. Where both practically feasible and consistent with the relevant policy development process, an in-person public forum shall also be held for discussion of any proposed policies as described in [Section 6\(1\)\(b\) of this Article](#), prior to any final Board action.
3. After taking action on any policy or contract subject to this Section, the Board shall publish in the meeting minutes the reasons for any action taken, the vote of each Director voting on the action, and the separate statement of any Director desiring publication of such a statement.

ARTICLE XV: GENERAL PROVISIONS

Section 1. CONTRACTS

Consistent with ICANN's transparency principles in Article III, the Board must approve all of ICANN's material contracts in advance of execution. The Board may authorize any Officer or Officers, agent or agents, to enter into any contract or execute or deliver any instrument in the name of and on behalf of ICANN, and such authority may be general or confined to specific instances. In the absence of a contrary Board authorization, contracts and instruments may only be executed by the following Officers: President, any Vice President, or the CFO.

Unless authorized or ratified by the Board, no other Officer, agent, or employee shall have any power or authority to bind ICANN or to render it liable for any debts or obligations. Before ICANN enters into or approves a contract that may have a material impact on a third party member of the Internet community, such contract must be published for public comment in final form and in its entirety (only information constituting trade secrets may be excluded when necessary) for at least 21 days before the Board can approve the contract for execution.