



Hong Kong Internet Registration Corporation Limited
香港互聯網註冊管理有限公司
Hong Kong Domain Name Registration Company Limited
香港域名註冊有限公司
A Wholly-Owned Subsidiary of HKIRC
www.hkirc.net.hk

Consultation on Transition of Board Structure of HKIRC as Proposed by the HKSAR Government in the May 2007 Public Consultation

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Hong Kong Internet Registration Corporation Limited

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1. Foreword

Directors on the Board of HKIRC (Hong Kong Internet Registration Corporation Ltd.) representing the User Class would like to seek comments from members in the User Class on the implementation of transition to the new Board structure as recommended in the public consultation paper published by Office of the Government Chief Information Officer (OGCIO) of the HKSAR Government in May 2007.

HKIRC Members in the User Class may forward their written submissions to the Chief Executive Officer of HKIRC. All replies have to arrive at HKIRC office **no later than 5:30pm on 4 April 2008** by any of the following means:

Post: HKIRC
Unit 2002-2005, 20/F, ING Tower
308 Des Voeux Road Central, Sheung Wan
Hong Kong
(Attn: Chief Executive Officer)

Fax: (852) 2319 2626

E-mail: consultation@hkirc.hk

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This Consultation Paper is also available at the following web pages:

<https://www.hkdnr.hk/pdf/ConsultationTransitionOfBoardStructure.pdf> (English)

<https://www.hkdnr.hk/pdf/ConsultationTransitionOfBoardStructureCHI.pdf> (Chinese)

**Directors representing the User Class
Hong Kong Internet Registration Corporation Ltd.
March 2008**

2. Background

A public consultation on the administration of '.hk' Domain Name was conducted by the HKSAR Government in May 2007. This consultation paper (the "OGCIO consultation paper" - see Appendix A) sought comments from the public on recommendations made by the consultant engaged by the Government Chief Information Officer (GCIO) in late 2006 to conduct a consultancy review on the administration of Internet domain names in Hong Kong.

Based on the comments received, the Government concluded that the public was in general supportive of the recommendations listed in the consultation paper. HKIRC was asked to plan and implement those recommendations with a view to complete the implementation by the Annual General Meeting (AGM) in 2009.

A key recommendation is a new Board structure to be put in place at the 2009 AGM (usually held in September). To implement this new Board structure, a number of options are available. Directors on the Board of HKIRC representing the User Class would like to consult members in the User Class on their views and preference in relation to these options.

Directors who are currently representing the User Class are:

- Mr. David CHEUNG Tai Wai
- Mr. CHEUNG To
- Mr. FONG Kin Kiu, Ken
- Mr. Andrew LAW Shiu Kai
- Mr. Joseph LEUNG Wai Fung
- Mr. Christopher TO (Chairman of the Board)

3. Recommended Changes to the Structure of the HKIRC Board

3.1. *New Membership Classes*

There are six classes at present – Commerce & Industry Class, Government Class, IT Industry Class, Service Provider Class, Tertiary Institution Class, and User Class. Eligibility requirements for these classes can be found in the Memorandum and Articles of Association (M&A) of HKIRC.

The OGCIO consultation paper proposed to reduce the number of classes from six (6) to three (3) – Demand Class, Representative Association Class, and Supply Class.

Every existing member will be assigned a new class according to the following table. The Government Class will be abolished.

Old Class	New Class
Commerce & Industry Class	Representative Association Class
IT Industry Class	
Tertiary Institutions Class	
Service Provider Class	Supply Class
User Class	Demand Class

NOTES

1. All existing members will be assigned one of the 3 new classes.
2. Some existing members may not fully meet the new requirements. But new members must meet the new eligibility requirements.
3. Existing members may switch class after transition if they meet the new eligibility requirements
4. The above is a STARTING POINT for further discussion. Some members may need to be consulted individually

3.2. Existing HKIRC Board

3.2.1. Composition of the Current Board

The current Board of HKIRC consists of thirteen (13) independent non-executive directors representing different member classes. All directors are elected at general meetings except the Government director, who is appointed by the Government Chief Information Officer (GCIO). The composition is as follows.

Class	No. of directors
Commerce & Industry	1
IT Industry	2
Government	1 (appointed)
Service Provider	2
Tertiary Institution	1
User	6

3.2.2. Terms of Office of Directors

According to the Memorandum and Articles of Association (M&A) of HKIRC,

- The elected directors who have served for three years shall retire from office at the Annual General Meeting (AGM)

- A retiring director shall be eligible for re-election except that no elected director shall serve for more than two consecutive terms or a total of 9 years as the case may be
- Above does not apply to Government director, who is appointed by Government Chief Information Officer (GCIO)

3.3. New HKIRC Board

The governance structure as recommended in the OGCI0 consultation paper consists of a Consultation and Advisory Panel (CAP) and a Board with seven (7) Directors.

3.3.1. Consultative and Advisory Panel (CAP)

The CAP is a panel of advisors representing the views and interest of different stakeholders. The Board is expected to take into account the input of CAP in making decisions but not necessarily bound by those inputs.

The CAP consists of one Government representative and around 13 advisors invited by the Government.

Please refer to Clause 16 and 17 and the Annex of the OGCI0 consultation paper for details.

3.3.2. New HKIRC Board

The new Board consists of seven (7) directors with the following composition

4	Appointed by HKSARG
1	Elected by Demand Class
1	Elected by Representative Association Class
1	Elected by Supply Class

Please refer to Clause 16 to 19 and the Annex of the OGCI0 consultation paper for details.

3.4. Options for the Transition from Old to New Board Structure

3.4.1. Key principles of the transition

- The new Board and CAP have to be in place right after the 2009 AGM (see Clause 24 of the OGCI0 consultation paper)
- Terms of existing directors should be preserved / affected minimally if possible.
- Voting rights and representation of existing members should be preserved /affected minimally during the transition

- Impact to stakeholder expectation* should be minimal

* Stakeholders include Government, LegCo, existing directors, HKIRC members, potential candidate standing for subsequent election, members of the public expressed interest/view to the public consultation, the community at large

3.4.2. Preamble

Directors elected at the 2007 AGM were informed of potential changes in board structure and terms during nomination and voting phase.

The following table shows, for the existing Board of HKIRC, the number of elected directors to retire at 2008 AGM and 2009 AGM.

Class	2008 AGM		2009 AGM	
	Retire	Continue	Retire	Continue
C&I	0	1	0	1
IT Industry	0	2	0	2
Tertiary Institution	0	1	1	0
Service Provider	1	1	1	0
User	3	3	1	2
TOTAL	4 (3*)	8	3 (2*)	5

* No. of directors who cannot be re-elected.

As can be seen, there will be five (5) existing directors whose term is still not finished at the time of the 2009 AGM. Also, four (4) new directors have to be elected at the 2008 AGM and their term will not be finished until year 2011. In order to meet the 2009 AGM deadline for transiting to the new Board structure, impact to the terms of those existing and newly elected Directors at 2008 AGM is unavoidable – An EGM (Extraordinary General Meeting) is necessary for members to approve these changes

Three (3) options for implementing the transition will be described below. ***Members are requested to indicate their preference by listing the options in decreasing order of preference (top – most preferred, bottom – least preferred).***

3.4.3. Option A – “Minimal Impact” Approach

With this option, we shall elect four (4) new directors at the 2008 AGM and the term of office of these four (4) directors will be only one (1) year. Also, the term of office of the five (5) directors elected at the 2007 AGM will be shortened by one (1) year.

Once the above two actions are taken, all the twelve (12) elected directors will retire at the 2009 AGM. Each of the demand class, representative association class and supply class will respectively elect its director for the term starting 2009 whilst the Government will appoint four (4) directors.

Option A has the minimum impact on the expectation of stakeholders, and also has the smallest impact on the existing directors.

3.4.4. Option B – “Aggressive” Approach

This option enables the Company to adopt the new Board structure at the 2008 AGM, i.e. one year earlier than the 2009 AGM.

With this option, we shall have to shorten the term of office of five (5) directors from three (3) years to one (1) year, and the term of office of three (3) directors from three (3) years to two (2) years. Then all the twelve (12) existing elected directors will retire at the 2008 AGM, enabling the formation of the new Board at the same AGM.

However this option has greater impact on existing directors as well as expectation of stakeholders. Risk leading to failure of transition is also bigger.

3.4.5. Option C – “Status Quo” until 2009 AGM

This is the same as Option A, except that the four (4) directors who are supposed to retire at the 2008 AGM will now continue their office for one more year. No election will be held at the 2008 AGM.

Compared with Option A, this option offers better continuity at the Board level before the transition. But this option also causes bigger impact on the expectation of some stakeholders (e.g. those who plan to run election in year 2008).

4. Consultation

Members in the User Class are requested to indicate their preference by listing the three options in decreasing order of preference (top – most preferred, bottom – least preferred). Members can reply by email, fax or letter and the reply has to arrive at HKIRC office no later than 5:30pm on 4 April 2008. (Please refer to Section 1 for detailed instructions.)

**Appendix A – Public Consultation Paper Published by
OGCIO in May 2007**

**Consultation Paper on the Review
on Administration of Internet Domain Names
in Hong Kong**

Government Chief Information Officer
Commerce, Industry and Technology Bureau
The Government of the Hong Kong Special Administrative Region

May 2007

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Foreword

The Government Chief Information Officer (GCIO) has recently conducted a consultancy review on the administration of Internet domain names in Hong Kong. This consultation paper invites comments on the recommendations before finalising any proposals on changes and arrangements.

Interested parties may forward their written submissions to the Government Chief Information Officer of the Commerce, Industry and Technology Bureau on or before **15 June 2007** by any of the following means:

Post: Government Chief Information Officer
Commerce, Industry and Technology Bureau
15/F, Wanchai Tower
12 Harbour Road, Wan Chai
Hong Kong
(Attn: Systems Manager (H)41)

Fax: (852) 2802 4549

E-mail: domainreview@ogcio.gov.hk

We assume that all submissions to this consultation are not made in confidence unless specified otherwise. We may reproduce and publish the submissions in whole or in part in any form and use, adapt or develop any proposals put forward without seeking permission from or providing acknowledgement to the party making the proposal.

This Consultation Paper is also available at the following websites:

<http://www.ogcio.gov.hk/eng/pubpress/download/edomainreview.pdf> (English)

<http://www.ogcio.gov.hk/chi/pubpress/download/cdomainreview.pdf> (Chinese)

**Government Chief Information Officer
Commerce, Industry and Technology Bureau
May 2007**

Background

In October 1999, a Task Force under the then Information Infrastructure Advisory Committee (IIAC)¹ was set up with a view to recommending a framework of arrangements which best suited Hong Kong's needs to ensure that the administration of Internet domain names of “.hk” was effective and the services provided were market-oriented. The proposals of the Task Force were endorsed by the IIAC and published for public consultation² in 2000.

2. The consultation results showed that there was general support for the proposal that the Joint Universities Computer Centre (JUCC), the former administrator of “.hk” domain names, should gradually transfer the Internet domain names administration functions to a new non-statutory and non-profit making corporation.

3. In December 2001, the Hong Kong Internet Registration Corporation Limited (HKIRC) was incorporated as a non-profit making company limited by guarantee for the purpose of taking up the overall responsibility for “.hk” Internet domain name administration. In March 2002, the HKIRC acquired the Hong Kong Domain Name Registration Company Limited (HKDNR), a wholly-owned subsidiary of the JUCC, as HKIRC's operation arm responsible for the administration of “.hk” Internet domain names.

4. In April 2002, the Government and the HKIRC signed a Memorandum of Understanding (MOU) for the Management and Administration of Internet Domain Names in Hong Kong in which the Government designated the HKIRC to manage and administer all Internet domain names under the “.hk” country-code top level domain (ccTLD).

¹ The then IIAC was established in August 1998 to advise the Government on the ways and means to promote the development of Hong Kong into a leading digital city.

² Details of the public consultation in 2000 are available at http://www.info.gov.hk/digital21/eng/itstructure/dnip_main.html

5. The HKIRC is governed by a Board of 13 non-executive, part-time directors comprising members from six different member classes, namely User Class, Service Provider Class, IT Industry Class, Commerce and Industry Class, Tertiary Institution Class and Government Class. Except for the Government Class, directors are elected by HKIRC Members of the corresponding class for a three-year term. The Government Class director is appointed by the GCIO.

6. The Memorandum and Articles of Association of the HKIRC can be found in its company website at:

<http://members.hkirc.hk/MRS/articles/M&A06.pdf>

Further information about the HKIRC can be found at:

<http://www.hkirc.hk>

Review on the Administration of Internet Domain Names in Hong Kong

7. Since the current arrangements for the administration of “.hk” Internet domain names were put in place, there have been a number of developments which may impact on the administration of Internet domain names.

- i. governments’ role is observed to be increasingly important as the proportion of ccTLD domain name registrations has continued to grow, reaching to about 40 per cent of the total number of registered domains worldwide in 2005.
- ii. there are changes to Internet governance at the global level, with discussion on the role of the Internet Corporation for Assigned Names and Numbers (ICANN)³.
- iii. there is increasing understanding and appreciation of what constitutes good practice in ccTLD governance and administration.
- iv. there are increasing new challenges raised by technological changes for ccTLD governance regimes.

8. Against this context of environmental change, we commissioned a consultancy study in 2006 to review the institutional framework and corporate governance for the administration of Internet domain names in Hong Kong. The study looked at how the existing framework and arrangements can be improved to the best advantage of the Hong Kong community having regard to the latest international and regional developments.

9. The consultant conducted extensive research on the state of domain name administration regimes across more than a dozen countries and economies, and carried out qualitative studies and interviews in a few of them. In Hong Kong, the consultant conducted face-to-face interviews with key stakeholders and a web-based questionnaire distributed to a wider group of stakeholders to assess the current situation in relation to corporate governance for the administration of Internet domain names.

³ The Internet Corporation for Assigned Names and Numbers (ICANN) is an internationally organized, non-profit corporation that has responsibility for Internet Protocol (IP) address space allocation, protocol identifier assignment, generic (gTLD) and country code (ccTLD) Top-Level Domain name system management, and root server system management functions.

10. The consultant put forward a set of recommendations based on the Hong Kong review and the international research. Having considered the overall information and communications technology (ICT) strategy and scope of practical implementation in Hong Kong, we have set out the recommended changes to the institutional framework and corporate governance for the administration of “.hk” Internet domain names. These are described in the following paragraphs.

The institutional framework

11. From the international research, the consultant concluded that it is not possible to define a single set of best practices, and rank countries and economies linearly according to how they measure up against such best practices. Instead, different possible organisational and governance settings and choices for ccTLD regimes may be appropriate, depending on each institution’s priorities and the context in which the institution is embedded.

12. The international research identified the following five organisational solutions -

- A single not-for-profit organisation with ccTLD administration as its only mission (economies that adopt this regime include Australia, Canada, France, Germany, Sweden, Taiwan and the UK)
- A single for profit organisation with ccTLD registry as its only mission (Japan, US)
- A government agency with broad jurisdiction on ICT managing internally, through a department, the ccTLD administration (Finland)
- A single not-for-profit subsidiary of the government with ccTLD administration as its only mission (China, Singapore)
- A not-for-profit or statutory body functioning as a subsidiary to the government but with a broader mandate on ICT issues (India, Korea)

13. The consultant is of the view that the Hong Kong approach – based on delegation by the government of the ccTLD management function to an arms-length, non-profit making organisation – is a viable one with a track record of success in a number of countries and economies, and the fundamental structure of current governance arrangements in Hong Kong is fit for its purpose. The consultant therefore recommends that delegation by the Government of the domain name management function to the HKIRC, an arms-length, non-profit making organisation should be retained in the near term.

The guiding principles

14. The “.hk” ccTLD is a public resource of the HKSAR and as such should be administered in a way that would maximise the benefits to the Hong Kong community. Having regard to the international and regional developments, the consultant has identified a number of guiding principles of critical importance for the management and administration of Internet domain names in Hong Kong, and recommends the ccTLD administrative corporation (currently the HKIRC) to adopt such principles. They are –

- **Independence:** the corporation should act and be able to demonstrate that it acts, in the interests of the Internet community in the Hong Kong Special Administrative Region and the Internet community worldwide, without undue interference by its stakeholders. It must be autonomous of political, business or other interests
- **World-class standards:** all activities within the domain name registration system should be performed with a maximum of quality standard and quality control, ensuring security of the system and of users’ data, and promoting the stability and resilience of the Internet in Hong Kong and globally
- **Competition:** the corporation should seek to develop policies and operating models which support competition and consumer choice in the management of “.hk” domain names, with the aim of lowering costs, promoting innovation, enhancing user choice and satisfaction, and increasing the number of “.hk” users

- **Stakeholder involvement:** the corporation should ensure that the interests of all stakeholders in the Hong Kong Internet community are taken into account and balanced in decisions about the domain name registration system
- **Transparency:** the corporation should conduct its activities in an open and transparent manner that ensures wide public access to all relevant information
- **Future orientation:** the corporation should seek to be innovative in the provision of new services, and to anticipate and respond flexibly to new technological and market developments which may impact on domain name registration

Scope and priorities of the HKIRC

15. In the light of the above guiding principles, the consultant recommends that the HKIRC should continue to focus on the core business of domain name registration with the following responsibilities –

- Manage the “.hk” ccTLD and provide services for registration of all levels of Internet domain names under the “.hk” ccTLD and its other equivalents including but not limited to registry services, registrar services and other services ancillary thereto, in an efficient and effective manner, responding to stakeholders’ needs;
- Maintain and promote a stable, secure and interoperable domain name system (DNS) which abides by the technical requirements set forth by ICANN;
- Maintain open and transparent procedures which are inclusive of all parties having an interest in the use of the “.hk” domain names;
- Maintain appropriate complaints handling and disputes resolution processes; and
- Maintain an alert mechanism which will inform the GCIO promptly of any incidents which represent a significant failure including but not limited to the above duties.

Corporate governance mechanism

16. Given the greater clarity about the scope and priorities of HKIRC, the consultant is of the view that the administration of the “.hk” ccTLD regime is now maturing to the point where the HKIRC should establish a new Consultative and Advisory Panel (CAP) that engages a broad set of stakeholders to advise the Board on major ccTLD issues and facilitates the interaction of the Board with the stakeholders in general and with specific interest groups. With the strategic engagement of key stakeholders being undertaken via the new CAP, the number of directors in the Board can be reduced to allow more effective strategic and operational management.

17. The consultant is of the view that the Board should be moved to a mix of appointed and member-elected non-executive directors to allow the Board to expand the available pool from those who solely have a strong interest in ccTLD issues to a wider set of qualified, professional non-executives. The new CAP should comprise a Government representative and other members invited by the Government from the Internet community, including users, industry, academia and the Government as well as renowned and independent organisations and individuals. The Board would have a duty to take full account of CAP guidance when reaching decisions, but would not be bound by it since, ultimately, the Board is responsible for the organisation. There should be a transparent mechanism for the Board to account for its decisions in any circumstances in which it decides not to follow the advice of the CAP. Please refer to **Annex** for the proposed mandate and composition of the Board and the CAP.

18. In addition, the consultant is of the view that the HKIRC should increase both the number of the HKIRC Members and their level of engagement, including through streamlining the current process for becoming a Member as well as simplifying membership classes and the election process of directors. Based on international examples, the sort of changes envisaged include –

- significantly reducing the number of membership classes from the current six to three (i.e. Supply Class, Demand Class and Representative Association Class) ; and
- simplifying the process of becoming a Member – for example domain name registrants are automatically given Membership with an option to opt out if they wish to do so.

19. The consultant recommends that the Government should gradually reduce its involvement on the Board with operational management of the HKIRC. This reduced operational engagement should be accompanied by a stronger engagement at a strategic level on the CAP through implementation of a Transition Plan which is agreed with the Government and which ensures business continuity from the current Board.

Registry-registrar system

20. As shown in the international research, a registry-registrar system is in place in most of the economies surveyed. This widely adopted system provides two levers that can be fine tuned to manage the ccTLD administration –

- Through the setting of wholesale pricing and promotion to stimulate competition among accredited registrars and growth of the ccTLD size;
- Through accreditation requirements to ensure financial and technical reliability of the registrars and thus preserve the integrity and security of the system.

21. The consultant recommends that the HKIRC should introduce, following consultation with all interested stakeholders, a “registry-registrar” model, whereby appropriate bodies may provide “.hk” users with registrar services on an equal and competitive basis with the HKIRC.

Performance measurement and monitoring

22. To reflect the guiding principles in paragraph 14 above, the consultant recommends that the HKIRC should publish a comprehensive Corporate Governance Framework established collaboratively with the Government and through stakeholder consultation. This framework should document key aspects of the development and administration of the “.hk” ccTLD.

23. In addition, the HKIRC should introduce a comprehensive system of performance measurement with key metrics agreed with the CAP and report quarterly to the CAP on these measures. The system should cover, inter alia, security and technical aspects of its work (including a narrative summary of the work performed with appropriate details and particularity, a description of major events and problems encountered, and any projected significant changes), customer satisfaction and service level metrics, financial performance and human resource issues.

Strategic plan

24. The consultant recommends that the HKIRC should develop and publish a Five-Year Strategic Plan, setting out amongst other things HKIRC's plans for developing, consulting on, and implementing measures to take forward the above recommendations. This Plan should aim at implementing the recommended changes no later than the start of the 2009 term of the Board, i.e. around September.

25. The HKIRC should also update its Strategic Plan and report on key performance data on an annual basis, taking into account guidance from the CAP and any amendments to the MOU between the Government and the HKIRC.

MOU renewal

26. The consultant recommends that the enhanced institutional framework and corporate governance should be reflected in a clearer and more outcome-focused MOU for the management and administration of Internet domain names.

27. The consultant recommends that the MOU should be time-limited and renewable in the light of experience, feedback from the Internet community, relevant market and technological developments. The HKIRC should collaborate with the Government on a formal review of the MOU, to be undertaken five years after execution.

Public Consultation

28. We welcome views on the recommendations set out in this document, and will take all suggestions into consideration before finalising the proposals on changes and arrangements for the administration of “.hk” Internet domain names in Hong Kong.

**Government Chief Information Officer
Commerce, Industry and Technology Bureau
May 2007**

**Proposed Mandate and Composition
of the Management Board**

Mandate

- Focus on strategic and operational governance
- Supervise the work of the CEO and the senior management team
- Ensure the work of the organisation reflects the principles and objectives in the MOU and the strategic plan

Composition

A Board comprising seven (7) Non Executive Directors including -

- 4 Directors appointed by the Government
- 3 Directors, each of whom elected by the respective HKIRC membership class (i.e. Supply Class, Demand Class and Representative Association Class)
- The Chairman of the Board should be one of the Directors appointed by the Government

Proposed Mandate and Composition
of the Consultative and Advisory Panel

Mandate

- Advise the Board on major issues such as domain name registration rules, pricing, internal governance arrangements, etc.
- Launch consultation process on issues that the Board directly refers to the CAP given their policy implications to Internet stakeholders
- Monitor the degree to which the Board provides feedback to and seeks the views and opinions from existing and potential customers bearing in mind the requirements and good practices of digital inclusion
- Facilitate the interaction of the Board with the stakeholders in general and with specific interest groups

Composition

A Panel of around fourteen (14) unpaid members comprising -

- One Government representative nominated by the Government Chief Information Officer
- Other members invited by the Government from the Internet community, including end users, industry, academia and the Government as well as renowned and independent organisations and individuals