

## MEMORANDUM OF UNDERSTANDING

by and between

**The Internet Corporation for Assigned Names and Numbers (“ICANN”)**

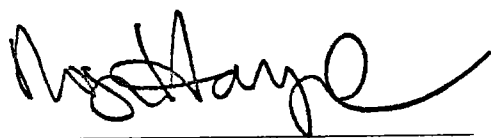
and

**The National Arbitration Forum (“NAF”)**

1. Whereas:
  - a. ICANN has developed a program for the introduction of new generic top-level domains (“gTLDs”) into the domain name system (the “New gTLD Program”);
  - b. the general procedures for the New gTLD Program are set out in the gTLD Applicant Guidebook, as it may be amended from time to time, the most recent version of which was published by ICANN on 4 June 2012 (“Guidebook”);
  - c. Module 5, Section 5.4.1 of the Guidebook and Section 2b of Specification 7 of the new gTLD form registry agreement require each registry operator of a new gTLD to comply with and implement decisions made under the Uniform Rapid Suspension System (“URS”) Procedure, as it may be amended from time to time; and
  - d. the NAF desires to act as a provider of URS services.
2. Now therefore, ICANN and the NAF agree as follows:
  - a. ICANN hereby designates the NAF as, and the NAF agrees to act as, a provider of URS services.
  - b. In connection with the provision of URS services, the NAF shall:
    - i) implement the URS services in accordance with the URS procedure (“Procedure”) as found in the Guidebook, and as may be amended from time to time, as well as any URS rules (“Rules”) developed, and as may be amended from time to time, to help guide the URS service providers and proceedings;
    - ii) develop and maintain provider-specific supplemental rules and procedures, including a fee schedule, necessary to facilitate the URS; provided that such supplemental rules and procedures may not contravene or be inconsistent with the URS Procedure or URS Rules;
    - iii) select each Examiner and Appeal Panel (as each term is defined in the URS Rules) and ensure that each Examiner and each member of an Appeal Panel is properly

qualified, including by ensuring that each such person has an understanding of global intellectual property issues as they relate to the Internet;

- iv) ensure that all URS Determinations are publicly posted and searchable;
  - v) establish and maintain a conflicts of interest policy and procedure designed to identify and prevent conflicts of interest among Examiners and members of an Appeal Panel and complainants and respondents in URS proceedings;
  - vi) establish and maintain a payment account system that allows parties to a URS proceeding to make payments in multiple currencies;
  - vii) establish and maintain procedures and processes for efficient communications with parties to a URS proceeding and relevant registries and registrars;
  - viii) establish and maintain a process to monitor URS abuse;
  - ix) provide URS services on a reasonable and cost effective basis; and
  - x) provide ICANN with any information or data it may reasonably request.
- c. ICANN and the NAF shall communicate regularly with each other and seek to optimize the URS services provided by the NAF.
- d. In the event that the NAF fails to comply with the terms of this Memorandum of Understanding or the URS Procedures or Rules, ICANN may terminate the NAF's status as a URS service provider with 60 days written notice.
- e. In the event NAF chooses to no longer provide URS services, NAF may terminate this MoU by providing ICANN with 180 days written notice.

<b>Internet Corporation for Assigned Names and Numbers</b>	<b>National Arbitration Forum</b>
Name:	
Title:	Title: <i>Chairman</i>
Date:	Date: <i>2-20-13</i>