



# New sTLD RFP Application

## .jobs

### Part B. Application Form

#### Name and Address fields

#### Company/Organization Information

<b>Company Name</b>	Employ Media LLC
<b>Company Address 1</b>	3029 Prospect Avenue
<b>Company Address 2</b>	n/a
<b>Company City</b>	Cleveland
<b>Company State/Province</b>	Ohio
<b>Company Postal Code</b>	44115
<b>Company Website Address</b>	www.employmedia.com
<b>Company Country</b>	US

#### Sponsoring Organization Information

<b>Sponsoring Organization Name</b>	The Society for Human Resource Management
<b>Sponsoring Organization Address 1</b>	1800 Duke Street
<b>Sponsoring Organization Address 2</b>	n/a
<b>Sponsoring Organization City</b>	Alexandria
<b>Sponsoring State/Province</b>	Virginia
<b>Sponsoring Organization Postal Code</b>	22314
<b>Sponsoring Organization Country</b>	US
<b>Sponsoring Organization Website Address</b>	www.shrm.org

**Namestrings and Conventions**

<b>First sTLD choice:</b>	.jobs
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<b>Naming Conventions:</b>
Domain names will be registered only at the second level (e.g., companyname.jobs). The .jobs sTLD will not be organized at the registry level into any sub-domains or other lower level domains (e.g., third- or fourth-level domains).

<b>Second sTLD choice:</b>	n/a
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<b>Naming Conventions:</b>
n/a

<b>Third sTLD choice:</b>	n/a
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<b>Naming Conventions:</b>
n/a

**Sponsoring Organization Structure**

<p>Executive Summary of This Proposal</p> <p>Employ Media LLC and The Society for Human Resource Management respectfully submit this proposal for establishment of a .jobs sTLD for the benefit of the international human resource management community (the sponsored TLD community) and the Internet community as a whole. Registrations will be at the second level and will comprise companyname.jobs, where "companyname" is the legal name under which an employer does business or is commonly known. Registrations are granted only to applications submitted by a qualified applicant - generally a human resource manager of the employer such manager represents. The Society for Human Resource Management ("SHRM"), as the world's largest association devoted to human resource management, is uniquely positioned to represent this sponsored TLD community and create policy therefore. Employ Media LLC ("Employ Media") has been created by business and marketing professionals to manage and market the .jobs sTLD, and is well-funded towards this goal. Employ Media has entered into a long-term agreement with SHRM to provide policy governance regarding the .jobs sTLD. Technical registry operations will be provided by Verisign Naming and Directory Services ("VNDS"), a division of Verisign, Inc. under contract to Employ Media. VNDS has empirically proven their capability to provide world-class registry operations and maintain multiple-tld interoperability.</p> <p>The Sponsoring Organization and The Applicant</p> <p>Prior to detailing the structure and nature of the Sponsoring Organization, it will be beneficial to have an overview of the relationships among the parties to this proposal (Employ Media, SHRM and VNDS). Employ Media is the applicant of this proposal and is the party which would enter into a registry operator agreement with ICANN in the event this proposal is accepted. Employ Media will manage the business and day-to-day operations of the .jobs sTLD, including marketing, sales, customer service, compliance, etc. As such, Employ Media is</p>
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the "Applicant" and/or "sTLD Manager." SHRM is the policy provider for the .jobs sTLD and the representative of the sponsored TLD community to be served by the .jobs sTLD. SHRM will interact with the sponsored TLD community to determine and oversee policy and policy development. In this regard, SHRM is the "Sponsoring Organization." Employ Media has entered into a long-term agreement with SHRM for the provision of such policy development and oversight.

In such policy determination and oversight, SHRM is contractually obligated to act independently of Employ Media and in the interests of the sponsored TLD community. VNDS will be the provider of registry service functions for the .jobs sTLD under contract to Employ Media. As such, VNDS is the "Registry Operator."

SHRM ([www.shrm.org](http://www.shrm.org)) is the world's largest association devoted to human resource management, representing more than 175,000 individual members with more than 500 affiliated chapters in the United States and members in more than 120 countries. Founded in 1948, SHRM is a not-for-profit entity whose mission is to advance the human resource ("HR") profession and serve the needs of HR professionals by providing the most essential and comprehensive resources available.

SHRM has considerable resources and experience for representing the HR management community in a variety of matters. With a staff of more than 200, SHRM has more than 20 specialized departments to serve the needs of HR professionals. Through its regional and local meetings, website and other forums, SHRM provides multiple venues for soliciting commentary and opinions from the HR community and fostering debate regarding many issues facing the community. SHRM's website alone exemplifies this role as a community forum by providing many vehicles for receiving community input and providing community services, including many chat rooms, bulletin boards, webcasts and online forums. As an influential voice, SHRM is committed to advancing the human resource profession to ensure that HR is an essential and effective partner in developing and executing organizational strategy. Few, if any, organizations are as qualified to speak for the HR community in terms of sTLD appropriateness (to the community) and policy development.

Employ Media ([www.employmedia.com](http://www.employmedia.com)) is a Delaware limited liability company created for the purpose of managing the .jobs sTLD. Located in Cleveland, Ohio, Employ Media was created, and is primarily owned, by Second Generation Ltd, a family-owned limited partnership which focuses on entrepreneurial investments and is also located in Cleveland, Ohio. Second Generation brings to Employ Media considerable experience in business development, management and marketing through, among other successful ventures, ownership of radio and television broadcasting entities and provision of marketing expertise thereto. Second Generation is committed to providing funding for Employ Media sufficient to scale Employ Media to the size and ability necessary to successfully run a stable, solid and dependable sTLD. For additional details regarding Second Generation's experience, please see the "Initial Directors, Officers and Other Staff" section herein.

Employ Media will be structured to provide efficient and effective management of the .jobs sTLD. A copy of the operating agreement of Employ Media is available upon request. For information regarding directors, officers, staff, meetings, etc., please see further sections of this Part B and relevant sections of Parts C and D.

Employ Media will function as the manager of the .jobs sTLD, providing day-to-day operations of the sTLD, administering policy dictates from SHRM, and overseeing technical registry operations provided by VNDS. Among Employ

Media's functions and missions is the commercialization and marketing of the .jobs sTLD, but always acting within the policies as set forth by SHRM. Inherent within Employ Media's functions and missions is maintenance of the integrity of the .jobs sTLD, particularly in light of the desires of the sponsored TLD community as detailed in SHRM's policies.

For a description of the policy-formation activities of SHRM and Employ Media, please see the "Policy Making Process" section of this proposal.

#### The Community to be Served

As set forth in the .jobs charter (the "Charter"), a copy of which is available upon request, the .jobs sTLD will be established to serve the needs of the international human resource management community (the "Community"). As used herein, "human resource management" is the organizational function that focuses on the management and direction of people. The Community consists of those persons who deal with the human element in an organization - people as individuals and groups, their recruitment, selection, assignment, motivation, compensation, utilization, services, training, development, promotion, termination and retirement.

A key component to the Community is identification of the members of the Community who are qualified to apply for a registration of a .jobs sTLD. As detailed further in the Charter, a .jobs sTLD registration will only be issued in response to an application which is submitted by a qualified applicant (there are other restrictions to registration, but these restrictions are discussed elsewhere in this application). A qualified applicant ("Qualified Applicant") is a person who is (a) a member of SHRM; or (b) engaged in human resource management practices that meet any of the following criteria: (i) possess salaried-level human resource management experience; (ii) are certified by the Human Resource Certification Institute; or (iii) are supportive of the SHRM Code of Ethical and Professional Standards in Human Resource Management, as amended from time to time (the "Code"). A copy of the Code is attached to the Employ Media/SHRM agreement and is available at the SHRM website. The core provisions of the Code include: (1) professional responsibility (add value to the organizations they serve and contribute to the ethical success, credibility and value of those organizations); (2) professional development (strive to meet the highest standards of competence); (3) ethical leadership (exhibit individual leadership as a role model for maintaining the highest standards of ethical conduct); (4) fairness and justice (promote and foster fairness and justice for all employees in their organizations); (5) conflicts of interest (protect the interests of their stakeholders as well as their professional integrity and not engage in activities that create actual, apparent, or potential conflicts of interest); and (6) use of information (protect the rights of individuals, especially in the acquisition and dissemination of information while ensuring truthful communications).

The minimum threshold to be a Qualified Applicant is thus both being engaged in human resource management practices and being supportive of the Code. In this light a member of the Community can be a Qualified Applicant in many ways. While many smaller entities do not have an "HR Manager," most have at least one individual who deals with the human element of the entity. While this person may not desire to become certified or a member of SHRM, such person is still a member of the Community (by virtue of their role of dealing with the human element of the entity) and may become a Qualified Applicant by supporting the Code. In an additional example, an independent recruiter can become a Qualified Applicant by similarly supporting the Code.

The "Method of Ensuring Operation in the Interest of the Stakeholders of the Community to be Served and the Internet at Large" is discussed immediately below in Part A, Appropriateness of Sponsored TLD Community.

### **Appropriateness of Sponsored TLD Community**

The Community is appropriate for the creation of the .jobs sTLD because, inter alia, it is a clearly-definable community with a readily definable sub-class of Qualified Applicants (for registering domains) and it is a group with clearly defined needs (see below) which are not efficiently fulfilled by the current DNS hierarchy of Top Level Domains.

As noted in Part B, Sponsoring Organization Structure, members of the Community focus on the management and direction of people on behalf of the organization they represent. This Community shares common goals, objectives and interests including hiring people to perform the activities of the organization, providing proper training, and facilitating appropriate rewards including opportunities for individual achievement and advancement. The commonality of these interests transcend organizational size, industry, geographic location, and business classification, forming the underlying interests and motivations of the Community as a whole that long pre-dates the Internet. For example, one of the many duties of an HR manager of an entity (a member of the Community) is to attract quality employees to the entity. Similarly, one of the many goals of an independent recruiter is to attract quality employees for the recruiter's clients (themselves employers). In performance of these duties, it is incumbent upon these members of the Community to market their employer, and further to promote access to information regarding the employer to potential employees.

In recent years, the Internet has revolutionized the relationship between the Community and the global labor market. The Internet has become a primary venue for people seeking information and other forms of exchange regarding an employer organization and notably its employment opportunities (jobs). A 2002 Pew study (see [www.pewinternet.org/releases/release.asp?id=46](http://www.pewinternet.org/releases/release.asp?id=46)) indicates that over 50,000,000 people have used the Internet to search for a job and that 4,000,000 people per day search out new employment opportunities online, representing a 60% jump since March 2000.

In response, the Community has demonstrated a common capacity to provide this information in a self-administering way consistent with the goals, interests and obligations this Community has historically shared with its employer organizations. This has included evolving their Internet presence to focus upon online employment as the platform for streamlined job-applicant interactions in the staffing process. Use of the Internet has evolved to be an integral organizational strategy of recruitment carried out by Community members. As an example of this, 89% of Fortune 500 companies in 2002 linked to their own employment section from their corporate home page (comprising over 75,000 job positions.) In 2003, 100% of the Global 500 in the Healthcare industry offered a jobs page, 98% in the Manufacturing sector, 97% in the Consumer sector, 92% in the High Tech sector, 91% in the Utilities sector, and 90% in the Financial sector. (See, [www.ilogos.com/en/expertviews/trendwatch](http://www.ilogos.com/en/expertviews/trendwatch).)

For the Community, however, inefficiencies restrict the ability to communicate and otherwise promote an exact Internet destination to the labor market. The default evolution, by necessity (and skewed particularly within the .com zone), has seen this Community implement creative methods (creative URL's) including use of a link or other reference to a particular part, sub web or third- or fourth-level domain within the employer's website to communicate and promote HR

(including jobs) information. A shared and common need of this Community is for a reasonable and consistent method for promotion and location by way of a descriptive format within a new Top Level addressing hierarchy (i.e. companyname.jobs). Such an sTLD will provide this Community efficiencies for identifying the HR element -- an exact destination (i.e., a "jobs" page) consistent with the organizational strategy this Community has historically been charged to carry out, including with other forms of media, in its communication to the labor market.

By way of this application for the .jobs sTLD, the Community, as represented by SHRM, is requesting that ICANN approve delegation whereby its members can offer a standardized address on behalf of the organization they represent for the purpose of communicating such a destination to the labor market.

"Method of Ensuring Operation in the Interest of the Stakeholders of the Community to be Served and the Internet at Large"

Operation of the .jobs sTLD in the interest of the stakeholders of the Community is ensured by the relationship between Employ Media and SHRM. SHRM, as an entity separate and distinct from Employ Media, has as its mission and goal the furtherance of the stakeholders of the Community. SHRM's participation as the policy delegate for the .jobs sTLD is just one more facet in SHRM's mission. As a proven representative of the interests of the Community, SHRM brings to the .jobs sTLD the same assurance of operation in the best interests of the Community that SHRM brings to all other of its activities in the best interests of the international HR community. Furthermore, the Employ Media/SHRM agreement contractually obligates SHRM to act independently from Employ Media and in the best interests of the Community in its role as policy delegate. This independence and separation from Employ Media ensures that operation of the .jobs sTLD, as manifested in the policy dictates of SHRM, are made in the best interests of the Community rather than in the best interests of the business of the .jobs sTLD (which is the job of Employ Media, separate and distinct from the job of SHRM). For example, one policy of the .jobs sTLD (as manifested in the SHRM/Employ Media agreement) is that only Qualified Applicants may apply for a registration. Employ Media ensures that this requirement will be enforced.

Furthermore, Employ Media is contractually obligated via the Employ Media/SHRM agreement to manage the .jobs sTLD in conformance with the policies set forth in the Agreement, the Charter and as provided by SHRM in its capacity as the policy delegate. SHRM has several enforcement rights in the event of a breach on the part of Employ Media, including up to obtaining injunctive relief to ensure Employ Media's compliance therewith. These obligations as placed upon Employ Media, and SHRM's ability to enforce same, further ensure operation in the interest of the stakeholders of the Community.

Still furthermore, opportunities to register a domain in the .jobs sTLD will be promoted and offered worldwide by Employ Media. Such opportunities will not be abridged or limited in any way based upon race, gender, political affiliation, country of origin or any other factor not delineated in the Charter or in the registrant registration agreement.

Operation in the interests of the Internet at large will be ensured by the agreement executed between ICANN and Employ Media. As with previous gTLD agreements with ICANN, ICANN has enforcement rights vis-a-vis Employ Media's obligations therein.

Furthermore, Employ Media will operate as set forth in this proposal, sections

of which detail Employ Media's outreach program to the Internet (e.g., by a discussion board available to all), Employ Media's use of the UDRP construct, Employ Media's performance obligations as subcontracted to VNDS, etc. For example, a key concern of the Internet at large is protection of intellectual property rights. As discussed in Part B, Protect the Rights of Others, Employ Media will review the Qualification Document (as defined therein) of each proposed registrant to guard against fraudulent registrations. This alone protects the Internet at large from IP abuse from obvious cybersquatters and nefarious registrants. In this light a company will not have pressure to "defensively" register a domain prospectively against cybersquatters. Another key concern of the Internet at large is the ability to be heard regarding abusive registrations (if any slip through Employ Media's enforcement policies). As also discussed in Part B, Protect the Rights of Others, all .jobs registrations will use the UDRP, modified as detailed therein to include requirements regarding the Code. In this light, all members of the Internet at large have at least one venue (a UDRP action) regarding any claims to .jobs registrations.

## Representation

SHRM will represent and take input from the Community in several ways.

Initially, as an association of HR professionals, SHRM is comprised of members of the Community. Representation is achieved by the definition of being an association (i.e., SHRM represents at least the subset of the Community which are already SHRM members). Additionally, SHRM as an organization has been receiving input from the Community since its inception. One of SHRM's missions is to take input from the Community in order to serve the best interests of the Community. SHRM has empirically proven such input via many venues including on-line forums and discussion groups, meetings, seminars, etc. Input from the Community regarding the .jobs sTLD would be one more facet in this well-defined and ingrained network of input channels.

Also, as detailed in Part B, Policy Making Process, SHRM will create a Council (as defined therein) comprised of individuals representing various constituents of the Community, including all sizes of employers, union and non-union employers, government employers, international employers, etc. These representatives will be chosen to ensure direct representation of all stakeholders and constituents of the Community. As explained in the Policy Making Process section of this proposal, the Council is integrally involved in the policy process. As such, the Council has direct input into this process. Thus, via the Council, the Community is additionally represented and given a channel for input.

Still furthermore, and as detailed in the Policy Making Process herein, in the event a task force is formed to review a proposed amendment (as defined therein), a period of public comment will be held. During this period input from the Community will be received, and such input will be incorporated in the report of the task force.

Employ Media will also perform an outreach program as further detailed in the Policy Making Process of this proposal. While the program is intended to solicit input from the general Internet community, any stakeholder and/or constituent of the Community is free to input opinions, information, commentary, etc. into the program.

## Openness and Transparency

Both SHRM and Employ Media are committed to and will promote openness and transparency in policy making and managing the .jobs sTLD. For example, the Policy Making Process as described in Part B, Policy Making Process, is open and transparent, including providing access to any task force report and the ability for all to submit comments thereon (and then subsequently providing access to the final task force report). As further described therein, the results of the policy making process (i.e., the decisions of the SHRM Executive Committee and Employ Media) are particularly made available, along with meeting minutes, notice provisions, etc.

Furthermore, the Community (via SHRM) and the public (via Employ Media) will be encouraged to participate and comment in both policy making and TLD management. Through use of the SHRM and Employ Media websites, both the Community and the public will be able to follow the policy process and TLD management. Via these websites (and other venues as described herein), commentary and opinion will also be solicited. Generally speaking, all documents, minutes, commentary, etc. relating to both policy and TLD management will be made publicly available unless privacy concerns dictate restricting public access.

### **Initial Directors, Officers, and Other Staff**

SHRM is an established organization with a complete board of directors and a successful management team. The board and management team include (board position identified first):

Chair of the Board, David B. Hutchins, SPHR, CEBS, CCP, Senior VP/Chief Administration Officer

Chair Designate, Johnny C. Taylor, Jr., J.D., SPHR, Executive VP, General Counsel & Secretary

Secretary, Janet N. Parker, SPHR, Senior VP, Corporate Employee Relations, AmSouth Bank

Treasurer, Judith L. Streeter, PHR, Senior VP, HR, North American Lodging Operations, Marriott International, Inc.

Director-at-large, C. Dennis Montgomery, SPHR, Manager of Organization Development & Training, OGE Energy Corp.

Director-at-large, Judy Clark, CPC, SPHR, President, HR Answers

Director-at-large, Mary Cheddie, SPHR, VP, HR, The Orvis Company, Inc.

Director-at-large, Nancy L. Volpe, SPHR, Director of HR, Elan Nutrition, LLC

Director-at-large, Robb E. Van Cleave, SPHR, IPMA-CP, Director Employee & Administrative Services, Wasco Co.

Director-at-large, Robert O. Gonzales, Senior VP and Managing Director, Employee Services, Fidelity Investments

Director-at-large, Clinton R. Gurney, Managing Director, HR, LDS Church

Director-at-large, Rita Bennett, Director, Corporate Development Strategy for Care International

Director-at-large, R. Roosevelt Thomas, Jr., DBA, CEO, Roosevelt Thomas



Consulting & Training, Inc.

President, CEO (Ex-Officio, Nonvoting Member), Susan Meisinger, SPHR, SHRM

The contact person at SHRM for the purposes of this proposal is Gary Rubin, Vice President Publications and New Media. Mr. Rubin is responsible for SHRM's flagship publication, HR Magazine (circulation 170,000), as well as its other award-winning publications such as Employment Management Today. Mr. Rubin has more than 19 years of experience in publishing and new media management. Most recently, Mr. Rubin served as the founding Vice President and General Manager for the Magazine, Newsletter and Catalog Division at NewsStand, Inc. Mr. Rubin was a founding board member of the Academy of Interactive Arts and Sciences, is currently an Emmy Awards voting member for the Academy of Television Arts and Sciences, serves on the board of directors for Boys Life Publishing, and is Chairman of the HR Committee for the Business Publishers Association (ABM).

Additional information regarding SHRM directors, officers and staff, including a description of each director's position description and a list of all officers, is available at the SHRM website and upon request.

Regarding Employ Media, pursuant to its operating agreement, Second Generation, Ltd. has been appointed as the manager of Employ Media. Second Generation is a Cleveland-based limited partnership primarily owned by the Embrescia family (of which Tom and F. Matthew, detailed below, are members). Second Generation has and is currently invested in multiple business entities representing multiple industries, including media ownership, direct marketing, manufacturing and real estate. In its sixth year of operation, Second Generation is a continuation of Embrescia family business and/or investments with a history of greater than 30 years.

Employ Media's operating agreement identifies the following key personnel and their position. Each position below is a non-compensated position:

Thomas F. Embrescia, Chairman (non-compensated position): Mr. Embrescia has spent the past 25-30 years of his career owning and managing FCC-licensed radio and television properties throughout the United States. Mr. Embrescia's company Second Generation Television has built and/or currently owns and operates television and radio affiliates in the Midwestern and Southern United States. In addition to broadcasting activities, Mr. Embrescia was the co-owner and Chairman of Sports Marketing, Inc., a sports network which has marketed the broadcasting rights to professional sports teams. Tom was a successful partner in Radio Direct Response, a .com marketer representing such companies as Priceline.com. Tom is also Chairman and owner of Partners, LLC, a direct marketing company. Mr. Embrescia is on the board of directors of ACME Communications, the owned and operated arm of Warner Brothers Television Network with television stations across the United States.

Scott Finerman, Treasurer/Secretary (non-compensated position): Scott is and has been the Chief Financial Officer of Second Generation for the past 5 years. Prior to this position, he was a partner in a regional accounting firm for 17 years. Scott has a history of involvement in community organizations, including holding the position of President and/or Treasurer for many of these organizations. A C.P.A. and an attorney (inactive), Scott has a B.B.A. from The University of Michigan and a J.D. from the Cleveland Marshall College of Law.

Ray Fassett, Vice President (non-compensated position): Ray has spent most of his career in the small business and start-up environment. Ray began his

career in public accounting and subsequently joined the division of a newly formed holding company that specialized in career fair events throughout the U.S. There Ray was instrumental in launching a successful online career portal which was eventually sold to a joint venture owned by the Washington Post and Chicago Tribune. Since then, Ray has been a key member of a pure Internet start-up, partially owned by Microsoft, pioneering technologies and products pertaining to Digital Rights Management (DRM). As an individual, Ray has actively participated in ICANN processes and attended ICANN meetings when possible.

F. Matthew Embrescia, Vice President (non-compensated position): Matthew is currently an advisor to Second Generation and is involved in the management of many of Second Generation's interests. A graduate of Georgetown University, Matthew has worked throughout the United States primarily in media sales (e.g., radio, broadcast television and cable).

Employ Media, if this proposal is accepted, will engage qualified, dedicated and experienced personnel for each salaried officer and/or key personnel position as set forth in Parts C and D of this proposal. Employ Media will also have an Advisory Board as detailed in the next section. Advisory Board members will include:

Richard Celeste: Mr. Celeste, a former ambassador to India and Ohio governor, is currently the President of Colorado College. A Yale University graduate and Rhodes scholar, he was governor of Ohio from 1983 to 1991 and the United States ambassador to India from 1997 to 2001. Mr. Celeste also headed the Peace Corps under President Carter and has served on several corporate boards, including a British Petroleum Co. advisory board.

Marty Pompadur: Marty Pompadur has extensive international business experience. He is the Chairman of News Corporation Europe and has served as a director thereof since November 2003. In June of 1998, Mr. Pompadur joined News Corp as Executive Vice President of News Corporation, President of News Corporation Eastern and Central Europe and became a member of News Corp's Executive Management Committee. In January of 2000 he was appointed to his current position. Prior to joining News Corp, Mr. Pompadur was President of RP Media Management and held executive positions at several other media companies. He currently sits on the Boards of Metromedia International, Linkshare, News Out of Home B.V., Balkan Bulgarian, RP Coffee Ventures and Sky Italia. Mr. Pompadur is also a principal owner of Caribbean International News Corporation, which publishes two Spanish language daily newspapers - El Vocero and El Mundo.

John W. Graham: John Graham serves as Chief Executive Officer of Nationwide Advertising Service (NAS), a position he has held since 1983. NAS, an agency of McCann-Erickson Worldwide, is the largest advertising agency in Ohio and one of the largest agencies of its kind in the world, and has been headquartered in Cleveland for over 50 years. John is a member of the Board of Directors of Gund Business Enterprises, owner of the Cleveland Cavaliers NBA basketball team, the Cleveland Rockers of the WNBA and operator of the Gund Arena. John has been recognized as one of the "Greater Cleveland 100 Top Entrepreneurs."

Jamie Kellner: Mr. Kellner is the Chairman and CEO of the WB television network and ACME Communications, the WB's third largest station group. Mr. Kellner has spent a distinguished career in the television industry. A former Chairman and CEO of Turner Broadcasting Systems, Inc., Mr. Kellner revitalized the venerable CNN and polished Headline News into the youngest-skewing cable news network. At the Fox Broadcasting Company, Mr. Kellner served as President and COO, successfully nurturing Fox into a major player in broadcast

television. Mr. Kellner has also served as President of the Orion Entertainment Group and Vice President of First-Run Programming at Viacom Enterprises.

Scott DePerro: Mr. DePerro is a co-owner of Goldstar Holdings Ltd., an investment partnership which actively invests in start-up and entrepreneurial companies. Scott has over 20 years of business experience. In 1979 Scott, with his brother Jeff, founded Aim Executive, Inc., an industry leading national human resources consulting firm that was a pioneer in integrated HR services. Aim Executive grew rapidly, being named to the Inc. 500 list of fastest growing privately held companies in America for four consecutive years. In 1997 Aim Executive was acquired by Spherion, and the Deperros' remained for four years as Division Presidents of this Fortune 500 global human capital management firm. Scott is a Certified Personnel Consultant.

### **Selection of Directors, Officers, Members, Staff**

The eligibility, method of selection, term(s) of service, compensation, conflicts of interest, resignation, removal and vacancies policies of Employ Media are detailed in the Employ Media operating agreement, a copy of which is available upon request. Generally speaking, all such policies are consistent with best business practices in similarly-situated business entities.

For example, under the Employ Media operating agreement, management of Employ Media is conducted by a Manager. The Manager is selected by the owners (i.e., Members) of Employ Media (current Members are Second Generation Ltd. and Ray Fassett), and has been identified in the operating agreement as being Second Generation Ltd. This Manager will serve until resignation, removal or a successor has been elected and qualified. A Manager may resign by giving 30 days written notice to the members. A Manager vacancy may be filled by a unanimous vote of the voting members. A Manager is not entitled to any fees or compensation unless the members determine otherwise. A Manager may not knowingly act in contravention of the operating agreement, the SHRM agreement or knowingly make it impossible to carry on the ordinary business of Employ Media. The Manager appoints all officers of Employ Media.

Each officer of Employ Media holds office at the pleasure of the Manager and is required to take all actions necessary to run the business of Employ Media. Any officer may be removed at any time by the Manager. Any officer vacancy may be filled by the Manager. The Manager will determine the eligibility requirements for each officer, generally including a requirement that each officer is qualified and with sufficient experience required to perform their duties. Officers are compensated as set forth in Sections C and D of this proposal.

Staff members are selected by the officers and/or the Manager in their best discretion. Staff will generally be employees at will. The eligibility of each staff member will depend upon the duties required of the staff member, as determined by the officers and/or the Manager. Compensation for staff members is set forth in Sections C and D of this proposal.

The Advisory Board will consist of individuals who are respected for their business acumen, committed to the activities of Employ Media, and who are able to provide open-minded and creative suggestions and solutions to the challenges and opportunities facing Employ Media. The Advisory Board will: (a) provide feedback to officers and key personnel regarding Employ Media services, operations, marketing initiatives and business strategies; (b) act as a liaison between Employ Media and prospective clients, suppliers, employees and advisors

through personal introductions, recommendations and other appropriate methods when such opportunities exist; (c) participate in Employ Media-sponsored events such as client receptions, officer meetings and other employee gatherings when appropriate; (d) assist in the recruitment efforts of Employ Media, with emphasis on identifying, recruiting and developing high potential personnel; and (e) meet with Employ Media officers and key personnel to provide advice and counsel regarding each individual's area of responsibility.

The Members of Employ Media will nominate and select Advisory Board members. In doing so, the Members may consult with current Advisory Board members and others who may suggest and consider appropriate candidates. The Advisory Board will be composed of between 5-7 members, including a secretary who shall record the minutes of meetings and who need not be a member of the Advisory Board.

Each member of the Advisory Board (each, an "Advisor") will hold an initial 3 year term (or such lesser or greater term as the Members may specify for any Advisor at any time) and shall carry out that term until the final meeting of the Advisory Board held in the last year of such Advisor's term and until a successor has been appointed or until such Advisor's earlier resignation or removal by the Members. An Advisor is then eligible for service for an unlimited number of terms upon approval of the Members. Removal by the Members or a resignation from the Advisory Board shall be deemed to take effect immediately upon its being issued or received by the Members, as applicable, unless some other time is specified. In the event of any vacancy on the Advisory Board for any cause, replacements to the Advisory Board shall be made by the Members.

A regular meeting of the Advisory Board shall be held at least quarterly, and it is anticipated that the Advisory Board will meet more frequently at least telephonically. The final meeting of each year shall be the annual meeting at which time new members to the Advisory Board may be appointed. Special meetings of the Advisory Board may be held at any time, if necessary or desirable under the circumstances, upon call of the President.

The Advisory Board shall be compensated for attendance at regular quarterly meetings, in such amounts and in such manner as the Members may determine in their discretion, and shall be reimbursed for all reasonable expenses relating to the fulfillment of their responsibilities.

Regarding SHRM, the eligibility, method of selection, term(s) of service, compensation, conflicts of interest, resignation, removal and vacancies policies of SHRM are set forth in SHRM's bylaws, available at [http://www.shrm.org/bylaws/03-0528Bylaws\\_3holepnch-2.pdf](http://www.shrm.org/bylaws/03-0528Bylaws_3holepnch-2.pdf).

Generally speaking, candidates for election at large to the SHRM Board of Directors must be qualified Professional or Special Expertise Members of SHRM and be in good standing. Directors (and certain officers, as described below) are elected by vote of voting members of SHRM (generally speaking, Professional Members and General Members as defined in the bylaws). Term of office is 3 years. Vacancies are filled by nomination of the Governance Committee (of the Board) and vote of a majority of the remaining voting Board members. Any Director may be removed, with or without cause, by a vote of two-thirds of the then entire number of voting Directors taken at a duly constituted Board of Directors meeting.

The President/CEO is appointed by the Board at their discretion. Other officers (the Chair, the Secretary, the Treasurer, etc.) are elected as set forth above. Terms of each officer are as set forth in the bylaws or until

death, resignation or removal. All officers must be qualified Professional, Special Expertise or Past Chair Life Members of SHRM and be in good standing. A two-thirds vote of the entire Board may remove a disqualified officer.

## Meetings and Communication

Employ Media and SHRM will meet in person at least twice a year at either the Employ Media or SHRM offices to discuss management of the .jobs sTLD and policy considerations. It is anticipated that more frequent meetings may occur. Electronic and voice communications between the parties will be much more frequent.

The Council will convene at least once a year and will meet at least once a year at least electronically. It is anticipated that the Council will meet more frequently as required to perform their policy-evaluation duties.

All meeting minutes (in person or electronically) will be posted at least to the Employ Media website to ensure disclosure and transparency, subject to privacy/trade secret/confidentiality considerations.

Regarding conducting Employ Media's business, details regarding meetings and communications are set forth in the Employ Media operating agreement, a copy of which is available upon request. Generally speaking, an annual meeting of the Members of Employ Media may be held at a time and location fixed by the Members. Special meetings may also be called by any Member. Meetings shall be held at the principal office of Employ Media unless determined otherwise by the Members. A meeting of the Members may be held by conference telephone or similar communication equipment. Any action permitted or required to be taken at a meeting of the Members may be taken without a meeting if a consent in writing is signed by all of the Members. The Secretary shall keep minutes of all proceedings of the Members, shall make proper records of the same, and post such minutes as set forth above.

A regular meeting of the Advisory Board shall be held at least quarterly, and it is anticipated that the Advisory Board will meet more frequently at least telephonically. The final meeting of each year shall be the annual meeting at which time new members to the Advisory Board may be appointed. Special meetings of the Advisory Board may be held at any time, if necessary or desirable under the circumstances, upon call of the President.

Regarding SHRM, details regarding meetings and communications are set forth in SHRM's bylaws, available at [http://www.shrm.org/bylaws/03-0528Bylaws\\_3holepnch-2.pdf](http://www.shrm.org/bylaws/03-0528Bylaws_3holepnch-2.pdf). Generally speaking, an annual meeting of the voting membership of SHRM is held at such date, time and place as the Board of Directors may determine. Special meetings shall be called by the Chair at any time upon written request of the Board or 10% of the voting members of SHRM. A quorum shall consist of at least one hundred of the members of SHRM eligible to vote and who are present at the annual meeting or a special meeting, or who, in the case of a mail ballot vote, respond by mail ballot. The Secretary shall be responsible for the preparation of a record of the proceedings of all meetings of the Board.

## Fiscal Information

It is noted that responses to this Part B of this proposal will be made publicly available, while answers under Parts C, D and E of this proposal will not be made publicly available, in part to facilitate open disclosure of

sensitive business information. In this light, details regarding Employ Media's proposed staff sizing, prospective annual revenue and start-up capital are set forth in Part D of this proposal. For the purposes of this Part B, Second Generation will provide start-up capital to Employ Media in an amount sufficient to ensure Employ Media's operation consistent with the description of operations as set forth in this proposal. Employ Media will be sufficiently staffed to handle sTLD operations at all potential levels of demand. Potential annual revenue is discussed in Part D.

Regarding Second Generation, Second Generation and its affiliates generally have between 8 to 12 operating companies, each having revenues between US\$5 million to US\$15 million.

The most-recent annual report (2002-2003) of SHRM is available upon request. In general, SHRM's revenue for the year ended 12/31/02 was \$70,475,085 with unrestricted assets (capital) of \$66,588,168. SHRM employs over 200 individuals and has over 175,000 members with 528 chapters in 120 countries.

SHRM has a Governance Committee which is responsible for the design and composition of the Board, SHRM's processes and the manner in which SHRM evaluates itself. There are between 11 to 15 voting Board Members, each serving a term of 3 years (2 year term for the Board Chair).

SHRM is divided into 6 divisions:

1. Knowledge Development Division: Includes the Information Center and Research departments and provides guidance to SHRM affiliates, the Human Resource Certification Institute (HRCI) and SHRM Foundation.
2. Professional and New Business Division: Includes the Meetings & Conferences, Marketing & Business Development, Organization Programs and Education departments.
3. Publications and New Media Division: Includes the Publications, Sales & Marketing, Internet Operations and Art & Production Departments, as well as the Editorial department for magazines, books, and newsletters.
4. Member Services Division: Includes the Member/Chapter Relations, Professional Emphasis Groups, SHRM Global Forum and Customer Service Departments.
5. External Relations Division: Includes the Public Affairs and Government Affairs departments.
6. Finance & Administration Division: Includes the Finance, Accounting, Administrative Services and Information Technology departments.

Some highlights of SHRM include:

- Delivered in 2002 more than 228,000 professional development hours in the form of SHRM conferences and seminars.
- SHRM e-learning: An online educational initiative that delivers multi media HR training courses.
- In 2002, responded to more 73,000 requests for information.
- SHRM Academy: A comprehensive educational program designed to help HR professionals attain a deeper understanding of business essentials and partner

more effectively with their colleagues across all functional areas in their organizations.

- Launched the International Certification Program: Global Human Resources Certification Exam (GPHR) focusing on Organizational Effectiveness and Employee Development; Global Staffing; International Assignment Management; Global Compensation and Benefits; and International Employee Relations and Regulations.
- In 2002, SHRM reached an estimated 155 million readers in major print media publications.
- SHRM's President and CEO, Susan Meisinger, was selected to serve as a member of The U.S. Secretary of Labor's Committee on Workplace Issues, part of President George W. Bush's Council on the 21st century workforce.
- Produces the popular, award winning, industry journal called HR Magazine.

### Indemnification from Liability

Regarding Employ Media, the limitation of liability provided by Employ Media to certain officers, employees, etc. is set forth in Employ Media's operating agreement, available upon request. Generally speaking, for non-derivative actions, Employ Media shall indemnify any person who is, was or is deemed a manager, officer or employee of Employ Media, or is or was serving at the request of Employ Media, as a director, trustee, officer, partner, manager, employee or agent of another corporation, partnership, joint venture, trust, limited liability company or other enterprise, against expenses (including attorney's fees), fees and judgments incurred in an action against that person if that person acted in good faith and in a manner that person reasonably believed to be in or not opposed to the best interests of Employ Media, and with respect to any criminal action or proceeding, had no reasonable cause to believe that person's conduct was unlawful. Generally speaking, for derivative actions, Employ Media shall indemnify any person who is, was or is deemed a manager, officer or employee of Employ Media, or is or was serving at the request of Employ Media, as a director, trustee, officer, partner, manager, employee or agent of another corporation, partnership, joint venture, trust, limited liability company or other enterprise, against expenses (including attorney's fees), fees and judgments incurred in an action against that person if that person acted in good faith and in a manner that person reasonably believed to be in or not opposed to the best interests of Employ Media, except that no indemnification shall be made in the event that person has been adjudged to be liable for negligence or misconduct in the performance of that person's duty to Employ Media unless a Court determines, despite the adjudication of liability, that the person is fairly and reasonably entitled to indemnity for such expenses.

SHRM's limitations on liability regarding its directors, officers and staff is available upon request, subject to confidentiality concerns.

### Proposed Extent of Policy-Making Authority

Employ Media and SHRM seek delegation of policy-formulation authority from ICANN to (1) determine eligibility criteria for registration of second-level domains in a .jobs sTLD; (2) enforce such criteria on an applicant-by-applicant basis; (3) create and implement a transparent policy-making process for creating and revising policy to govern the .jobs sTLD; (4) manage the

operations of the .jobs sTLD consistent with Internet standards; (5) provide registry operations for the .jobs sTLD as described in Part E of this proposal; (6) manage domain disputes between competing applicants as described herein; (7) select and engage (by objective criteria applied fairly to all) ICANN-accredited registrars for accepting registrations in the .jobs sTLD; (8) set registration pricing as set forth herein; and (9) create start-up periods for the initiation of the .jobs sTLD, if necessary and as described herein.

Employ Media and SHRM seek this authority (and feel justified in seeking such authority) because, inter alia, (1) SHRM is best situated for representing the Community; (2) SHRM is capable and willing to represent the Community and create policy therefore; (3) Employ Media has access to the management, marketing and business experience to see the .jobs sTLD business plan to completion and stability over the short and long run; (4) Employ Media is well-funded in this endeavor; (5) VNDS, as the contracted registry operator, is the premier technical registry operator on the Internet, and can guarantee operations and service levels up to and exceeding world-class levels; (6) the Community is desirous of a TLD answer to marketing and other HR concerns regarding jobs and particularly job postings on the Internet; (7) the Internet community is desirous of a simple, efficient and consistent manner in which to access job postings of an employer and/or a recruiter; and (8) a .jobs sTLD will in exemplary fashion solve the Community's and the Internet community's needs in this regard. Additional justifications and reasons for seeking this authority are stated throughout this proposal.

As discussed in Part A, Appropriateness of Sponsored TLD Community, operating in the interests of the Internet at large will be ensured by the agreement executed between ICANN and Employ Media. Furthermore, Employ Media will operate as set forth in this proposal, including providing an outreach program to the Internet (e.g., by a discussion board available to all), using the UDRP construct and sub-contracting registry operations to VNDS. The outreach program will ensure that all members of the Internet at large will have a forum (e.g., the discussion board at Employ Media's website) at which to be heard, and Employ Media will actively solicit commentary from the Internet at large at least on this forum. Use of the UDRP construct ensures that members of the Internet at large will have a venue and procedure with which to exert intellectual property rights with relation to the .jobs sTLD (any abusive registration which makes it through Employ Media's screening process). Use of VNDS guarantees technical administration that is world-class. Still furthermore, as discussed in Part A, Protect the Rights of Others, Employ Media will review the Qualification Document of each proposed registrant to guard against fraudulent registrations. The Internet at large is thus protected from IP abuse from obvious cybersquatters and nefarious registrants. In this light a company will not have pressure to "defensively" register a domain prospectively against cybersquatters.

As further detailed in Part A, Policy Making Process, opportunity for members of the Sponsored TLD Community to discuss and participate in policy formation is ensured by the multiple instances of Community input in the policy-making process. For example, SHRM will convene a Council (as defined therein) to oversee policy formation. This Council will comprise representatives of each of the varied interests and perspectives of the Community, e.g., including without limitation individuals representing the constituencies of small employers, large employers, union employers, non-union employers, government employers, private employers, international employers, academic employers, service employers, manufacturing employers, high technology employers, and recruitment companies. The Council will take input from any member of the Community, and may appoint task force(s) whose goal it is to solicit input and



encourage participation by the Community in issues related to policy. Task Force Reports are posted to the Community for at least 15 days, and Community comments thereon are added to the Final Task Force Report. Community members are also able to discuss and participate through any of Employ Media's outreach programs.

Except as set forth herein (e.g., with relation to the UDRP process), no variation from existing ICANN policies is intended.

## Policy-Making Process

Policy is created by SHRM and implemented and enforced by Employ Media. Certain policies have already been created and are embodied in the Employ Media/SHRM agreement (examples of which are included below). Additional policies and modifications to current policies will be created, reviewed and accepted/rejected as explained below.

In its creation and evaluation of any policy, SHRM is contractually obligated to act independently of Employ Media and Employ Media's desires. SHRM is contractually required to act in the interests of the Community.

Pursuant to the Charter, SHRM will create and oversee a Policy Development Council (the "Council"). At the beginning of each calendar year, the SHRM Executive Committee or its delegate will appoint to the Council for a one year term individuals representing the varied interests and perspectives (i.e., Constituencies) of the Community, including without limitation individuals representing the Constituencies of small employers, large employers, union employers, non-union employers, government employers, private employers, international employers, academic employers, service employers, manufacturing employers, high technology employers, and recruitment companies. SHRM will also select a Staff Manager to interface with the Council and perform Council-related activities.

The Council may consider new policies and/or any changes to current policies and/or the Charter (each, a "proposed amendment") if raised by either (1) Employ Media (the practices of which are discussed below), (2) the SHRM Executive Committee (which can act on its own volition in the best interests of the Community), or (3) the Community (which can input proposed policies/changes or request the same via any number of communication channels to SHRM and/or the Council, including on-line discussion boards, on-line forums, association meetings (formal and informal), a formal request (i.e., by email or mail to the Council), by member communication (if a SHRM member), etc.). The ability for any member of the Community to raise a policy or change will be clearly apparent via at minimum the SHRM website.

For each proposed amendment the Staff Manager will create a report (an "Issue Report") which, inter alia, details the proposed amendment and the policy(ies) affected by the amendment, the identity of the party submitting the proposed amendment and how that party is affected by the proposed amendment. The Issue Report will be created within 30 days of receipt of the proposed amendment. The Issue Report will be distributed to the Council for review.

Within 45 days of receipt of the Issue Report, the Council shall meet to vote whether to disregard the proposed amendment, approve it or appoint a task force for additional information. Approval requires majority approval vote. Upon approval the proposed amendment is forwarded to the SHRM Executive Committee and Employ Media for further processing. Upon a majority vote by the Council of disapproval, the proposed amendment is disregarded. The Staff Manager will

report such to the amendment submitter, who may take no action or submit a revised proposed amendment. In any event, the results of the vote will be posted to the Community consistently with the principles of transparency.

If requested by the Council, a task force may be appointed for gathering information. The task force will solicit and gather information regarding the positions of various parties or groups (including the Community) as comprehensively as possible. The task force may solicit opinions of outside advisors, experts and/or other members of the public. The task force will create a Task Force Report which details all received information/reports, states the majority vote position of the members of the task force, and, if a majority vote position has not been reached, explains the differing positions of the task force.

A public comment period will last for 15 calendar days after the Task Force Report is publicly posted (e.g., at SHRM's website). Any individual or organization may submit comments during this time. At the conclusion of the comment period, the Staff Manager will attach all relevant commentary to the Task Force Report to create a Final Task Force Report which is submitted to the Council for review.

The Council will review the Final Task Force Report, may solicit the advice of outside counsel in this review, and will vote on the proposed amendment based upon the Final Task Force Report (with the same results detailed above regarding approval or disapproval).

Council-approved proposed amendments will be reviewed by the SHRM Executive Committee and Employ Media. Approval of both the SHRM Executive Committee and Employ Media is required for implementation. In this regard a "balance of powers" is achieved: no policy or amendment is implemented if not in the interests of the Community (as determined by SHRM) or if detrimental to the management of the sTLD (as determined by Employ Media). In the event that either the SHRM Executive Committee or Employ Media do not approve the proposed amendment, the submitter of the proposed amendment may request reconsideration (in writing) by the disapproving entity. If reconsideration is denied, the submitter may always resubmit the proposal or a modified proposal.

Employ Media will provide an "outreach" program via at least its website to provide a voice to the Internet community regarding management of the .jobs sTLD. Via an on-line communication channel (e.g., a discussion board, forum, etc.) Employ Media will solicit the opinions and comments of any individual or party regarding management of the sTLD. For example, Employ Media will provide a forum for requests for policy and/or charter changes. Any such submitted requests will be evaluated by Employ Media to determine if Employ Media will submit a formal proposed amendment based upon the requests. As an additional example, upon posting of a Task Force Report, Employ Media will provide a forum for commentary open to the entire Internet (including parties that for one reason or another do not feel appropriate in commenting via SHRM). Any relevant comments will be forwarded to the Staff Manager.

SHRM and Employ Media have already agreed upon certain policies (available upon request in the Employ Media/SHRM agreement). The Charter is an example. In an additional example, .jobs registrations will only be allowed for domain names which (i) are for the legal name(s) under which a proposed registrant does business (e.g., a trade name such as EIduPontdeNemours.jobs), for a name under which the proposed registrant is commonly known (e.g., dupont.jobs) or which includes such a legal or commonly-known name (e.g., dupontcanada.jobs); (ii) are based upon an application for registration which is submitted by a

Qualified Applicant; and (iii) names as the registrant of the domain name the entity which is identified by the trade name or commonly known name. These current policies are only revisable/amendable via the policy making process described herein.

## A. Add new value to the Internet name space

There is significant name value in the .jobs sTLD. The pursuit and maintenance of employment is one of the oldest and longest-lasting fields of human, institutional and social endeavor. The HR profession embodies this pursuit and maintenance. One word that both signifies and symbolizes this endeavor from both the perspective of the HR community and all employees (actual and prospective) is "jobs". Employment applicants want a job with an employer and HR managers are tasked with managing the pursuit and maintenance of jobs for the employer.

As previously noted, as of 2002 approximately 50,000,000 people had used the Internet in the pursuit of a job. The prevalence of job boards and entire businesses relating to the on-line job process (e.g., job postings, resume submissions, etc.) further illustrates the ingrained manner in which jobs and the Internet are currently entwined. When a potential employee accesses an employer's website for employment information, he or she is looking for a job or looking to learn about a job.

The search for a job (and related HR services) is an endeavor that has importance in every geographic region of the world, for every region has employers that need employees. The word "jobs" itself has broad international understanding in multiple languages, and does not have any negative or derogatory meaning in any other language. Since the pursuit of jobs is likely to continue as long as there are employers in the world, the .jobs sTLD has lasting value. Furthermore, since the string "jobs" is relatively short and easy to type (only 4 characters with no repeat characters) it is unlikely to be deemed an inconvenience (such as with a longer domain name), which will prolong its value. The string is similarly easy to spell, which will still further prolong its value.

The string is appropriate to the scope of the Community. As previously noted, members of the Community are generally tasked with promoting their employers to potential employees, usually in terms of available jobs. In this regard, jobs are the product which the Community needs to market. As such, the TLD string "jobs" is entirely appropriate, as it exactly identifies the product which is the main focus of the Community.

The string "jobs" is clearly differentiated from existing TLD's. On a character level, no other TLD is plural and no other gTLD begins with the letter "j". On a conceptual level, no current TLD serves the same purpose. Other TLD's connote general business, commercial enterprise, non-profit organizations, educational organizations, museum organizations, cooperatives, airline industry enterprises, general information and individual countries. None of these TLD's are aimed at the HR community, and none are employment-specific.

Furthermore, Community needs regarding marketing and other uses regarding "jobs" are not being met by current TLD's at the second level. Either multiple levels of domains are required (e.g., third- and fourth-levels) or extended

URL's are necessary (domain.com/jobs; domain.biz/other/jobs; etc.). There is no consistency, which leads to inefficiencies both within the Community and through the Internet at large. Such inconsistency and convoluted nature of current URL fixes (e.g., domain.com/xxxxx/jobs, etc.) complicates the Community's task of marketing their product (jobs). Such inconsistency confuses the general Internet community and is inefficient (e.g., bandwidth waste as job seekers must go through several entry pages until the employment page is reached).

The .jobs sTLD delivers a choice to end users and likely attracts new supplier and/or end user communities to the Internet. The choice is simple: if you are searching for information regarding jobs, an end user may still choose the old ways (drill down to a job page from the home site of an employer; use a search engine to try to find a job page of an employer, etc.) or may simply choose the streamlined approach of resolving to the companyname.jobs website. Use of the .jobs sTLD will not eliminate current choices (as the links on the companyname.com home website will now link to the companyname.jobs URL instead of the older companyname.com/xxxxxxx/jobs URL), just add a streamlined approach. Employ Media believes that this streamlined approach, along with the marketing advantage such gives to the Community, will result in at least new end user communities on the Internet, as ease and simplicity of access generally increases use. Furthermore, new supplier communities may evolve as members of the Community begin to address website design issues regarding their companyname.jobs site (e.g., if special design modifications are desired for the site).

The .jobs sTLD also delivers additional e-mail functionality to the Community and the Internet at large. For example, an e-mail address of "hr@companyname.jobs" can be used for job and/or HR-related inquiries, and "resume@companyname.jobs" may be used for resume submission.

Employ Media believes that the .jobs sTLD will enhance competition in the domain registration services at least as such relates to competition among the registrars. As multiple registrars become qualified to accept .jobs registrations (by e.g., becoming accredited ICANN registrars and entering into a standard registrar agreement with Employ Media), competition between such registrars will result. Historically speaking, such competition generally drives retail prices down, which may further increase demand for the domains. As many registrars have begun marketing a "turn-key, one stop-shopping" solution to many of their corporate or other-entity clients, maintaining additional registration(s) for .jobs domain(s) for each such entity will compliment their current services and marketing strategy.

It is further believed that, as a general proposition, the existence of an additional TLD will increase TLD registry competition. However, it is not anticipated that .jobs registrations will take away many current TLD registrations. However, certain subgroups of the Community may create significant competition among TLD registries. For example, independent recruiters are a key constituency of the Community. As a high percentage of their on-line presence may comprise job listings (as their core business offering), it is anticipated that this constituency may choose to migrate from current TLD registrations (likely in .com or .biz) to .jobs. In this instance, competition with existing TLD registries will be enhanced.

As detailed above, the .jobs sTLD will have a broad geographic and demographic impact. The marketing and pursuit of jobs is truly global and generally spans all demographics. The Community is a global community, as illustrated by the prevalence of Personnel Management Associations ("PMA's") throughout the world

(e.g., the World Federation of Personnel Management Resources, of which SHRM is a founding member, has over 50 international association members spanning most continents). The mere existence of such broad and highly-populated HR associations in every geographic region of the world illustrates the significant size of the Community which the .jobs sTLD will serve. With the diversity of the Community and the flexibility of marketing that the .jobs sTLD gives members of the Community, Employ Media believes that in due time a large number of registrants will be attracted. Eventually, as knowledge of the .jobs sTLD permeates the knowledge of the general community of the Internet, end users will associate job hunting with the .jobs sTLD. They will come to expect that an employer (particularly large employers) will have a .jobs site, and will go directly to `companyname.jobs` first in search of job and other employment-related information. Recognizing this, members of the Community will take advantage of such an association and will be further encouraged to register their own `companyname.jobs` domain.

In this light the .jobs Charter is of significantly broad scope to encompass all members of the HR community, whether they choose to be a member of an association (or become certified) or not. Yet the Charter is not overly broad, and includes the significant limitation of requiring members of the Community to support the Code as a pre-requisite to becoming a Qualified Applicant.

#### Registrars

A .jobs sTLD further adds value to the Internet name space by fully incorporating the ICANN-accredited registrar community into the sTLD. Employ Media will encourage all registrars to become sellers of .jobs domains. As such, selection and engagement of registrars will be by objective criteria applied fairly to all; specifically, Employ Media will have standard registrar terms governing the relationship between Employ Media and each registrar which wishes to participate in the .jobs sTLD. Employ Media believes that there is little additional burden to registrars in selling .jobs sTLD's - Employ Media performs the task of applicant verification (i.e., reviewing the Qualification Document, the identity of the Qualified Applicant, the name of the proposed registrant, etc.), and the technical interface with Employ Media/VNDS is very similar to the current .com/.net registry/registrar interface (as it is provided by the same entity - VNDS). Employ Media believes that availability of .jobs registrations via multiple registrars would be a benefit to the Community (as a convenience factor), the Internet at large (also as a convenience factor) and Employ Media (in terms of, at least, marketing).

## **B. Protect the rights of others**

The .jobs sTLD has policies and practices which minimize abusive registration activities and other activities that affect the legal rights of others, and which further provide safeguards against unqualified registrations and ensure compliance with ICANN policies.

.jobs domain registrations are limited to the legal name of an employer and/or a name or abbreviation by which the employer is commonly known. As detailed in Part C, Current Operations I, all prospective registrants must submit a Qualification Document (generally speaking, third party written proof of status as an employer organization, such as, e.g., in the U.S., a Form 941) which will be reviewed by Employ Media for approval prior to authorizing registration. This will significantly minimize fraudulent entities from obtaining a registration. This will also minimize registration of a name by an entity which does not have such a legal name or is not commonly known by such a name. This will minimize cybersquatters and/or domain prospectors. Furthermore,

abusive "overreaching" applications (i.e., requesting domains which do not reflect the name of the entity (legal or commonly known)) will be rejected under this practice.

Unqualified registrations will be further minimized by the requirement of a Qualified Applicant to submit an application for registration. In the event an application is submitted without a Qualified Applicant, the application will be rejected. In the event an application is accepted with what turns out to be a fraudulent Qualified Applicant, the registration may be deleted.

All registrants are required to enter into a Registration Agreement. The Registration Agreement obligates the prospective registrant to support the Code, to certify that a Qualified Applicant has submitted the application, that the any statements made during the registration process (and in the Registration Agreement) are complete and accurate, that (to the registrant's knowledge) the registration or intended use of the domain name will not infringe upon or otherwise violate the rights of any third party, that the registrant is not registering the domain name for any unlawful purpose, that the registrant will not knowingly use the domain name in violation of any applicable laws or regulations, and that the registration is subject to ICANN's UDRP (as modified for .jobs) and all applicable laws (such as anti-cybersquatting legislation).

It is acknowledged that Employ Media's proactive screening processes may not catch 100% of all abusive and/or non-compliant registrations. It is further acknowledged that circumstances may change during a registration period, placing the registrant out of compliance with the Registration Agreement. In the event of a such a later-determined abusive or fraudulent application, a complaint may be filed under the UDRP and the registrant will have to submit to UDRP arbitration. During this action, an independent arbitrator will determine whether the actions of the registrant have violated the Registration Agreement.

If so, the registration is subject to cancellation. Alternatively, in the event of an abusive or fraudulent use of a domain, the registrant is similarly subject to the UDRP and the prospect of cancellation. Via UDRP and other enforcement (e.g., via litigation) of the Registration Agreement, abusive and/or unqualified registrations are significantly minimized.

Employ Media further recognizes that there is an added risk of abusive and/or unqualified registrations during the start-up of the .jobs sTLD, and that such a time is of particular significance in terms of the legal rights of others. In this light, it is anticipated that .jobs will launch with at least one and more likely two start-up periods.

A first start-up period would be limited to a pre-defined pool of Qualified Applicants and registrants. Such a restriction is related to the interests of the Community, i.e., they would encourage registration by the registrants which have the most significant impact on the Community. Furthermore, it is of benefit to the Community that Qualified Applicants be expeditiously validated. In this light, the first start-up period will be limited to Qualified Applicants who can supply written documentation to Employ Media that they are a registered member of SHRM or a similar Personnel Management Association (such as a PMA which is a member of the World Federation of Personnel Management Associations - [www.WFPMA.com](http://www.WFPMA.com)). During this initial launch phase (expected to be the first six months), Employ Media will target its resources and outreach to this pre-defined pool of Qualified Applicants. Upon completion of the six month period, Employ Media will report to ICANN the results of compliance conformity and, if scoring at or above a threshold value (e.g., 90%), will request to advance to the second start-up period.

The second start-up period, also to last six months, will expand the pool of Qualified Applicants to the same pool as during standard operation of .jobs. After this six month period, Employ Media will again report to ICANN the results of compliance conformity, and if scoring above a threshold value, will advance past the start-up period to normal operations.

During normal operations, Employ Media may seek the assistance of Verification Partners to assist and streamline the registration process. Employ Media understands that many employer organizations must already comply with third party requirements regarding proof of employer status. For example, most automated payroll services, such as ADP, require proof of employer status. Employ Media will seek relationships with Verification Partners of the global community where such proof of compliance may be shared and is consistent with the geographic jurisdiction of the applicant.

It is believed that such a dual start-up period construct will alleviate many abusive registrations and "legal rights" claims.

It is acknowledged, however, that during either of the start-up periods, that multiple potential registrants may apply for a single .jobs domain name. If, after Employ Media's screening practices, more than one qualified potential registrant remains, an attempt will be made to resolve the situation among the qualified parties. As the best interests of the Community reflect a desire to have employers accurately associated with a .jobs domain, parties will be encouraged to implement a mechanism which allows all users to accurately resolve to the employer of choice (e.g., a general redirection page) or to decide among themselves which entity will get the registration. In the event that a resolution can not be achieved, the applications will be reviewed by Employ Media to determine if any priority can be determined based upon the established guidelines. For example, it is anticipated that an exemplary guideline would be that an applicant for an exact legal name would take priority over an applicant for a commonly-known name which is not a legal name.

In the event no such priority exists (or if more than one applicant remains after such a screening), a random priority will be determined. The randomly-determined top priority applicant will be provisionally indicated as the registrant. All additional potential registrants which were in the random drawing will be ranked by the random draw. Each such ranked potential applicant will be given an opportunity within a limited time frame to file a stream-lined .jobs-modified UDRP complaint against the provisional registrant to determine priority of rights. The winner of the UDRP action may then be challenged by the next-in-line ranked potential applicant until all potential applicants have had the opportunity to make a UDRP case. Upon the conclusion of this process the last remaining potential applicant is allowed to register the domain name.

It is not anticipated that such a situation will arise during normal operations, where "first come, first serve" will be implemented, subject to UDRP filings by subsequent parties based upon trademark/tradename rights, registrant use issues and/or registration issues.

### **C. Assurance of charter-compliant registrations and avoidance of abusive registration practices**

Several precise measures for discouraging registration of .jobs domain names that infringe the intellectual property rights of others are detailed in the proposal section immediately preceding this section. Additionally, it is noted that a major concern of other TLD's, namely, trademark infringement, is of

lesser concern as such relates to the .jobs TLD. As the Charter and the current policies prohibit all registrations which are not trade names or commonly-known names, few (if any) applications for trademark.jobs will get through Employ Media's screening process. This means that there will be little pressure on current trademark holders to believe that they have to defensively obtain all of their "trademarks.jobs". One event wherein a trademark right may be affected is the instance wherein an applicant has a trade name and/or a commonly known name which is identical or confusingly similar to a trademark. In this event a trademark holder is free to file a UDRP action (as modified for .jobs). Of note, however, is the effect on likelihood of confusion of the .jobs sTLD. Namely, due to restrictions set forth in this proposal, a registration in the .jobs sTLD will be associated with an employer, and more particularly the HR aspects of an employer (and still more likely job postings). Each such matter would likely be highly fact-specific, however, and is more adequately addressed in a UDRP action or litigation.

Several precise measures for minimizing abusive registrations and ensuring that only charter-compliant persons or entities are able to register .jobs domains are also detailed in the proposal section immediately preceding this section, including Employ Media's screening processes of requiring a Qualified Applicant and review of the Qualification Document.

A reserved list of names will be employed to prevent inappropriate name registrations. Furthermore, certain groups of domains will be reserved, such as, e.g., a list of occupational identifiers (e.g., the U.S. Bureau of Labor Statistics list of SOC occupations), industry identifiers (e.g., healthcare.jobs) and certain geographic identifiers (e.g., northeasternohio.jobs). These restricted lists are in addition to the restriction that .jobs domains comprise only trade names or commonly-known names. In the event other domains are made available for registration (which would require a policy amendment subject to Council and SHRM approval), such domains will be specifically enumerated (i.e., not creatable by an applicant) and will be pre-screened to remove any inappropriate names.

The .jobs sTLD will comply with all applicable trademark and anti-cybersquatting legislation. In the event of an inconsistency between such legislation and the procedures of Employ Media, Employ Media will revise its procedures to be in compliance therewith. In the event of such an inconsistency with the Charter or a SHRM-dictated policy, Employ Media will sponsor a proposed amendment to the Charter and/or policy and work with SHRM and the Council to create and implement compliant policy.

Protection for famous names and trademarks will be provided during the screening process of the Qualification Document by Employ Media. To the extent that a famous name or trademark is applied for which does not match (in Employ Media's best judgment) the name of the applicant on the Qualification Document (including proof of a "commonly known name"), the application will either be rejected or the applicant will be notified of a requirement for additional Qualification Documents relating to the issue of the famous trademark or name. In the event Employ Media allows such a registration, the holder of the famous trademark or name may pursue a UDRP action (as modified for .jobs) against the registrant (or may pursue litigation).

Safeguards will also be taken to minimize abusive transfers. A .jobs registration may not be transferred between different registrants until the transferee has submitted an application by a Qualified Applicant, submitted a Qualification Document which has been approved by Employ Media, and otherwise complied with the standard requirements for a qualified registrant. Such



submission will not be required for a registrar change.

Of note, where in this proposal it is indicated that a Registration Agreement will be entered into, or that a Qualification Document must be received, or that a registrant must agree to submit to the UDRP, it is understood that such actions will take place integrally with the registrars. For example, Employ Media will require all registrars which accept .jobs sTLD registrations to require a registrant to agree to a Registration Agreement containing terms described in this proposal. Employ Media will be a named third party beneficiary with strict enforcement rights. Qualification Document(s) may be received by the registrar and then forwarded to Employ Media for screening. All registrars which accept .jobs registrations will be required to adopt the ICANN UDRP.

#### **D. Assurance of adequate dispute-resolution mechanisms**

The .jobs sTLD will adhere to the ICANN UDRP (i.e., Employ Media will require all registrars which register .jobs domains to adhere to the UDRP), modified as set forth herein. It is anticipated that the UDRP will be used in at least three instances: (1) resolving post-registration claims regarding the domain name itself; (2) resolving post-registration claims regarding use of the domain name; and (3) during any start-up phase(s).

The standard UDRP policy will be modified as follows for .jobs TLD disputes:

The requirement that the domain name is identical or confusingly similar to a trademark or service mark in which the complainant has rights is modified to include "...confusingly similar to a trademark, service mark or trade name in which the complainant has rights or the name under which the complainant does business...". This will grant standing to an entity based upon the entity's trade name or name under which it does business.

The requirement that a complainant show that a domain has been registered and is being used in bad faith is modified to require a showing that the domain has been registered and/or is being used in bad faith. This modification will allow a claim based upon bad faith on the part of the registrant during either registration or use.

Additional indicia of bad faith use will be added. These indicia will include (1) use of the domain name inconsistent with the Code and (2) use of the domain name in connection with a list of prohibited uses, which will include pornography (except for employment therein to a named employer), hacks/cracks content, etc. The list of prohibited uses will be compiled by Employ Media with the assistance of SHRM to identify uses which the Community desires to be prohibited.

Currently enumerated circumstances for proving a right and legitimate interest will be amended to include trade names and names under which business is done where trademarks and service marks currently are noted. A showing of bad faith registration or use, however, will be considered as prima facie evidence of no legitimate interest.

The remedy requested provision will be revised in the event transfer is required. Transfer as a remedy will only be effectuated after the successful complainant has otherwise qualified itself to Employ Media's satisfaction as a qualified registrant for the domain name at issue (including submitting a Qualification Document approved by Employ Media, etc.).

With regard to resolving post-registration claims regarding the nature of the domain name itself, a claimant will only have standing for a UDRP action if it can prove the first modified prong of the UDRP. In other words, such a claimant must have rights in a trademark, service mark or trade name, or do business under a name, which is confusingly similar to the registered domain name. This is actually broader than the standard UDRP. To win, a complainant must show bad faith registration or bad faith use. If victorious, the remedy is cancellation unless the complainant can otherwise make a showing to Employ Media that it is a qualified registrant for the domain name at issue.

A complaint may also be filed under the UDRP for bad faith registration or use of the domain name. Under this type of complaint, the complainant need not prove the first prong of the UDRP (relating to confusing similarity), but the only possible remedy from this type of UDRP claim is cancellation. If a claimant wishes a transfer, it must file a UDRP action under post-registration claims regarding the nature of the domain itself. The difference is a complaint filed under the former will be used by a complainant with its own rights in the domain (i.e., is its own business name), while the latter complaint relates to registration and use of the domain and may be filed by anybody (e.g., Employ Media may file a complaint under this theory to cancel a domain which Employ Media believes is being used inconsistently with the Code).

Upon consulting with SHRM, Employ Media will determine whether a claim filed under the latter theory will allow third parties (such as SHRM, the Council or Employ Media) to file amicus curiae with the arbitrator of the claim.

A modified version of the UDRP may be used during any start-up phase, if multiple Qualified Applicants apply for the same domain.

## **E. Provision of ICANN-policy compliant WHOIS service**

The .jobs TLD will operate with a thick registry (see Part E of this proposal).

VDNS will maintain a shared registration system for all accredited registrars who register .jobs domains. WHOIS access will be facilitated in compliance with ICANN policies. It is anticipated that information will be provided which is consistent with the WHOIS information currently provided in other TLD's, including identification of the registrant and contact information therefore, administrative, technical and billing contacts, creation and expiration date and DNS settings.

It is not anticipated that the identity or information regarding the Qualified Applicant will be made generally available. An exception may be made for UDRP filings or litigation, but confidentiality may be required by a recipient in such a situation. The Qualification Document will not be made generally available. A similar exception may be included for UDRP filings or litigation, but any such disclosure will only be under strict confidentiality requirements.

For technical details regarding how a complete, up-to-date, reliable and conveniently accessible WHOIS database will be provided, see Part E of this proposal.

Employ Media ensures that the .jobs WHOIS database and access thereto will comply with emerging ICANN privacy policies, if and when they become approved.