



# Operating Procedures

March 3, 2021



## OPERATING PROCEDURES OF THE NEXT G ALLIANCE

### 1. Introduction and Mission

The purpose of this document is to describe the Operating Procedures that apply to the ATIS Next G Alliance, which advances North American wireless technology leadership over the next decade through private sector-led efforts. The work will influence and encompass the full lifecycle of research and development, manufacturing, standardization and market readiness<sup>1</sup>.

### 2. Membership and Participation

There are three types of Next G Alliance members: (1) Full Members; (2) Contributing Members; and (3) Strategic Members. All members must comply with any membership fee requirements and shall support the mission and goals of the Next G Alliance. Organizations included on the U.S. Department of Commerce's Entity List and Denied Person's List that are subject to export, re-export and/or transfer licensing requirements are not eligible to participate in the Next G Alliance.

#### 2.1 Full Members

Full Members are companies that: (1) directly provide products, services (excluding patent licensing services), software or applications for use in U.S. commercial, private or government networks; or (2) operate communications networks and/or provide multimedia and/or cloud services in the North American market. Given one of the key goals is to influence U.S. policies related to Next G technologies, organizations cannot join as Full Members if they have been barred from federal contracts by agencies within the U.S. government.

Full Members joining prior to December 31, 2020, shall be referred to as "Founding Members."

Each Full Member, while in good standing, shall be entitled to:

- Nominate a candidate and vote for FMG and Working Group leadership;
- Participate in FMG and SG meetings and in FMG and SG decision-making;
- Nominate a candidate and vote for Steering Group leadership;
- Designate a representative to participate in Steering Group meetings, including decision-making; and
- Such other benefits, rights, and privileges as the FMG may designate.

#### 2.2 Contributing Members

Contributing members are organizations that: (1) provide products, services, software or applications for use in U.S. commercial, private or government networks; or (2) operate communications networks and/or provide multimedia and/or cloud services in the North American market; or (3) academic institutions, research and development services, and

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<sup>1</sup> The intent of the Next G Alliance is not to develop standards.

laboratories located in North America, or affiliated with North American research activities.

Contributing Member representatives are experts with deep knowledge of applied research topics, future development, standardization and market needs.

Each Contributing Member, while in good standing, shall be entitled to:

- Nominate a candidate and vote for Chair and Vice-Chair of the Working Group;
- Participate in Working Group meetings, including decision-making; and
- Such other benefits, rights, and as the FMG may designate.

### **2.3 Strategic Members**

Strategic Members are organizations, such as industry associations, research consortia or academic consortia, that have valuable knowledge or experience relevant to the successful development of one or more work programs.

Strategic Members with such knowledge or experience will be approved by the Full Member Group to participate as non-voting members in one or more Working Groups or other groups as appropriate.

## **3. Organization and Leadership**

### **3.1 Full Member Group**

The Full Member Group (FMG) shall be comprised of senior business executives. Each Full Member may appoint one representative and a designated alternate for attendance to the FMG.

#### **3.1.1 FMG Leadership**

The FMG shall be led by a Chair and Vice-Chair, which shall be elected by the Full Members from amongst the current FMG members to serve a two-year term. The Chair and Vice-Chair may serve, if re-elected, for a second consecutive term. If there are no other candidates, the Chair and Vice-Chair may serve for a subsequent consecutive term.

#### **3.1.2 FMG Responsibilities**

The FMG is responsible for:

- Setting the strategy and direction;
- Setting organizational policies;
- Approving strategic members in accordance with the mission of Next G Alliance; and
- Addressing and resolving appeals.

### **3.2 Steering Group**

The Steering Group, which shall be composed of technology leaders and experts who can direct research and development, standards and commercialization priorities, oversees the implementation of the strategic direction established by the FMG. This includes overseeing and providing direction to the Working Groups and approving the creation and dissolution of Working Groups. Each Full Member may appoint one voting representative to the Steering Group. Each Working Group Chair may attend the Steering Group to represent the Working Group, but the Working Group Chair shall not participate in decision-making.

#### **3.2.1 Steering Group Leadership**

The Steering Group shall be led by a leadership committee comprised of three (3) co-Chairs, which shall be elected by the Steering Group to serve two-year terms. One position shall come from each of the three sector groups, as defined below. Each of these positions may serve, if re-elected, for a second consecutive term. If there are no other candidates, the leader may serve for a subsequent consecutive term.

Solely for the purpose of this election and to achieve leadership balance, the three election sectors are: (1) Infrastructure, Semiconductor and Device Vendors; (2) Operators; and (3) Hyperscalers and Non-Traditional (Other).

### **3.3 Working Groups**

Working Groups will be created by the Steering Group as necessary to fulfill the mission of the Next G Alliance. Each Full and Contributing Member may appoint representatives to Working Groups.

#### **3.3.1 Working Group Leadership**

The Next G Alliance strives for balanced leadership. Each Working Group shall be led by a Chair and no more than two Vice-Chairs, which shall be elected by the members of the Working Group to serve a two-year term. The Chair and Vice-Chairs may serve, if re-elected, for a second consecutive term. If there are no other candidates, the Chair and the two Vice-Chairs may serve for a subsequent consecutive term.

### **3.4 Subgroups**

The FMG, Steering Group and Working Groups shall have the right to establish subgroups, including committees and task forces. The leadership of these subgroups will be appointed by the Chair of the group under which the subgroup is established. The subgroup shall report the outcome and any recommendations to the parent group for final approval.

### **3.5 Leadership Roles**

Leaders are responsible for managing the work and for ensuring that the meetings are run in a fair and efficient manner. When performing their leadership roles, the chair and vice-chair(s) shall maintain impartiality and act in the interests of the Next G Alliance.

If a leader resigns or cannot continue in the role, a new election will be held.

#### **4. Resolution Process**

##### **4.1 Contribution-Driven Approach**

The Next G Alliance's work will be progressed via written and oral contributions of its members (see Section 6 for more information).

##### **4.2 Consensus**

Unless otherwise provided in these Operating Procedures, consensus is the method used by the Next G Alliance to make decisions. Consensus is established when substantial agreement has been reached among those participating in the issue at hand. Substantial agreement means more than a simple majority, but not necessarily unanimous agreement. Consensus requires that all views and objections be considered, and that a concerted effort be made toward their resolution.

Effort must be taken to resolve issues and get consensus. If consensus cannot be reached, a vote shall be conducted.

##### **4.3 Voting**

During any decision-making process, each eligible member organization is given a single vote.

For elections, candidates receiving greater than 50% of those voting shall be elected. If no candidate receives greater than 50% of the votes that were cast, then one or more run-off elections shall be held between the candidates receiving the greatest number of votes. Individual votes shall not be disclosed; only the final numbers of votes shall be disclosed.

Approval by a simple majority of those casting votes is sufficient except as described in Section 4.4 below.

##### **4.4 Supermajority**

A supermajority of 75% of those casting votes is needed for approval with respect to the following matters:

- Amending or repealing any provision of these Operating Procedures or any other governing document
- Adopting, amending, or repealing of documents effecting any Member's rights and obligations, except as may be required by law, regulation or ordinance;
- Adopting or recommending to the Members changes to the organizational structure;
- Creating or disbanding standing or temporary FMG or SG groups; and
- Amending or repealing working group charters.

##### **4.5 Appeals**

Next G Alliance Members possessing directly and materially affected interests and believing that they have been or will be adversely affected by the action or inaction of the

Next G Alliance shall have the right to appeal such action or inaction. Any participant with a concern regarding the Next G Alliance process must bring this to the attention of ATIS staff in writing, which will inform the FMG. The FMG will consider this matter and issue a decision within 30 days. Notification of the FMG's final determination from the informal appeals process shall be sent to the participant who made the complaint.

## **5. Meetings**

The Next G Alliance may hold in-person or virtual/electronic meetings.

### **5.1 Meeting Notice/Agenda**

Notices of a meeting and a draft agenda should be circulated in advance of a meeting. For virtual meetings, meeting notices generally should be sent at least two weeks in advance for the FMG and Steering Group and one week in advance for other groups. For face-to-face meetings, meeting notices generally should be sent at least four weeks in advance for the Full Member Group and Steering Group and three weeks in advance for other groups. Meeting agendas generally should be circulated at least one week in advance of a meeting.

### **5.2 Meeting Record**

A fair, objective, and unbiased meeting record will be taken at all meetings. These records are not detailed minutes, but a high-level summary that accurately reflect the activities, resolutions, and action items that result from meetings. The record must capture any decisions and action items from the meeting. The record must be approved via consensus by the group that held the meeting.

### **5.3 Quorum**

A quorum of 30% is required for FMG and Steering Group decision-making only. A quorum is not required for the Next G Alliance to conduct any other business.

### **5.4 Proxies/Alternates**

A member of the FMG can designate a single alternate representative to attend and fully participate in meetings if the member is not able to attend.

### **5.5 Industry Expert Attendance**

The leadership of the FMG, Steering Group or Working Group may at its discretion invite an industry subject matter expert(s) to attend specific meetings when his/her expertise is sought to provide information or otherwise assist in resolving a specific Issue. The expert shall not participate in consensus decisions or decision-making processes.

## **6. Antitrust and IPR**

### **6.1 Antitrust and Competition Laws**

The Next G Alliance shall operate in accordance with applicable antitrust and competition laws. The Next G Alliance shall adhere to principles of openness, balance of interests, due process, and a meaningful appeals process.

## **6.2 Contributions and Confidentiality – Generally**

As a general rule, the Next G Alliance will not consider any contributions, presentations, or other documentation that is subject to any requirement of confidentiality or any restriction on its dissemination.

In order that the Next G Alliance may facilitate, promote, and disseminate its work, it is necessary that each contributor licenses the ATIS Next G Alliance the necessary copyright rights to adapt, copy, and publicly distribute any contribution or submittal. In accordance with this policy, each contribution or document submitted to the Next G Alliance is subject to an unlimited perpetual, non-exclusive, royalty-free, world-wide right, and license to the Next G Alliance of any copyrights in such contribution. This license from each contributor shall include the right to copy, publish, and distribute the contribution in any way, and to modify and to prepare derivative works that are based on or incorporate all or part of the contribution, the license to such derivative works to be of the same scope as the license of the original contribution.

## **6.3 Contributions and Confidentiality – Exception**

The FMG, Steering Group, Working Group or other group within the Next G Alliance may agree that work on a specific project or by a specific subgroup should be kept confidential. This decision must be made at the initiation of a project or subgroup and must be clearly communicated to all participants. All contributions, agendas and work product containing confidential information must be clearly marked. This confidential information, and any discussions thereof, shall not be shared outside of the group.

## **6.4 Patents**

The Next G Alliance does not intend to develop standards, deliverables or other work products which would require the use of patented technology. However, should a proposed deliverable or other work product of the Next G Alliance include the use of an essential patent claim (one whose use would be required for compliance with that deliverable), the ATIS Patent Policy, found in [Section 10.4 of ATIS Operating Procedures](#), shall apply.

## **7. ATIS Governing Documents**

The Next G Alliance operates in accordance with ATIS' Bylaws. ATIS also maintains corporate policies and guidelines. If a conflict should arise between these Operating Procedures and other ATIS guidelines or policies, the Operating Procedures shall take precedence.

## **8. Revisions to Operating Procedures**

The FMG may amend these Operating Procedures. Notices of changes will be circulated to all members and participants of the Next G Alliance at least one month before they are to take effect. If there are questions or comments, please contact [legal@atis.org](mailto:legal@atis.org).