



ARIN Board Diversity Options

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March 2015

Situation

- Per the 12 January 2015 Board meeting, the Board Governance Committee (GovCom) is charged with reviewing and developing proposal(s) in the composition and selection of the ARIN Board (and Advisory Council) to see if the current process can be improved with respect to proper skill and geographic diversity.
- The ARIN Advisory Council has recently had a leadership change which should be given time under the status quo to settle. It is also unclear what impact the IPv4 Free Pool depletion will have on the AC workload. Accordingly, GovCom recommends postponing AC review of size and diversity until 2016.
- While the ARIN Board has enjoyed ample participation from the US and Canada sectors, it has historically lacked trustees from the Caribbean sector, and improving potential for Board geographic diversity is desired.

Options Overview

1. **Status Quo** – Maintain present current Board composition, structure, nomination, and election processes.
2. **Designate Sector Seats** – Designate specific number of seats to each ARIN sector (US, CA, and Caribbean) and elect candidates to represent specific sectors
3. **Appoint for Sector Diversity** – Allow the ARIN Board to appoint an additional Board seat (until next general election) for any sector which lacks representation
4. **Increase Board Size** – Add 3 seats to the ARIN Board over next three years; bringing the total of 10, thus increasing overall probability of at least one trustee with background from each sector

Options

1. **Status Quo** – Maintain present current Board composition, structure, nomination, and election processes.
 - It is not clear that representation from each ARIN sector at the Board level is required for proper Board fulfillment of its duties (e.g. with respect to fiduciary oversight)
 - Any approach to proactively increasing Board diversity must first decide underlying definitional issues, i.e. if diversity is improved by additional trustees “from” a given sector what does “from a sector” mean? i.e. born/raised in that sector, presently live in or work in that sector, or is that the community in that sector have to proactively chose someone that represents their interests (which may/may not have any relation to origin/residence/work/etc.)

Options

2. **Designate Sector Seats** – Designate specific number of seats to each ARIN sector (US, CA, and Caribbean) and elect candidates to represent specific sectors
 - Insures each sector of 'representation' of its own choice
 - Increases election complexity significantly, requiring potentially multiple slates of candidates (e.g. the Caribbean sector candidates on one slate) and determination of sectors associated with each organization for purposes of which slate(s) they vote on
 - May lead to further segmentation of ARIN; e.g. questions of Board quorum absent sector representation, etc.

Options

- 3. Appoint for Sector Diversity** – Allow the ARIN Board to appoint an additional Board seat (until next general election) for any sector which lacks representation
- Allows for clear inclusion for purposes of inclusiveness, without complexity of per-sector election processes
 - No assurance that anyone appointed to address diversity among sectors would be elected in the following general election, i.e. could result in the Board having to address the problem repeatedly after each election
 - Board members appointed for only one year require on-boarding and time to acclimate, and hence may not feel effective despite Board appointment
 - Unclear how Board would find qualified potential appointees for any given sector other than those recruited by NomCom

Options

- 4. Increase Board Size** – Add 3 seats to the ARIN Board over next three years; bringing the total of 10, thus increasing overall probability of at least one trustee with background from each sector
- *Makes it likely (but not assured) that at least one trustee with background from each sector would make it to the Board, and may also improve diversity in other respects*
 - *Allows community to determine the representation that they feel is appropriate, considering diversity as one factor*
 - *Increases Board size, thus changing overall Board dynamic*

Recommendation

ARIN Governance Committee recommends the following steps to improve Board diversity -

- 1. Capacity building of leadership candidates from Caribbean section with knowledge and interest in serving via increased ARIN Fellowship opportunities*
- 2. Amend bylaws to allow the ARIN Board to appoint an additional Board seat (until next general election) for any sector which lacks representation*
- 3. Reevaluate after implementation of earlier steps, and explore increasing Board size if still necessary*

Discussion?