

<https://www.arin.net/participate/oversight/elections/processes/>

ARIN Election Processes

Effective 25 March 2020

Version 1.2

Per ARIN's Bylaws, the ARIN Board of Trustees (Board) shall approve all nomination and election processes and make them publicly available on the ARIN website. These processes direct ARIN regarding the implementation of the elections for election of the ARIN Board and the ARIN Advisory Council (ARIN AC) as provided in the ARIN Bylaws. To the extent there are any conflicts, perceived or otherwise, between these processes and the ARIN Bylaws, the ARIN Bylaws shall prevail.

I. Appointment of Board Election Officer

- a. As soon as practical after the start of the year, the Board shall appoint a non-candidate Trustee as the ARIN Board Election Officer. The Board Election Officer shall (in cooperation with ARIN's President and ARIN's General Counsel) confirm the vote tally and certify that the election was held following the approved election processes, for any elections held that year.
- b. The Board Election Officer shall also confirm the President's review of the list of eligible voters prior to the election.

II. Formation of the Nomination Committee

- a. As soon as practical after the start of the year, the Board shall approve the Nomination Committee ("NomCom") Charter for that year and appoint two non-candidate Trustees to the NomCom.
- b. A call to the ARIN Membership shall be issued for representatives of ARIN General Members in Good Standing who are interested in volunteering to serve on this year's NomCom.
- c. To aid in their selection, volunteers must complete a brief questionnaire on their motivation and qualifications to serve on the NomCom.
- d. ARIN Staff will validate that those volunteering to serve on the NomCom are associated with ARIN Members in Good Standing.
- e. A list of volunteers that have been validated (along with their questionnaires) will be provided to the two Trustees on the NomCom who shall review volunteers' qualifications and, by mutual agreement, appoint the appropriate number of qualified volunteers to the NomCom in a timely manner. Note two volunteers may include up to two serving ARIN AC members who are also representatives from a General Member in Good Standing. The NomCom Chair may reopen the call for volunteers at their discretion.

III. Nominee Qualification Questionnaires

- a. Prior to the start of the nominations period, the Board will approve a base set of questions to be completed by Trustee nominees to aid the NomCom in evaluating Board of Trustee nominees' experience and qualifications.
- b. The NomCom shall review and may propose additional questions for Trustee nominees but may not alter or remove the Board-approved questions. After legal review, the NomCom's proposed additions may be added to the base set of questions and the final submission will become the ARIN Board of Trustees Nominee Questionnaire ("Trustee Nominee Questionnaire") for that year. The Trustee Nominee Questionnaire will be posted to the ARIN website prior to the start of the nominations period.
- c. The NomCom shall review the prior year's questionnaire for ARIN AC nominees and may alter, delete, or add additional questions for ARIN AC nominees as desired. Counsel will review and advise on the questions. The final result will become the ARIN AC Nominee Questionnaire for that year and will be posted to the ARIN website prior to the start of the nominations period.

IV. Nominations Process

- a. Nominations may be submitted by representatives of ARIN General Members in Good Standing or Trustees of the Board per ARIN Bylaws.
- b. The dates of the Nomination Period will be specified in the call for nominees and posted on the ARIN website.
- c. Nominees must have submitted complete responses to the applicable nominee questionnaire by the end of the third calendar day after the close of the nomination period in order for their nomination to be considered valid.
- d. If necessary, due to unforeseen circumstances, the timeline of the Nomination Process and NomCom Evaluation Process may be changed by concurrence of the President and the ARIN Board Election Officer, so long as the revised timeline remains in compliance with ARIN's Bylaws and applicable law. Any change to the Nomination Period will be announced to the community and posted on the ARIN website.

V. Election Slate Development Process

- a. All valid nominations are forwarded to the entire NomCom including the nominee name, position sought, and their full nominee questionnaire.
- b. All NomCom members are to disclose to the NomCom in a timely fashion the potential for a conflict of interest ("COI") situation with regard to evaluating any nominee and the material circumstances thereof. A NomCom member knowing a nominee or having an opinion of a nominee's fitness does not constitute a COI. A NomCom member who has a material business relationship with a candidate or the candidate's employer, should disclose this to other NomCom members and recuse themselves, if necessary, from considering that candidate's qualifications and including or exclusion from the slate. It

shall be up to the NomCom to consider any disclosed circumstances and make its own determination of whether a conflict of interest exists and how best to proceed.

- c. The NomCom shall preserve the confidentiality of its deliberations. ARIN staff and counsel shall not participate in such discussions except when specifically requested to act in an advisory capacity.
- d. The NomCom shall conduct an initial review of each nominee's questionnaire and eliminate any nominees that the NomCom deems do not meet the qualifications for the position sought.
- e. ARIN legal counsel will arrange for a third-party vendor to conduct reviews of publicly available data for all nominees that are potentially qualified for the Board of Trustees and provide such data in confidence to aid the NomCom in consideration of the nominees and their questionnaire responses.
- f. To the extent a nominee has been an ARIN volunteer (or former employee), information from that person's individual file with ARIN will be provided to the NomCom if it relates to evaluation of a nominee's experience and qualification for a position.
- g. ARIN will arrange for a third-party Human Resources (HR) firm to conduct interviews with qualifying Board of Trustees nominees. The HR firm will prepare Individual summaries on each nominee that will be shared with the NomCom.
- h. The NomCom should conduct ARIN AC nominee interviews as needed in order to gain a better understanding of nominees' background and qualifications.
- i. The NomCom will review the qualifications of the nominees and at the conclusion of their review process, the NomCom must select nominees to be placed on the Board and ARIN AC election slates as candidates. The NomCom then certifies these initial election slates and their selection via proper processes to ARIN's President.
- j. If necessary, the NomCom Chair will prepare, in consultation with the ARIN General Counsel, an explanatory statement of the relevant factors regarding any nominee not included on an election slate. ARIN will provide this statement to a nominee at their request. This statement may be disclosed publicly by the nominee at their discretion or by ARIN subsequent to public discussion by the nominee of their omission from the slate and/or their petition for slate inclusion.

VI. Election Slate Publication

- a. ARIN's President directs ARIN staff to publish the initial slates of candidates to the ARIN Membership, along with a call for nomination by petition, no later than thirty-one (31) days prior to the ARIN October PPMM.
- b. Any nominations by petition shall be evaluated and processed as required per ARIN Bylaws.
- c. Nominees seeking entry to the ballot solely by petition will be also assessed by the NomCom, and the NomCom shall publish a statement regarding any petition candidates not found suitable for the position sought.
- d. ARIN publishes the final slates of candidates on the ARIN website and electronically sends the election notice to all eligible voters no later than ten (10) days prior to the ARIN October PPMM.

VII. Voter Eligibility Process

- a. Members eligible to vote are determined per ARIN Bylaws.
- b. ARIN's Communications team sends a notice to all members reminding them of the upcoming deadline for confirmation of voter eligibility. Voter eligibility cutoff is forty-five (45) days prior to a ballot or election.
- c. Immediately after the voter eligibility cutoff deadline, ARIN's Communications team creates an initial list of eligible voters.
- d. By the end of the first business day following the voter eligibility cutoff deadline, ARIN's Communications team shall create, in the presence of ARIN's legal counsel, a final list of eligible voters.
- e. ARIN's Communications team sends the final voter eligibility list to ARIN's President for review.
- f. ARIN's legal counsel shall confirm with ARIN's President that the creation of the final voter eligibility list is consistent with ARIN processes and certifies no known discrepancies or inaccuracies.
- g. After review, ARIN's President forwards the final voter eligibility list to the designated Trustee who serves as the ARIN Board Election Officer, and the Board Election Officer confirms the President's review of the list of eligible voters.
- h. Upon review and confirmation of the final voter eligibility list, ARIN's President directs staff to publish an alphabetical list of the names of all ARIN Members who are entitled to vote in the election, including the address of each member. Voting contact names, email addresses and phone numbers shall be redacted from the public list of voters.

VIII. Election Process

- a. The public portion of the nominee questionnaire for each candidate and any Statements of Support are made available online concurrent with publishing the initial slate of candidates on the ARIN website and through the end of the election period.
- b. The election period shall begin during the ARIN October PPMM of the year, and the opening of the election shall be announced by the Chairman of the PPMM meeting.
- c. The election period shall be set for a period of at least seven (7) days during which time eligible voters may cast votes. All votes shall be cast electronically via a system which confirms each vote is cast by an eligible party on the final voter eligibility list.
- d. If necessary, due to unforeseen circumstances, the timeline of the Voter Eligibility and Election Processes may be changed by concurrence of the ARIN President and the ARIN Board Election Officer, so long as the revised timeline remains in compliance with ARIN's Bylaws and applicable law. Any change to the timeline will be announced to the community and posted on the ARIN website.

IX. Election Confirmation Process

- a. Upon conclusion of the election period, ARIN's Communications team prepares an election report of the voting results and forwards the election report to ARIN's President, the Board Election Officer and General Counsel.
- b. ARIN's President and the Board Election Officer shall, in cooperation with ARIN's General Counsel, confirm the vote tally and certify that the election was held following the approved election processes.
- c. In the event of a tie for the final available open seat in a general election, the winner shall be selected by random lot, drawn by ARIN's President in the presence of another ARIN Officer, Trustee, or legal counsel of the organization.
- d. The ARIN Board of Trustees shall confirm the results of the election process and the President of ARIN shall formally announce the results of the voting as soon as possible, but not later than seven (7) calendar days following the close of the election period.