

Charter for the 2020 Nomination Committee (NomCom)

1.0. Purpose

The ARIN 2020 Nomination Committee (NomCom) shall be responsible for identifying, recruiting, and assessing candidates standing for election to the ARIN Board of Trustees and the ARIN Advisory Council, in accordance with the ARIN Bylaws and the ARIN Election Processes.

2.0. Composition, Selection, and Term of the Committee

2.1. The NomCom shall be composed of members as specified in the Bylaws, Article VI, Section 3(a)(2); and Article VIII, Section 2(a):

- a. The NomCom shall include two members from the ARIN Board of Trustees, appointed by the Board. One of the Board members shall be appointed Chair of the NomCom.
- b. The President shall not be a member of the NomCom, but will designate a staff member to provide reasonable administrative support to the NomCom. When requested, the ARIN General Counsel will provide advice to the NomCom Chair.
- c. The NomCom shall include five individual representatives from the General Membership who shall be appointed by the NomCom members specified in 2.1.a.
- d. The General Membership representatives may include up to two (2) serving Advisory Council members.
- e. No person may have served as a member of the NomCom and be a Board or AC Candidate for election in the same year.

2.2 The NomCom shall preserve the confidentiality of its deliberations. All NomCom members are required to sign a current ARIN Non-Disclosure Agreement prior to serving.

2.3 The NomCom concludes upon announcement of the election results. Upon conclusion, the NomCom Chair shall review the Committee's charter and its performance. Any recommendations from this review shall be reported to the full Board for their consideration.

3.0. Scope of Responsibilities

The NomCom identifies, recruits, and assesses each candidate nominee's suitability for serving on the ARIN Board of Trustees and the ARIN Advisory Council. The NomCom reviews and finalizes questionnaires to be used in this assessment of nominees. Based on information provided by each nominee in their questionnaire and any additional information sought or obtained by the NomCom, the NomCom creates the initial slates for each election (Board of Trustees and ARIN Advisory Council) that are composed of suitable candidates. The NomCom also assesses the suitability of petition nominees.

3.1. Nominee Evaluation Process

The NomCom shall conduct an evaluation process as guided by the Bylaws and Election Processes:

- a. The NomCom shall use the completed nominee questionnaires to identify candidates who will be considered for inclusion on the initial election slates.
- b. Those identified candidates for the Board of Trustees shall have their qualifications verified utilizing public sources and third-party services in confidence.
- c. Those identified candidates for the Board of Trustees shall be offered the opportunity to be interviewed. The format of those interviews shall be at the discretion of the NomCom and may involve the use of a third-party service.
- d. At any time during the process the NomCom Chair may contact a nominee to gather additional information if needed for proper evaluation.
- e. The NomCom shall not exclude an eligible nominee from a candidate slate based on constructive criticism of ARIN policies, Board, Management, or Staff.
- f. In order to participate in the NomCom evaluation process and be included in the initial slate of candidates, a nominee must be eligible as required by ARIN Bylaws Article VIII, Section 1(b).

3.2 Election Slate Development

Based on all relevant information gathered in the evaluation process, the NomCom shall determine which nominees are to be put on the Initial candidate slates. The NomCom shall present to the President of ARIN its set of eligible candidates for each election (Board of Trustees and ARIN Advisory Council), and certify that these initial election slates were developed in accordance with this charter and the ARIN Election Processes. These are the initial candidate slates and are subject to further additions via the election petition process that follows the NomCom slate development process.

The number of candidates placed by the NomCom on the initial Board of Trustees election slate shall exceed the number of open positions by at least one (1) candidate

and be a maximum of six (6) candidates. The Board election slate shall include a minimum of one (1) non-incumbent candidate.

The number of candidates placed by the NomCom on the initial Advisory Council election slate shall exceed the number of open positions by at least one (1) candidate, and shall include no more than twice the number of candidates as there are open positions.

3.3 Petition Candidate Assessment

The NomCom shall also review and assess the suitability of any petitioners who seek addition to an ARIN election ballot and have not already been assessed by the NomCom. Those who express intent to petition shall be provided the respective nominee questionnaire for completion within 3 calendar days. Petition nominees who provide a complete questionnaire will be evaluated per 3.1 Nominee Evaluation Process above.

For petition nominees who do not provide a completed questionnaire or who are found by the NomCom to be not suitable for the position sought, the NomCom Chair will prepare, in consultation with the ARIN General Counsel, an explanatory statement of the relevant factors regarding that petition nominee's lack of suitability for office. ARIN will provide this statement to the petition nominee, and this statement may be disclosed publicly by the nominee at their discretion or by ARIN subsequent to the petitioner's successful petition and inclusion on the respective ballot.

4.0 Board Guidance to the NomCom

To assist the NomCom in carrying out its duties, the Board shall provide written guidance to the NomCom regarding the skills and experience that the Board feels would assist in effective governance of ARIN. This guidance shall be published on the ARIN website.