

To: ARIN Board of Directors

Fr: ARIN Governance Committee

Subject: ARIN Board Composition and Selection Options

Background

At the January 12th, 2015 Board Meeting the ARIN Board completed a discussion regarding composition of the ARIN Board and Advisory Council noting:

It was confirmed that the Board Governance Committee (GovCom) has on its agenda to discuss and craft proposal(s) regarding possible changes to the composition and selection of the ARIN Board and Advisory Council to see if the current process can be improved, including proper skill and geographic diversity.

Staff researched and prepared options for GovCom consideration, which met on April 6th, 2015 to deliberate. Those proposed options are attached to this report.

Recommendations regarding ARIN Board Composition:

The GovCom recommends to the Board that it ask staff to:

- Examine ways ARIN can encourage Capacity Building in the Caribbean sector through the fellowship program or otherwise with a goal of increasing the number of regular active participants from that sector.
- Prepare draft by-laws to modify the eligibility for the one seat reserved for Appointment from a person with “a financial management background” to an individual who fulfills a perceived skills or diversity gap.
- Reduce the term of the appointed position from its current three-year allowance to a maximum of one year.
- Monitor the progress of this program and if the diversity does not improve, consider increasing the board size.

Reasoning:

The Governance Committee believed that when looking at current and historical Board Composition the gap of greatest concern is lack of representation from the Caribbean Sector.

There was consensus that the best way to achieve regular representation from this sector is to do capacity building in the region by getting more individuals from the sector involved and visible at ARIN meetings. One possible approach is for staff to modify the fellowship program to encourage those who demonstrate a desire to be actively involved in ARIN by facilitating their attendance at multiple meetings.

Another approach would be to consider short-term appointments at the start of each year to fill any perceived skill or diversity gap as a result of the previous election. This can be accomplished by loosening the criteria for the seat reserved for Board Appointment while also shortening the appointment term. Such change allows for future perceived skills or diversity gaps to be addressed in a timely manner.

The GovCom believes that adjusting the requirements for that seat to allow an individual who fills a perceived skill or diversity gap on the Board would be appropriate. It was important to the GovCom that the appointed term be one year and that the current maximum board size of eight (8) be maintained.

Appointments were selected due to:

- It avoided adding unneeded complexity to the election process
- The fact that designated seats could cause fragmentation of ARIN (e.g. questions of Board quorum absent sector representation).

Concerns raised with Appointments were:

- Appointed members may not be elected in the following general election which could result in the Board having to address the problem repeatedly after each election.
- Appointed members may need more than one year to adjust and to feel comfortable as an effective board member.
- How the Board would identify potential candidates other than ones selected by the Nomination Committee

The Governance committee concluded it is premature to increase the number of elected Board seats. The recommendation would be to wait and evaluate the noted approaches to see if the two suggestions above balance out representation going forward.

Recommendation regarding the ARIN Advisory Council Composition:

The ARIN Advisory Council has recently had a leadership change, which should be given time under the status quo to adjust. 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.

Fin.