

ARIN ELECTION PROCESSES

Version 1.0

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 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. Approval of ARIN Election Processes
 - A. As soon as practical after the start of the year, the Board shall review and approve the election processes to be used for elections that year.

- II. 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.

- III. Formation of the Nomination Committee
 - A. Within the first quarter of the year, the Board shall approve the Nomination Committee Charter (“NomCom”) 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 serving on this year’s NomCom.
 - C. ARIN Staff will validate that those volunteering to serve on the NomCom are associated with ARIN Members in good standing.
 - D. A list of volunteers that have been validated will be provided to the two Trustees on the NomCom, who shall select the appropriate number of volunteers per the NomCom charter and appoint them to the NomCom in a timely manner.
 - E. All NomCom members are required to sign a current ARIN Non-Disclosure Agreement prior to serving.

- IV. 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 are added to the base set of questions and the final result 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 Advisory Council (ARIN AC) nominees and may alter, delete, or add additional questions for ARIN AC nominees as desired. The final result will become the ARIN Advisory Council Nominee Questionnaire for that year and will be posted to the ARIN website prior to the start of the nominations period.

V. 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 Nomination period runs from approximately eighty (80) calendar days prior to the ARIN October Public Policy and Members Meeting (“PPMM”) to fifty (50) calendar days prior to the ARIN October PPMM, unless the deadline lands on a weekend or holiday at which point the period will run to the next business day. The exact 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 three (3) calendar days after the expiration of the nomination period or their nomination will be invalid.

VI. Election Slate Development Process

- A. All valid nominations are forwarded to the 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 respect to any nominee and the material circumstances thereof. A NomCom member already knowing a nominee or having an existing opinion of a nominee shall not constitute a COI situation, but such a situation may exist if a NomCom action would provide, directly or indirectly, a financial benefit or a disparate benefit individually to the NomCom Member, or to a company that he or she is employed by, has a significant financial interest in, or represents in any fashion. 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 evaluates each nominee and develops a list of prospective nominees for each election slate, which it provides to ARIN’s President.
- D. The NomCom shall preserve the confidentiality of its deliberations and ARIN staff and counsel shall not participate in such discussions except in an advisory capacity when requested.
- E. ARIN's legal department will arrange for background research into all prospective nominees for the Board of Trustees to provide additional objective data to aid the NomCom in consideration of the nominees and their questionnaire responses. A report of the background research findings will be provided to the NomCom in confidence for their review and consideration. To the extent a nominee has been an ARIN volunteer (or former employee), information from that person’s individual file with ARIN will also be provided in connection with background report if germane to evaluation of a nominee’s experience and qualification.
- F. The NomCom shall conduct interviews with each prospective nominees as part of their assessment of nominee qualifications.
- G. At the conclusion of their review process, the NomCom must finalize the list of potential nominees for each position and forwards this list to ARIN’s President as the initial slate of candidates.
- H. ARIN’s President directs ARIN staff to publish the initial slate 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.
- I. Any nominations by petition shall be evaluated and processed as required per ARIN Bylaws.
- J. ARIN Member Services publishes the final slate of candidates on the ARIN website and mails the election notice to all eligible voters no later than ten (10) days prior to the ARIN October PPMM.
- K. If necessary due to unforeseen circumstances, the timeline of the Nomination Process and NomCom Evaluation Process may be changed by concurrence of the CEO 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.

VII. Voter Eligibility Process

- A. Members eligible to vote are determined per ARIN Bylaws.
- B. ARIN Member Services 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 Member Services creates an initial list of eligible voters. A copy of this list is sent to ARIN's Associate General Counsel.
- D. By the end of the first business day following the voter eligibility cutoff deadline, ARIN Member Services shall create, in the presence of ARIN's Associate General Counsel, a final list of eligible voters.
- E. ARIN Member Services sends the final voter eligibility list to ARIN's President for review.
- F. ARIN's Associate General Counsel confirms 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 Board Election Officer, and the Board Election Officer confirms 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 at the meeting, 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 final PPMM of the year, and the opening of the election shall be announced by the Chairman of PPMM meeting.
- C. The election period shall be set for a period of at least seven (7) days during which time members 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 CEO 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 Member Services prepares a election report of the voting results and forwards the election report to ARIN's President, the Board Election Officer and ARIN's General Counsel.
- B. The 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 procedures.
- 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 the President in the presence of another Officer, Trustee, or legal counsel of the organization.
- D. The 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.