

# **Guideline: ccNSO Nominations Process ICANN Board Seats 11 and 12**

Version: 2.0 Updates the December 2022 Guideline

Date of Council Review: 2 June 2026

Date of Review members: 24 June 2026

Date of adoption by the ccNSO Council:

|                                                                                    |           |
|------------------------------------------------------------------------------------|-----------|
| <b>1. Introduction and Background</b>                                              | <b>2</b>  |
| <b>2. Glossary</b>                                                                 | <b>2</b>  |
| <b>3. Purpose of the Guideline</b>                                                 | <b>3</b>  |
| <b>4. Eligibility to participate in the Nomination Process</b>                     | <b>3</b>  |
| 4.1. Eligibility to be nominated as a ccNSO appointed Board Director               | 3         |
| 4.2. Eligibility to nominate and second                                            | 3         |
| 4.3. Eligibility to vote                                                           | 4         |
| <b>5. Timeline and Process</b>                                                     | <b>4</b>  |
| 5.1. Initiation of Board Seat Nomination Process                                   | 4         |
| 5.1.1. Initiation of Regular Board Seat Nomination Process                         | 4         |
| 5.1.2. Initiation of Board Seat Nomination Process in case of vacancies            | 4         |
| 5.1.3. Initiation of Board Seat Nomination Process when all Directors are recalled | 4         |
| 5.2. Timeline                                                                      | 5         |
| 5.3. Appointment of the Nomination Process Manager                                 | 5         |
| 5.4. Call for Nominations                                                          | 5         |
| 5.5. Acceptance of nomination                                                      | 6         |
| 5.6. Background (Due Diligence) Check of Candidate(s)                              | 7         |
| 5.7. Candidate Statements and Q&A Session                                          | 8         |
| 5.8. Voting and run-off Voting                                                     | 8         |
| 5.9. Closure of Voting Process                                                     | 9         |
| 5.10 Nomination Report and Conclusion of Nomination Process                        | 9         |
| <b>6. Termination of the Nomination Process</b>                                    | <b>10</b> |
| <b>7. Miscellaneous</b>                                                            | <b>10</b> |
| 7.1. ccNSO Internal Guideline                                                      | 10        |
| 7.2. Omission in or unreasonable impact of the Guideline                           | 10        |
| 7.3. Review of Guidelines                                                          | 10        |
| <b>8. Roles and Responsibilities Assignments</b>                                   | <b>11</b> |

# 1. Introduction and Background

According to the ICANN Bylaw Article 10, Section 10.3(i), the ccNSO Council shall nominate individuals to fill Seats 11 and 12 on the Board by written ballot or by action at a meeting; any such nomination must have affirmative votes of a majority of all the members of the ccNSO Council then in office.

Notification of the ccNSO Council's nomination(s) shall be given by the Chair of the ccNSO Council in writing to the EC Administration, with a copy to the Secretary, and the EC shall promptly act on it as provided in Article 7, Section 7.25 of the ICANN Bylaws<sup>1</sup>.

According to the ccNSO internal Rules<sup>2</sup> the ccNSO members shall propose and select candidates for ICANN Board seats 11 and 12, and that the selected candidates shall, in turn, be nominated to fill Seat 11 and/or Seat 12 - as applicable - by the ccNSO Council, following the adoption of the Nomination Report.

# 2. Glossary

For purposes of this guideline, the following terms have been defined:

- **Council:** refers to the ccNSO Council, and the term “Councillor” refers to a ccNSO Council member.
- **Nominee:** A person who has been formally nominated and seconded per this guideline.
- **Candidate:** A Nominee who has accepted the nomination to serve on the ICANN Board of Directors (BoD).
- **Nomination Process:** The entire process starts with the adoption of the nomination process timeline and appointment of the Nomination Process Manager by the Council, and concludes with the adoption of the Nomination Report by Council.
- **Nomination Process Manager:** The staff member designated by the Council to manage and supervise the Nomination Process.
- **Self-nomination:** When a Representative either nominates themselves or nominates another person from the same entity listed as ccTLD Manager in the IANA Database.
- **Self-seconding:** When a Representative either seconds their own nomination or seconds the nomination of another person from the same entity listed as ccTLD Manager in the IANA Database.
- **ccNSO appointed Board Director-elect:** A Candidate who has been selected to serve on the ICANN Board but whose first term has not yet started.
- **Territories:** as defined in ICANN Bylaw Section 10.4(a)
- **ccTLD Manager Representative:** The person designated by a ccNSO Member as representative (ICANN Bylaws, section 10.4.(e)(i)). For avoidance of doubt, for purposes

<sup>1</sup>ICANN Bylaw Section 7.25 <https://www.icann.org/en/governance/bylaws#article7.25>

<sup>2</sup> ccNSO Rules <https://itp.cdn.icann.org/en/files/resources/internal-membership-rules-26oct22-en.pdf>

of this Nomination Process, a Representative of a ccNSO member is identified by the email address recorded in the ccNSO Members database, consistent with the approach applied in practice.

- **Emissary:** the person designated according to the ICANN Bylaw definition 10.4(e)(ii)

### **3. Purpose of the Guideline**

The purpose of this Guideline is to describe the procedures and timeline pertaining to the Nomination Process of ccNSO appointees to the ICANN Board of Directors.

### **4. Eligibility to participate in the Nomination Process**

#### **4.1. Eligibility to be nominated as a ccNSO appointed Board Director**

To be nominated as a ccNSO appointed Director, the ccNSO must ensure<sup>3</sup> that the nominee and appointee to Board Seats 11 and 12, at any given time, are not citizens from Territories located in the same ICANN Geographic Region. For purposes of this section, if any nominee for Board Seat 11 or 12 maintains citizenship or Domicile of more than one country, that Nominee may be deemed to be from either country and must select in their Statement of Interest the country of citizenship or Domicile that they want the ccNSO to use for nomination purposes. For purposes of this section, a person can only have one Domicile, which shall be determined by where the Nominee has a permanent residence and place of habitation.

For avoidance of doubt, a person who is nominated to be a ccNSO appointed Director is not required to be employed by a ccTLD Manager to be eligible for nomination. Still, if there is an employment or other relationship with a ccTLD Manager or any other organization, this should be disclosed as part of their Candidate Statement.

#### **4.2. Eligibility to nominate and second**

Only Representatives of ccTLD Managers whose ccNSO membership has been approved by the ccNSO Council no later than one day before the start of the Call for Nominations are eligible to nominate or second. If the individual submitting a nomination or seconding is not the Representative, the Nomination Process Manager will notify the Representative and request explicit confirmation of the nomination or seconding.

For purposes of nominations and secondments, the Representative shall be identified by the email address recorded in the ccNSO Members database.

Each Representative may nominate and/or second only one (1) person to serve as ccNSO appointed Board Director.

If a Representative nominates more than one person, only the first nomination will be considered valid.

---

<sup>3</sup> ICANN Bylaw Section 7.2 (c) <https://www.icann.org/resources/pages/governance/bylaws-en/#article7>

If a Representative seconds more than one nomination, only the first seconding will be considered valid.

Self-secondings are not valid and will not be processed.

### **4.3. Eligibility to vote**

Only Emissaries for ccTLD Managers whose ccNSO membership has been approved by the ccNSO Council no later than one day before the start of the voting, as scheduled in the Timeline (section 5.8 of this Guideline) if any, may vote.

## **5. Timeline and Process**

### **5.1. Initiation of Board Seat Nomination Process**

#### **5.1.1. Initiation of Regular Board Seat Nomination Process**

As per the ICANN Bylaws<sup>4</sup>, at least one (1) year before the individual nominated will fill Seat 11 or 12 on the ICANN Board of Directors, the ccNSO Council shall appoint a Nomination Process Manager. Under the direction of the Council, the Nomination Process Manager shall determine the timeline for the Nomination Process, including the due diligence verifications and, to the extent necessary, voting periods to fill the ccNSO seats on the ICANN Board.

#### **5.1.2. Initiation of Board Seat Nomination Process in case of vacancies**

A vacancy or vacancies occurring in Board Seat 11 or 12 shall be deemed to exist in the case of the death, resignation, or removal of any Director or Interim Director ([as defined in Section 7.12\(b\) of the Bylaws](#)), or if the authorized number of Directors to be appointed by the ccNSO is increased. Vacancies occurring in Seats 11 and 12, or if the authorized number of Directors to be appointed by the ccNSO is increased, shall be filled following the procedures for the Regular Board Seat Nomination Process (section 5.1.1 above).

A Director designated by the EC to fill a vacancy on Board Seat 11 or 12 shall serve for the unexpired term of his or her predecessor in office and until a successor has been designated and qualified.

No reduction of the authorized number of Directors shall have the effect of removing a Director prior to the expiration of the Director's term of office.

#### **5.1.3. Initiation of Board Seat Nomination Process when all Directors are recalled**

In accordance with section 7.12 (b) of the Bylaws, if all Directors are recalled, the ccNSO, as Decisional Participant in the Empowered Community, shall initiate a Board Seat 11 and 12

---

<sup>4</sup> ICANN Bylaw Section 7.8(a)(iv) and (v): <https://www.icann.org/en/governance/bylaws#article7>

(iv) The terms of Seats 9 and 12 shall begin at the conclusion of each ICANN annual meeting every third year after 2015;

(v) The terms of Seats 10 and 13 shall begin at the conclusion of each ICANN annual meeting every third year after 2013;

Nomination Process as soon as possible after the EC has designated Interim Directors following the recall of all Directors.

In setting the timeline for the Nomination Process to replace Interim Directors, it must be ensured that the EC designation of the successor of the Interim Directors shall occur within 120 days of the Interim Director's designation.

For avoidance of doubt, persons designated as Interim Directors may be eligible for designation as Directors as well.

## **5.2. Timeline**

The timeline should allow enough time for the Nomination Process, including but not limited to due diligence verifications, the voting and/or second round of voting by the ccNSO membership, and formal nomination by the ccNSO Council. Per Section 7.8 of the ICANN Bylaws, a regular replacement Nomination Process for Seat 11 and/or 12 should be completed at least six (6) months before the conclusion of the ICANN annual meeting when the standard term for Seat 11 or 12 ends<sup>5</sup>.

The timeline should include at least dates for the following milestones:

- Appointment of the Nomination Process Manager;
- Call for Nominations;
- Acceptance of candidacy;
- Expected duration of the Due Diligence verifications;
- Presentation of Candidate Statements;
- Start and end of the voting rounds and run-off voting;
- Closure of voting process.
- Nomination by the ccNSO Council.

The Secretariat will publish the timeline adopted by the ccNSO Council on the ccNSO website.

## **5.3. Appointment of the Nomination Process Manager**

The Nomination Process Manager manages the timeline and procedures, including the voting and is appointed by the ccNSO Council.

## **5.4. Call for Nominations**

The Nomination Process Manager will announce the call for nominations at the time outlined in the nomination timeline established by the ccNSO Council. The announcement of the call for nominations must include the opening date and the closing date, which will be at least two (2) weeks after the opening date of the call.

The announcement calling for nominee(s), will include a reminder of the following requirements:

- To nominate suitable persons, by also referencing the relevant sections in Article 7 of the ICANN Bylaws.

---

<sup>5</sup> In the event the Nomination Process is terminated because of the circumstances foreseen in section 5.5 or section 5.7 of this guideline.

- Per Article 7, Section 7.2(c) of the ICANN Bylaws, person(s) to be nominated and the remaining ccNSO-nominated Board director or the two elected to be nominated candidates shall NOT be citizens from the same country or of countries located in the same ICANN Geographic Region.

The announcement of the call will further include a description on how to nominate and second a person, and will refer to the corresponding templates. These templates shall contain at least the following:

#### **Nominating Template**

- Full name of the person nominated;
- E-mail address of the person nominated;
- Full name of the person nominating;
- E-mail address of the person nominating;
- ccTLD of the person nominating.

#### **Seconding Template**

- Full name of the person being seconded;
- E-mail address of the person being seconded;
- Full name of the seconder;
- E-mail address of the seconder;
- ccTLD of the seconder.

The templates for nominations and secondments shall be posted on the ccNSO website. The archive of the nominations and secondments will be publicly available.

The Nomination Process Manager will announce the closure of the nomination period, in accordance with the timeline established by the ccNSO Council.

## **5.5. Acceptance of nomination**

After the call for nominations is closed, a Nominee must formally accept the nomination by completing the Nomination Acceptance Form by the date foreseen in the Timeline. For avoidance of doubt, if a Nominee does not formally accept the nomination by the date in the Timeline, the nomination will be considered invalid.

The Nomination Acceptance Form shall include at a minimum:

- Nominee's full name;
- Nominee's affiliation;
- Country of Citizenship or Domicile of the person to be nominated<sup>6</sup>;
- Confirmation of and consent to ICANN Bylaws Sections 7.4(a), (b), and (d);
- Consent to due diligence screening and data transfer to the independent provider;
- Acceptance of the ICANN Privacy Policy and website Terms of Conditions;
- Acceptance of the ccNSO Nomination Guideline.

By accepting the nomination, the nominee warrants and is aware of, and consents to:

- The Country of Citizenship or Domicile, as included in the nomination form;

---

<sup>6</sup> As defined in the ICANN Bylaws Section 7.2(b) <https://www.icann.org/en/governance/bylaws#article7.2.b>

- Not to hold a position as an official of a national government or a multinational entity (section 7.4 (a) of the ICANN Bylaws);
- Section 7.4 (b) of the ICANN Bylaws;
- Section 7.4 (d) of the ICANN Bylaws;
- Fully cooperate to undergo a due diligence screening by an external provider, which includes providing necessary consent to the ICANN to transmit personal data to the due diligence provider. Candidates must know that the external due diligence provider will approach them to sign a consent form before the actual due diligence begins.

## **5.6. Background (Due Diligence) Check of Candidate(s)**

After the formal acceptance of the nomination by the Candidate(s), the Chair of the ccNSO Council or other person designated by the ccNSO Council in the event the Chair is a Candidate, shall inform ICANN's General Counsel's office and provide it with all relevant information regarding the Candidate(s). The General Counsel's Office will notify the independent Due Diligence Provider, give all relevant information relating to the Candidate(s), and ask the provider to work directly with the Candidate(s) to begin and complete the due diligence process.

The Candidate(s) may be approached by the independent provider and asked to sign a consent form. If a Candidate does not provide consent or rescinds the consent to undergo the due diligence process, the Council will be informed, and that person's candidacy will be terminated.

After the Due Diligence Provider has concluded its review, the results are provided to designated members of ICANN's General Counsel's Office for evaluation. If no issues are identified, the General Counsel's Office will notify the Chair of the ccNSO Council and the Vice Chair(s) - or, if any of them have accepted a nomination, another designated person - and the candidate(s) will be informed accordingly. If the General Counsel's Office identifies an issue or potential issue, it will notify the Chair of the ccNSO Council and Vice Chair(s) - or, if any of them have accepted a nomination, another designated person - and provide a description of the issue or potential issue.

The Chair of the ccNSO Council, or the designated person, will update the full Council on the outcome of the due diligence review, excluding any councillor who remains a candidate. The Council will be advised whether no concerns were identified or whether concerns were raised that warrant further consideration and decision-making.

After a satisfactory conclusion of the due diligence process, i.e., no concerns resulting from the due diligence review regarding the candidate(s), the process continues with a Question and Answer session, providing the ccNSO membership an opportunity to interact with the candidates.

If one or more issues raise concerns about a candidate's ability to serve on the ICANN Board of Directors, the Chair of the ccNSO Council — or, if the Chair has accepted the nomination, another designated person — may request that the candidate withdraw or may propose that the Council terminate either the candidate's candidacy or the Nomination Process.

If a candidate withdraws, or that person's nomination is terminated, and the candidate was the sole nominee, the Nomination Process will be deemed terminated on the date the candidacy ends. Any decision by the Council to terminate either the Nomination Process or a person's candidacy must be approved by a simple majority vote.

If the Nomination Process is terminated under this section, section 6 of this Guideline applies.

## **5.7. Candidate Statements and Q&A Session**

The Nomination Process Manager will ask the candidate(s) to provide and present a written Candidate Statement before the start of the due diligence verifications. Candidate Statement(s) shall be published on the ccNSO website (in alphabetical order). The Nomination Process Manager will not publish Candidate Statement(s) that do not meet the current ICANN Standards of Behavior or contain defamatory or derogatory statements.

At the time designated in the timeline and after closure of the Due Diligence verifications, ccNSO members and others will be provided with the opportunity to meet and question the candidate(s). This Q&A session shall be chaired and moderated by an independent person who shall have no direct relation or affiliation to any of the Candidates. The session should preferably be held during a ccNSO Community Day at an ICANN meeting. Virtual Q&A sessions are permitted where an in-person meeting is not feasible.

## **5.8. Voting and run-off Voting**

If the number of candidates does not exceed the number of available seats, the Candidates will be nominated to serve as ccNSO-appointed Board Directors without a Member's vote.

A vote will only be held if there are two or more Candidates competing for a Seat. The voting should not start earlier than two weeks after the closure of the Q&A session.

Prior to and during the voting period, as envisioned in the Timeline, the Nomination Process Manager shall:

- a. Send email notices to all eligible Emissaries to indicate how to vote and the date and time by which votes must be received.
- b. Issue timely reminders to the ccNSO members and Council mailing lists;
- c. Coordinate with regional organisations where appropriate to raise awareness of the voting.

The voting will be conducted in the following manner:

- The Nomination Process Manager will issue a formal Voting Notice and publish it on the ccNSO website.
- The Voting Notice will include, at a minimum:
  - The names of the Candidates
  - Information on how the voting will be conducted
  - Voting opening and closing dates.
- The vote will be confidential.
- The ballot will include the name(s) of the candidate(s).
- Where the voting is for one seat, each Emissary will be entitled to vote for up to one candidate.
- The voting period will be at least two weeks, but no longer than three (3) weeks, after which the Nomination Process Manager will close the voting and count the votes.

- The candidate(s) that receive(s) the plurality of the votes cast<sup>7</sup> by the Emissaries shall be the candidate(s) who is(are) elected to be nominated by the ccNSO Council.

In the event of a tie vote, a run-off voting will be held no later than one month after the conclusion of the first round.

## **5.9. Closure of Voting Process**

As soon as possible, but no later than two (2) weeks after the closure of the voting, the Nomination Process Manager shall inform the ccNSO Chair, or other designated person in case the Chair is a Candidate, and the Candidate(s) of the results of the voting.

The Nomination Process Manager will inform the ccNSO members of the results and publish them on the ccNSO website. The result of the vote will be included in the Nomination Process Report.

## **5.10 Nomination Report and Conclusion of Nomination Process**

After the closure, of the Voting Process (section 5.8), the Nomination Process Manager shall prepare a Nomination Report summarising:

- The nomination process;
- The candidate list;
- Due diligence outcomes;
- Outcome of the voting process;
- Any observations or recommendations.

The Nomination Report shall be submitted to the ccNSO Council for review and adoption. Adoption of the report by the Council marks the formal Nomination of the Candidate for Board Seat 11 or 12 and the conclusion of the Nomination Process.

The ccNSO Council shall discuss and decide on the adoption of the Nomination Report at its first meeting following the conclusion of the voting.

If a ccNSO Council meeting cannot occur in time before the ccNSO Council is required to nominate the candidate<sup>8</sup>, the ccNSO Council will conduct an e-mail decision to adopt the Nomination Report. There needs to be an affirmative vote by the majority of the ccNSO Council members in office at the time of the vote.

After adoption of the Nomination Report the Chair of the ccNSO Council shall notify the EC Administration of the Nomination of the Candidate(s) in writing, with a copy to the Secretary.

---

<sup>7</sup> According to the ccNSO Rules (Oct 2022): Section 2.2 Quorum rule for Electronic vote by the members shall not apply for the ICANN Board of Directors Seats 11 and 12 elections, i.e. there is no quorum requirement for this voting. <https://itp.cdn.icann.org/en/files/resources/internal-membership-rules-26oct22-en.pdf>

<sup>8</sup> According to the Bylaws the ccNSO nominated Board member needs to be designated by the ECA 6 months before the end of the AGM at which the Nominee is expected to take the Seat (See Section 7.8 (d) of the ICANN Bylaws)

## **6. Termination of the Nomination Process**

If the Nomination Process is terminated, for whatever reason, the Council will initiate a new Nomination Process by appointing the Nomination Process Manager and adopting a new Timeline. If it is expected that the new Nomination Process will not be completed at least six (6) months before the conclusion of the ICANN annual meeting (at which the regular term for Seat 11 or 12 ends), the Chair of the ccNSO will inform ICANN's General Counsel Office and the EC Administration accordingly within two (2) business days after the Council's decisions to appoint the Nomination Process Manager and to adopt the new timeline.

## **7. Miscellaneous**

### **7.1. ccNSO Internal Guideline**

This Guideline is an internal rule of the ccNSO in accordance with Article 10, Section 10.3(k) and Article 10, Section 10.4(b) of the ICANN Bylaws.

### **7.2. Omission in or unreasonable impact of the Guideline**

If this guideline does not provide guidance and/or the impact is unreasonable, the Chair of the ccNSO Council will decide upon any questions or issues.

### **7.3. Review of Guidelines**

This guideline will be reviewed every third year starting in 2019 or in the event of changing circumstances.

## 8. Roles and Responsibilities Assignments

| Task                                                       | Chair | ccNSO Council | Secretariat | ccNSO members | Nominees | Secretary of ICANN, EC Admin | Nomination Process Manager |
|------------------------------------------------------------|-------|---------------|-------------|---------------|----------|------------------------------|----------------------------|
| Adopt the timeline                                         |       | R             | I           |               |          |                              | I                          |
| Publish the timeline                                       |       |               |             |               |          |                              | R                          |
| Appoint Nomination Process Manager                         |       | R             |             |               |          |                              | I                          |
| Announce the call                                          |       |               |             | I             |          |                              | R                          |
| Nominate                                                   |       |               |             | R, I          |          |                              | I                          |
| Second                                                     |       |               |             | R, I          |          |                              | I                          |
| Accept nomination                                          |       |               |             | I             | R        |                              | I                          |
| Vote on candidates                                         |       |               |             | R             |          |                              | I                          |
| Inform membership and candidates outcome of voting process |       |               |             | I             | I        |                              | R                          |
| Vote on Nomination Reports                                 |       | R             |             | I             |          |                              | I                          |
| Notify the nominee(s) and ECA                              | R     |               |             |               |          | I                            |                            |

R – Responsible, I - Informed