



**NOMINET**

# **CANDIDATES' ELECTION STATEMENTS**

**NON-EXECUTIVE DIRECTOR ELECTIONS**

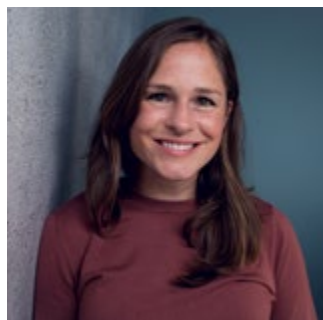
**OCTOBER 2021**

**Please read carefully before casting your vote.**

The views expressed by election candidates are personal to those candidates and do not necessarily reflect Nominet's position. Nominet has not checked any factual content provided by election candidates and Members are advised to make their own assessment of the accuracy, completeness and validity of candidate statements.

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# ASHLEY LA BOLLE

E: nicrelations@opensrs.com T: +49.2283296814

## CURRICULUM VITAE

### MY DETAILS

#### CITIZENSHIP

American

### SHORT PROFILE

#### JOB TITLE

Director of Domains

#### POSTGRADUATE

Master of Business  
Administration  
2019

#### GRADUATE

B.A. International Relations  
B.A. French  
2009

### PROFESSIONAL EXPERIENCE

#### DIRECTOR OF DOMAINS

Tucows Inc. / Bonn, DE

01/2021 – current

- Developing and implementing business plans across functions
- Creating data-based and market-informed pricing and marketing strategies
- Defining operational goals to increase productivity, simplify the business for customers, and reduce costs
- Oversight of Registry Operations and Order Fulfillment functions

#### MANAGING DIRECTOR

EPAG Domainservices GmbH / Bonn, DE

02/2017 – current

- Oversee company's financial performance
- Aligning company objectives with corporate strategy
- Setting internal policies in compliance with legal and contractual requirements
- Driving customer loyalty and financial growth

#### OPERATIONS MANAGER

EPAG Domainservices GmbH / Bonn, DE

01/2016 – 01/2017

- Authorized signatory for the company
- Supervising the day-to-day operations of the company including hiring new employees
- Representing the company at industry events

#### PRODUCT MANAGER

EPAG Domainservices GmbH / Bonn, DE

01/2013 – 12/2015

- Planning and delivering new products
- Managing changes to legacy software systems for domain and SSL management
- Developing and maintaining cost and price structures

## SOFT SKILLS

Business Strategy  
Digital Communication  
Research  
Motivating Teams  
Avid Learner

## LANGUAGES

### ENGLISH

Native Speaker

### GERMAN

Business Fluent

### FRENCH

Intermediate

### TAMIL

Beginner

## INTEREST

### HOBBIES

Running  
Traveling  
Cuban Salsa  
Cello

### VOLUNTEERING

Disaster Relief  
American Red Cross  
German Red Cross

## PROFESSIONAL EXPERIENCE

### COUNTRY-CODE DOMAIN SPECIALIST

MarkMonitor Inc / Boise, USA 06/2010 – 12/2012

- Provisioning country-code domain orders for Fortune 100 companies
- Heading automation projects with engineering teams
- Managing relationships with international registries and third party service providers
- Researching and documenting registry pricing and requirements

### INTERN: PUBLIC & REGULATORY AFFAIRS

Deutsche Telekom AG / Bonn, DE 02/2010 – 04/2010

- Preparing for, conducting, and analyzing the results of network regulatory cases
- Creating benchmarking reports on international regulatory requirements

### INTERN: CORPORATE OFFICE & PROGRAM MANAGEMENT

Deutsche Telekom Geschäftskunden / Bonn, DE 11/2009 – 01/2010

- Assisting the executive board in organizational and administrative responsibilities
- Preparing briefings and presentations for the executive board
- Scheduling board meetings and writing meeting protocols

### INTERN: ONLINE MARKETING & ECHANNEL

Deutsche Telekom Geschäftskunden / Bonn, DE 03/2009 – 10/2009

- Managing search engine marketing, sales promotions, and reporting for a B2B / B2C online shop
- Streamlining processes to make work more efficient

## EDUCATION

### MASTER OF BUSINESS ADMINISTRATION

Oxford Brookes University / Oxford, UK 03/2016 – 03/2019

Qualification: Master of Business Administration

Honors: Distinction

### INTERNATIONAL RELATIONS

#### FRENCH

University of Idaho / Moscow, USA 08/2004 – 06/2009

Qualification: Bachelor of the Arts, Grade: 3.83/4.00

Honors: Magna cum Laude, Phi Beta Kappa

#### HIGH SCHOOL

Coeur d'Alene Charter Academy/ Idaho, USA 08/2001 – 06/2004

Qualification: High School Diploma, Grade: 3.72/4.00

# ELECTION STATEMENT

I find it both encouraging and exciting that so many Nominet members have been actively engaged in pushing Nominet to return to its core vision. We've crossed important milestones towards that change – my primary reason for running to become a Member-Elected Non-Executive Director is to continue driving this change forward and to cement Nominet's commitment to its public benefit mission.

What we most need at this moment are board members who not only hold the right values and vision for Nominet but also bring the business acumen to contribute meaningfully on the board. To me, these essential values include transparency in decision-making, authentic and open communication, and building a culture of listening and respect. I bring these values along with a business mindset that insists on focusing on core operational objectives, such as security and stability of services, effective cost management, empowerment and retention of staff, and maximizing Nominet's public benefit impact. I laid out my vision for Nominet in our company blog (<https://opensrs.com/blog/tucows-votes-in-support-of-the-nominet-public-benefit-initiative/>), ahead of supporting the recent EGM.

I believe the most curative way through this period is via engaging members, insisting on transparency, and employing an optimistic and proactive approach to lasting change.

A bit about me... I am the Director of Domains at Tucows and am responsible for pricing strategies, improving operational efficiency, and maintaining relationships with all of the registries we work with. I care deeply about working with our registry partners to cater to the needs of the registry's customers – whether that be registrants, registrars, or resellers. These kinds of partnerships result in a better outcome for everyone. I live in Bonn, Germany, though I'm originally from beautiful Coeur d'Alene, Idaho, in the U.S. I love running and being in the mountains!

I consider myself a true domain nerd and have worked in various parts of the domains business. I joined the domain industry 10 years ago as a country code domain specialist – processing manual domain orders with the smaller registries and troubleshooting system errors. After moving to Germany, I worked my way through various positions in the business; from product management, to managing our registrar operations, to then becoming Managing Director of EPAG Domainservices GmbH in 2017. I completed an MBA at Oxford Brookes University in 2019 and became the Director of Domains at Tucows in 2021.

I look forward to bringing this experience and passion to Nominet's Board as a Member-Elected Non-Executive Director. I hope I can secure your vote and would love the chance to make my case personally – please reach out at [nicrelations@opensrs.com](mailto:nicrelations@opensrs.com)!

# QUESTIONS AND ANSWERS

1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?*

Nominet, as a country-code domain name registry, should be operated for the benefit of its registrants and U.K. citizens – as a public asset and as a critical piece of the nation's infrastructure. This means that the registry itself should be operated efficiently and with a clear focus on its core mandate – to act as the Network Information Centre for the United Kingdom. Profit being generated over and above the registry's costs and reserves, must be used towards public benefit initiatives, or consultancy educational and other services to improve technology, law and governance. In light of the above, pricing must be regularly reviewed with an eye towards ensuring the long-term viability of the registry and supporting Nominet's public benefit mission.

While managing domain names and the DNS infrastructure is a somewhat niche corner of the technology space, the use of domain names and the DNS impacts every corner of society. This makes it essential to consider the full impact of the internet infrastructure on wider society and ensure stakeholders are well considered and represented in the organization's strategic and operational planning.

Internet technology implicitly comes with ills and opportunities – it is the responsibility of Nominet staff and the Board to not only recognize where Nominet is most the effective, but also the most appropriate participant, in addressing both. This requires that Nominet actively promote a diverse range of voices and participants in reviewing its role. It also requires that Nominet recognize the wealth of knowledge and experience that its own members, large and small, offer to guide its strategy and vision.

2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.*

I am eager to join the Nominet Board to help ensure that Nominet gets back on track in focusing on its core mandate and services. I view this as essential in safeguarding the UK domain space and maintaining its independence. Doing what's best for Nominet – ensuring strong competition, member engagement, stakeholder outreach, and an ongoing commitment to its public benefit mission – results in a healthier and more trustworthy domain name marketplace. This is absolutely essential to create the best results for members, registrants, and for wider society.

All of this requires me to lean on my understanding of the industry and on my personal business experience, but requires a clear separation of responsibilities and loyalties. My responsibilities and priorities at Nominet will always be separate from company business. In addition, I intend to ask a lot of questions, to take the necessary time to make critical decisions, and to make those decisions transparently, based on facts and as much sound data as possible.

**3. *Under company law directors have a duty to “act fairly as between members”, ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?***

Trust is built on fairness. As a Director at Nominet, ensuring an equal opportunity for members to participate and contribute will be essential in creating trust in the Board, the Organization, and myself. In my view, creating this atmosphere of fairness starts with listening, listening, and more listening. To do so, I will invest time in getting to know members from across the wide spectrum of size and focus. In addition, it will be essential to ensure decisions, and the basis for those decisions, are communicated transparently by myself and the rest of the Board.

While all decisions may not find full support across the entire membership, members can trust that I will hear and consider their concerns, and that I will make decisions transparently after careful consideration of available data, member and stakeholder interests, and Nominet's core mission. This transparency requires honesty and authenticity – I intend to make decisions based on the above considerations and then to articulate my position clearly and directly – and not just when that position is popular.

**4. *As a non-executive director you will be given access to confidential information about Nominet's business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.***

I take the separation of Nominet responsibilities from my personal and business affairs quite seriously. I commit to keeping confidential and non-public information gained or accessed as a part of my role as an NED as privileged and confidential. I will ensure that it is not handled, disclosed, or used inappropriately.

Where it is unclear whether information ought to be considered as privileged or confidential, I will err on the side of caution and reach out to peers on the Board to seek advice.

I also acknowledge that there is an inherent contradiction between confidentiality and the transparency I embrace. I therefore consider it all the more essential to be open about when information is confidential, and may not be shared, while remaining transparent, honest, and authentic about the basis for decisions and the decision-making process.

**5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.***

In considering my candidacy as Non-Executive Director of Nominet, I have had numerous conversations with current and past board members of country-code registries, including Nominet. I accept this opportunity with eyes wide open to the time and energy required to perform this role well and to ensure the best results for Nominet and its members. In making my decision to run for election, I enjoy the full support of my organization's senior leadership, my colleagues, and my spouse.

I view the time and energy I place in this role as an investment in the future of Nominet. I also greatly look forward to the relationships I will be able to build across the membership – this is a true privilege and one I will highly value.

# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*

- *A member of Nominet?*
- *In partnership with Nominet?*
- *In a joint venture with Nominet?*

Yes, I am the Managing Director of EPAG Domain services GmbH, a Nominet member. I also hold shares in Tucows Inc (NASDAQ: TCX), which wholly owns the Nominet members Tucows Inc, Enom, Inc., EPAG Domain services GmbH, and Ascio Technologies Inc.

2. *Are you a member of Nominet in your own right?*

No.

3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*

I hold shares in Tucows Inc, which owns numerous Nominet members. Each organization is a likely registrant of one or more .UK domains.

4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*

Yes, I hold shares in Tucows Inc, which owns the Nominet member tags TUCOWS-CA (305,446), EPAG-DE (3,211), ENOM (93,944), and ASCIO (41,746).

5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*

No.

6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*

No.

7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/or is preparing industry guidance etc.*

No.

8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*

No.

9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*

No.

10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*

No.



## PROPOSED BY JONATHAN BREALEY

On behalf of Nominet member 20i, I propose Ashley La Bolle as a candidate in the upcoming election for member-elected Non-Executive Director. Ashley is the Director of Domains at Tucows Inc., which operates the Nominet memberships for Tucows, Ascio Technologies Inc, EPAG Domainservices GmbH and Enom Inc.

In a decade of participation in the domain industry, Ashley has demonstrated a dedication to the people of the industry – building a network within registries and their staff, and with other registrars and industry stakeholders. She not only brings a valuable and profound understanding of the industry, but also a strong background in business. Most importantly, Ashley understands the importance of considering the risks, rewards, and long-term ramifications of operational and strategic decisions.

In her public support of the recent EGM at Nominet, she also demonstrated a strong commitment to solidifying Nominet as an organization dedicated to its public benefit mission. Ashley brings a passion for the domain name industry and for developing a future for Nominet that is sustainable, equitable, and trustworthy.

## SECONDED BY SIMON BLACKLER

Krystal Hosting Ltd is pleased to second Ashley La Bolle for a Nominet seat.

In the course of soliciting support for the PublicBenefit.UK EGM I had the perfect opportunity to talk to hundreds of members of every type and size. With weighted voting I knew that we would require the support of at least a few of the larger members. NameCheap was our first Top 10 (thank you!) and there was only one other Top 10 willing to put their head above the parapet and side with the membership, number 4; Tucows.

It's easy in hindsight to brush over the importance of Tucows' support, but the reality is that their support and the blog post that Ashley wrote (<https://opensrs.com/blog/tucows-votes-in-support-of-the-nominet-public-benefit-initiative/>) put paid to the old board's rhetoric that this was just "a small amount of minority members"; it was a critical point in the campaign.

Ashley has been involved with domains since 2010, and has specific relevant experience such as her global work on ccTLD policy-making that would make her an asset on the Nominet board. More importantly to me, and why I'm seconding her application, is that she and Tucows have the right ethics and principles and buck the profit-first trend of many of the larger registrars. Tucows believes in fair representation of all members and would support measures that would increase more equitable representation.

Should we both make it on to the board I look forward to working with Ashley to improve member representation and help restore Nominet's international reputation.



# DAVID THORNTON

E: david@thornton.uk

## CURRICULUM VITAE

### PERSONAL STATEMENT

I have great awareness of current technologies and trends, often finding myself trying out new online services and thinking about how technology will drive change. I have a passion for domain names and the industry as a whole.

### RELEVANT EXPERIENCE

My current work involves the management of domain names for a small number of registrants and also to provide advice on domain name strategies including acquisition, management and future expansion.

I have bought and sold domain names on what is commonly referred to as the secondary market and have experience in dealing with numerous registrants of all sizes and backgrounds.

### CURRENT ROLES

#### NAME ACCOUNT INC

(Director 2005 – Present, BVI), strategy, advice and UK based representative.

#### NOMINET

(Non-Executive Director 2015 – Present, Oxford and London).

#### FOREIGN LANGUAGE SCHOOL OF PORTUGUESE

Studying as a second language – (2017 – Present, Sao Paulo)

### PAST ROLES

#### X3TD LTD

(Director 2003 – 2015), small ISP provided server management, sourced colo space and provided network services. Former LoNAP member (as Thornton Ltd).

#### FORMIDAVEL LTD

(Director 2010 – 2014), domain name registration and management.

#### SEARCH STARTS HERE LTD

(Director 2003 – 2011), specialised in monetisation of Direct Navigation web traffic.

#### SEARCH DEFINED LTD

(Director 2005 – 2011), search marketing and affiliate marketing.

### EDUCATION

#### BSC (HONS) COMPUTING

Information Technology & Society, University of Portsmouth.

#### 11 GCSE (1995) AND 3 A-LEVELS (1997)

Devonport High School for Boys, Plymouth.

# ELECTION STATEMENT

I am the incumbent candidate. To know more, please visit [www.davidthornton.uk](http://www.davidthornton.uk)

The .uk namespace is a product that millions buy into, either with their own domain name registrations made at registrars like the one you run or work for, or, by interacting with domain names as effective virtual signposts and doorways to important Internet presences, for brands both large and small, that we rely on.

The .uk namespace is a product that is seen upfront and is not hidden like technical infrastructure, transit or peering. It is a product with a high standard of registrations and a good reputation that we must ensure it retains. Reputations are easily lost or wrecked and often very hard to re-establish.

Unlike many other ccTLD namespaces, the .uk namespace has a significant competitor (i.e. .com) selling to customers based in its traditional home market and one that is owned by a highly well-resourced private company that continues to want to gain market share. I do not consider Nominet to have a monopoly of domain name registrations targeting UK Internet users.

Nominet needs the stability from a strong governance model. The existing model, as conceived twenty-five years ago, needs some modernisations so governance stands strong but separate from the desire of some who may only want the wholesale domain name price discount to be a registrar. Permitting those that want to finally have this without burdening them with governance responsibilities, which may be an afterthought for some, is something I hear voiced often. Realistically this will require careful thought and likely some incentive for existing members but is an issue that cannot continue to be avoided. Those that want governance involvement can retain it.

Enhance the Board by moving to a membership proposed, Board appointed traditional structure where skillsets of elected directors are validated to a similar standard as currently appointed directors. Permit the Board to attain appropriate expertise as it requires.

Move to five "from domain name industry" non-executive director seats, with two seats filled by those with a skillset coming from the top 30 retail registrars that manage the vast majority of .uk domain names. The other three seats to be filled by one person with a skillset coming from the secondary market and two persons from midsized and small registrars. Allow for the staggering of seats so skillsets don't vacate the Board all at once.

Retain four appointed directors including a chairperson from "outside the industry" for their valuable expertise. Executive board members reduced to two, likely CEO and CFO.

A technical push for more standardisations including pull transfers with EPP Auth Codes and other standard registry procedures.

Improve and monitor the process of expiration of domain names. The implementation of an outcome from recent consultations, which I fought hard for, remains outstanding.

Continue public benefit contributions, at a realistic percentage of revenue, to worthwhile causes. Ensure the impact of public benefit contributions is measurable and provides some halo to both Nominet and the registrars who contributed the money.

# QUESTIONS AND ANSWERS

1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?*

Over the past six years, as a Nominet Board member, I have participated in many discussions and contributed to decisions relating to Nominet's public benefit remits. Public benefit is enshrined throughout many things that Nominet does and is not simply financial contributions paid to third parties as some may believe. For example, the PDNS project is one example of a commercial project that will have public benefits.

Nominet must carefully think about the ramifications of policies it considers implementing to ensure they work positively for wider public benefit, not just for a minority. It should remain committed to purposeful and measurable public benefit activity, also remaining at the forefront of UK Internet policy development.

Nominet manages the .uk namespace; a product that it played a major part in establishing, together with its registrars and their registrant customers. This is marketed commercially, and it must continue to remain trusted, respected and competitive because it could be damaged or ultimately overtaken by commercial competition and decline in preference.

Decisions that the Nominet Board make should be made in the context of all stakeholders, not just the interests of any specific group. Registry policy should represent the wider stakeholder community, not simply those most engaged in the intricacies of domain name systems.

2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.*

For the past six years, in my position as a Nominet non-executive director, I have had to consider potential conflict of interest on several occasions. For example, I was conflicted out in respect of the price rise. I was, however, able to participate in preliminary discussions relating to pricing, and provide my considered thoughts to the board. I left the room when the final decision was made.

My related commercial interests are the domain names that I manage on behalf of a small number of registrants and the domain names registered to Name Account Inc, of which I am a director. If I felt that I may have a conflict of interest I would declare it and remove myself from discussions as considered appropriate. I have completed the new declaration of interest form supplied.

- 3. *Under company law directors have a duty to “act fairly as between members”, ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?***

I have previously garnered support from a wide range of different Nominet members, including both retail, brand protection and secondary market investors. I want the .uk namespace product to remain at the forefront of Internet domain name use in UK markets and not fall out of favour. This requires listening and the support from all areas of the membership. If Nominet eventually decided to separate governance and the registrar provider aspects, such as domain name price discount, with the consent of the existing membership, members won't simply disappear. The people and entities that members currently are made up of will still exist and continue to play their parts in hopefully ensuring success for both the good of the namespace and for Nominet as a company.

- 4. *As a non-executive director you will be given access to confidential information about Nominet's business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.***

Over the past six years as a Nominet non-executive director I have been made aware of commercial opportunities that were open to Nominet and I have not mentioned them outside of the Board. I have no formal relationships with other Nominet members, aside from sometimes being their customer.

- 5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.***

I work for myself and can usually organize my diary as required. I have the time to fulfil the role, as I have always previously done. I am committed to the idea of being elected for the next three years. I have attended all Board meetings, sub-committee meetings and annual general meetings since first being elected to the Nominet Board in 2015. I live in a time zone that is close enough (3–4 hours behind) to permit me to comfortably function with GMT/BST on which all meetings are based, for online meetings that have become the norm.

# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*
  - A member of Nominet?
  - In partnership with Nominet?
  - In a joint venture with Nominet?

No.
2. *Are you a member of Nominet in your own right?*

Yes.
3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*

Yes. I have a small number of \*.uk domain names in my own name. I am a director of Name Account Inc. which is a registrant of under 1000 \*.uk domain names.
4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*

Tag: DAVIDTHORNTON and THORNTON tags  
- No more than 1500 across both tags.
5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*

Name Account Inc. is a customer (registrant) of under 1000 \*.uk domain names.
6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*

No.
7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/or is preparing industry guidance etc.*

No.
8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*

No.
9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*

No. Not that I am aware.
10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*

No.

## PROPOSED BY MICHELE NEYLON

I am writing on behalf of BLACKNIGHT-IE, a Nominet member.

I wish to propose David Thornton to the Nominet board.

We previously nominated David to the Nominet Board back in 2018. At the time we felt that he was a good candidate as he brought a different perspective. Our opinion on that has not changed, though now we believe he also brings the experience of having served two terms. While I personally might not agree with all of David's positions I do think that he is always thoughtful and engaged, both within the Board and with the wider community.

## SECONDED BY JOTHAN FRAKES

It has come to my attention that David Thornton was nominated for NED, and I would like to second his nomination.

I appreciate that David brings a different perspective to the board, one which includes deep engagement within the marketplace, as well as the accretive aspects of the institutional experience and background as a tenured Non-Executive Nominet Director.

From my occasional interactions with him over the last seven years I have found him to be very knowledgeable, thoughtful, pragmatic and engaged. I have also appreciated his calm refrain during opportunities to get distracted with some of the more charged/spicy elements of the dialog in and around the recent EGM changes.

As a sitting board member, he's built up experience with Nominet and by re-electing him for another term he'll be able to continue ensuring stability and prosperity of the .uk namespace product under Nominet's management; something we all regard as paramount. I also note David's survival of the large transitional EGM changes Nominet has recently faced and that he has accumulated board experience and demonstrated calm that will be crucial at this inflection point in Nominet's evolution and stabilization.

By re-electing him for a third term he'll be able to participate in the process of helping guide Nominet's transformation – which will no doubt be infused with new energy and ideas – and help bring the perspective borne from the past six years on sculpting those ideas and energy into productive and actionable directions.

I have had the privilege of being a Nominet member for a long period of time, and I have met many of the current and former board members. David is one of the only board members who I have seen attending and engaging at global industry events (albeit fewer during the global pandemic), and what is truly noteworthy is how engaged and inclusive he is and his tendency to stop to listen and learn or often to help people along the way to understand Nominet and what its role is.

David has a kind demeanor and his caliber and communication style, as well as his depth of knowledge and patience with people – these all work well. He projects a positive image for Nominet within the monetization/marketplace audiences, as well as developers and those more technically focused. I gained even more respect for David when I found out he is putting in the time and effort to attend many of these events even though he's not being funded to do so by an employer.

Please accept my robust seconding of the nomination of David Thornton and thank you for your time in consideration of my input.



# JIM DAVIES

E: jim@jimdavies.co.uk T: 07404 207835 Twitter: @PerthPo

## CURRICULUM VITAE

### PERSONAL STATEMENT

Former domain name, IP and commercial lawyer. Extensive experience in reviewing situations, analysing options and advocating for a positive outcome, where possible seeking settlement between parties. Worked in not-for-profit, government funded and start up environments.

### EXPERIENCE

#### Non-Executive in Not for Profit Indigenous and Culturally and Linguistically Diverse Athletics Programme

2020 to PRESENT

- Providing non-executive role to probably the leading athletics programme of its type in Australia, which this year alone has produced an Olympic finalist and a world U20 gold medalist
- Programme provides access to high end athletics coaching to both indigenous and immigrant communities in Western Australia
- Currently restructuring the business side of the programme, with aim to attain charitable status

#### Self Employed Business Consultant

2018 to PRESENT

- Advising on medium sized commercial business transactions
- Acting in mediation and dispute resolution
- Advising on domain name acquisitions and sales

#### Elevation Legal — Consultant

2011 to 2018

- Australian Supreme Court and Federal Court IP disputes through to settlement or trial

- Drafting contracts and commercial settlements for clients
- Appearing as an advocate in the UK and Australian Trade Mark Tribunals

#### Wrays Lawyers — Consultant

2010–2011

- Domain name disputes and commercial transactions
- Australian trade mark disputes
- Licensing and commercial contract drafting and advice

#### Bell Denning Solicitors — Consultant Solicitor

2004–2010

- Numerous high profile .uk domain name disputes, including many DRS appeals

#### Nominet — Non Executive Director

2008–2009

Prior work experience includes Monier Williams Solicitors (trainee solicitor and solicitor); managing UK government funded legal projects in Romania; owner of IT security company GPM and startup SendTrust; running Oxford and Cambridge May Ball business.

### EDUCATION

#### College of Law, Chester — Law Society Finals

1991–1992

#### Keele University — Postgraduate Certificate Business Computing

1989–1990

#### Cambridge University — MA (Hons) Science and Law

1985–1989



# ELECTION STATEMENT

Nominet is at a crossroads, after PublicBenefitUK's successful EGM. Five board members were removed and the PublicBenefit programme was supported by a majority of members in a historically high turn out.

We must not repeat the mistakes of the past. I believe we need to try to build constructive consensus within Nominet, following wide ranging consultation with members and stakeholders on the following issues:

- **Constitution and Governance** – I do not think the current constitution is fit for purpose, having been altered to enable wider commercial activity. It needs to revert back to its core not-for-profit registry role. Everything needs to be reviewed and put to the membership for amendment.
- **Profits and Surplus** – Nominet has a reserve fund of over £90 million. I believe that is totally unacceptable and unnecessary. It also makes a large annual profit. In the new constitution, I would like to see a revised Trust set up at arm's length from Nominet, with a guaranteed revenue stream locked in to distribute to good causes.
- **Prices** – Recent price rises have not been justified. I am in favour of returning Nominet to keeping a sensible reserve fund, but otherwise aim prices towards break even and not-for-profit.
- **Salaries** – Senior executive salaries have ballooned by over 70% recently, while prices and profits have risen and donations have dropped. I believe these need to be recalibrated to fall in line with the not-for-profit sector. This will not be a simple exercise, but I would be happy to employ my legal experience (alongside external counsel) to get it done.
- **Voting Rights** – I am concerned that the current weighted voting may be unlawful. It's certainly uniquely complicated and has been applied wrongly in recent votes. It should be reviewed.

We need to work through the PublicBenefitUK reforms, consult and then have the membership vote at a general meeting. That will take hard work, but it also cannot be allowed to stagnate.

As part of the process, I believe directors should speak to their conscience on the proposals. These will be big cultural changes on which there will be legitimate differences of opinion; which should be made clear at the relevant time, if consensus has not been reached.

To get this done, the NEDs will have to do far more than would be usual. Their skills and time will be called upon. Much of it is legal work, something I am qualified to do. I am also in a position to undertake far more than the 20–25 days suggested in the election pack. I would willingly do so, to get a set of proposals presented to the membership for consideration as soon as is practically possible.

Having been a Nominet director in 2008–09, when similar reforms started but were then stopped and reversed, I have the unique advantage of knowing now what I wish I had known then. I think that experience will be invaluable on the road ahead to get the PublicBenefitUK reforms put before the membership.

# QUESTIONS AND ANSWERS

**1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?***

Public Benefit is at the heart of my application to become a Nominet director. I endorsed the PublicBenefitUK campaign from the outset. It reflected much of what I had said when I successfully stood for the board in 2008.

At its heart, to me Public Benefit means operating Nominet on a not for profit basis, aiming to limit the amount of profit that is added to the already huge surplus of over £90 million.

I also support creating a new independent Public Benefit Trust, with a constitutional right to a minimum proportion of the annual profits and retained surplus written into the company's constitution. A Trust at arm's length from Nominet, distributing funds to good causes in accordance with a governance structure that would have been approved by the membership when it was set up.

The UK Corporate Code means to me strong corporate governance and a departure from the path I believe Nominet has followed in the past; where I believe the executive have been too dominant over the non-executives and disconnected from the membership.

As an example, I believe that the current non-executive contract gives Nominet far too much control over newly appointed non-executive directors, by creating a probationary period, which has now been extended from 3 to 6 months. This is not a standard clause in a non-executive contract.

Following the EGM, there has been much talk about listening to the members. However, Nominet's action in applying more control over the directors appointed by the membership seems to show that words are one thing and actions are another. I find that concerning. Hopefully this is an oversight that can be reversed.

**2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.***

I am not employed by any Nominet member.

I have extensive history working in the domain name legal field. However, I do not currently practice law and I do not represent any Nominet members in any legal matters.

I have engaged in consultancy work with some Nominet members in the past 5 years, but I am not currently doing so.

In the past, I have represented Nominet members of pretty much every type, from individuals, to SMEs through to some of the largest registrars.

I therefore believe that I bring a unique combination of experience in the domain name sector, without any current roles that could result in a conflict of interest. I believe that provides for a truly independent voice on the board, representing all members and stakeholders.

3. *Under company law directors have a duty to “act fairly as between members”, ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?*

As said above, I am not currently employed or engaged by any Nominet members.

However, I have been engaged by all types of Nominet members in the past, over an extensive period of time.

So I would say I have wide ranging experience, without having any commercial vested interest at all on behalf of any particular members. Even when I was engaged as a lawyer by members, that did not and would not buy them control over my work as a non-executive director.

I will keep an “open door” to all members and seek to actively engage with them. There are many legitimate differences of opinion on many issues. Increased transparency is something I would push for if appointed.

I have made clear some of my key opinions in terms of the direction I believe Nominet should go in – with a return to its not for profit roots, a revised governance structure and an increase in Public Benefit spending. None of that will happen without consultation with and the support of the membership, so it needs to be their collective vision that we as a board carry out.

4. *As a non-executive director you will be given access to confidential information about Nominet’s business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.*

Most of my working life has been spent as a lawyer. A duty of confidentiality has therefore been central to that. At no point has anyone suggested that I breached that duty.

I do not work for a Nominet member, so the question of unfairly benefiting my own company or any other group of members does not arise.

5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.*

I have just returned to the UK from Australia because of family commitments. I am in the process of reorganising my working life. I can therefore pledge to prioritise the time commitment needed to be a Nominet non-executive director and organise my other work around that, to provide the amount of time required.

With the governance and other changes that I believe need to be put to the members promptly, I expect to spend considerably longer than the 20–25 days a year indicated in this question, at least for the first 12–18 months of the role. I am putting myself forward with my eyes wide open in that regard.

Nominet needs to address the problems identified by the EGM; and provide solutions to those problems for the membership to vote on. I see this as a pivotal time for Nominet; and this is a vital role in that process. I believe I am qualified, willing and able to help carry it out.

# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*
  - *A member of Nominet?*
  - *In partnership with Nominet?*
  - *In a joint venture with Nominet?*

No.
2. *Are you a member of Nominet in your own right?*

No.
3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*

Yes I have between 5 and 10 .UK domains.
4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*

No.
5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*

Many format clients are Nominet members.
6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*

No.
7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/or is preparing industry guidance etc.*

No.
8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*

No.
9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*

No.
10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*

If I were to be invited to work with any Nominet member in the future I would obtain board approval before doing so.

## PROPOSED BY SIMON BLACKLER

Krystal Hosting Ltd is pleased to propose Jim Davies for a Nominet NED seat.

In the course of researching the history of Nominet for the PublicBenefit.UK campaign, I ended up talking to many individuals connected to, and interested in, Nominet's success. One such individual was Jim Davies, who has already served as a Nominet NED; he was elected in 2008 with widespread support from all member types, and resigned in protest of board behaviour in January 2009 (his resignation letter is worth reading, if you've the time - <https://kierenmccarthy.com/2009/01/28/davies-resignation-letter/>)

Jim was early in trying to shine a light on the direction Nominet was taking but unfortunately there weren't the right conditions for the necessary changes at the time. There are now.

Jim is clearly passionate about Nominet. He's demonstrated unequivocally through his previous resignation that he is a man of principle who takes his fiduciary duties seriously. I have absolute confidence that his prior knowledge of Nominet and legal background would be valuable to both the membership and organisation.

Should we both make it on to the board I look forward to working with him to help rectify what he identified as problematic over a decade ago.

## SECONDED BY REX WICKHAM

TwentytwentyMedia Ltd seconds the nomination of Jim Davies for the position of non-executive director on Nominet's board. We have had a professional relationship with Jim for over 15 years and believe he is well suited to the challenge of improving governance at Nominet in terms of the Public Benefit campaign started by Simon Blackler in January this year.



# LIZ WILLIAMS

E: [liz.williams@lizwilliams.net](mailto:liz.williams@lizwilliams.net) T: +44 7714 356 150 W: [www.lizwilliams.net](http://www.lizwilliams.net)

## CURRICULUM VITAE

### ADVOCACY HIGHLIGHTS

**Lead Claimant: High Court UK | Current**  
**Defendant: Experian**

- GDPR data breach claim against Experian for mis-use of personal data of 39M UK subjects. Estimated £34B damages tariff.
- Direct legal counsel, facilitate professional Advisory Committee, manage press and communications campaign Partnership with professional litigation funding.
- Deliver press interviews through all media.
- Subject matter expert in data privacy, network security and consumer law impacts lobbying to change global data aggregator business models.

**Expert Witness: Canada & Cayman Islands | Current**

- Extensive investigation as expert witness to resolve commercial dispute in the domain name industry.
- Supporting mediation and litigation strategy with Canadian counsel. Interviewed witnesses and delivered Court report.

**Policy Development Specialist: ICANN | 1999 – Present**

- Since 1999, designed, envisioned & delivered on consensus-based policy development recommendations on registry services contracts and WHOIS/GDPR compliance.
- Integrated policy inputs from civil society, privacy & human rights expertise alongside commercial actors through coalitions of interest.
- Acted as senior subject matter expert on data protection, privacy, network security and contractual terms and conditions.
- Developed strategic plans and funding for domain name system expansion using global relationship management with clients & funders.

### EDUCATION

**Doctor of Philosophy (QUT) 2004**

**Master of Arts (UC) 1997**

**Bachelor of Arts (ANU) 1985**

**RSA TEFL (CAM) 1993**

**PGC IT & Education (BSU) 2017**

**PG Dip Asian Art (SOAS) 2021**

### SKILLSET

- Internet policy advocacy and stakeholder engagement
- Commercial & contractual implementation on multi-site international projects
- Litigation funding, grant raising, research development & investor relations
- Team management, career development & junior staff mentoring
- Publications, conference presentations, press briefings
- Board director for public advocacy organisations

- Chaired committees, developed documentation for Board approval, conducted performance reviews and worked as appointed Nominating Committee specialist to seat global applicants in leadership positions.

#### **International Arbitration | 2007 Washington DC**

- Retained as expert witness for adult content provider claiming unfair and discriminatory treatment from global technical services regulator ICANN.
- Gave evidence before 3 retired Federal judges.
- Won the case.

## **LEADERSHIP FOCUS**

#### **Asian Development Bank: Vietnam Cambodia & Laos Project Director**

- Led business case development, application for funding and contract negotiation to deliver the two year project.
- Leadership of a 15 member international team of lawyers, economics and regulatory specialists in Vietnam, Cambodia and Laos. I co-ordinated the project with support from the Sydney office base.
- Responsible for recruiting, managing and supervising all the work product for submission to the client focused on regulatory harmonisation in the region.
- Particular focus on knowledge transfer as a key measure of project success to in-country staff members in Hanoi, Phnom Penh & Vientiane as part of the ADB's commitment to strengthening regulatory capacity.

#### **APEC-TEL Capacity Development Project: Papua New Guinea Project Co-Lead**

- Co-leadership of a specialist regulatory team to facilitate the renewal of the PNG telecommunications regulatory regime.
- Funded by APEC TEL, we were responsible for developing in-country expertise, building regulatory capacity and drafting new legislative and regulatory instruments.
- Trained and mentored six local officials on an ongoing basis throughout the project using on-the-ground site visits and remote support

#### **Internet Corporation for Assigned Names & Numbers: Brussels Senior Regulatory Advisor**

- Seconded from Australia to Brussels responsible for the management and co-ordination of two international policy development processes leading a large internal team of engineers, technical experts, public policy specialists and lawyers.

## **SKILL SET**

### **Operational Leadership**

- Managed teams of national & international legal, regulatory & economic experts in developing countries.
- Developed and implemented capability frameworks for junior staff career development
- Work with executive women's networks to address pay equity.
- From the ground up, built Brussels-based international team with public policy, commercial and marketing executives for 25 global clients.
- Led policy and litigation teams on public policy advocacy programs

### **Board Leadership**

- Elected board director for .au Domain Administration & Electronic Frontiers Australia.
- Appointed director to privately held technology companies.
- Focused on business planning, performance measurement & risk mitigation.
- Led development of international strategy, stakeholder engagement models & member participation pathways.
- Led policy and litigation
- Developed position papers and briefing documents for government and direct-to-company industry self-regulatory initiatives.

- Marshalled extensive inputs from international experts with a 24 member Committee of Council where I led the drafting, workflows, reporting and staff development.
- Established active stakeholder engagement models with national governments and international organisations (ITU, OECD & EU).
- Developed new reporting methodologies, had materials translated into the five UN official languages and facilitated the delivery of a "newcomers" program to support representatives from national governments and corporations.
- Co-ordinated the scoping and delivery of a Board-directed organisational review to revise and implement new staffing support structures, mapping internal requirements to an international budget with offices in disparate global locations including Los Angeles, Brussels, Sydney and Singapore.
- Presented research results and policy recommendations at successive ICANN public meetings.

#### **Sedari: Brussels**

##### **Chief Executive Officer**

- Established the scope, scale and delivery of an international team including a Chief Operating Officer, Chief Technology Officer, Public Policy Specialist and Legal Officer for a new start up team. I wrote the job specifications, conducted the interviews, established the pay scales and contracts for several different
- Hired local technical, legal and operational support across marketing services, client engagement, financing and cost control. Using local jobs boards and recruitment companies, recruited a rotating team of 10 people, depending on client needs.
- Within six months, a full team of 20 people located around the world serving 35 clients.
- Controlled all the tax, social security and payroll requirements for a UK company operating in Belgium using expatriate contracts.

#### **Department of Defence: Canberra**

##### **Commercial Lead**

- Directly responsible for 3 staff members including commercial analysts and project managers. I directed and controlled work output, structured reporting requirements, mentored and trained staff.
- Managed the workflow of teams to co-ordinate project deliverables. Instructed external counsel to re-baseline \$1.1BN contract for global communications network implementation. Post Graduate Qualifications
- Applied International Business Experience

## **SKILL SET**

### **Operational Leadership**

- Worked across international organisations and inter-government agencies to influence policy outcomes.
- Integrated cross-cultural business modalities including Russian, Chinese, western Europe and Asia Pacific.
- Developed and implemented client acquisition strategies and funding models
- Managed complex regulatory policy responses based on client jurisdiction requirements & ICANN application rules.
- Acted as subject matter expert in contractual negotiations.

### **Board Leadership**

- Raised private equity funding for projects.
- Managed investors and stakeholders with financial reporting systems.
- Conducted English High Court case to recover investor funds and dismiss CFO.
- Implemented risk mitigation methods to account for ICANN process delays.
- Prepared and implemented agency communications plans, strategic engagement and issue positioning.



## LEADERSHIP FOCUS

### Post Graduate Qualifications

### Applied International Business Experience

"...She has demonstrated the ability to analyse complex and detailed technological, legal and political policy matters which are the keynote of her research. She has conducted her research...in an environment of rapid change accompanied by notable and disparate political and policy tensions within the context of competing vested interests..."

### Professor Bill Caelli

"...She combined the research work with a course workload she completed with distinction. She chose to do a research project in the national Australian parliament on internet usage by politicians and their support staff...The results were not only illuminating in themselves, but served to alert many politicians to the internet revolution of the early nineties..."

### Professor Christina Slade

"Her intellectual agility gives her an ability to engage with questions at the forefront of research, in complex disciplinary areas."

"Liz has been an invaluable member of our team and has proved herself thoroughly professional in all that she does..."

"Thank you for everything. I appreciated very much your accurate advice. I am sure we will work together in the near future."

### Client testimonials

## SKILL SET

**PhD** The Globalisation of Regulation and its Impact on the Domain Name System: Domain Names & a New Regulatory Economy.

**Masters** Regulating the Internet: Privacy under the microscope.

### Bachelor of Arts

International Relations

- 
- Brussels International technical regulator
  - Austrian multi-national insurance company
  - Finnish entrepreneurs working in China
  - Japanese technologists developing home markets
  - HK business people working in a non-for-profit environment
  - Russian patent owners of payment systems
  - South African community builders

## ELECTION STATEMENT

I am standing for election because I believe I can bring extensive highly relevant experience to a world-class technical services company. I am passionate about technology, good governance and education and can also see the challenges of being at the forefront of innovation in a rapidly developing industry.

I have demonstrated my capacity for consensus building, stakeholder engagement and multi-cultural outreach through chairing Internet policy working groups, acting on board committees for private sector technology companies, developing strategic and operational responses to policy and governance evolution in both the telecommunications and Internet industries.

I have served as an elected board director on the .au Domain Administration board, the Electronic Frontiers Australia board and as an appointed director of ICANN's Nominating Committee.

I focus on the connections between global technical organisations like Nominet and local community initiatives such as the Dorset Local Economic Partnership's Strategic Infrastructure Committee on which I serve in a voluntary capacity. I serve as a Trustee on the City University London's Student Union Board as part of my commitment to tertiary education institutions.

My public advocacy for privacy protection, data security and consumer consent is evidenced not only by decades long academic research and operational implementation but also by my role as the Lead Claimant in an ongoing case against Experian representing a class of 39 million consumers who have had their data shared without their consent.

My operational experience spans running multi-million dollar projects around the world for regulatory agencies, government departments, aid providers and commercial enterprises in the telecommunications and Internet industries.

From a personal perspective, I am outgoing and gregarious. I enjoy interactions with like-minded but different professionals. I am a mature negotiator who has served as an expert witness in international arbitrations both within the domain name industry and in different sectors. I smile and look for the positive in people's positions. I try to understand motivations and work through problems through active listening and action.

I am a clear thinker as it evidenced by my extensive post graduate qualifications both within the Internet governance world and in art history. I am a life-long learner and a life-long leader with my team being supported by an empathetic and straightforward senior person who believes in fair and balanced work and family time. I regularly mentor and coach junior colleagues, particularly young women, for whom I act as a role model and supporter.

I am used to being a constructive and critical friend to both Board members and company executives with a bright line between my role as a board director and that of the executive teams. I am resilient in the face of conflict, relying on fact-based decision making and the willingness to see all sides of an argument before making decisions.

I look forward to serving the Nominet board, its members and stakeholders with clarity, integrity and openness. I will do this with the best interests of the organisation balanced delicately with the motivations and ambitions of stakeholders who deeply invested in how Nominet conducts itself domestically and internationally as a leader in innovative technical services that deliver a global connected Internet.

# QUESTIONS AND ANSWERS

1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?*

Nominet's constitution and its guiding principles are the underpinning to its successful performance as a world class registry operator. The delicate balancing act of the constitution, public benefit, the UK Corporate Code and taking into account the interests of all stakeholders create a unique tension that evolves and changes over time.

There is no doubt that that tension has caused, in the recent past, great upheaval in Nominet's operational concentration, distracted its Board and senior leadership and created an environment of mistrust and suspicion. It is a commitment to balancing those tensions by listening, by holding firm to top class governance and accountability, all stakeholders may come back to the table in a more positive way.

That requires leadership from the Board. It requires Board members, all of them, to be open and communicative, consistently interrogating what is in the best interests of stakeholders whilst meeting Nominet's charter obligations and its strategic responsibilities. That requires honesty and clarity of thinking, an absence of pre-defined conclusions and a willingness to take controlled risks by asking uncomfortable questions of all stakeholders in an attempt to devise consensus positions.

The application of the constitution and Nominet's core values of carry out activities for the public benefit require imagination, evolutionary thinking and a clear commitment

to communicating both operational and strategic intentions to the members. Allowing more time that one might think necessary to consultation and stakeholder engagement is key. Taking into account the interests of all stakeholders is a balancing act. In a perfect world, board directors operate in the best interests of the company. Intrinsic to that "best interests" judgement is unwavering commitment to overall fairness. That doesn't mean trying to satisfy everyone all the time. It means making the best overall decision based on all possible facts and input.

2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.*

I am a completely independent board director candidate. Whilst I could be termed a domain name industry veteran, I have no association with or commercial interest in any of Nominet's members or stakeholders. I bring, though, the colour and experience of both international and domestic endeavors in the domain name industry. Over the last twenty-five years I have worked across the spectrum of ICANN accredited registries & registrars as well as an array of new top level domain applicants and investors. I have advised country code registries in their registry services transition plans. My expertise is called upon the international arbitrations and court cases as an expert witness.

3. *Under company law directors have a duty to “act fairly as between members”, ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?*

Being fair to all members is an ever-changing landscape of opportunity. Being fair means considering facts and evidence; being fair means balancing competing positions; being fair means not being unduly influenced or lobbied; being fair means being clear from the outset how decisions will be taken and what is required of stakeholders. Being fair is making sure that sufficient time is allowed for decisions to be made and ensuring that interested parties are heard. That doesn't mean the loudest voices win. It means that all opinions are taken into consideration. Being fair also means that there will be disappointment for some people and, in nearly every case, criticism of the board for making what is perceived as the wrong decision. Resilience in the face of criticism builds a culture of fairness, accountability for decisions and transparency about how those decisions are reached.

4. *As a non-executive director you will be given access to confidential information about Nominet's business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.*

I am a completely independent and objective board director candidate and there are no active or possible conflicts of interest to which this situation could apply. In any event, as a professional board director, I always keep board deliberations completely confidential.

5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.*

If I am elected, I will allocate all the time necessary to meet my commitments to the Board. I am highly organized, very diligent and always make the time necessary for my obligations.

# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*
  - *A member of Nominet?*
  - *In partnership with Nominet?*
  - *In a joint venture with Nominet?*N/A
2. *Are you a member of Nominet in your own right?*  
N/A
3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*  
N/A
4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*  
N/A
5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*  
N/A
6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*  
N/A
7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/or is preparing industry guidance etc.*  
N/A
8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*  
N/A
9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*  
N/A
10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*  
N/A

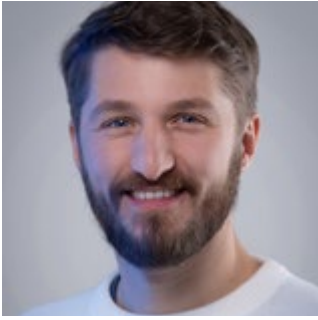
## PROPOSED BY NIGEL ROBERTS ISLAND NETWORKS (REGISTRAR) LTD

We have seen demonstrated and continuous evidence of Dr Williams' abilities in the domain industry over a period of two decades. In addition to her unquestioned experience and expertise in the sector, she is independent and objective – skills that are very much needed by the company at this crucial juncture. She is an unwavering and passionate advocate for correct corporate governance and has the Board skills required to be a truly effective Director.

## SECONDED BY BRUCE TONKIN

Confirming that I second the nomination of Liz Williams for Election to the Nominet Board.

I have known Liz for around 20 years, and she has a broad mix of knowledge and experience across gTLDs (including those created after the year 2000) and ccTLDs, and will be able to add a global policy perspective for the Nominet Board. Liz is a former director of the .au Domain Administration Limited Board, and has Board governance experience. Liz has been an adviser in major technology tender processes including the .au registry tender, and can assist Nominet in working with suppliers and procurement processes.



# SIMON BLACKLER

E: [simon@krystal.uk](mailto:simon@krystal.uk) W: [freebusy.io/public-benefit-uk](https://freebusy.io/public-benefit-uk)

## CURRICULUM VITAE

### WORK EXPERIENCE

2002 – PRESENT  
FOUNDER & CEO, KRYSTAL

Responsible for the company's vision and strategy.

### EDUCATION

2003–2006  
BSC COMPUTER SCIENCE, UNIVERSITY OF EXETER

1996–2003  
SECONDARY SCHOOL, TORQUAY BOYS' GRAMMAR SCHOOL

### SKILLS

- Technical background
- Led a successful business for 19 years
- Principled and ethical businessman
- Effective organizer

### ACTIVITIES

Organized the successful PublicBenefit.UK EGM action.

# ELECTION STATEMENT

I have run a UK hosting and Internet SaaS company, Krystal, for over 19 years. I am therefore very comfortable with domain technology and understand the challenges of reliability at scale. (Krystal supports 32,000 clients and over 200k websites). Founded while still at school with less than £200 of initial capital, Krystal today has over 60 UK-based staff and a turnover of £8M. Krystal exists as a platform to improve the planet. In that regard it shares a common public benefit purpose with Nominet.

I called the EGM because I believed a majority of members shared my serious concerns about both the direction and management of Nominet. While I was confident membership action would not be destabilising, I am pleased to see that Nominet has continued to execute its core functions admirably. A testament to the staff who have undoubtedly been through a tough time. My apologies to them for any distress caused.

The EGM demonstrated unequivocally that the membership is not apathetic, they've been disenfranchised. Nominet's board intervention by members comes at a time of increased interest in Corporate Social Responsibility (CSR) and the environment. As a Public Benefit company there are no shortages of initiatives that Nominet could be more substantially involved in, from closing the digital divide, to providing skills and training for the next generation of software developers, to my personal favourite, improving the planet we all call home.

After 25 years, Nominet is going through a process of rebirth. This will undoubtedly be uncomfortable at times, but the price for weakness or inaction will be the loss of something quite unique and very special. We have seen commercial interests infiltrate other non-profit Internet organisations, and the outcome has been to benefit a handful of individuals.

The Nominet I'm fighting for is one that focuses on running the .UK registry (with world-class security) as efficiently as possible. I believe this is the simplest and surest route to a secure, independent future that benefits all.

While some members may have disagreed with either my prognosis of Nominet's situation, the EGM as a vehicle for change, or both, I would like to think that throughout I led a clean and professional campaign that sought to involve all members and present the truth. I think this passion, professionalism, and ability to execute would serve me well on the Nominet board, as it has at Krystal and PublicBenefit.UK.

Many of the challenges facing Nominet will become easier with increased transparency, engagement and restored trust. I will fight to restore minutes of meetings (with the obvious caveat of information that is genuinely "national security"), reinstate the forum, reduce excessive executive and director pay (while remaining competitive enough to attract talent) and unlock surplus cash for the benefit of the public.

Above all I believe that Nominet's greatest asset is its membership. I hope that you will give me the opportunity to continue the work I started, and return Nominet to its non-profit, altruistic roots.



# QUESTIONS AND ANSWERS

**1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?***

These are not mutually exclusive objectives. Nominet enjoys a monopoly position with respect to its ability to sell and manage .UK domain names. That's why the Founders took steps to ensure Nominet was "not-for-profit" and run for the benefit of the public (and members). To run it like every other commercial institution would be to encourage undesirable behaviour, some of which we started to see anyway.

For example, prices were jacked up twice in 5 years, under the auspices of comparing .UK's apples to other TLD's oranges e.g. on a unit cost basis. This generated surplus profit that legally couldn't be returned to members. Instead it was used to fund other endeavours such as increasing Director pay 70%, spending £7.5M on unnecessary acquisitions and diversifications (without member approval and now largely written off) and increasing the reserve "investment fund" to unnecessary levels (c. £91M as of last accounts).

Unbelievably, public benefit contributions dropped 65% in the same period.

Arguments about what the market or registrants might support are profit-orientated and misplaced: Nominet was never a commercial organisation. Worse, the previous board's direction would fail to satisfactorily answer either test posed in this question: neither the public nor other stakeholders benefited from this behaviour.

I believe .UK should be run as efficiently as possible, with the price set to recover costs, plus a reasonable surplus for a rainy day. Surplus profits should be donated to worthy public benefit causes. Without distracting and unnecessary commercialisation the organisation will naturally be on more stable financial ground, something of interest to all stakeholders.

**2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.***

.uk domain names represent a small part of Krystal's revenue (< 6%). Should the price of .UK domain names ever drop, Krystal has committed to dropping its prices by at least the same amount to ensure that no additional profit is made. This guarantees no profit motive/conflict as both prices are a matter of public record.

While working on Nominet I will take either holiday or unpaid leave days from Krystal, and publish these days in a publicly accessible register. While working on Nominet, I will be wearing my Nominet hat and not on anyone else's time. Should a conflict of interest arise, I can simply absolve myself of the vote, something I've had to do a few times at Krystal – it is not difficult.

My primary interest in joining the Nominet board is to ensure that it is run in the spirit it was founded, refreshed to reflect the realities of the present day. I have no interest whatsoever in profiting from my placement there and will also be seeking a reduction in the remuneration paid to NEDs, which I

believe is excessive and has encouraged undesirable applicants in the past.

Krystal is 100% family owned and no external party can exert any financial pressure over either the company or myself. I have no holdings in any other Nominet members.

**3. *Under company law directors have a duty to “act fairly as between members”, ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?***

The PublicBenefit.UK action was against Nominet's direction and management. It was never against members. During the campaign I reached out to members of all sizes and types. Similarly, while seeking support for my candidacy I have reached out to all again, regardless of how they voted at the EGM.

I really don't mind how members voted at the EGM, I'm just delighted to see renewed engagement and debate about Nominet's future. Besides, not all members knew about the reasons behind the EGM as the previous board didn't deem it appropriate to mention PublicBenefit.UK at any point. That is not something I hold against members.

I garnered support from all quarters and one of the topics I'm most passionate about is that Nominet MUST remain membership-led. Its diversity of experience and opinion is one of the organisation's greatest strengths and should be preserved at all costs. This membership model has worked well for 25 years, successfully prevented a catastrophe and the membership should be commended for that.

I don't have an agenda beyond a well run, efficient and secure Nominet and that's something I believe all members will benefit from.

**4. *As a non-executive director you will be given access to confidential information about Nominet's business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception***

***that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.***

I have run a company since I was 17. Over the last 19 years I have never breached the confidentiality of that board and I do not intend to start with Nominet.

Profit does not motivate me and never has. I am not going to work internally to benefit Krystal (as described previously, Krystal will reduce its prices by at least the amount Nominet does in the event of a price reduction) and I'm not going to be pressured to improve another member's commercial interests either.

I assume that Nominet's commercial relationship is the same with all members, in as much as we all pay the same wholesale price of £3.90. Should that not be the case then I will seek to redress that and restore equality.

**5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.***

Having spent well over 100 days working on Nominet through the PublicBenefit.UK campaign in the last year, I'm confident of my ability to meet the time requirements.

# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*

- *A member of Nominet?*
- *In partnership with Nominet?*
- *In a joint venture with Nominet?*

Yes, I am the majority shareholder (94%) and a Director of "Krystal Hosting Ltd", a Nominet member.

2. *Are you a member of Nominet in your own right?*

No.

3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*

I currently have 2 personal domains. I had 3 others in the last 5 years that have subsequently been transferred to a 3rd party.

4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*

No.

5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*

No.

6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*

No.

7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/ or is preparing industry guidance etc.*

No.

8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*

No.

9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*

Anne Taylor answered this "No" but I suspect the more accurate answer is "Yes". However, Krystal have committed to reducing our retail pricing by at least the same amount of any future drop in Nominet's price (currently £3.90).

10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*

No.

## PROPOSED BY JONATHAN BREALEY

20i Ltd proposes Simon Blackler from Krystal Hosting Ltd for NED role at Nominet.

Simon owns independent web hosting and domain registration company Krystal Hosting and has done for some 19 years. Simon has an in depth knowledge of the domain name world and understands how to successfully operate a highly technical business. Recently Simon ran the Public Benefit campaign to help members regain a voice at Nominet, he invested huge amounts of time into this and along the way spoke to hundreds of members and other stakeholders. He is passionately pro Nominet and wants it to succeed with its core focus being the UK namespace.

Simon acted with high levels of integrity throughout the campaign and will be able to work constructively as a member of the board and with the Nominet team. He is able to understand governance issues alongside operational issues including HR, finance, customer support and critically is technically competent so can help ensure Nominet's national infrastructure is stable, secure and scalable.

For these reasons I believe Simon would be an asset to Nominet's board.

## SECONDED BY ANDREW BENNETT

Krystal has been a reseller of Netistrar Ltd since 2018. Over the last three years I've got to know Simon and his team well on a daily basis. Krystal are a unique bunch of likeminded individuals determined to succeed and grow independently. The Krystal creed or '19 years of doing the right thing' has given Simon an advantage in a competitive hosting marketplace.

During the recent EGM we acted as a sounding board for his plans to reform Nominet. Many late nights were spent agonising over "doing the right thing" and Simon has tirelessly driven for change. It has been a pleasure working with him on that journey and I'm pleased to see significant change at Nominet.

Now is the time for Simon to join the Nominet board and finish what we started. His involvement will be an asset to both the board and the membership.



# STEPHEN YARROW

E: [nominet@yarrow.co.uk](mailto:nominet@yarrow.co.uk) T: 0203 307 1122

## CURRICULUM VITAE

### PERSONAL MISSION STATEMENT

Pro-active, result orientated, confident and willing to learn. Enjoy getting to grips with new technology. Work well within a team environment and proficient leader in managerial roles.

### KEY SKILLS & EXPERIENCE

- MS Windows- all versions
- DOS
- MS Office – all versions
- MS Exchange
- TCP-IP, DNS, WORDPRESS, HTML
- Radius / VPN/ Secure ID
- Virus Protection & removal.
- Wireless security
- Disaster recovery
- Satcomms
- Computer & Telecoms Security.
- GDPR Deployment
- Disk Encryption
- 2FA
- VoIP & Hosted SIP
- Ericson MD 110 ACD
- Zendesk & Google Platform

### PARTNERSHIP

- Microsoft
- Netgear
- Draytek
- Nominet Accredited Partner

### CAREER HISTORY

**October 2018 – December 2018**  
**SITEL (VARNA BULGARIA)**

Customer Adviser Agent

Taking inbound calls from Just Eat UK customers and restaurants and dealing with their requests.

**September 2004 – July 2019 – Director of**  
**Driver Information Systems Limited**

- "IT" consultancy.
- WordPress Website design, SEO and hosting
- GDPR Deployment
- Remote Support

**August 1999- November 2002 – Inmarsat, London**  
**HQ – Engineering Manager Office Automation**

- Designing and rolling out new projects within a team of three

**August 1997 – ~August 1999 – Inmarsat,**  
**London HQ – Help Desk**

- Second and third line technical support

**December 1996 – May 1997 – Orion Atlantic**  
**Europe Inc. – "IT" Manager of Europe**

- Looking after all European staff's "IT" needs.
- Evaluating and specifying suppliers and equipment.

**May 1992- November 1996 – LWT, Sky, TV3, Meridian Television – Various freelance work – VTR Engineer & Transmission Controller**

- Duties included checking and preparing programs for transmission,
- Recording studio output
- Playing in and transmitting both on a VTR and as a transmission controller.

**February 1979 – May 1992 – Thames Television PLC, CTF (Central Technical Facilities) – Senior Substantive VTR Engineer.**

- Duties included transmission, quality control and first line maintenance. All formats covered from QUAD to 1/2 inch.

## HOBBIES & INTERESTS

- Sailing.
- Wine appreciation.
- Horology.
- Travel.

## EXTRA QUALIFICATIONS

In the year 2001/2002 as a mature student at the George Washington University

Managing Projects

Risk Management

Project leadership management & communications

# ELECTION STATEMENT

My name is Stephen Yarrow. I am British and 63 years old. I bought my first domain name in 1997. I have been a Nominet registrar for around 20 years. I have also worked in an NGO for 5 years so have had experience in such organisations.

I am sociable and very professional in my work environment. Having worked in television broadcasting for many years, time-keeping is extremely important to me.

In the early 2000s, I passed exams (George Washington University) in Risk management, Project Leadership, Managing Projects and Project Leadership Management and Communications. I have also passed (International Business Management Institute Berlin) in Change Management and Economics and International Business.

My current company has been trading since 2004. One part of my business is buying and selling domain names and my current Nominet portfolio in the TAG DRIVER is 126 domain names. I currently host around 110 websites. I also offer safe and secure remote support for Windows based systems.

I now live in Bulgaria and can easily fly to Luton to attend meetings in Oxford.

I have 100MB FTTB with an ADSL backup so I have very reliable internet and can attend online meetings. I also have an in-house IP-PBX with UK numbers so calls to me would be local.

I would benefit Nominet as an NED in the following ways:

I would like to make the general public more aware of Nominet as the TLD of UK domain registrations.

I am also very keen to rid the UK register of bogus registrants because they can hide behind the GDPR regulations. I think that GDPR is counter-productive. It makes it difficult for the general public to check the authenticity of a company and domain registrant of an unknown website which they might want to do business with at some future date. As the UK is no longer in the EU, I think it's time to break away from the limitations of GDPR, as I think it benefits the trader more than the consumer.

My door will always be open out of hours to fellow board members and the team at Nominet.

Although, I now live overseas, quite a few of my clients still use my services as they appreciate my professionalism, skills and reliability. I also have 2 reliable experts in IT who take care of my clients when I'm not available.

I am fully aware of confidentiality agreements and NDAs. Any information imparted to me will be kept confidential and not used in any way to benefit my company or TAG.

# QUESTIONS AND ANSWERS

1. *Nominet's constitution stipulates that its activities are to be carried out for the public benefit; and the UK Corporate Code requires us to take into account the interests of all stakeholders. In the context of a domain name registry and technology company, what does this mean to you?*

I have always seen Nominet as a not for profit organisation but this doesn't mean the service level should not be at 100% CSAT. It's very important that all members act in a manner that reflects the importance of this "critical national infrastructure".

2. *The Nominet Board places a high degree of importance on each director being able to exercise independent judgement, free from any conflicts of interest. Please describe how you would be able to fulfil your duties in the light of your involvement in the domain name industry or other commercial interests.*

As Nominet doesn't sell directly to the registrant but through qualified resellers, I understand the importance of no conflict of interest. No reseller should have more privileges than another registrar. Also, I will not use any privileged information for my own benefit or for the benefits of colleagues.

3. *Under company law directors have a duty to "act fairly as between members", ie they must not prioritise the views or interests of one group of members, or be unduly influenced by the interests of any member(s) responsible for their appointment. How will you ensure that you will be fair to all members?*

I have no intention of giving priority to any members, even one that I have known for over 35 years. There has to be a level playing field in all aspects of Nominet business and every member is equal in their own right. I shall have an open mind during all meetings and make decisions that should benefit all members.

4. *As a non-executive director you will be given access to confidential information about Nominet's business and the commercial dealings which Nominet has with each of its members. Please describe how you will comply with your confidentiality obligations, and avoid the perception that one or more members, or your own company, may gain an unfair commercial advantage as the result of your election.*

I am used to confidentiality in my work environment and more than happy to sign and adhere to an NDA. I have held UK directorships since the 1990s and take responsibilities as a director very seriously. Having worked for an IGO (Inter Governmental Organisation), I am well aware of commercial sensitivity and secrecy, including those of national security.

5. *Joining the Nominet Board is a serious commitment both in terms of preparation time and attending meetings. We estimate a minimum commitment in the range of 20 to 25 days per year. In the light of your other employment, business and personal commitments, please describe how you are able to meet this commitment.*

I am semi-retired and I have no dependent children so I have plenty of time on my hands. I have several clients who I provide IT support for on a regular basis and I also have 2 reliable experts in IT who take care of my clients when I'm not available. I also subscribe to a 24/7 call answering service which I use when I am unavailable.

I will be unavailable two days a year on the Jewish religious days of "Yom Kippur" and I will give you plenty of notice as the dates change each year as it is a non-Gregorian calendar. It is generally in September or early October.



# DECLARATION

1. *Are you or is any person connected to you a Director or a shareholder of a company which is:*
  - *A member of Nominet?*
  - *In partnership with Nominet?*
  - *In a joint venture with Nominet?*

I'm an accredited channel partner
2. *Are you a member of Nominet in your own right?*

My TAG is DRIVER.
3. *Have you, or any person connected with you, been a registrant of any .uk domains over the past five years? If so, please provide full details.*

I have about 120 UK domains in my portfolio, some are mine, some are clients.
4. *Have you, or any person connected with you, been a Nominet registrar during the past five years. If so, please provide details of all relevant tags, together with the number of domains registered under each tag.*

TAG DRIVER has 126 domains.  
TAG TRAVISION has 44 domains.
5. *Does any person you are associated with have any of the following relationships with Nominet? By 'associated', we mean to include any formal or informal contractual and/or advisory relationships. Examples include: supplier, customer (as registrant or registrar), competitor, banking, distribution and/or any other ongoing, but material relationship (such as a dispute) etc.*

No.
6. *Are you associated with any adviser to Nominet? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: audit, tax, legal, investment banking, pensions or investments and/or management consultancy etc.*

No.
7. *Are you a member of a Committee or a Commission or do you have a material position with a Regulator, any department of Government, a Trade Body, a Professional Body or a Charitable Organisation? Examples include where the relevant organisation: influences government policy, influences accounting standards and/or is preparing industry guidance etc.*

No.
8. *Are you associated with an investment organisation of any nature? By 'associated' we mean to include any formal or informal contractual and/or advisory relationships. Examples include: venture capital/private equity, hedge fund, investment trust/fund and/or an organisation taking material positions in shares or securities etc.*

No.
9. *Are you in a position that you (or a company you are a director or material shareholder of) could make a profit as a result of your directorship of Nominet?*

No.
10. *Do you know of any other circumstances that could give rise to a potential or actual conflict of interest or duties?*

No.

## PROPOSED BY ANDY CAISEY | TECKNA LTD

Stephen has been in the IT industry for many years and has a breadth of IT solutions knowledge and has been a Nominet member for around 20 years.

We have worked with Stephen in the SME marketplace and this is an important focus for him, to provide greater awareness to the smaller companies and to rid the domain name space of phoney registrations that blights the current space.

## SECONDED BY PETER BOOTH DRIVER INFORMATION SYSTEMS LIMITED

I would like to propose Stephen Yarrow, (TAG: DRIVER), for the position of a Non Executive Director at Nominet.



**NOMINET**

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