

ICANN Board Member: Job Description

NOTE: These are the ICANN Nominating Committee guidelines listed below. This framework is aimed at providing guidelines for the selection of an ICANN Board member by the Nominating Committee, with an objective to complement and enrich the spectrum of expertise of the Board. Within these objectives in mind, an ICANN Board candidate should have Board governance or equivalent experience with at least a medium-sized organization with an independent board and/or non-profit board governance or equivalent experience.

1. An ICANN Board member is a member of the Board of Directors for the Internet Corporation for Assigned Names and Numbers (ICANN), a not-for-profit public benefit California Corporation with a unique multistakeholder, consensus-driven, bottom-up participation structure.
2. An ICANN Board candidate should be someone who has played a significant role in the creation, operation and/or management of a sizeable successful institution (e.g., a business, academic or research organization, a non-profit or technical organization).
3. ICANN Board members must demonstrate commitment to the ICANN mission to ensure the stable and secure operation of the Internet's unique identifier systems. The following activities, among others, are ways in which the Board helps fulfill that mission:
 - Providing technical and policy oversight of the domain name system (DNS)
 - Preserving and defending one global, interoperable DNS
 - Overseeing the IANA function of global number and protocol parameter distribution
 - Adhering to and supporting the bottom-up policy development process within the ICANN community as related to Internet names and numbers.
4. ICANN Board members must work closely and collaboratively with ICANN organization personnel assisting the Board to perform its duties in a transparent and accountable manner.
5. ICANN Board members must work closely and collaboratively with the ICANN community and its diverse range of stakeholders and interests, showing integrity at all times and demonstrating acute cultural awareness.
6. ICANN Board members must participate actively and collaboratively with other ICANN Board members to review, discuss and handle the myriad issues that the Board faces at any one time. Service on the ICANN Board requires members to review extensive written material prepared by ICANN organization and others, to

demonstrate critical thinking in addressing complex issues and to strive for consensus. This includes when serving on one of the ICANN Board's Committees (<https://www.icann.org/resources/pages/board-committees-2018-04-13-en>).

7. **Travel & Meeting Requirements:** ICANN Board members will be asked to attend face-to-face ICANN meetings three times a year which take place in various locations around the world, on a rotating basis across the five ICANN geographical regions and for up to 10 days per meeting, including travel. Further, there may be two to three face-to-face Board workshops during the year that may range from three to five days of duration. In total, ICANN Board members can anticipate committing approximately 10 weeks of the year to mandatory travel in fulfillment of their duties. In addition to these face-to-face Board meetings, typically there will be one conference call a month of one to two hours in duration during the months when the Board does not meet face-to-face. All travel and other reasonable expenses required in travelling for ICANN Board duties are paid for by the ICANN Corporation.
8. **International Representation:** ICANN Board members may also be asked to represent ICANN at a wide variety of meetings and/or conferences around the world, including those of other major organizations such as the International Telecommunications Union (ITU), Internet Governance Forum (IGF), World Summit on the Information Society (WSIS)/United Nations, Regional Internet Registries (RIRs), and other Internet governance fora.
9. **Interactions with Government Representatives:** ICANN Board members are expected to interact—both formally and informally—with governments and their representatives on the Governmental Advisory Committee (GAC), which is a formal part of the ICANN structure. The GAC serves as a vehicle for governments that choose to participate in the ICANN process to provide advice on, and participate in policy development that affects governmental interests or public policy issues related to the DNS. ICANN Board members may be asked to give speeches at various meetings and in some cases to be ready to make representations to governments, including to members or Committees of the US Congress.
10. ICANN Board members should be comfortable in overseeing an organizational budget of approximately US\$140,000,000.
11. An ICANN Board member must have an open mind, an ability to work hard and devote the necessary amount of time to successfully deliver as an Board member, to travel widely, to learn quickly and accurately digest new information including many technical matters.

12. Communication Requirements: An ability to work and communicate in spoken and written English is essential. Good speaking and listening skills are necessary for this position, in order to work successfully with others to achieve goals by consensus.
13. Leadership skills are a must; demonstrated leadership experience on other Board(s) of Directors is an advantage.
14. Demonstrable management skills are essential, as well as the ability to work towards challenging deadlines and under considerable pressure from time to time.
15. All Board members are entitled, but not obligated to receive compensation for their services as Directors. The Board may also authorize the reimbursement of actual and necessary reasonable expenses incurred by Directors performing their duties as Directors (Bylaws Article 7, Section 7.22). Presently, Board members have the option to receive fixed compensation (currently equivalent to US\$45,000 for Directors and Liaisons—except for the GAC Liaison—or US\$75,000 for the Board Chair) in accordance with the Resolution passed by the Board on 30 July 2014 (see <https://www.icann.org/resources/board-material/resolutions-2014-07-30-en#2.b>), as well as reimbursement of certain reasonable and documented expenses.

About ICANN

ICANN's mission is to help ensure a stable, secure, and unified global Internet. To reach another person on the Internet, you need to type an address—a name or a number—into your computer or other device. That address must be unique so computers know where to find each other. ICANN helps coordinate and support these unique identifiers across the world. ICANN was formed in 1998 as a not-for-profit public-benefit corporation with a community of participants from all over the world. Additional information about ICANN and its work can be found here: <https://www.icann.org/>.