

RIPE NCC Executive Board Candidate Statement

The undersigned hereby declares that:

1. They wish to be nominated as a candidate for the Executive Board of Réseaux IP Européens Network Coordination Centre (RIPE NCC), a Dutch association (*vereniging*) with its official seat in Amsterdam, the Netherlands;
2. They adhere to and agree to the Code of Conduct for candidates for the Executive Board, a copy of which is attached to this statement in Annex 1;
3. They have never committed any fraud or other financial misconduct in any jurisdiction; and
4. They are not:
 1. An employee of (i) a legal entity employing a member of the Executive Board or (ii) an Affiliate of a legal entity employing a member of the Executive Board;
 2. a significant shareholder of (i) a company in whose capital a member of the Executive Board participates as a significant shareholder or (ii) an Affiliate of a company in whose capital a member of the Executive Board participates as a significant shareholder, it being understood that both the nominee and the member of the Executive Board are regarded to be a significant shareholder if they jointly have a controlling interest in the company or an Affiliate of the company or if one of them has such a controlling interest;
 3. a significant shareholder with controlling interest of (i) a legal entity employing a member of the Executive Board or (ii) an Affiliate of a legal entity employing a member of the Executive Board;
 4. an employee of (i) a legal entity of which a member of the Executive Board is a significant shareholder with controlling interest or (ii) an Affiliate of a legal entity of which a member of the Executive Board is a significant shareholder with controlling interest;
 5. a partner or an employee of a partnership in which a member of the Executive Board participates as a partner or works as an employee;
 6. a board member of another RIR, ICANN or ISOC; and
 7. a member of the ASO AC.

Please see below Annex 2 for definition of 'Affiliate'.

Further the undersigned hereby submits a certified copy of their official identification document via the link provided.

Date:

Place:

Signature:

Full name:

Date and place of birth:

Full address:

E-mail:

Telephone:

RIPE NCC Executive Board - General Expectations

The skills and experience that would be beneficial to the RIPE NCC Executive Board are:

- Experience in a senior management role
- Financial management
- Compliance and risk management
- Strategic management
- Good knowledge of the Internet governance arena
- Legal understanding
- IT/technology expertise
- Ability to communicate effectively

Please provide details of how you fulfil the general skills and experience (500 words maximum):

Annex 1: Code of Conduct for Executive Board Candidates

This Code of Conduct is adopted by the Executive Board. It applies to Executive Board Candidates from the moment a nominee becomes a candidate according to Article 9.1 of the Articles of Association until the period to raise any objections against the draft minutes of the General Meeting has lapsed.

Candidates for the Executive Board are expected to:

1. Treat others with tolerance and respect. Free speech and an open exchange of ideas are encouraged and celebrated. Demeaning, intimidating or harming anyone is not allowed. Behaviour that offends based on gender, sexual orientation, religion, race or ethnic origin, or other perceived social, cultural, or personal differences is not allowed.
2. Not spam mailing lists, not post others' personal information, not register multiple accounts to avoid moderation or mislead participants, not impersonate others, or make threats.

Any RIPE NCC member that experiences or witnesses behaviour that violates this Code of Conduct is encouraged to report such violations.

The Executive Board Election Code of Conduct Team shall evaluate whether a violation of the Code of Conduct has occurred. Violation shall result in disqualification of the candidate.

A candidate that has been evaluated as having violated this Code of Conduct waives any right to damages caused directly or indirectly by this evaluation or by the disqualification from the Executive Board Elections.

Annex 2

Definition of 'Affiliate' - a legal entity qualifying as 'subsidiary' (dochtermaatschappij), 'group company' (groepsmaatschappij) or 'participation' (deelneming)] as referred to in sections 2:24a, 2:24b and 2:24c Dutch Civil Code:

'Subsidiary'

- **1.** A subsidiary of a legal entity is:

a. A legal entity in which another legal entity or one or more of its subsidiaries, whether or not under a contract with other persons entitled to vote, is able to exercise, solely or jointly, more than one half of the voting rights at the general meeting;

b. A legal entity with regard to which another legal entity or one or more of its subsidiaries, whether or not under a contract with other persons entitled to vote, is able to appoint or discharge, solely or jointly, more than one half of the members of the board of directors or the supervisory board, even if all persons entitled to vote would cast their vote.

- **2.** With a subsidiary is equated a partnership acting in its own name in which the legal entity or one or more of its subsidiaries participate as a partner who is fully liable towards the creditors of that partnership for all debts.

- **3.** Rights attached to shares shall not be linked to a person who holds these shares on behalf of someone else. Rights attached to shares shall be linked to the person on whose behalf these shares are held, if this person has the power to decide how these rights are to be exercised or if he has the power to acquire these shares.

- **4.** Voting rights attached to pledged shares are linked to the pledgee (holder of the pledge) if they have the power to decide how these rights are to be exercised. If the shares, however, are encumbered with a pledge as security for a loan which the pledgee has provided in the ordinary course of their business, then the voting rights shall only be linked to them if they have exercised them in their own interest.

'Group'

A group is an economic unit in which legal entities and partnerships are organisationally interconnected. Group companies are legal entities and partnerships interconnected to each other in one group.

'Participation'

- **1.** A participation in a legal entity is present when another legal entity or a partnership or one or more of its subsidiaries for their own account, either solely or jointly, have provided or have caused the provision of capital to the first mentioned legal entity in order to be interconnected with that legal entity for a long-lasting period of time in support of their own activities. If one-fifth or more of the issued share capital is paid up, a participation is presumed to be present.

- **2.** A participation in a partnership is present if a legal entity or its subsidiary:
 - a.** is fully liable as partner towards the creditors of the partnership for all debts, or;
 - b.** is otherwise a partner in that partnership in order to be interconnected with that partnership for a long-lasting period of time in support of its own activities.