

Board Report

This is the report from the 23rd May 2023 Board meeting.

Board matters

Apologies were received from Eva Lindqvist who was unable to attend.

Declarations of interest: in relation to the business of the meeting, Ashley La Bolle declared an ongoing interest in Registry Services Provisions matters which may arise in performance updates from the executive team. Phil Buckingham declared an interest in relation to the Non-Executive Director elections which required him to recuse himself from discussions of it. Kieren McCarthy declared an interest relating to the Member Code of Conduct matter which required him to recuse himself. The CEO recused himself from the remuneration discussion referred to below. The CFO recused herself from the probation discussion referred to below.

The minutes from the Board meeting on the 22nd March 2023 were approved.

Operational Items

CEO Report – Paul Fletcher (CEO) reported to the Board on key operational matters facing the organisation.

Performance and Finance – Carolyn Bedford (CFO) presented the regular finance and performance reports for the period ending in March 2023.

Strategic Items

Edge Platform implementation – the Board approved expenditure for a project which will result in the phased adoption of the Edge platform to strengthen the provision of DNS services.

Operational & Security update – Paul Lewis (CISO) and Oliver Tweedie (CTO) provided an update on the work carried out by the Technology team to mitigate and reduce strategic risks relating to the management of operations.

Cyber – the Board reviewed business cases for potential new PDNS opportunities tabled by David Carroll (MD-Cyber). As this is a commercially sensitive matter further information will be made available when appropriate.

Expired Domains – the Board received the .UK expiring domains implementation review report which was recently published in Registrar Resources. The Board will consider the report findings further at the July meeting alongside input from the UKRAC.

Governance Items

Board Evaluation – following a period of observation and a series of individual interviews with directors, the Board received an independent report from an external facilitator evaluating its

effectiveness and identifying areas for improvement. The Chair and Company Secretary will seek to incorporate these learnings moving forward.

Constitutional documents – the Board received an update on a planned consultation exercise. Further details to be announced soon.

NED Elections – the Board received a brief update following the call for nominations launching on the 24th April. Nominations will be accepted until noon on the 2nd June.

Board committees – the Remuneration Committee met on the 15th May to review the FY23 end of year outputs, as well as remuneration for the Executive Leadership Team, including the CEO. The Board ratified the CEO remuneration recommendation at the meeting on the 23rd May.

Following the recent publication of a Code of Conduct Committee decision, a further complaint was received on the matter. The Board discussed this complaint and agreed next steps which will be communicated to the complainants.

CFO Probation Review – the Board reviewed the performance of the CFO during the six month period since she joined the company and agreed that she had successfully passed the probation period.

Next Meeting – the next scheduled meeting of the Board is the 19th July 2023.

New & Cancelled Memberships

For the period 14th March 2023 to 15th May 2023 the following applicants were admitted as new members of Nominet UK:

| ACCOUNT NAME |
|---|
| Freetimers Digital Ltd |
| Dot UK Group Limited |
| Jonathan Kiekbusch |
| Forgan and Associates Limited |
| Pavel Siarheyeu |
| Innershed Ltd |
| Brad Bayliss |
| Ignite Systems Ltd |
| Twenty Four Nine Development Ltd |
| Kovalent Pty Ltd |
| Svetlana Kuprienko |
| XRF Digital Limited |
| Northway Communications Services (UK) Ltd |
| XNS Registrar B.V. |

The following memberships have been deleted during the reporting period:

| ACCOUNT NAME |
|-----------------------------------|
| RIFT Technology Ltd |
| Sonexo B.V. |
| netXtra Limited |
| Freetimers Communications Limited |
| InterLojik Limited |
| TIMBERWeb Trading Ltd |

Membership Engagement Opportunities

Member Engagement events update

| Date | Event |
|--|---|
| 11 th April | Members' Call with CEO |
| 25 th April | GiveHub Panel meeting |
| 27 th April | Regional CEO Lunch - Leeds |
| 25 th May | GiveHub Panel meeting |
| 25 th May | Members' Call with CEO |
| Upcoming events | |
| 22 nd June | Members' Call with CEO |
| 27 th June | Regional CEO Lunch - Manchester |
| 26 th July – TBC | Members' Call with CEO |
| 5 th December 13 th February 2024 | Provisional dates for regional engagement events: South West TBC Midlands TBC |

Member GiveHub update

Two GiveHub applications have been received from members in May but none were submitted for April.

A number of GiveHub panel members met with the Public Benefit Committee on 17th April and shared their views on how GiveHub could be enhanced.

Additional promotional activity explaining the benefits and application process for GiveHub is planned for June.