

## Applications are invited for Chair, Nominet.

This is a rare opportunity for an experienced chair to shape the future of a purpose-led company operating in the public interest, at the heart of the UK's digital infrastructure.

This is a role requiring strong strategy, stakeholder and governance skills; sector experience is reasonably open.

### About Nominet

Nominet is a private company limited by guarantee, responsible to its membership and the wider public for the smooth and secure running of the “.uk” internet infrastructure. Millions of businesses, individuals and brands around the world rely on Nominet's Domain Name System (DNS) services, which underpin a critical part of the internet economy. Every .uk email address and website relies on Nominet's services.

Nominet's purpose is to help create a digital society that is **connected, inclusive and secure**. All of Nominet's activities are driven by that purpose.

Since its inception in 1996, Nominet has developed a formidable reputation for excellence. Its operational services and customer handling are highly regarded; its technology skills are strong. Nominet has consistently played a key role within the internet community, collaborating with technical experts around the world and playing an active role in both policy and technology debates about how the internet should develop.

Nominet employs over 260 staff at its Oxford head office, in London and in the US; and has a current annual turnover of c.£50m. The company is financially robust and has built up a both permanent reserve to secure its critical public services against market failure or disruption, and short-term reserves to fund upcoming registry IT investments and social benefit programmes.

### Nominet's services

Nominet is focused on services for public benefit. It is categorised by government as an Operator of Essential Services (OES): the company faces, and exceeds, very high expectations for resilience, security, quality and stability. There are three integrated areas where Nominet provides services that are critical to the UK:

- **the .uk registry**, Nominet's core business. The registry holds over 10 million domain names; and processes 12 billion data requests per day. Nominet's registry systems have over 12 million lines of code delivering 100% uptime for the DNS and over 99% uptime for support systems.
- services to **secure the .uk namespace**. Addressing rapid growth in cyber crime and online threats, Nominet has gained an increasingly vital role working with government agencies, charities, and law enforcement to identify and close down criminal activity including fraud, modern slavery, child abuse, and terrorism; and to handle domains that, knowingly or not, are not being run securely.
- the **Protective DNS (PDNS) service**. In a joint programme with the National Cyber Security Centre, Nominet operates a sophisticated cyber capability that has become a significant part of the company's work. PDNS, part of the government's Active Cyber Defence programme, uses advanced technology and Nominet's unique expertise in the UK DNS to intercept threats at scale. In a typical year PDNS resolves 201 billion queries, protecting 2.8 million public sector internet users and over 760 organisations, including the NHS.

Nominet acts as the **wholesaler and industry facilitator** at the centre of the UK domain name industry—companies who buy and sell domain names, or who bundle domain names with other IT services; ranging from 1-person microbusinesses to large international hosting companies. It conducts a range of activities for the industry including education, brand development, support and marketing promotions.

Nominet is committed to developing an internet that benefits all, and with its profits it has funded a growing **social benefit programme** using technology to promote greater safety and security online, and to ensure the disadvantaged are not left behind. The programme supports innovative work by the Scouts, Samaritans, the Internet Watch Foundation, Devices.now and the Micro:Bit foundation—as well as public benefit initiatives developed in-house—reaching over 1 million young people by 2020.

Over recent years Nominet has explored a small range of **commercial opportunities** adjacent to its registry work, generating supplementary revenues to strengthen its ability to invest in its public services, its technology future, and its social benefit programme; and to protect its core services against declining volumes and rising costs over the longer term. **These commercial opportunities are the subject of a strategic review**—see below—with **some members calling for these activities to be ended or separated from Nominet’s core**. Today Nominet provides registry services to around 75 localities, brands and businesses with their own top level domain (eg .wales, .bbc); and its success with PDNS has led to international contracts for equivalent protective services. Nominet recently acquired US-based CyGlass as an investment in next-generation cyber capabilities.

## **Opportunities for the Chair**

Nominet is embarking on a review of its purpose, strategy and structure; a “reset” of its member engagement; and a review of how governance arrangements can be strengthened.

Nominet operates for public benefit: it has no shareholders and is prevented by its constitution from distributing profits directly or indirectly to its members. Nominet has a wide range of stakeholders, including c.2,500 members ranging from sole traders to multi-national technology providers; the UK Government; law enforcement agencies; and charity partners.

In recent years, the company has pursued a more commercial path, developing new revenue opportunities, primarily in cyber security. These developments have contributed to tensions between the company and its membership; similar periods of tension have occurred at intervals throughout Nominet’s 25-year history. The latest tensions led to a General Meeting and the departure of the CEO, Chair and SID.

Nominet has already committed to a programme of significant change, including strategy and structure; starting with an intense listening exercise which was launched in April. Meanwhile the company has made other commitments including a price freeze, a review of executive pay benchmarks and an increase in social benefit programmes; and all M&A activity has been suspended.

The organisation faces a significant challenge to rebuild trust between the company and many members. There are also tensions between stakeholder priorities: for example, a number of members would like Nominet to return to a simpler, lowest-cost organisation focused only on its core registry service; while government stakeholders have emphasised that Nominet’s PDNS service, and its activities to ensure the .uk namespace is safe and respected, are critical for national security. Further work is in hand to understand and resolve these viewpoints.

## **Characteristics of the Chair**

We are looking for a Chair to lead the Board in setting and delivering the future shape and direction of Nominet; to build on stakeholder inputs, resolving tensions; to lead the company through any necessary changes to the governance model; and to find ways to continue deepening the benefit Nominet delivers for wider society.

This is a demanding, high profile appointment that requires a high level of commitment (particularly in the first 6-12 months), skill and expertise. The Chair should be an individual of substance and standing, who can support on member and other external stakeholder relationships. The successful candidate will bring strong strategic skills and demonstrate a successful track record in business and in the boardroom. The ability to act as a sounding-board to the Chief Executive is vital. The appointment will initially be for a three-year term.

Should this challenge appeal, we invite you to apply and we look forward to hearing how you can help guide Nominet through this next phase and build the foundations for a stable future.

Nominet values the diversity of its leadership and believes that boards should reflect our diverse society: we encourage applications from all qualified candidates and particularly welcome applications from women, those with a disability, and those from a black or ethnic minority background.

Nominet has retained Russell Reynolds Associates to advise on this appointment. Please contact [responses@russellreynolds.com](mailto:responses@russellreynolds.com) with the role title and reference 2104-019L in the subject line, for a more detailed information pack including application requirements. The closing date for applications is noon on Thursday 29 April 2021.