Members' code

Nominet is a company limited by guarantee; as such it has members rather than shareholders. Anyone with an interest in the Internet may become a member of Nominet by completing an application form and by paying a one-off joining fee and an annual subscription.

Members of Nominet contribute to the running of the company by:

- Exercising voting rights at Annual General Meetings, either by attending in person or by proxy
- Electing non-executive directors to the Nominet Board Nominet Board
- Being involved in policy discussions and consultations, together with Nominet events and meetings

Nominet is committed to contributing to making the Internet a trusted space. As such, it is essential that Nominet and its members behave responsibly and do not engage in activities that run the risk of bringing the industry into disrepute.

The Code

- Sets out the professional standards required for Nominet membership;
- Does not set out to list an exhaustive set of potential breaches. The test for a breach of the code is whether the Company is damaged;
- Applies to all members, irrespective of jurisdiction;

Members should use their judgement to meet the requirements of the Code and seek advice if in doubt. Members of Nominet may also be registrars. The Code is distinct from the Registrar Agreement and Good Practice Terms.

Specifics

Professionalism

- Members should conduct themselves in a professional manner and avoid behaviour which could reasonably be regarded as bringing Nominet into disrepute.
- Members should deal with any person, business or other organisation that the member deals with in their role as a member of Nominet in a respectful, professional and courteous manner.

Integrity

- Members should not use or attempt to use the status of membership improperly to confer a status which is not associated with membership.

Accountability

- Members should ensure links with other members are promptly notified to Nominet, or when these links change. Links in this case include, but are not limited to, membership of a corporate group including another member, a significant shareholding in another member, or familial connections between individual members or directors of different members.
- Members must comply with any Board decision regarding your compliance or breach of the Code.

Process

- In the event that Nominet receives a complaint regarding a member's compliance with the Code, Nominet will:
  - Notify all parties of the complaint and provide them with a copy of it;
  - Invite written submissions from all parties regarding the complaint; and
  - Present the complaint and submissions to the Member Code of Conduct committee for their consideration.

- The Member Code of Conduct committee is a Nominet Board sub-committee comprising appointed non-executive directors and an appointed member representative. The member representative is not involved in the decision making on complaints made under the Code, but plays an oversight role, ensuring proper and fair implementation of the Code.

- Nominet may, but is not obliged to, conduct its own investigations into a complaint and may submit these findings to the committee in addition to the complaint and the parties' submissions.

- The committee shall, in its sole discretion, regulate its own proceedings and determine whether or not a member has breached the Code having considered the information presented to it.

- Where the committee decides that a Member has breached the Code, it may, having taken all relevant circumstances into account:
  - require the Member to remedy the breach; and/or
  - require an assurance from the Member, or any associated individual, relating to future behaviour, in terms determined by the committee; and/or
  - suspend the Member's voting rights without any reimbursement of membership fees in whole or in part; and/or

- The committee, will, except in exceptional circumstances publish its decision in full.

- Where a member has been found by the committee to have breached the Code, they shall be entitled to appeal the committee's decision to an independent third party retained by Nominet.

- A report of the Member Code of Conduct committee shall be published at least annually, including a report from the member representative on the application of the Code.