

<b>DotAsia Board / Governance / Policy Document:</b>		<b>Doc ID:</b>		NC-001	
<b>DotAsia Election Code of Conduct</b>					
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<b>Established:</b>	Board Elections 2024	<b>Approved:</b>	2024.03.19	<b>Effective:</b>	2024.03.21
<b>Maintainer:</b>	Nomination Committee (NomCom)	<b>Status:</b>	COMPLETE	<b>Version:</b>	1.0

This Election Code of Conduct (“Code”) is put in place by the Nomination Committee (NomCom) in accordance with the [DotAsia Articles of Association](#), which confers upon the NomCom, “the power to establish and enforce an Election Code of Conduct for nominees (including the determination of criteria to satisfy the provisions of Article 23(1)(b)), and the power to exclude a nominee from the relevant election for non-compliance with the Election Code of Conduct.”

All persons on the NomCom are independent from the DotAsia Board and are appointed annually, with the decision about who to appoint being made by Board Directors not involved in that particular Board Election. While the NomCom is appointed annually, it is expected that Committee members serve for multiple years for continuity, knowledge and experience on the Nomination Committee.

This Code applies to Nominees of any particular Board Election from the date of the start of the Nomination Period until the declaration of the election results, including any by-election if needed.

## 1. Generally Expected Standards of Behaviour

- 1.1. The DotAsia Board serves as the governing body of DotAsia in accordance with the DotAsia Articles of Association. As the representatives of DotAsia, Board Directors have certain duties, including to act honestly and in the best interests of DotAsia. Appropriate conduct from nominees for the DotAsia Board (Nominees) is often a strong indicator of how they will conduct themselves if elected.
- 1.2. Consistent with the [DotAsia Code of Conduct \(BGC-002\)](#), it is expected that Nominees behave properly and positively at all times: showing respect and courtesy to others wherever possible, and ensuring a safe and inclusive environment.
- 1.3. All DotAsia Members, Member Representatives and Nominees should feel welcome and comfortable to participate fully in the election process to ensure that there can be a free and open exchange of ideas in a respectful and positive manner for the benefit of DotAsia in alignment with its vision and mission.
- 1.4. Nominees are required to: (a) act with honesty and integrity at all times in relation to the Board Election; and (b) conduct themselves in a manner consistent with that of a Board Director and in a way that promotes integrity in, and respects and complies with, the Board Election process and the DotAsia Articles of Association.

## 2. Unacceptable Behaviours

Nominees must also ensure they do not, directly or through a third party, do any of the following:

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- 2.1. Engage in any of the unacceptable or inappropriate behaviours set out in the DotAsia Code of Conduct (BGC-002), especially those identified under the Harassment and Inappropriate Behaviour and Acceptance of Advantages sections, as well as usage of DotAsia digital spaces for the purpose of sending duplicate messages, messages containing the same or substantially the same phrase or similar phrases or other similar abuses;
- 2.2. Make false or misleading statements in their nomination form or any other information they provide to the DotAsia Board, DotAsia Team including the DotAsia Board Secretariat, Election Committee (EC) or NomCom;
- 2.3. Share false or misleading information, including with respect to themselves or other Nominees, or DotAsia Members, which they know or ought to know is untrue, including through failing to disclose a conflict of interest the Nominee has in relation to that information or subject matter;
- 2.4. Share or use other Nominees' or DotAsia Members' and Member Representatives' personal information without that person's express consent;
- 2.5. Use the IANA WHOIS Database for the purpose of electioneering or spam through any form of communication (for example, by using WHOIS data to send unsolicited emails), including through the use of third party sources to obtain information likely derived from the IANA WHOIS Database;
- 2.6. Provide any monetary benefit, gifts, or other forms of inducement to influence votes or in exchange for inappropriate access to the voting system;
- 2.7. Impersonate others or register multiple accounts on DotAsia digital spaces to avoid moderation or mislead participants in an election; or
- 2.8. Represent themselves, or their associates, as speaking on behalf of DotAsia or in any way endorsed by DotAsia including through the unauthorised use of the DotAsia logo (noting that nothing in this section prohibits an existing DotAsia Director from carrying out their ordinary duties as a director).
- 2.9. For the avoidance of doubt, any actions by a third party in support of a Nominee that are not in compliance with this Code may be considered to be the actions of the Nominee.

### 3. Other Unacceptable Behaviours

Persons other than the Nominees, regardless of whether they are supporting or against particular Nominees, must also ensure that they do not, directly or through a third party, do any of the following: Unduly influence other Members' nomination or election decisions (such as soliciting, accepting or offering return of favor or personal gain):

- 3.1. Provide access to the nomination form and/or voting ballots to any third-party;

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- 3.2. Conduct any “exit poll” or place undue pressure upon a Member to disclose how they voted; or
- 3.3. Misrepresenting or otherwise propagating false or misleading information about the election decisions of particular Members.

#### **4. Reporting Non-Compliance**

- 4.1. If any person, including persons on the NomCom, experiences, witnesses, or is aware of any behaviour that is inconsistent with this Election Code of Conduct, they are encouraged to report the behaviour to [electionconduct\[at\]board.dot.asia](mailto:electionconduct[at]board.dot.asia).
- 4.2. The NomCom will review reports of non-compliance with this Code (Reports).
- 4.3. All Reports will be handled confidentially while being reviewed. Details of the Report (excluding the personal information of the person making the Report) may be published by DotAsia if the Report results in a finding of non-compliance.
- 4.4. If you make a Report, your personal information will not, without your consent, be provided to the Nominee who is the subject of the Report. The NomCom may need to share with the Nominee specific information you have provided in order to give them an opportunity to respond. Depending on the circumstances, this may result in you being identifiable to the Nominee (e.g. if you were the only witness to the behaviour).

#### **5. Evaluation and Decisions on Reported Non-Compliance**

- 5.1. The DotAsia Board Secretariat will support the NomCom in carrying out their duties, including conducting investigations into Reports on behalf of the NomCom.
- 5.2. Following a review of a Report, the Nominee who is the subject of the Report will be contacted by the NomCom and given an opportunity to respond within at least 48 hours (other than if the Report arises during the Voting Period of an election, in which case the time period to respond will be at least 24 hours).
- 5.3. Before making a decision, the NomCom will consider the information available to it, including:
  - (a) the Report;
  - (b) the results of the investigation into the Report (if deemed necessary); and
  - (c) any response received from the Nominee.
- 5.4. In making a decision regarding the Report, the NomCom will consider whether it is more likely than not that the Nominee (either directly or indirectly through a third party, as described in section 2.9 above) has not complied and acted in contravention with this Code.

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## 6. Consequences of Non-Compliance or Ineligibility

- 6.1. If the NomCom reasonably believes that the threshold set out in section 5.4 above has been met, the NomCom will decide what action it considers appropriate in the circumstances, which may include the exclusion of the relevant Nominee from the election. The NomCom will notify the Nominee of the finding and consequences of that non-compliance prior to publication of the non-compliance.
- 6.2. If a Nominee is the subject of a finding of non-compliance or ineligibility, the Nominee may elect, within 24 hours of being notified of the finding, to withdraw from the election in which case the finding of non-compliance or ineligibility will not be published.
- 6.3. If a Nominee is excluded from the election as a result of non-compliance with or ineligibility under this Code after the Voting Period has commenced, the Nominee's name may remain on the ballot, however any votes cast for that Nominee will not be counted or considered in the final declaration of results.
- 6.4. Other non-compliances determined by the NomCom not pertaining to particular Nominee(s) will be reported to the DotAsia Board for further actions in accordance with the DotAsia Code of Conduct and Articles of Association. The NomCom will also make a recommendation to the DotAsia Board on the publishing of the finding of non-compliance.

## 7. Waivers

- 7.1. A Nominee found by the NomCom to have not complied with this Code waives any right to damages caused directly or indirectly by this decision or by their exclusion from the Board election.
- 7.2. By accepting their nomination, each Nominee acknowledges that in accordance with section 6.2 above they have the opportunity to withdraw their nomination prior to the publication of any findings and, as such, fully accepts any consequences resulting directly or indirectly from the publication of such findings.

## 8. Updating of this Election Code of Conduct

- 8.1. This Code is confirmed by the NomCom, and may be updated from time to time before the Nomination Period of the particular Board Election, to improve the processes and address issues as they arise.
- 8.2. In the case that a NomCom determined upon review that no changes to the content of this Code are needed, the version number will not be updated.