

**MINUTES OF THE BOARD MEETING HELD ON 23 APRIL 2015 AT 1504 UTC
VIA THE WEBEX ONLINE CONFERENCE SYSTEM**

Present:

Mr Alan Barrett (AB)	Member	Chief Executive Officer
Mr Sunday Folayan (SF)	Chairman	Western Africa
Mr Badru Ntege (BN)	Member	Eastern Africa
Mr Haitham El Nakhal (HE)	Member	Northern Africa
Mr Mark Elkins (ME)	Member	Southern Africa
Dr Paulos Nyirenda (PN)	Member	Southern Africa
Mr Christian Bope (CB)	Member	Central Africa
Mr Andrew Alston (AA)	Member	Non Geographical
Mr Krishna Seeburn (KS)	Member	Indian Ocean
Ms Aminata A Garba (AG)	Member	Non Geographical

In Attendance:

Patrisse Deesse (PD) Interim CEO

AGENDA:

- 1.0 Welcome Address and Agenda Review
- 2.0 Introduction – New CEO Alan Barrett
- 3.0 AFRINIC 10th Anniversary
- 4.0 Delegation of Authority
- 5.0 Resolutions
 - 5.1 Registration of Alan Barrett as Director
 - 5.2 Removal of Adiel Akplogan as DirectorResolution to be ratified
 - 5.3 Appointment of Mark Elkins to the NRO NC (ASO AC) with effect from 20 April 2015 until 31 December 2015
- 6.0 AoB

1.0 Welcome Address and Agenda Review

The Chairman Sunday Folayan made a roll call to confirm quorum and opened the meeting at 15:04 UTC.

Andrew Alston proposed to add NomCom report under AoB for discussion. The report of Andrew Alston on the appointment of Adiel Akplogan as ex-officio will also be added and discussed under Item 5.2.1

Agenda amended and approved accordingly.

2.0 Introduction – New CEO Alan Barrett

The Chairman, on behalf of the Board, thanked Patrisse Deesse for the good job he did as the Interim Chief Executive Officer up till the 20th of April 2015 when Alan Barrett assumed duty. He then welcomed Alan Barrett to the meeting, as Chief Executive Officer.

3.0 AFRINIC 10th Anniversary

The Board reviewed the list of activities as proposed by the Communications Team for the AFRINIC 10th Anniversary. It was agreed that the slogan is a bit confusing. The CEO was asked to work with the team to find new slogans. The Board expressed a vote of confidence in the Communications Team for all the efforts being made to commemorate the AFRINIC 10th Anniversary.

4.0 Delegation of Authority

RESOLUTION 201504.225

The Board resolved:

That the present bank signatories be revoked and the following persons be appointed as bank signatures of the company: [REDACTED]

That [REDACTED] be authorized to sign only in the absence of [REDACTED]; and

That the mode of signature of the company, be as per the attired delegation of authority for bank signatories.

Resolution proposed by ME, Seconded by HE
Resolution passed unanimously.

The CEO is to provide the list of banks / accounts to which the resolutions will be sent when circulating the Resolution to Board Members for counterpart signature.

5.0 Resolutions

5.1 Registration of Alan Barrett as Director

5.2 Removal of Adiel Akplogan as Director

RESOLUTION 201504.226:

Whereas the Board has appointed Mr. Alan Barrett as the Chief Executive Officer of AFRINIC to replace Mr. Adiel Akplogan, the Board resolved to remove Mr. Adiel Akplogan as Board Director and to appoint Mr. Alan Barrett as Board Director with the registrar of companies with effect from 23rd April, 2015.

Resolution proposed by AA, Seconded by KS.
Resolution passed unanimously.

5.2. Report of Andrew Alston - Adiel Akplogan as ex-officio

Andrew Alston presented his report to the Board. It was agreed that Adiel Akplogan could theoretically be appointed as Special Adviser to the Board, but not as an ex-officio Director, because that would require a change of the Bylaws.

The Board agreed to send the report to the Legal Counsel for his comments. No decision on any appointment was made.

Resolution to be ratified

5.3 Appointment of Mark Elkins to the NRO NC (ASO AC) with effect from 20 April 2015 until 31 December 2015

This resolution was passed via email on 20 April 2015 and is now to be ratified.

RESOLUTION 201504.227

The Board resolved to ratify the appointment of Mr. Mark Elkins to the NRO-NC/ASO-AC with effect from 20th of April 2015 to 31st of December 2015.

Resolution proposed by HE, Seconded by KS

Resolution passed unanimously.

Resolution to be ratified

5.4 Appointment of Janvier Ngnoulaye to the CRISP Team with effect from 18 April 2015

This resolution was passed via email on 18th of April 2015 and is now to be ratified.

RESOLUTION 201504.228

The Board resolved to ratify the appointment of Mr. Janvier Ngnoulaye to the CRISP team with effect from 18th of April 2015.

Resolution proposed by PN, Seconded by CB

Resolution passed unanimously.

6.0 AoB

6.1 NomCom Report

The Board discussed the NomCom report as presented by Aminata Garba, and discussed some issues that were encountered during the selection process of candidates, the newly introduced requirements for candidates and any possible conflict of interests.

The Board mandated the Chairman to send an email to the NomCom, requesting that it follows the outlined processes.

6.2 RIR Stability Fund

The Chairman proposed that AFRINIC should contribute to the RIR stability fund which is being created, and that the money be held in contingent liability in case it is needed to assist another RIR in the future. The Board deferred approval, until the amount of fund that AFRINIC is willing to contribute is properly determined.

The CEO was requested to inquire how much can be committed from AFRINIC reserve and current financial state, and the proportion that other registries are committing relative to their reserves, budgets, or contributions to the NRO.

The CEO to look at the figures and make a recommendation to the Board.

7.0 Adjournment

Motion for adjournment was moved by KS, seconded by HE.
The Chair adjourned the meeting at 17:30 UTC.