

**MINUTES OF THE SPECIAL BOARD HELD DURING ON 28 APRIL 2019 AT 15:09 UTC  
VIA ONLINE CONFERENCING SYSTEM**

**Present:**

Mr Alan Barrett (AB)	CEO	
Dr Christian Bope (CB)	Member	Central Africa
Mr S.Moonesamy (SM)	Member	Indian Ocean
Mr Vika Mpisane (VM)	Member	Southern Africa
Mr Robert Ford (RF)	Member	Eastern Africa
Mr Ousmane Ly (OL)	Member	Western Africa
Mr Serge Ilunga (SI)	Member	Non Geographical
Mr Seun Ojedeji (SO)	Member	Non Geographical

**Apologies:**

Mr Habib Youssef (HY)	Member	Northern Africa
Mr Ashok Radhakisson (AR)	Legal Counsel	

**AGENDA**

1. Letter from the CEO
2. Financial Year 2018 Financial Statements Report

**BUSINESS OF THE DAY**

The Chair CB welcomed the Members present and opened the meeting at 15:09 UTC.

A roll call was carried out to confirm quorum. The agenda was adopted with amendments.

**1. Letter from the CEO**

The Chair informed the Board he has received a letter from CEO and opened the floor for discussion from the Members. The Board discuss the matter in an Executive Session.

Enter Executive Session at 15:19 UTC

CEO and Executive Assistant left the meeting at 15:21 UTC.  
Exit Executive Session at 17:41 UTC

CEO and Executive Assistant entered the meeting at 17:45 UTC.

The Chair CB summarized the decision as follows:

- The Board appreciates the work of the CEO and accepts his letter of resignation.
- The Board discussed about the notice period and agreed that the notice requires legal advice. The Board will further discuss with the CEO on the notice period.
- The CEO to inform the staff regarding his resignation;
- The Chair to draft a communique to the community about the resignation of the CEO.

### **Resolution 201904.481**

WHEREAS on 27 April 2019 Mr Alan Barrett tendered notice of resignation as Chief Executive Officer with effect from 26 July 2019;

RESOLVED to accept the resignation;

RESOLVED to thank Mr Alan Barrett for his service as Chief Executive Officer since April 2015.

Proposed SI. Seconded VM. No Objection. AB abstained. Resolution passed

The Board discussed about the Interim CEO position and a decision will be taken the soonest possible. A ToR will be drafted for the Interim CEO and every tasks will be oversight by the Board.

*CB lost connection at 18:17 UTC. SO take over the lead.*

The CEO to do a staff meeting to announce his resignation tomorrow Monday 29 April 2019; the Chair will issue a communique to all staff members; and then to the community

*CB reconnected at 18:25 UTC.*

The Chair to provide a draft communique. The Board to review in 24 hours and send on Tuesday to the community

## **2. Financial Year 2018 Financial Statements Report**

The AuditCo Chair SO recommended the approval of the Financial Statements for the year ending 31 December 2018, as per documents circulated.

### **Resolution 201904.482**

WHEREAS the financial statements for the year ended 31 December 2018 have been prepared and audited;

WHEREAS the Board is expected to approve the financial statements before the auditors sign their report;

RESOLVED that the Board approves the financial statements for the year ended 31 December 2018;

RESOLVED that Alan BARRETT as Chief Executive Officer and Christian D. Bope as Chairman be and are hereby authorised to sign the Financial Statements on behalf of the Board;

RESOLVED that Alan BARRETT as Chief Executive Officer and Christian D. Bope as Chairman of the board be and are hereby authorised to sign the Letter of Representation associated with the Financial Statements.

Proposed SO. Seconded SM. Resolution passed unanimously.

The Board approved the publication of the unsigned Financial statements for the year ending 31 December 2018. SO proposed that it will be good that all comments on the Financial Statements from the community are collected and responded accordingly before the AGMM2019.

SO recalled that there was a discussion within the Board to retain the external auditors for at most 3 or 5 years and sought guidance as to whether to re-appoint the PwC or a new audit firm for the next financial year.

SO also informed that PwC has agreed to attend the AGMM2019 in Uganda and AFRINIC will bear the cost of travel and accommodation.

**Action Item 201904.01:** The Secretariat to circulate a written resolution for the approval of AFS2018 and counterpart signatures of all Directors.

**Action Item 201904.02:** The Secretariat to follow up with PwC on their attendance to the AGMM2019

### **3. Closure**

The Chair CB moved to close the meeting at 18:53 UTC. Proposed SM. Seconded RF.