



**MINUTES OF THE SPECIAL BOARD MEETING HELD ON 1 AUGUST 2021 AT 18:04 UTC
VIA ONLINE CONFERENCING SYSTEM**

Present:

Mr Eddy Kayihura (EK)	Member	Chief Executive Officer
Mr S.Moonesamy (SM)	Member	Indian Ocean
Prof Habib Youssef (HY)	Member	Northern Africa
Dr Abdalla Omari (AO)	Member	Eastern Africa
Mr Benjamin Eshun (BE)	Member	Non-Geographical
Mr Oluwaseun Ojedeji (OO)	Member	Non Geographical
Dr Adewale Adedokun (AA)	Member	Western Africa
Mr Serge Ilunga (SI)	Member	Central Africa

In Attendance:

Mrs Guylaine Laiyra	Snr. Executive Assistant*
Me Ashok Radhakisoon	Legal Counsel

AGENDA

1. Welcome
- 1.1 Disclosure of conflict of interest
- 2.0 AFRINIC Services / Way Forward

BUSINESS OF THE DAY

1. Welcome

The Chair welcomed the members present and opened the meeting at 18:04 UTC.

A roll call was carried out to confirm quorum. The members agreed to waive the 14 days' notice to call for a meeting.

1.1 Disclosure of conflict of interest

There was no disclosure of conflict of interest.

2.0 AFRINIC Services / Way Forward

The Board took note of the cost implication and different scenarios to run AFRINIC operations during this period whereby the accounts of the company have been frozen by the Courts of Mauritius.

The CEO was invited to further explain the different scenarios as submitted, namely;

Scenario 1: Minimum monthly cost (USD 183,143)

Scenario 2 : Keeping only Core Services (MS, IT, Registry and Apps staff) - (USD 87,098)*

Scenario 3 : Keeping only Core Services (MS, IT, Registry and Apps staff) and all expatriates work from home - (USD 82,265)*

Scenario 4 : Keeping all staff and all expatriates work from home - (USD 170,193)

The CEO also made an overview of the status of the ongoing legal procedures which the Legal Team are undertaking. There are key milestones dates that are coming ahead, a hearing on the 4th of August, and on 16th August for the validation of the garnishees' order, there is a possibility to get a closer date for the hearing but need to further discuss with the Legal Team. The CEO informed that the Board needs to think at what point to trigger the fund from the Joint RIR Stability Fund while taking into consideration that there might be no positive decision from the Court on the release of the fund. The Legal Team is of the view that there is a high probability that no decision will be reached on the 4th of August and on the 16th August may be too far, we may be getting to the end of August with no funds towards the staff salaries and payment of the suppliers.

The Legal Counsel briefed on the milestone dates to submit counter affidavits, applications for validations and requests made by the Legal Team for removal of part of the freezing order to the Judge. He informed that considering how the things are shaping up, there will be no hearing on the 4th of August because when the Judge gave her first order , the papers for validation was not yet uploaded from the other party. When AFRINIC receives the papers, there is a procedure to inform the Court whether you are going to put a representation against the validation, and when AFRINIC uploaded our confirmation of representation, the date the online Court system allocated to AFRINIC was for 16 August to file the counter affidavit. It is on that date that AFRINIC will be heard, one opposing the application for validation and at the same time removing the freezing order partly / main levee. On the 5th of August, there is another affidavit to be filed on another case filed by Cloud Innovation.

The present risks are that AFRINIC is presently unable to meet his financial obligations towards its staff and suppliers.

The Chair called for an executive session to further discuss the Legal Team.

The Snr EA and Legal Counsel left the meeting at 18:33 UTC.

Enter Executive Session 18:33 UTC

Exit Executive Session 19:38 UTC

The Snr EA and Legal Counsel left the meeting at 19:38 UTC

The Board discussed the current legal situation and tasked the CEO to strengthen the legal support.

With regards to the financial situation of the company, the Chair referred the matter to the Finance Committee and to report back to the Board by 3rd August 2021.

Action Item 202108.01: The Finance Committee to review the board paper with regards to the cost implications and different scenarios to run AFRINIC services; the Committee to report to the Board on 3rd August 2021.

3.0 Closure

The Chair moved to close the meeting at 20:09 UTC. Proposed OO. Seconded BE.

SIGNED