

**MINUTES OF THE BOARD MEETING HELD ON WEDNESDAY 18 JULY 2018  
AT 15:03 UTC VIA THE ONLINE CONFERENCE SYSTEM**

**Present:**

Mr Alan Barrett (AB)	CEO	
Dr Christian Bope (CB)	Member	Central Africa
Mr S.Moonesamy (SM)	Member	Indian Ocean
Mr Serge Ilunga (SI)	Member	Non Geographical
Mr Seun Ojedeji (SO)	Member	Non Geographical

**In Attendance:**

Mr Ashok Radhakisson (AR)	Legal Counsel
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**Agenda:**

1. Opening Remark
2. Adoption of the agenda
3. Filling of casual vacancies
4. Surplus 2017 Management
5. Board Retreat Planning
6. Data Protection letter to the chairman
7. HR process related to former staff
8. AFRINIC 29 Meeting Host
9. NRO EC response to NTIA
10. AOB

**BUSINESS OF THE DAY**

**1. Opening Remark**

The Chair, CB welcomed the members present online and opened the meeting at 15:03 UTC.

A roll call was conducted to confirm quorum.

## **2. Adoption of the agenda**

The Chair CB called for a review of the agenda. The Agenda was adopted with amendments. Proposed SO. Seconded SI.

## **3. Filling of casual vacancies**

The Board reviewed the list of expression of interests received for the filling of casual vacancies on the Board as at 18 June 2018 and considered whether they meet with the published requirements.

The Board voted via an online poll; votes were sent in confidentiality to the Secretary and the Legal Counsel acted as witness. The Legal Counsel certified that the results are accurate and the results were declared as follows per region.

### **Seat 1 - Northern Africa**

Mustapha Ben Jemaa received 2 votes  
Habib Youssef received 3 votes

### **Seat 6 - Eastern Africa**

Dorcas Muthoni received 5 votes

### **Seat 5 - Southern Africa**

Vika Mpisane received 4 votes  
Duncan Martin received 1 vote

## **Resolution 201807.426**

WHEREAS there are four vacant seats in the Board;  
WHEREAS the Board has the power to fill the vacancies in terms of the Bylaws article 13.10;  
WHEREAS the Board has called for expressions of interest from persons who wish to be considered for appointment to vacant seats;  
WHEREAS several persons have expressed interest;  
WHEREAS the Board has considered the expressions of interest;  
WHEREAS no candidates from Western Africa met the published requirements;  
WHEREAS the Board held an election among its members to fill the three vacant seats for Northern Africa, Southern Africa, and Eastern Africa;  
RESOLVED to appoint Habib Youssef to seat 1 (Northern Africa);  
RESOLVED to appoint Vika Mpisane to seat 5 (Southern Africa);  
RESOLVED to appoint Dorcas Muthoni to seat 6 (Eastern Africa);  
RESOLVED to leave seat 2 (Western Africa) vacant for the time being;

Proposed SO. Seconded AB. Resolution passed unanimously.

**Action Item 201807.01:** The CEO to contact appointed Members to confirm if they accept the appointment.

**Action Item 201807.02:** The Secretariat to contact the newly appointed Directors for the due diligence and signature process.

**Action Item 201807.03:** The Chair to send welcome letters to the new Directors.

**Action item 201807.04:** The CEO to thank all candidates for their interest.

**Action Item 201807.05:** The Secretariat to contact the newly Directors and do the necessary process to attend the Board Retreat and Induction.

**Action Item 201807.06:** The Chair to send an announcement to the community after the newly appointed Directors have accepted.

#### **4. Surplus 2017 Management**

SM briefed that the Finance Committee is presently discussing the amount of surplus to be transferred to the strategic reserve account. A recommendation will be made to the Board once the decision is finalised.

**Action Item 201807.07:** The Finance Committee to make a recommendation to the Board regarding the surplus by Friday 27 July 2018.

#### **5. Board Retreat Planning**

The Board noted the draft Retreat Programme and budget as presented by the Secretariat.

[REDACTED]

The Board discussed the matter, and decided not to invite any of the past Directors to the retreat. It was noted that past Directors had not attended any past Board retreats, although they had been invited in 2017.

#### **6. Data Protection letter to the chairman**

The Board noted the receipt of a letter from the Data Protection Office, asking for an explanation of the publication of the investigation report. The Board decided that the Legal Counsel will draft a reply to the Data Protection Office including all justifications that AFRINIC has taken all measures to be in compliance with the Data Protection Act and to protect the privacy and confidentiality of its staff. The reply should also indicate the mandate of AFRINIC and its accountability to its membership.

The Board agreed that the Governance Committee should be informed of the letter.

**Action Item 201807.08:** The Legal Counsel to send a draft reply to the Board for review by Thursday 20 August 2018.

**Action Item 201807.09:** The Board Liaison, SO to inform the Governance Committee about the letter from Data Protection Office.

#### **7. HR process related to former staff**

The Board discussed on HR process related to staff member.

[REDACTED]

#### **8. AFRINIC 29 Meeting Host**

The Board agreed for the CEO to proceed with the confirmation of Tunisia as the meeting host for AFRINIC29 in November 2018.

## **9. NRO EC response to NTIA**

The CEO updated the Board on the outcomes of the NRO EC meeting and AFRINIC supports on one particular response to the NTIA.

## **10. Management answers to Resource Member questions**

SM queried on the delay in replying to queries from resource member by Management.

**Action Item 201807.10:** The CEO to reply to the questions from SM

## **11. AOB**

### **11.1 Reply to NTRA**

Discussion deferred to the mailing list. The Board to finalise the reply drafted to the NTRA.

## **12. Closure**

The Chair, CB moved to close the meeting at 18:04 UTC. Proposed SI. Seconded SM.