



**MINUTES OF THE SPECIAL BOARD MEETING HELD ON 25 MARCH 2021 AT 09:01 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
Mr 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

**In Attendance:**

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

**Apologies:**

Mr Serge Ilunga (SI)	Member	Central Africa
Mr Vika Mpisane (VM)	Member	Southern Africa

**AGENDA**

1. Welcome
  - 1.1 Disclosure of conflict of interest
2. Policy Development Process - Setting back on-track

**BUSINESS OF THE DAY**

**1. Welcome**

The Chair welcomed the members present and opened the meeting at 09:01 UTC.

A roll call was carried out to confirm quorum.

## **1.1 Disclosure of Conflict of Interest**

There was no declaration of conflict of interest.

## **2. Policy Development Process - Setting back on-track**

The Board took note of the recommendations of Management with regard to the Policy Development Process, in particular following the recall of both the PDWG's Co-Chairs.

The CEO made a brief on the proposed recommendations as circulated. The Chair opened the floor for discussion.

The Board decided to proceed as follows;

(a) With the upcoming Public Policy Meeting (PPM) on June 2nd 2021, Management advises the current PDWG on the urgent need to select at least 1 or 2 replacing Co-Chairs pursuant to section 3.3 of the CPM in order to enable the PDWG to function anew, hence ensuring stability of the working group. The advice will also include details about selection criteria and options that will be considered in case the PDWG fails to select the Co-Chairs;

(b) For the purposes of the above, the PDWG shall have a strict time frame of two weeks to select its replacing Co-Chairs, failing which the Board of Directors shall have no option but to intervene in accordance with its mandate to ensure the proper functioning of the AFRINIC PDP for the purposes of the holding of its Public Policy Meeting in June 2021;

(c) In the event that the PDWG is unable to select, amongst themselves, 1 or 2 replacing Co-Chair(s) in terms of section 3.3 of the CPM [sub-para (a) & (b) above refers], the Board of Directors shall then defer the process for selecting the replacing Co-Chairs for the time-being, and instead proceed with the appointment of two Interim Co-Chairs;

(d) With reference to the aforesaid appointment of two Interim Co-Chairs by the Board, the appointments shall be up to the Public Policy Meeting in June 2022 using criteria in point (e) below;

(e) The selection criteria for the appointment and/or selection of the aforesaid "Interim Co-Chairs", shall include but not limited to relevant past experience, integrity, the ability to act impartially and exercise independent judgment when moderating the PDP discussions;

The Management to assist the Working Group in the selection exercise; the PDWG should be informed accordingly on the process for selecting the Co-Chairs and facilitate the call for Expression of Interest.

The Board to appoint, if required, after a public announcement for nominees.

(f) For the purposes of sub-paragraphs (c), (d) and (e) above, the following timeline shall apply:

Date	Event
25 March 2021	Holding of Special Board of Directors Meeting (1h30)
26 March 2021	Management to advise the PDWG on the urgent need to select the replacing Co-Chairs based on the consensus approach and volunteer to facilitate it. A call for expression of interest is also sent in that order. The communication will also inform the PDWG that failure to select co-chairs by April 9th 2021 8 PM UTC, the Board will have to intervene and appoint 2 interim co-chairs up to the PPM 2022 using criteria in point (e).
By 30 April 2021	Board of Directors to appoint two Interim Co-Chairs from people who expressed interest on the mailing list.

(g) By 30th April, the Management will provide a comprehensive Board paper about challenges and potential reform needed to improve the PDP.

**Action Item 202103.01:** The CEO to submit a comprehensive assessment of the PDP and make recommendations to the Board by 30 April 2021.

### 3. Closure

The Chair moved to close the meeting at 10:50 UTC. Proposed EK Seconded HY.

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**SIGNED**