

## **EXTRACT OF AGMM2018 TRANSCRIPT HELD ON 10 MAY 2018 DURING AFRICA INTERNET SUMMIT 2018**

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### **AFRINIC AIS 2018 THURSDAY, 10<sup>th</sup> MAY 2018**

>> Moderator: We will start in five minutes' time, so please get seated.

>> Moderator: It's 20 minutes past our meeting and we would like to start were 20 minutes late. I would like everyone to take a seat so we can start. Welcome to 2018AGMM. I would like to officially start the meeting and I will call for the secretary to see if we have the quorum. Can I have a show of hands of resource members in the room? Can the secretary take a count. Keep your hands up. Sorry for the exercise. Okay, you can put your hand down. We have a quorum, so we can proceed. Now, I would like to make announcements and the first one is one of our board members Mr. Hythum has resigned from the board and we have communicated to that the members. We have received a letter from a member. The board believes that the notice has no so much notoriety and we are proceed with the meeting. I would like to pass on a message before we review the agenda item, but I place all the members and the community to work towards building AFRINIC together for the members, community and let us be cordial among each other and strive to support each and also let us take a collectivist possibility to be part of the solution in addressing your challenges. We are in this together and we can dream together. I believe there is participation and you can let us know if there is anything else in regard to participation. Thank you. Nothing. All right, now let us review the agenda item. I can see one member has something to say.

>> Mr. Chair would like to raise a point of order. I advise on the issue of the legality of the meeting section 5.2D of the bylaws. The notice of the meeting should contain sufficient information for any member to make a reasonable judgment on the agenda items. The information sent to the members didn't contain such information including no information in order to allow for reasonable judgment on the appointment of auditors, judgment on the fairness of committee report, or reason of judgment on the audit report. I also know that telecoms object to the meeting having said discussion with Mr. Osteen on this issue we wish to take a common position and propose a compromise position. We strongly believe that we need time to

review and dually consider the following documentation to allow us to make reasoned judgment and reasoned comment on this during the course of the meeting and to -- our positions on the material. The board activities update, the audit committee report, the details of the proposed appointment of auditor with justification, the presentation as regards to the proposed new fee structure, the nominations committee report. It is our contention that in order for an AGMM to be productive and engage members and to allow the members to follow the bottom-up approach as dictated by ICP2 and our company bylaws we as members need to be given sufficient time to review the documents such that we can provide the board that will allow the board to take input from the floor in an informed manner. It is also our contention that information contained in the items specified have direct bearing on the fees that we are paying to AFRINIC and expenditure of the money paid to the organization, and hence needs to be set carefully considered so as to guide us in the feedback to our board. As such, we are requesting that the board supplies all this information, which should be readily available, as it should be presented during the course of this meeting with immediate effect by electronic communications to the members' list and then adjourn this meeting to 9:00 a.m. tomorrow morning when we can commence having fully digested the information. This request is also in line with clause 12.5 of the company bylaws. Thank you.

>> Moderator: Thank you Mark Elkin. The board considered the communication sent by to be able but with guidance of the legal determined it was proper procedure the meeting. I would like to invite the legal council to address it. Thank you.

>> Thank you Mr. Chairman , with regard to the joint notion of Mr. Elkins and liquid the telecom I would say that the process being followed is perfectly in order. Seems to indicate that I am associated with AFRINIC this is has been the standard process which has been followed. The more fat has always been the same even Mr. Mr. Elkins was a board member and when Mr. Austin was a board member, both of them are aware of the process adopted in the past and none of them ever moved motion that we should state process or have another procedure -- was for them to make a judgment on so many matters that took place over the last ten years. They were elected on the basis of the same agenda that we are putting before this assembly today. It's not anything new. When we tell you that this community has always found whatever was given so a detail for them to come to decision on all matters, it would be an offense to them now ten years after to tell them that they have today decided on serious issue regarding this company without having details and without making a reasoned judgment. My second point is all the notice the agenda we have sent to the company secretary over the years, they were notified of our meetings and they keep all of our agenda in the file, so that we can respond whenever there is the need to the registered companies who is the supervisory authority to look at how companies are admin stirred or managed. Up to now there hasn't been any adverse remarks

to our company registry. never has this company over the past ten years in legal council with AFRINIC had any adverse comments to our process. One of my companies has 100,000 members. Thank you Mr. Chairman.

>> Thank you legal council

I think that on the basis of the enlightenment I'm going to talk in French. I was already in agreement with the board. From the explanation of the legal council it's the thinking that we should proceed with it and we should not be distracted. Thank you.

>> Merci. (speaking in French)

>> Translator: I also second the view that the meeting needs to proceed if no other reason than to provide the forum for all the objection to base into. Thank you.

>> Moderator: Thank you any remote comment? No. Okay. Seeing no further comments we will proceed with the meeting. Thank you. (applause)

Any other issue on the agenda? We are reviewing the agenda. This agenda was -- two weeks ago and there were no comments received regarding the contents of the agenda. I would like to have a proposal and second. Proposal to adopt the agenda? Okay proposed by Abdulla -- okay, babakar. Any objection? Seeing none we proceed. Thank you. The second agenda team. Minutes of 2017 held in Nairobi, Kenya. Can we have the minutes on the screen? I would like to see if there is a general comment on the minutes? Any general comment to the minutes? If there is none, then we can scroll page by page and see if there are any. Scroll down fast. If there is any issue that you think needs to be corrected or is not the proper record, please raise your hand so that we can correct it. I would like to -- for the induction of the minutes. A proposal please to adopt the minutes. Proposed by Badra and second by -- any objection to minutes? Seeing none, we have adopted the minutes of 2017AGMM.

Now the next agenda item is about activities and I would like to have the slides on the screen. This is a summary of board activities during the year of 2017. Okay, we have the board composition and the regional representation. I won't go through the list. You can see where members highlighted Krishna and Andrew. There were members prior to 2017 -- so the board meeting were ten times during the period January to December and we have made 11 times from January to May 2018. You can see how busy we have been for less than half a year.

Board processes and transparencies. The board minutes are published online and the decisions published via resolutions and we have 66 resolutions in 2017 and for the period from January to May 2018, we had 30 resolutions, almost half of the ones passed in 2017 in less than half a year. In terms of attendance, you can see our attendance to board meetings for some members they were not members during a particular time. Some joined in June and that is when you see the boxes are blank, but for the meeting they did attend there is a cross and it is in red.

Now this again shows the reputation and the names of the board members and is on the attendance of the model during this particular year. This is up to -- I can't see the month, but I think it is May 2018. I can see it from there, but that cannot be seen. Basically it is up to yesterday. You can see the members in the committees and their duration in the committees. You can see the members from all various groups and the groups I indicated. Representation from small members to large members. We had a presentation from this year and from the board. We have also PWGE -- I think everyone can read and we have a governance committee, which has the responsibility for the issues we had and it is comprised of those members assisted with the legal council and the secretariat. During public policy meetings the board reports as often as possible with community mailing -- and we have two advisory committees, the council of elders and governance committee induction of new members we need if Johannesburg from 23 to 21 of June. The board members had also the opportunity to attend the ICANN meeting. In 2017 the board decided it was good to have more engagement with the community and therefore after the closure of the -- we had open-mic. session and planning to have an open mic. session as well during this meeting. Policies ratified during the year it was only one based on the records I had. According to the records I had it was the -- (indiscernible). Now that's it. Thank you so much. So are there any questions on the board update and maybe if I have forgotten anything to update the members. Any questions on comments or inputs?

>> Mark Elkins here. I am getting a message from Andrew that he is trying to raise a point of order and someone is refusing to view that message and I would like to state that I am staying here in the meeting under duress from your decision.

>> Thank you Mark. I have been asking if there is any remote comment or input and I'm told there is none. Whom is he communicating with out of the meeting?

>> I would presume by the remote facilities set up by this meeting for this meeting.

>> Moderator: Let's be clear we have a platform for remote participation. If he is making side contacts, maybe the board members or then he can present it. As you are saying I don't know where he has sent his message.

>> I will speak in French.

>> Translator: I would like to mind out if we have a proxy from Andrew.

>> -- (indiscernible) I think it is a distraction. . There is a platform and people are monitoring if there is something we should now. Thank you.

>> Moderator: Thank you, members. I think we agreed that we will proceed and therefore we should proceed if there is comment from Andrew I will take it and the members will decide.

>> We have placed the remote thing up there so anyone can see.

>> Moderator: Okay, now the secretary has assured us you can see

the participation and I've been asking the secretary if they are observing if there is a message notify us and we can listen to them, so members I suggest we move on.

Next agenda item is activities update from the CEO. I would like to welcome the CEO.

>> Thank you, may I have my slides please? Good afternoon my name is Allen Barrett, I am the CEO of AFRINIC and I'm here to present a report on some of the activities in 2017, so let's start with the human resources. At the end of 2017 AFRINIC staff complement was 51 employees from 12 countries and the little bar graph there shows the distribution. About 30 from -- and 21 from other countries in Africa. We had six new hires in 2017 and one person left the company. We had a growth in membership during the year 2017, 144 new members and that brought us to a total of 1,554 resource members at the end of 2017. The color chart chose numbers you cannot read shows the distribution of approximately two-thirds of our new members were LIRs and approximately one-third were end users. This chart shows distribution of new members by countries, and the majority, about 40% from South Africa, and then the next largest country Nigeria, sorry the presentation is too small to read. You can download it later it will be available.

This chart shows the growth in membership over the years. Since then a small growth in membership, 2017 seems to be lower than 2016. I'm not sure there is a good reason for that. We will try harder to attract new members in 2018. The reason AFRINIC exists is to allocate ISN number unless Africa. We allocated 7.4 until IPv4 addresses and a total allocated since AFRINIC started was more than 101 million IPv4 addresses, and that is a little more than 6/8s. The chart shows IPv4 allocations per country in 2017. The largest is Egypt with lots of allocations to many other countries.

IPv4 exhaustion is a big topic. During 2017 ant third of April we reached the final slash 8 which again what we call exhaustion phase I as defined in the soft landing policy, so in terms of the rules, the maximum allocation anyone can get at any time is a/13 and that is about half a million IPv4 and this chart shows the available inventory so it's decreasing over time and you can see decrease quickly until April when we hit soft landing and after April decreased more slowly because the soft landing policy has tightened the rules making it more difficult for people to receive IPv4 allocations.

IPv6 we allocated 113/32 to 111 organizations so one or two received more than a/32 and most received exactly one slash 32, and this is a lot more than allocated last year. Good to see the increase and the vast majority went to South Africa.

ASN assignments, this shows assigned per year since AFRINIC began. Slight decrease from 2016 to 2017. 50ASNs during the year and the total has been 1570. Very few of them, five in the year 2017 or what we call 2 by ASNs which are used for historical compatibility. For most new uses we can use 4 by 8ASNs. AFRINIC runs training courses in French and English and we held 21 workshops in 19 countries during

the year and trained 639 participants. The graphic shows the country. Sorry the graphics are illegible and it shows who is trained in each of those countries. We attend outreach events and conferences organized by others that we attend. So AFRINIC staff go to other conferences to meet our members and talk to them about AFRINIC and to help them generally, so during 13 events we met 300 members and perspective members. Also we handled more than 30,000 request tickets. Some of them are requests for help and some for assigns IP addresses and some of them are related to billing and back payment of invoices. More than 30,000 responded in less than 48 hours. We contacted our members to update their details and we focused on those that were less than one year. The older ones more likely the information is out-of-date, so we contacted out of them and 80% have updated their contact details during the year. We will repeat the process in 2018. We hold public meeting in the year, AFRINIC 27 in Lagos Nigeria. 600 people from 68 countries attending the big meeting -- we are now at AIS '18 and we have delegates from does that say 86 countries. There are only 56 countries in Africa so we must have some from outside Africa as well, and for the first time this year we have introduced child care facilities in case you are traveling with your children and you don't know what to do with them while you sit in these meetings there is a child care facility. This was organized at quite short notice and I think due to the short notice nobody took us up on the offer but it is there and we will repeat it in the future.

We of course have to inform the community and we are websites so we publish 67 blog articles, sent 25 e-mail campaigns and we have lots of likes and followed lowers on Twitter and Facebook. A new thing we did last year in 2017 is we moved our network status page to a third party hosting platform and about two years ago we introduced a web page where we were reporting the outages. If something went wrong with IP systems we informed you. Last year we moved that to a third party platform, so if AFRINIC is down our status page will still be up. During our 7 day free trial of the third party hoster service we had that service deemploy IPv6 and the status page is fully accessible on V6. (applause)

We are in the process of launching a new AFRINIC website. Many have commented that we should have our website in French and English and we have paid attention to that. We have a new website and you can see it right now at pre-view.AFRINIC.net it's in English and French and more than 600 pages translated. Still trying to finalize a few details but before too much more time has passed the www.AFRINIC.net will contain the new website.

Of course we have policy development during the year I believe we had two policies implemented. The chair told you one and I believe that was a mistake. Soft landing BIS reached last call, but the last call was overturned on appeal and then seven other policy proposals were discussed in 2017. It just struck me you were probably talking about 2018 and whereas this one was 2017.

On our technical operations side we have made improvements and deprecated old password scheme and added new rules so everything object must have something called a maintainer and that just makes it more difficult for unauthorized changes to be made. In the past there was certain objects in who is especially from legacy resource as long time ago with very weak authentication and far too easy for a malicious person to update the who is object so we fixed that by adding a maintainer to every object by generating random passwords, so if you have an object which you can't hit it because you don't know the random password, you can contact us and we'll help you. RPKI side we have deployed a new trust anchor from 0/0. It's a highly technical thing and I don't want to go into detail here but it's addressing an issue to make it difficult for resources to be transferred from one IR to another. AFRINIC doesn't need it so much by the other IRRs do it. AFRINIC can host a secondary service for your and last year we increased from three locations to eight locations for our service.

We have a great research team and they won the most outstanding paper at the African conference for a study on African latency, it's about performance of the internet and how exchange points can help them and where the submarine cables can go -- if you were in the session where the AGMM started you would have heard a presentation about the wider project and it wasn't on this slide because it wasn't done in 2017: I think this is my last update about the fire program, the fund for internet research and education. We receive funds from donors and over the past two years we have had more than \$250,000 and we distributed it in smaller grants to worthy projects and we supported nine projects in 2016 and 2017 and offered three awards, so it is meant to help you start delivering service or improve an app. An award is like a prize for you have already done well and it's just a cash prize. Thank you very much.  
(applause)

>> Moderator: I can see there is a question or comment from remote participant. Can you read it through? It will take us time.

>> From Andrew Austin, chair point of order I wish to say that liquid communication participating in this protest and I propose all rights to the legality of the meeting and I wish that noted for the record. I apologize I was not available on here earlier. I found this is not linked as per instructions on the website and such the remote was not available and I wish to reuse that as a point of order. Secretariat please read the rules of order. It must be heard. Zoom was not linked from AFRINIC website and I am happy to provide screenshots. Just please point the point of order to the floor.

>> Moderator: Okay. Point of order noted, and we decided when we were starting meeting it was clearly explained by the legal council that we can proceed. Unless there is a comment from legal council?

>> No.

>> Moderator: Are there any comments or questions or input to this

year's presentation. Seeing none we provide with next agenda item that is financial update. Dr. Christian.

>> Speaker: Thank you, chair. 2017 financials, just some key points which were published and shared with members. This is the committee composition and for the report, a statement from which we believe has been updated. I will move on you can read it. Some of the highlights on page 8 cash and cash flow an average 4 point something million which is an increase compared to last year. If we break the figure down what we have is (indiscernible). For the FTLD, if you see this amount of money is not in your bank accounts because been put into FTLD accounts. We have 2.8 million which was AFRINIC money that was able to be spent on general matters. December of last year, there was a total of amount of 1.56 million compared to last year which was 551. Page 53, note 7, which have been published. AFRINIC received a total of 191.33 from the grant, and the total of fees 4,000,892 U.S. dollar and increased 20%. 4,000,311 for last year and for the fee -- (indiscernible). The am was 4,000,156 which is an increase of \$532,000 compared to previous year. For the surplus, we could compare to 2016 is (indiscernible) which if you compare with the previous year. Just to go into detail about the expense, you can go to the slide we shared but if you can look at it you will see increase by 121% of the cost and for the meeting expense decreased 22.2%, and the staff and related costs decrease of 1%, and for this expense there is an increase of 11.20%. Just to show you the travel cost for the last five years our friend for the travel costs.

I think at this point what I would like to ask the member to adopt the financials as presented by e-mail and as presented here in this meeting.

>> Moderator: Thank you chair. Members, the financial statement has been presented. Any comments? If there is no comment we will move to adoption of the financial statements and the audit report. Anything from remote? Nothing? Thank you. Go ahead.

>> Andrew said yes, he has a comment and he has several questions. He is still typing I guess. I don't know. Okay, he said in the Q4 report that was posted online.

>> Moderator: Talking about the quarter report that was posted online. Okay. Financial statements on a whole.

>> He said in the quarter report that was posted online if you look on the quarter report, you will notice that the first percentage of expenditure the figures and if you examine the travel expenses can the board explain to me how they spent the entire travel budget?

>> Moderator: Can you go back to the slides just showing the cost of travel.

>> He said drastically under spend on the community outreach and the community support.

>> Moderator: I think he is referring to the increase in travel because these financial statements are not presented in a way that shows the staff travels it's a collective figure. I have don't understand if in the quarter report those figures were separated. If that is the case, then

we can respond.

>> Another one from Saul, our revenue is increasing, what is AFRINIC doing to reduce fees to come in line with other IRR and what is the issue of being an NPO with the profits age AFRINIC is making I think he meant NGO.

>> Shouldn't with be focusing on the annual report and not the quarterly report.

>> Moderator: I presented the financial sometimes already to the report to the files to the whole year and not on a quarterly basis, so it will be like going back --

>> Andrew said there are separate figures in the quarterly report.

>> Moderator: Well, we are considering the annual financial report and not the quarterly report. Let's be focused, please. Ho.

>> How can this community understand how AFRINIC is spending our money. I maintain we should be discussing the online reports and not the other reports please. Then Andrew said without a breakdown of the reports I know because I created the report last year.

>> Members are online asking and responding themselves. How AFRINIC spends money is reported in the financial reports but edited by independent auditor and they give opinion on how AFRINIC is spending the member's money.

>> Thank you. On the question related to the status because some say AFRINIC is NGO on the our revenue is increasing. I think they both consider it. Basically the question is saying -- is increasing which might impact our status as NGO. The board is considerate and also the board further discuss and the board is analyzing what is the best way that we can invest our money. So far to the committee by doing. There is no way we should do that.

>> So the board is refusing to actual explain the breakdown in the quarterly reports they have published and the under expenditure on certain items CVS and other expenditure on others.

Okay, thank you for the question, Andrew. On the matter of the question relating to travel, I think it's important to clarify that when we see a amount related to travel it's not just board travel. The amounts is used for various parts of the organization, staff, board, policy chairs, and our NC representatives from my region. A lot of that is I cannot update as you know Andrew, we -- (indiscernible). Also occasionally attend other meetings. I have don't think any other board member has attended any other this year. This year we attended AFRINIC budget. Board travel -- reaching out to members and trying to get new members and outreach I would like to also remind Andrew that there is a section of the annual report that detail how the travels has been expended in 2017, so I suggest he checks that. Thank you.

>> Travel and expenses at 100% but is incorrect. Under spent by \$14,000 furthermore in quarter 3, staff made 86 trips, 51 of which were in the continent. Considering the average cost of trip was 2,049, furthermore board had 9 trips, six were international. What were those international trips and what benefit did they provide to the

community. Both of those are questions?

>> Short of spending whole day micro managing board, I would like to ask there was a budget that was projected for the year and you performed according to that budget, so our question would be did we deliver? I would like to suggest that we move on if there is no particular question based on the budget you presented to us and whether you delivered against it. I think we need to focus on that, and my question would have been when we looked at the in terms of registrations went down a little bit and did it have an impact on revenue, it didn't. I think we need to look at performance based on top level and not the detail and I'm sure everybody in the room is prepared for that because we have been here all afternoon.

>> Moderator: Thank you so much.

(applause) With a collapse of hands I think we will proceed otherwise we may end up requesting the auditor to give detailed auditor reports to make sure everything is clear. You refer to them otherwise you may refer to them and they can provide further details. Thank you. I would like to call for the adoption of the financial statements and I would like to see a proposal and second for the adoption of the financial payments. Raffa. I need a second -- any objection to the financial statements? Seeing one we proceed with the next item. Appointment of auditor for 2018, so I give the floor to the audit co-chair.

>> Speaker: Thank you, chair. Next slide please. The board of the community after analyzing the report and after final consideration the board would like to recommend the appointment of -- Cooper for this year as an editor. This is our suggestion to the community and members of it, thank you chair.

>> Moderator: Thank you. We agreed that if there are no issues with the auditor then we proceed with a maximum of three years and that is why we came to the reason of recommending Price Waterhouse Coopers limited for 2018. Any comments from the floor?

>> I will read latest from Andrew. On the approving of the financials, I am calling for a board vote. He said you must read it now. A point of order. The remote was not given the chance to object. Another says I believe Andrews point of order should be heard. From Andrew, I want the same thing on the approval of the financials.

>> Moderator: Can you clarify the first point because he is talking about the financial while we are still on the audit.

>> Exactly. There were a few statements that were coming in as you were closing, sir.

>> Moderator: I think we have closed the adoption of the financial report and considering the appointment of the auditor, right, and members have even voted, so for the financials is he referring to the presentation of 2018 budget?

>> Okay. I want the board to approval the financial as the remote participants did not get a chance to object, no show of hands to object, no one asked the online participants.

>> Moderator: Okay, the way I'm running the meeting there is one

handling the online participation and I requested that the board of any input and I didn't see it, so I assumed there were none.

>> Speaker: I think the online comments were requested during the time when the financial sometimes had to be voted upon, and there was a pause and a gap allowed between the votes and between the nomination and approval of the financials. It is coming very late outside the time the board has approved for the financials for the close of 2017. Thank you.

>> Chair, there was only the call to approve, objections was not sought. It is only proper to ask. I think this is more like in general.

>> Speaker: It is one of those unfortunate things in terms of either latency or error in the communication, but I think the AGMM noted that there was an invitation for objections and no objection were recorded and the chair went further and inquired if there was any objections online and there was nothing recorded. I do not find that it's going to be easy to adopt the position having adopted the financials of 2017: We probably can get guidance from the AGMM how they want to deal with this matter if they feel there is a matter that has been lodged from outside online. Now, when the chairperson convened the meeting, he made it clear that it is our duty that we make this organization function. It is all of us. It is everybody's responsibility, not that we are seated here when we need to be burdened with that responsibility alone and jointly we need to find solutions. We have a member of this organization who feels they are not considered in this matter. What is the take on this, but the AGMM members have voted on this member.

>> may I just note my own personal experiences and six months ago I was a remote participant and the latency at times was up to 30% and at times I was unable to get the people who are receiving the queries on this side to get into the queue before it was closed and I found it very, very inconvenient that things were being closed before I could submit a question, for example.

>> Okay. Since you are talking of past experience I think you would have communicated with the management so we would find a way of communicating. If it is a challenge we need to learn from the challenges we have and approve and by so doing we could have maybe allowed more time for people who are online. Since the board was not aware of it and I gave some time to be notified, to deal with the letters, basically.

>> I did make my points to the people that were online if they didn't pass that on to the board that was their job.

>> Going forward whatever has happened in this meeting we can have the person in remote ask the question right after you ask it and before you close say it's closing now so everybody knows that is what is happening think that would help us.

>> A very good proposal

>> If we still want to appease the people on the other side, how many people are remote?

>> 22.

>> How many people in the room?

>> More than 22. If everyone until the remote would object, we would still carry the room. Let's not stop the meeting because of that.

>> I after Andrew Austin in online chair. He say inform the chair I will be calling for a formal vote of members on every single vote going forward for this meeting.

>> Moderator: That is noted. At the point of the 2018 auditor for the financial of 2018. I asked for the proposal and second. Who proposed? I asked for any objection? If there are any objection for that appointment. Can we have the guidance from legal advise of someone?

>> Yes, we have the provision of article 12.11 Roman 4 which allows any registered member, any resource member or the chairperson to demand a poll: It is in the bylaws if he wants a poll each and every item, that is his right.

>> Moderator: Can you explain the policy.

>> The policy by voting, show of hands, secret ballot, online voting if we have it ready, but due to the almost unexpected for the board, I think the best that we have is by show of hands and count how many there are online and count how many in the room. That is the only thing that can be done.

>> With legal I just want to ask if somebody can request for it there must be a counter.

Somebody must be able to object and we must be able to vote against it and then we will proceed. If this is asked for it I'm asking for the counter and let's vote against it and remove.

>> I don't see any provision that somebody can counter a move for poll. It says if it is demanded then we have to carry out a poll. If it's a registered member or chairperson you may demand. It's not mandatory, you may, but I don't know whether this assembly would oppose that we count if there is a vote and somebody is in doubt whether there are 22 persons, I don't know, but the bylaws are there to be interpreted so that we move ahead.

>> Moderator: Thank you legal because basically when I ask if there is an objection if some people raises some hand then I will ask you for the show of hands of voting something like that to see the objections.

>> That is the whole idea.

>> Moderator: Andrew stated that I wanted to know if he is objects then I will check the status.

>> There are two things here Chairman . Can object to any resolution and call for a poll as well.

>> Moderator: Noted.

>> From Andrew Austin, yes, I call a poll vote and I reject your request for a polled vote that was requested. There is no provision to vote against a request. Andrew says you cannot counter.

You have to have a poll with full counting for and against. I am rejecting and demanding a polled vote.

>> We come to the members who have support.

>> For those persons who sit online, we need to at certain how many

are members. All right? Let's see how many members and how can they prove their membership online. Thank you.

>> They said initially I think we are in an assembly where we need to be more focused. I think we are wasting time why we have some points to address, so we are moving around, so I think we need to be focused and take decisions and try to avoid distraction. I think if we have to vote so the people that are 20 online, can they determine their membership. We cannot take into account online voting. We need to forge ahead, otherwise we may be in trouble.

>> Thank you chair for giving me the ability to speak about counting online. Staff will be able to handle a poll online and we ask the online participants to identify their organization so we know they are a member and we will ask them to state whether they vote yes or no and staff will add up the yes and no votes from online and at the same time we can count the show of hands in the room the yes and no votes and in that way we will be able to come up with a total tally to see were there any poll passes or fails. I think we can do it but it will delay things a bit.

(applause)

>> There is a comment online that the votes are for members for the individual that is participating remotely may represent more than one member organization. (booing) We have persons that are registered contacts of more than one resource member.

>> Speaker: This is a meeting. This is why we are listening. It's upon you to decide how best we can move on so that we save time and also we consider the development of the government, the organization that is moving forward. If we decide that -- (indiscernible).

>> Translator: I have the feeling that someone wants us to waste time and I have the feeling that they are doing that on purpose. Please, let's forge ahead. Let's find out the best solution and make progress. One person cannot represent 20 structures or 20 companies, so he cannot represent all these structures because he did not present the proxy for that. Thank you.

>> Speaker: This is unacceptable. We cannot accept one single person taking this whole community at ransom to request that the meeting should be adjourned and we have said no and now he is sabotaging our AGMM. Let us not accept that.

(applause)

>> Sorry in French.

>> Translator: I have a question that I would like to ask to the board. Even if you manage to identify people online that are members, how are you going to do it in this room, for example, for members that are present here, so it's a very tedious for the procedure I think.

>> Chair, your mentioned that this is our meeting and it's AGMM with members and we are here, and we made the bylaws didn't we? Were they made by God? Members made the bylaws so right now the members can decide how this is going to proceed? Am I wrong to suggest that. I am still going through a phase to get us somewhere. We all got here and it's our organization and we need to proceed, so

be bylaws are creates my members and they can suggest amendments in the bylaws in the meeting. I am just throwing something on the table to see how it can proceed. If

>> This is David Peele. I don't get up at the mic. very often but I believe very firmly we are treading on dangerous grounds when we decide which bylaws we like and which bylaws we don't like, we decide in a meeting that someone is abusing the system where by making it inconvenient for everyone else. I still don't feel we have the right to bypass their rights as a member or a single member even their rights are their rights as enshrined in the bylaws. I suggest we get on it with, suck it up, and move forward and do the bylaws thank you. (applause)

>> I think Andrew is the one that has sent a document to the board to say that this meeting was irregular. Based on this for me what he is doing is nonsense because he has a document stating that the meeting is not legal is irregular and we should not hold it. I am wondering why we are wasting time over his proposal. iDon't know how we should find out. We need to be really consequent. Let's be practical you have received a document from Andrew that you have sent to the community and today the assembly has rejected that, so Andrew cannot just come in hand disrupt our proceedings. Either you are consequent or you accept that the meeting is not being held. If you are holding the meeting Andrew should be reasonable enough, I guess.

>> I believe we have all come here together to hold a meeting according to the bylaws of AFRINIC and not toward the meeting that is not according to the bylaw I would like to confirm whether we want to follow the bylaws. (indiscernible).

>> Moderator: Thank you members. Yes, legal counsel.

>> There was a point of order that -- was participating under duress. They were not free people to participate, so I think the mandate to vote is due to the fact they declared themselves to be under duress. (applause)

>> That is tough. If we have support for the -- and then we go forward. Now on the issue there was a proposal can Raffa and second was -- and I asked for any objections. How many objections do you have from remote? The accounting for the objection from the remote. Let's work with support. Who are saying yes to the appointment for 2018 financial sometimes.

>> We still have comments online from Andrew Austin regarding votes.

>> Raise my point of order I represent multiple members and he mentioned he represents 18 members and he demands his rights. He objects and then he wants a vote as per his member rights. So the secretariat can prove the representation of those 18 members because they are counting the votes now.

>> This is not proxy, this is direct representation. I won't be voting for 18. I will vote by member. I do not get this. Sorry.

>> Thank you for the votes of those who objected from remote.

>> This is going to be difficult but we must follow the bylaw when somebody calls for a poll we must accept the request and the definition is everybody member gets one vote. A person sitting in this room might represent more than one member. If you are the admin contact for multiple organizations you deserve to have multiple votes and the same applies to those online. If anybody believes they represent more than one member, please come to the front table and prove that to the staff and they will give you a sticker for your badge to say how many members you represent and then when we count the votes, your vote will count multiple times, and the same online. If you are online, please put into the chat the IDs of the multiple members you represent, and staff will count that and check the validity.

>> Members I have another administrative announcement. Hello? Please quiet down. Earlier I announced that if you represent more than one member you should get yourself authenticated. I need to correct that. Even if you represent only one, take a look at your badge and at the bottom if it says resource member, then you're fine. If it says something else like staff or board or participant but nevertheless you represent a member, even if it's only one, then please also get yourself authenticated and get a sticker on your badge.

>> Moderator: Members, please take your seats. Members, I request you to take your seats so that we can proceed. Dear members (tapping) Members can we go back to our seats we are almost done so we can proceed. Will members please take your seat.

The agenda item it was the appoint from the auditor of 2018 financial year and we had a proposal and we had a second. We call for the votes and I would like you to start with the null votes, the objections, and I will start for the objections from the room. No votes from the room.

>> Thank you chair. I volunteered to help with the logistics of this vote, so the motion on the table is to appoint PriceWaterhouse Coopers as auditors for the 2018 financial year. I will call for no votes and yes votes and I will do it in the room and online. Starting with the no votes in the room if you vote no on the resolution please stand and please allow staff to count the number of people voting now. And staff if they have multiple stickers on their badge, the vote counts multiple times, so the no votes please. I see none. Can anybody confirm, legal advisor can you confirm, do you see any no votes in the room? Thank you. We do not see any no votes in the room. Now, let me call for no votes online. If you are online and you choose to vote no, please send a message in an online chat and staff will check your name against the list that you already have of how many votes you represent and your no vote will count that many times, so please proceed with the no votes in the chat. We will allow a minute or two for that. I don't know how long it will take.

>> I think at this particular time no discussion on the votes.

>> Yes, no discussion only the votes. I hear a suggestion that while the chats are counted in the room and online. In the room please, if you

vote yes. In the room, if you vote yes to appoint Price Waterhouse Coopers as auditors for the 2018 year please stand and show your badge and allow staff to count the votes. Remember if a person has multiple stickers on their badge then their vote counts multiple times. We have a report on the online voting.

>> So for objection we have 14 votes online. There is a comment from Andrew Austin.

>> I don't need the names just the numbers, please, no comments please just the numbers. Now any yes votes online please can we handle that and after I have done the noes and yes I will call for abstentions. Don't worry if you are concerned about that, I will not forget to call for abstentions. Please remain standing and don't move around. If you are moving it will be difficult to count your votes and if you sit down, there is a risk you might not be counted.

Many of our board members also have the right to vote, so please do not forget count them. I have been informed you may take your seats now, thank you very much. May I have the results, please? How many yes votes in the room? I hear 37 yes votes in the room. Okay, do we have a count from online yes votes?

>> 14 votes for no and four votes for yes. 14, 4.

>> Thank you online 14 noes and 4 questions. Okay. Any abstentions in the room if you have the right to vote and you choose to abstain, please stand and you will be counted and the same online, please, if you abstain online, please send your vote to be counted. I see 8 abstentions in the room. Do I have a count of abstentions online?

>> No abstentions.

>> Thank you I hear 0 online and 8 in the room, and so let me pass it on to the Chairman To read the final results and to declare the result of the vote.

>> Okay, members following the exercise we had, we have total of 14 no votes and 41 yes votes. Total 8 abstentions, so the motion passes and Price Waterhouse Coopers will be the auditor for the 2018 accounts. Thank you so much.

(applause)

The next agenda item was about 2017 budget and I would like -- to present and I will cause him to be a bit fast because of the time we have spent on the other issues. Thank you.

>> Good afternoon. I'm going to be present the 2018 AFRINIC budget. The budget is already published on the AFRINIC website for three months or more I think. I am speaking on behalf of the finance committee three members on the finance committee, myself and two others: I will go through the financial resources the Capex and Opex quickly. We used the previous budget which was for 2017 and the actual figures spent for 2017 to prepare the 2018th budget and added a margin to it. We look at the plan to make sure the budget is aligned with the strategic plan. Income for 2018 is budgeted to be around \$5,021,700 and our total income because AFRINIC gets other income as well will be around 5,456,000 and \$700. In 2017 membership fees accounted for -- of the revenue. 113 new members.

This year we are expecting resource allocations because I think as we already know we are getting -- people for AFRINIC. Our Capex budget is -- compared to 2017. 30% increase in Capex for engineering. 43% increase for HR and administration and other Capex issues for capacity building and finance. What we are spending on HR is 52% of our budget: This year we will be increasing out reach initiatives spending \$81,700 on outreach. We have increased the budget for markets and it's \$46,000 in year and this year we expect surplus of \$429,700.

Thank you. All the information from which the slides are derived are already published on the website, so please go to the website with the URL and you will find the same information. Questions?

>> Questions or comments? Questions from online participants as well? Online comments? You have one?

>> From Andrew Austin, do you want me to read the questions and then you will answer because these are the ones that have come up. Okay, two questions first. Can the board please comment on what benefit this community gets from board traveling internationally.

Question 2: What exactly is meant by outreach activities?

>> Board travel and finance committee and I have been on the board for the last year if you want to call it that. Board travel is mainly for us board members to go to the meeting, I am one of them which means that resource members are paying for me to be here today, so most of the board travel for this year. For this year it was 2018, is for me to come to this meeting. There is not much international travel. It's for me going to one IO meeting but overall it's not a huge expense.

>> Let me give a further addition. He's asking about international travel to exchange experience and ideas with the international information just the way they came to our meeting like seeing what they are doing there and share with the other board members and the community.

>> I will comment on outreach. The figures might be from last year. Last year AFRINIC sent members services and other staff to South Africa because we are members in South Africa and we have to do outreach then to get new remembers to respond. AFRINIC did outreach in the BRC if I'm not mistaken and in Mailawee. Instead of doing everything by e-mail sometimes you need the human contact to solve the problems.

>> Anything else?

>> Yes. I think that will be the last so we pro proceed.

>> So we are closing questions online and so to read the other questions -- from in networks. I am going to ask, why are we making so much profit? Either we need to reduce fees or spend more on the community. Two further comments from Andrew and I will read that as well. It follows his questions from outreach activities and will it be spent in line with budget or not? Will then the board restrict the board travel internationally to the other IRL meetings.

>> Thank you for the input. As for the fees, I think it is up to the members to decide. Current we have surplus, reserve for two years, so our aim was to have two years' reserve there by we can maintain

operations and it will be up to members to decide if we are set an adjusted fee is acceptable or not. I think -- during the updates other steps will follow after this meeting thank you.

>> We will now proceed with the proposal fee structure and I would again invite a member of the team to update. Please be quick.

>> I am the chair of the committee and we were established in 2017 and that was before I became a board member. Can I have the slides please? Thank you the members of our review community from academia. There is a financial director (indiscernible). I am going to run you recommendations. They are a lot of recommendations from the -- and I'm not going to cover all of them. The first is that the new fee structure should provide revenue increased to 5% compared to existing fee structure and it should be calculated from each member's IPv4, IPv6 and it's going to be a bit different from what it is now. This is not like a fee which is going to come into effect or after two months. There will be a public confrontation about it. Fees from IRL member from IPv6 will be similar to the fees for a member whether IPv4/20 or/21. Will be also the committee also makes recommendation for changing the end user fees. There is one allocation fees which are for nonprofit. There is a small flat rate service fee for affected block of resources and that is for mergers acquisitions and name changes. 5% discount -- it is within the proposed fee structure. The recommendation is to keep the 50% discount for nonprofit educational and research organizations and adding to it there is another 25% discount for profit allocation, okay, that is a bit strange. (laughter)

Another discount for critical infrastructure, so the nice thing about this proposed fee is that now we have online calculator where you can put in your resources, the number of IPv4/24/21 which you have or the amount of IPv6 addresses. It will give you the current fee and it will also show it in your fee. I did a quick test on this calculator and I found out that the fees are slightly more for some members. I want to say on average everybody will have a lower fee, but the basic principle is that the fee should be around the same for all resource members. I will encourage you to try it. You can check what your new fee might be under the proposed fee review. Before I leave you, I will say that we are not taking any decisions today. We are going to start consultation on the fee structure soon according to our bylaws we are supposed to have two months' consultation which means this is going to be a consultation and you are allowed to provide input and it will be taken into consideration and then there will be operational fees. If you have any questions or questions, they are welcome.

>> I have two questions. One on the new structure fee, 3-5% increase of revenues and we know that today we are making a lot of money to make that, what is it going to be used for and why do we need -- revenues for AFRINIC. Second which is not a comment we are still way behind our re-adjourning time of -- IPv6 allocation (indiscernible).

>> Thank you for your comment: This is a proposal which means I'm

discussing it with you, it's more like it's going to be noted and we will take it into consideration during the consultation. Thank you.

>> Thank you. This is Douglas. My first question relates to the one he just asked especially it comes from what you have shown us discontinued discounts, so my question is maybe a fundamental one. Where did you come from because these discounts are put in place to spur usage -- implications of these actions. My second question relates to one of the last statements that you made that there is not going to be significant difference for most of the members, so my question to you is if there is not a significant difference for me as a member in terms of the new fee structure, then what exactly is the point of the entire exercise. Thank you.

>> If I understand correctly, is why are we stopping the IPv6 discount. As you know, the fee is quite needed and AFRINIC has to prepare for the future, which means we have members that use IPv6 resources and IPv4 resources. We are not charging for IPv6 maybe it don't look good in my slides and I apologize for that. We are an organization where we are going to take the IPv4 fees into that equation and the IPv6 fees and the ASM fees and whichever is the greater will be the fees which are being charged. I didn't put the formula on the slides because it is a bit complex. The fees will go out for consultation and you will have all the details in there with the rationale and the recommendations and it's going to be open for comments.

>> Mark Elkins here. 800K and you want to increase the fees doesn't quite make sense. 800K in surplus. Just because the IPv4 pool has been exhausted looking at six months or a year ahead doesn't mean that you are still not collecting from the IPv4 pool. Until people start returning IPv4 addresses because they don't need them any more because they have moved to IPv6 that is the only time you should need to consider charges for people that have both IPv4 and IPv6 resources I believe. I would like to see IPv6 kept at a zero rate for at least another five or six years, please.

>> I agree with that.

>> Can we close the queue after Chloe.

>> I am interested in seeing a strategy in place so can we take this out of the bought and then basically discuss it in terms of the structure going forward because the membership has been asking for this strategic plan from the build for quite some time and these are issues that we can discuss if we had something to look at, a plan, and then agree. I want to see a strategic plan in place fast and then you can discuss the pricing of IPv6 as it stands.

>> I have two questions. The first one is about is do you expect for change in the current stage. (indiscernible). What is expected revenue at that time, and we see that the management is doing a pretty good job that keeps organization financial stable, so the question would be the nonprofit that the idea is -- (indiscernible) what is the purpose of the new fees? And you know, what the fee difference for each of the current category members? Small members get a smaller fee or larger members get a larger fee and how is it

compared to in the regions? Thank you.

>> On the fee issue, this was just an object and the point has been taken about as to why the fee should be increased why we are making a surplus, so I think these are the points that should be taken by the committee when they are reviewing it before they publish it for public comment, but I would like to have from the CEO.

>> Okay, thanks. For me the biggest change in the proposed new fee structure is a detail which was not really explained by SM. In our current fee structure there are bands called small, medium large, extra large, and consequence of that, that a small change in the result of your resources can result in a large change in fees. If you had less than a/16 and you get extra allocation and now you have a little bit more than/16 that can cause your fees to double. The biggest change in the new fee structure is that will no longer happen. A small change in your amount of resources feeds into a formula which will produce a small change in your fees, so instead of the steps there will be a smooth increase. Some will see their fees decrease and some increase, but the overall effect been that the revenue stays almost the same and the fees review committee suggested a small increase. Do you want me to address other points or was it just that? Maybe I'm talk about IPv6. The previously the fees were high like \$20,000 for like a slash 32 and in the new fee structure it's reduced more like \$1,400 and given than reduction, I honestly do not see the need to have a further discount for the first three years. I would encourage you to go to the URL that he showed you the calculator and put in your exact amount of IPv4 and IPv6 and the number of ASNs and click submit and it calculates your new fees for you and many in cases you will see a reduction. Also in many cases you will see an increase and most of the increases are small and most of the reductions are small, but there are some anomalies and for IPv6 if you had IPv6 only in the past your fees would have been very high but according to this proposal the IPv6 fees will be in line with the IPv4. Our smaller V6 members having a/32 should pay about the same as V4 members having a/22 and that is about \$1,400. The largest V6 members having a/20 should pay the same as largest V4 number having near a/10 or/11 and that is currently \$38,000 a year. One of the biggest increases in the new fee structure is for the very largest members that \$38,000 a year might go up to \$50,000 a year. A multiple page document will be published by the board in due course, I'm not sure how long it will take the board to publish that document, but the calculator is already there and you can see what the fee will be if it is passed.

>> Thank you.

>> We have several questions from remote. You are proposing a 5% increase in fees after making \$800,000 surplus this pushes it to 900K and I predict that AFRINIC is in the case of large members in excess of 15% times the fee structures. I would like to comment on this and furthermore what is the purpose of increasing the surplus still further. The next one from Andrew still. What is the extra money required for? That was addition to the first question. The second question,

does AFRINIC not have a fear of stepping beyond the limits of surplus they can legitimately make before threatening their tax exception. Third question. If there is no significant difference for members where is the 5% coming from? Fourth question: This proposal talks about -- mergers and acquisitions what about fees regards to transfers under the intra IL. They are significantly less than the -- paid which validates his comment further and that is it from Andrew Aston. We have one question from -- how is the consultation process going to work? Question 2. The calculator seems broken. Have a/IPv4 and IPv6 -- current cost of \$6,400. From David Pele and he is from the -- service extra small LIR with/21 IPv4 will have a 27% increase. We also have, yep, that's it thank you.

>> Thank you very much the online participants. I would like to turn those into comments into the review committee and I hope they have taken them and if not they have been recorded. They will include in their review so that they can come out with a revised fee structure based on those comments but along the same line the revised proposal will be published for comment from members. Let's all be engaged so we come out with a common understanding in the fee structure. For comments or questions online I don't know if they have this or through the mailing list.

>> So let's take some time to take the proposal for commence and then we can have a conclusion. I think it's a bit pre mature to draw a conclusion or debate about fees at this time because we are not like changing the fees and it's a proposal and the consultation is going to happen and so let's be patient and wait for it. Thank you.

>> We have closed comments from the people in attendance and now we need to pause for online participation as well so last chance please.

>> Comments from Andrew Aston he has objection to calls for point of order that are you cannot answer the questions from the floor and then refuse to answer the questions online this prejudices the online participation.

>> Point of order noted I said the comments and suggestions should be directed to the community. Members having said that I would like to take a 10 minute break and then we will convene back for the elections. Thank you. We would like to proceed to the next order of business which is the elections. We have two elections for three board seats and for a governance committee seat. I would like to call the election committee chair and the non-comm chair.

>> Can I encourage staff to come back into the room.

>> We have a nomination committee whose task is to call for candidates and finalize the slate for board elections and for several other elections. A seat for West Africa was vacated before the end of the term so we are holding additional election for that seat so instead of only two seats we will have election for those seats and there was a non-comm created to handle board seat 2, which is Western Africa. I would like to hand over to Douglas who is the chair of the ad hoc non-comm and he will be printing on behalf of noncomm18. Thank

you Douglas.

>> Thank you very much Alain.

>> I will be make a presentation for both of the elections that was the non-comm side of the non-ad hoc comm. I will start by going through the normal nominations. This was announced with a role of filling in three seats, two board seats for South Africa, east Africa and for the governance committee the members of this non-comm you can so them analyze. These are the members of that non-comm include -- and I would like to take this opportunity to thank them very, very much for their participation in making sure we had these three seats filled. In fulfilling their duties I want to say an announcement was called for 14th of February and there was extension that happened because of the number to feel applications received at the time which was extended up until about 18th and in this period of time, we got nominations for South Africa, if east Africa, and for governance committee however in the case of east Africa, there were two nominations that were filed, although one of the nominations or one of the nominees chose to with draw their nomination at the last moment. What this effectively did left us for one nominee for east Africa, one nominee nor South Africa and two for the governance committee the nominees that we have for this elections for east Africa seat is from South Africa, the sole candidate and the incumbent for this particular seat for South Africa. Then for the other seat we had one candidate put forward. He is from -- there is only one candidate. We had only one for south African and east Africa seats. For the board governance we had two nominations. One was from -- and the second from Daniel who is from Nigeria. This is the work that the nominations committee did in making sure we had this slate of candidates and for that we thank them very much for the effort they put into if work.

Right in the middle of this non-comm there was a need to fill another seat for West Africa. The board announced another ad hoc nominations committee to fill seat 2 for West Africa these are the names of the gentlemen for that committee and I was selected as chair of that particular committee in fulfilling our mission we put into office on fifth and on seventh we got a call out, and with the time constraints everything had to be done fast and efficient and on the 26th we submitted our slate to the board for our final purchasing and for this to be announced. During this period of time we got three nominations for this West Africa seat and one chose to with draw their nominations. This is him and he is from Nigeria along with the other man from Niger these are the two applicants for West Africa seat. I will ask to have all of the nominees to come forward for them to be able to make a short speech make one two minutes to state why they should be elected. Quickly tell us in two minutes why you should be elected. If you can stand here and if we can have a microphone for them, please? Before us here I am going to start I think I will start with the gentleman on my left here, please introduce myself and tell us one more time which see you are vying for and in one minute tell us why

we should vote for you.

>> I was on the board since 2015 and I was requested by some of the members to go for the representation again and I thought I should not let down and therefore I decided to go for it. I have presented a -- about myself and if you have not gone through it, I have 12 years with a company in telecommunication and registry since 2008. As you can see, the I am the only one vying for this seat and the computer is none of the above. It is up to you to make your decision because it's a representation and I will agree with your decision. Thank you.  
(applause)

>> Thank you very much. I would like to take one or two questions for this particular candidate so we may bring closure before he leaves the stage. Does anyone have a question for him, please move to the microphone. The questions are for Abib only.

>> My name is Moses from Nigeria. During the period that you are elected to the position, the date, and why we should vote for you, please let us know.

>> Thank you very much.

>> I like you and you are a good person, but can you tell the audience one of your great achievements that you have done on the last three years on the AFRINIC board please.

>> There is one question for him online? Can I give and then he answers all? So a question from Andrew Aston liquid Telcom as former chair of the board you became chair after -- stepped down and at the same time stepped down at vice chair, after he was cleared of all charges, can you as chair of board explain why he was not reinstated as vice chair as should have been the case and in brackets, this influences my decision and my vote. Thank you.

>> Thank you for the question. I will start with the last one. First of all, (indiscernible) to my understanding every member of the board has a choice so he made his decision and there was no way we could say no. There was no way you could stay no, don't step down, so it was his wishes thank you. Back to Mark and the first question was about the performance I will just summarize that. The performance of the board is reflected by the performance of the organization. So if you look at the annual reports from 2016 to 2018 you can tell what AFRINIC has I don't have to give details but I think the credit goes to the board, the organizations and to the members.

>> Thank you you can make your way back.

>> My name is lucky, and I representing southern Africa. I think the need for me to continue is a very simple one. There is till a lot more to be done. I think the job that we started on the board has quite a bit of work that still needs to be covered. One of the things that we are introducing or working on was introducing processes within the organization. We are working on performance evaluation for the staff and for the CEO. We are working on issues of organizational design and looking at overhauling the entire organization, and I feel that I still can add value in making those changes that we had begun to institute inside AFRINIC. This is more of the processes and ensure that we have

a systematic organization that is working properly to achieve that and this is why I think and believe that I should continue to stand to add value and bring about this goal that I had. In Tunisia I mentioned issues of trading. There has been a lot of significant or rather not a lot of significant, but there is a lot of improvement in terms of training. The only thing that I think is still missing is the accreditation is getting our training to be certified so that it is recognized across the continent. If you attend our training you should get a certificate that enables you to be getting some kind of recognition across the continent thank you.

>> Thank you very much if I can have three questions. No questions. Thank you you can take your place. Please online.

>> Two questions online. Andrew Aston, lucky can you please tell us if you sought any endorsements from any organizations, who these organizations were, and if the endorsements were granted or not, and the reasons given for those decisions. In seeking those endorsements did you make any statements about how you would increase your representation for that particular segment of society on the basis of that support. Two questions from -- in networks. What have you done for the region you represent? What interaction with the membership have you had?

>> Leading to the pronouncement of AGMM I had a session with IPSA and they confirmed that they would be supporting me. With regards to the community, I think I engaged with community members at different forums and I don't know if there has to be a specific forum in which I need to engage with the communities or commune members here so I'm quite happy in the direction that I have unless there are commune members here who do not know lucky, boilable we all know who lucky is and to that extent I think it is sufficient and if it is improved the members can state. What was the third question? (no mic) that was taken care of.

>> Thank you very much.

>> One point of order from Andrew Aston. He says that IPSA specifically speaking out saying they are not endorsing any member and he can prove it as a point of order. Can you give an example of interaction as I'm not aware of any from within your region in and from -- as a board member of IPSA says this was not what was stated, we did however --

>> point of order. That is irrelevant to the current session.

>> Okay.

>> I agree. There is a question from Solstein and you can answer that question.

>> I have meetings regularly with various members and I would list them if that member requires those exec meetings but I am convinced that I do interact with the community sufficiently and with the board. Thank you.

>> Thank you very much.

>> Bonjour, I will speak in French. (speaking in French)

>> Can you do a one-minute version in English? English, one minute?

>> Yes.

>> For the benefit for those of us that speak English, I'm going to allow him one minute.

>> Translator: I will try to summarize in a few words what has been said. I feel that some in the room maybe cannot understand English so if you care to talk in English -- you need to call them to talk in French.

(applause)

>> Thank you.

>> Allow me.

>> Your submission in French was already noted.

>> Translator: I will do my best to translate what Dr. -- said in a few words. We see that AFRINIC is going through a hard time and it's important to solve that situation to resolve conflict and frustration so it is a big start but we believe we can resolve if we work together and this is the reason you want to be presented as candidate and I need your support to help achieve that objective.

>> Thank you very much. Any questions for him. Three questions thirty seconds each. We need to move.

>> No questions.

>> Thank you very much. These two gentleman are vying for the same seats and I will allow them to go back-to-back and then have questions for both of them.

>> Thank you very much. I am from Nigeria. I am teaching at the University of Nigeria, mathematics. Today I am candidate for seat 2. Upon the resignation of the seat 2, the rush to know how to fill this place when they decided to apply in my mind, I have only one main goal. I went back to the creation of AFRINIC to understand what is the mission for AFRINIC. Before this mission, what is vision for the founders of AFRINIC, and to fulfill this mission, I understand that they fit some core values and also critical success factors. Community, community, community, community. So last year when I saw what was going on in AFRINIC, I thought oh maybe it's better to call to the spirit of this community to fix what is going wrong, and I am sure that we keep only in mind the mission, the vision, the mission, the core values, and this critical factor of success everything will be solved easily in this community.

(applause)

>> There was no translator there, but you can go on streaming.AFRINIC.net and you can have all the above translation in French and English. Thank you. Streaming.AFRINIC.net.

>> I have done bits of volunteering activities for -- and for AFRINIC. I believe that the AFRINIC community, which is call comprised of quite a number of countries was funded on trust and people came together on trust, respect for one another, and obviously something is happening in the community. When afternoon was started as a very strong community, what sustained this community is trust, self respect, respect for one another, and I am soliciting your votes this evening to bring my experience to the board as a result of putting

together a community based on trust and self-respect for one another, and believe that will go along way in building the community and making the community stronger than ever before. Thank you.

>> Thank you very much. If you have questions for these two gentleman, please I'll take three. Want to help me the microphone needs to go to three questions and then we will close and move to the next session.

>> Mark Elkins here do either of you have previous board experience. I missed it if you said so.

>> Question of Andrew to all of the candidates for the Western Africa region. Can you please tell us if you have read the bylaw us and can you comment on your thoughts about the obligations as per section 3 of the bylaws and what are we doing to improve the standing of the organization in that regard and if they have not studied the bylaws can they explain why not considering the role they are wanting.

>> Thank you very much I will take the last question. (speaking French)

>> Thank you very much. Gentleman 30 seconds for each of you to respond.

>> as he responds you get interpretation so we can save on time.

>> No, no, no.

>> You respond he gets interpretation.

>> Interpretation for the first person.

>> Anybody has a copy of the bylaws?

>> I do think it's not fair towards Wally because a question was posed in French and he didn't understand and I don't think that's his rule to translate for him, so if AFRINIC can help to translate into English.

>> Okay, noted. There were three questions asked. Clearly one of you had a question in a language you're familiar with. If you can start.

>> Point of order again. These are candidates ask a question, it's not an exam. There is no need for that really.

>> Thank you very much. If the two of you wish to wave we can move on. Can you please come and ask the questions in English?

>> Please ask the question in English for the benefit.

(laughter) (speaking French)

>> Thank you. The non-comm got some positions that were not on the post and it's not my first time to have sharing non-comm. I think the community needs to understand that something is happening in the community that seems people are disinterested in applying for full-time positions. If you look at some of our reports, please actually applied. Some people applied but they with drew. The way to get candidates to apply and eventually --

>> thank you very much we are going to proceed to the next part of the election. You, gentlemen, can leave. We are done with the comments phase and I think we are moving to the election phase.

(applause)

>> Thank you Douglas for leading us through the presentation of candidates. I will now hand over to the chair of the election committee to explain how the election will be done.

>> The delegate this election will be carried for the ballot. Please bring your ballot and you cast them in that transparent box. Transparency, and then we are going to invite two volunteers if LIR, and one from APNIC and -- and Rachele, we will need you to help us count the vote, the ballot, so you can come and vote. There are also Mr. -- from LACNIC for support you are also invited on the floor. So the delegate, the online voting is still open until the last ballot cast on-site. You can stand up and keep your ballot in your hand and you come to the front for the voting. So the vote is open. (speaking in French) We are waiting for on-site voters please come in the front.

>> Thank you voting is now closed and we will count the results and voting will be used as soon as that one goes in. We will now count the results. Just for the interest of everybody while we count the paper ballots, this team is counting the paper ballots also we have three trustees for the electronic online voting and they are me as CEO, Douglas non-comm chair and our legal advisor and the three trustees have to do stuff online to validate or finalize the results, so I will do that now and in a few moments the online voting results will be available.

>> I have election results. Thank you everybody for participating in this election and helping us to count. That brings us to the end of the AGMM and the last remaining step in the agenda for the AGMM is for the chair to close it. May I call on -- who is still the chair of the AFRINIC board. Sorry, members please bear with me as I deal with some technical issues. AFRINIC safe please be sure that the live video stream contains the slide with the results. I understand that there was a problem with the audio stream earlier, but people online were unable to hear the announcement of the results, so I will repeat the main points I will not repeat the numbers. For the board election for seat 2 Western Africa, the two candidates. The winner of the election was none of the above. For seat 5 southern Africa, there was only one candidate. The winner of that election is none of the above. For seat 6 eastern Africa, there was only one candidate, and the winner of that election was none of the above. For the governance committee election, there were two candidates, and the winner of that election was Aliou and none of the above got 36 votes. Thank you. I see there is a question or comment from the remote.

>> Can the board come forward, the -- expire at midnight. (indiscernible). That is the only question.

>> Legal counsel, please so that the legal counsel can respond. The question from Andrew is can we get a confirmation that lucky and Abule's seats expire by midnight as per the bylaws in section 14.

>> The mandate of a particular director ends at the end of the AGMM it's not a question of time it's when AGMM is over the mandate is over. Unless the person of course is re-elected.

>> May I ask you further clarification when I look at bylaws 13.5, it says each elected shall hold office for three years which shall expire on the date of the annual general member's meeting, so I would expect that the date on the annual general meeting continues beyond the

closing until midnight. Please could you address that point. Today being the 10th. The AGMM is going to end after half an hour, so date or no date the mandate is going to end of the AGMM which is the 10th. We can stretch the interpretation -- but the AGMM is what matters and it is on the 10th, so on the 10th the mandate is going to end as simple as that.

>> Thank you I think I understood that. The mandate ends today.

>> Okay members so on the agenda we have closing remarks and end of AGMM. I would like to thank the members for the smooth meeting with some challenges the but you know that life is a learning process. We are learning, and I hope that we come out of this AGMM stronger, and now I will call for the proposal to close the meeting and need a second for that. I need the proposal to close the meeting. So you don't want to close the meeting?

>> Yes.

>> Okay proposed by Mark Elkins. Anyone that can second to close the meeting?

>> Yeah, I just thought that we couldn't close without some clarify of what to expect. (indiscernible). I want clarification of what we will be doing next and if we don't take that responsibility and clarify that we are indeed putting our organization at risk and allowing ourselves to capture and I have serious challenges with that. I think many of us have spent decades of our lives trying to work the issue of developing this approach concerns us and so on and if we find ourselves at the disagreement of crossing and there is no clarify or support or strength for the rest of the commune as to going forward, I believe it might be a disservice not only to our organization but to internet development in Africa and we should not allow this to happen, so I would like to know what the board is thinking to discover the above so that we can proceed. I would like clarification on that.

>> Thank you.

>> I am very much in line with what he said. I feel because there is uncertainty after midnight tonight, it would be in our best interest to not close the meeting yet because we still have some -- the board has a little bit of jurisdiction and the board will allow us to put in place certain provisions, but some of these have to be put in place by the board. If the board allows its time to expire it will be in a position where it is too small and not well constituted and we may find ourselves in another situation. Whatever we have to do this is why I say no to a motion to close the meeting should not be carried yet until we know where we are going. Thank you.

>> Thank you Douglas.

>> Can I have a translator, please.

>> Please go on but there is no interpretation I don't know we will handle it. (speaking in non-English language)

>> I didn't get the message.

(laughter) Question or comment from online?

>> Yes. Serious note can someone explain why the -- was acknowledged and then rescinded. The board is still five board

members. From Andrew, point of order the board stated we could discuss certain things at open mic. and I would ask that open mic. is part of AGMM so it is part of the formal record and source, I am referring to the motion of -- proposed by Mr. Elkins. (indiscernible). Are not purely represented out of five, is it because -- (indiscernible).

>> The date of the AGMM is on the 10th of May and the terms expire on the rescheduled date of the meeting. Please confirm this meeting will no longer be -- in an hour or ten minutes' time.

>> Give us a highlight on how we should proceed. Let's give clarification on the situation.

>> Where is that thing?

>> The mic. is not working.

>> Clarification about which particular point you need from me as to what. That we are here and how do we move from now? Now, first point is that since we have seven members sitting on the board, two of them whose mandate is ending today, we have five members for the quorum, which is what is the requirement and the bylaws. We can have five. The meeting of the board can be called having five members for the quorum and using the provisions of 1314 appoint by three different resolutions, three members, three individuals to fill in the current vacancy until we reach the next AGMM. 1314 allows this. The director shall have power at any time and from time-to-time call on any person one by one to fill a vacancy on the board. Any directors small uphold this only until the next AGMM at which directors are elected and shall be eligible for re-election. The board can decide.

>> Thank you for clarifications.

>> Question from Andrew. Ashook, it requires four geographic directors and there are no longer four geographic directors, so can you please confirm that this -- will be at midnight. (indiscernible). (laughter)

He has not addressed the tissue of the AGMM matter.

>> I am not going to address the issue at all. I have already given the way forward upon the request of the Chairman Of the board, as for the rest, I rest here.

>> This is really addressed to member. We need to get a solution to this today and we need to stop this attempt to capture our board. It is very clear that all the shenanigans and goings on this afternoon have been designed to capture the board. We now have a duty to help organization move forward and I do suggest that we consider some of the things that doctor asked what do we do as we move on. We have a board right now and we need to see how our board continues until the next AGMM. I am posing a question for the there are now. We need to move on and we need to avoid capture. Our board is under pressure to be captured and this is the time as owners and members of this community need to stand up and not allow this to continue. We need to be tolerant and I suggest we stop being tolerant and take hold of our organization. Members share your ideas and let's see how we move on.

>> The member above did not pass the non-comm because he is not a

non-comm member. We have members that are running and -- let's avoid capture.

>> I believe based on what I have heard as legal advice the board as constructed in terms of those with valid seats, able to meet and take a position on filling vacancies. I am saying that you are till a valid board and only some seats are vacant and so I want to suggest to you to quickly have a meeting and make decision to fill those vacancies until the next opportunity to vote. Thank you.

>> Thank you very much.

(applause) .

>> I today behind him before and I stand behind him now. Let us adjourn this meeting and let the board -- let them appoint the temporary directors and lets us move on thank you.

>> I was in -- before you.

(laughter). I completely agree. Let's give the board the chance to meet right after.

>> I would like to make a session. Would it be possible for the board to reappoint the same people to be there until next year the two people that are already there? Thank you.

>> I remembered there is still online participation but I will leave priority to --

>> thank you. I will speak in French. (speaking in French)

>> Thank you.

>> Andrew Aston. This is an attempt to capture the board. I believe this is the closest thing to the void of new confidence that was requested and denies this community. I repeat my initial comment that the board can fill vacant seats and decide when an SGM will be provided to fill the positions.

Andrew I want to open mic. forum on the record. I want it on record. No objection the community has rejected these candidates. From -- I hope any comment made it through to ignore the fact that the members decided none of the above is itself capture. The same people cannot with reappointed. This is the will of the electorate. There is one last from Anthony. Board needs to make a call to the respective regions to put possible temporary candidates forward and make the best possible decision to fill these seats on a temporary basis until the next AGM or SGM. We cannot afford to have this position going forward for the benefit of all AFRINIC members I would like to suggest a 30 day mandate if that applies. That's it.

>> Thank you. We are discussing about the bylaws. I know that document that carries us is the bylaw. The legal counsel has made it clear that the board members are still on the board at the conclusion of this meeting and decide on the guidance of the bylaw, so legal opinion is to close the meeting and give the board the opportunity to fill the vacants. Since the board can do this, I think we can -- to the board and those members have different opinion and that is in line with the constitution. I can see there are discussions I don't know if I've been understood, but we should close the meeting and since we still have enough members of the board on the board, they will be

guided by the constitution to make their minds and I think the members will be supportive of whatever we decide.

>> When will we get the decision of the board? When will the community get to know the decision?

>> Thank you, I can't make any decisions of the board but I would like to state my understanding of the problem we are in. This board has nine directors and eight are elected plus the CEO makes nine. Two seats are vacant and I believe that tomorrow morning we will only have five and those five are enough to have a quorum and those five will be able to use the powers in the bylaws to appoint temporary replacements. I have no idea what those five will decide but I do hope that they will make a good decision, and that they will communicate it to the world soon after they make the decision. That is my understanding. Further it's my belief that the board cannot make temporary appointments because right now we don't have the casual vacancies. They will only manifest themselves tomorrow morning:

>> Chairman, I believe Alain has got it right and with that I really move that we close this meeting and we allow the board to go and do what they need to do to align. Okay, I am seconding it. Let's close the meeting.

>> Locke proposed the close the meeting but I can see the legal counsel standing.

>> I stand by my advise said earlier. No sense to have to wait until midnight.

>> Members a minute please. I want to make it clear that open mic. was not part of the AGMM so we close the meeting and we see how we move forward with the open mic. if we so wish. This is my position. The next agenda item was closing the meeting and I have requested for the proposal and it is Mark Elkins and the second is Badru and just asking if there is objection to members in the room? No objection. Meeting closed and you decide whether to have open mic. or not.

>> Hello. I think the meeting is closed and now is the open mic.

>> For people going to the dinner, there is a shuttle outside of the hotel waiting to take you to the gala dinner. There is a shuttle outside for people going to the gala dinner. Please make your way to the exit, thank you.

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