

BOARD Activities Update 2019

For AGMM to be held in September 2020

by Dr Christian D. Bope, Chairman

This is a summary of the main points to be mentioned in the Chairman's presentation during the AFRINIC AGMM to be held on 18 September 2020 via Online Video Conferencing.

Board Composition

Board Composition: January 2019 to December 2019

Seat Number	Name	Country	Region	From	To
Seat 1	Habib Youssef	Tunisia	Northern Africa	20th July 2019	30 th June 2022
Seat 2	Ousmane Ly	Mali	Western Africa	1 February 2019	20 th June 2019
	Emmanuel Adewale Adedokun	Nigeria		20 th June 2019	30 th June 2022
Seat 3	Subramanian Moonesamy	Mauritius	Indian Ocean	1st July 2017	30th June 2020
Seat 4	Christian D. Bope	DRC Congo	Central Africa	1st July 2017	30th June 2020
Seat 5	Vika William Mpisane	South Africa	Southern Africa	20th June 2019	June 2021
Seat 6*	Robert Ford Nkusi	Rwanda	Eastern Africa*	1 February 2019	13 October 2019
Seat 7	Seun Ojedeji	Nigeria	Non-Regional Africa	20th June 2019	June 2022
Seat 8	Serge Ilunga	DRC Congo	Non-Regional Africa	1st July 2017	30th June 2020
Seat 9	Alan Peter Barrett – January-July 2019 [Resigned effective end July 2019] ** Eddy Mabano Kayihura – Appointed CEO of AFRINIC in November 2019				

*The Seat 6 is vacant since 13 October 2019.

**Alan Peter Barrett resigned as CEO effective end of July 2019. The Interim CEO, Patrisse Deesse, joined the Board for the period July-October 2019. A new CEO was recruited in November 2019.

The Board Seat 6– Eastern Africa, Seat 2- Western Africa and Board Seat 7 – Non Geographical were subject for election under the Annual General Members Meeting [AGMM2019] in June 2019 in Kampala, Uganda. The Board election during the AGMM2019 led to the following results:

- Robert Ford Nkusi who was appointed to Board Seat 6 – Eastern Africa in February 2019 was elected by the members for a two-year term ending June 2021.
- Seun Ojedji was elected to Board Seat 7 – Non Geographical for a three-year term ending June 2022.
- Adewale Adedokun was elected to Board Seat 2 – Western Africa for a three-year term ending June 2022 in replacement of Dr Ousmane Ly. Dr Ousmane Ly was appointed by the Board to Seat 2 in February 2019.

In the course of the year, Robert Ford Nkusi resigned on 13 October 2019. The Seat 6 was vacant as at 31 December 2019.

Board Attendance

The AFRINIC Board meets regularly. A Calendar of Board meeting for the upcoming year is approved at the end of each preceding year. The Board met 19 times during the period under review.

2019 Board Resolutions

During 2019, **81** resolutions were discussed and resolved. A detailed overview of these resolutions can be found at <https://www.afrinic.net/board/meeting>

Board Committees

An overview of the Board Standing and Ahdoc Committee in 2019.

Audit Committee

Committee members:

- Seun Ojedeji (January - 1 December)
- Vika Mpisane [January - 1 December)
- Ousmane Ly [February - June)
- Robert Ford Nkusi (June - October)
- Serge Ilunga
- Adewale Adedokun (1 December -)
- Habib Youssef (1 December -)

Finance Committee

Committee members:

- Subramanien Moonesamy
- Robert Ford Nkusi (February - June)
- Habib Youssef (January - 1 December)
- Christian Bope
- Adewale Adedokun (June - 1 December]
- Seun Ojedeji (1 December -)
- Alan Barrett (CEO, January - July)
- Eddy Kayihura (CEO, 1 December -)

Remuneration Committee

Committee members:

- Serge Ilunga (January - 1 December)
- S. Moonesamy (January - 1 December)
- Seun Ojedeji
- Vika Mpisane
- Habib Youssef
- Alan Barrett (CEO, January - July)
- Eddy Kayihura (CEO, 1 December -)

Technical Committee

Committee members:

- Vika Mpisane (1 December -)
- S. Moonesamy
- Christian Bope
- Robert Ford Nkusi (September - October)
- Adewale Adedokun [September - 1 December)
- Serge Ilunga (1 December -)
- Eddy Kayihura (CEO, 1 December -)

Ad hoc Committee

The Board constituted an Ad hoc Committee in April 2019 to assess the state of AFRINIC operations and provide a report with recommendations to the Board. The Committee was dissolved in May 2019 after completion of its work. Vika Mpisane, Robert Ford Nkusi and S. Moonesamy were appointed to the Ad hoc Committee.

Reform Committee

Committee members:

- Adiel Akplogan
- Alan Barrett
- Habib Youssef
- Viv Padayatchy
- Alioune Traore
- Paul Wilson

CEO Search Committee

The Remuneration Committee was assigned the task of searching and recruiting the CEO following the resignation of Alan Barrett in May 2019. The Committee completed its work in October 2019 and was subsequently dissolved. Eddy Kayihura was recruited as the new Chief Executive Officer and assumed duty on 4 November 2019.

Nomination Committee

Committee members:

- Serge Parfait-Goma,
- Balbine Manga
- Ali Hadji Mmadi
- S. Moonesamy (Board Representative)

The Council of Elders

- Dr. Viv Padayatchy
- Mr. Pierre Dandjinou
- Mrs. Maimouna Diop
- Dr. Nii Quaynor

PDWG Appeal Committee

Committee members:

- Adam Nelson
- Paulos Nyirenda
- Luc Missimbazi
- Jean-Robert Hountomey
- Wafa Dahmani Zaafouri

Board Retreat

A Board Retreat was held in Mauritius from 19-29 August 2019. The Board took note of challenges in AFRINIC's operations and with the community, including the recruitment of the CEO. A Board Community webinar was organised during which the Board engaged members on a range of issues. This was aimed at enhancing Board-Community engagement and relations.

Board members attended, during the retreat, a session on 'Introduction to Board Evaluation and Performance'. The session was the second in a series of trainings on Board Best Practices conducted by the Mauritius Institute of Directors.

Policies Ratified in 2019

AFPUB-2018-v6-002-DRAFT02 (Clarification on IPv6 Sub-Assignments)

policy*AFPUB-2018-v4-001-DRAFT-01* (SL Update)

policy*AFPUB-2019-v6-001-DRAFT-02* (IPv6 PI Clarification)

Board Accomplishments

1. MoU between AFRINIC and AFTLD to promote cooperation in matters of mutual interest
2. Introduction of a Fraud and Corruption Policy
3. Implementation of a Director's Declaration of Interests Policy
4. Introduction of procedures for the appointment and removal of AFRINIC Board Appointees
5. The call of AGMM2019 in Kampala, Uganda granted by the supreme court of Mauritius
6. Recruitment of new Chief Executive Officer and assumption of duty early November 2019
7. Constitution of a Technical Committee
8. Constitution of a Reform Committee to consider corporate governance issues within AFRINIC
9. Adoption of a AFRINIC Whistleblower Mechanism
10. Approval of a Board Handbook

Board Challenges in 2019

1. Board took cognisance of the Staff Engagement Survey and setting up of an Ad hoc committee to assess the state of AFRINIC operations.
2. Resignation of Alan Barrett as Chief Executive Officer from 26 July 2019
3. Holding of AGMM2019 in Kampala, Uganda
4. Dispute and Corporate Governance Issues raised by Members.
5. Resignation of Director for Board Seat 6 and consequent vacancy of seat since October 2016
6. Resignation of external auditor for 2019
7. Misappropriations of IPs and Investigations