

MINUTES OF THE GOVERNANCE COMMITTEE HELD 16 APRIL 2020 AT 15:04 UTC VIA ONLINE CONFERENCING SYSTEM

Present:

Mr Abdalla Omari (AO)	Member	Chairman
Dr Alioune Traore (AT)	Member	Vice-Chairman
Mr Laurent Kayemba (LK)	Member	
Mr Justin Rugondihene (JH)	Member	
Mr Seun Ojedeji (SO)	Board Liaison	
Mr Ashok Radhakisson (AR)	Legal Counsel	
Mr Kishna Dhondee (KD)	Legal Officer	
Mrs Guylaine Laiyra	Secretariat	

Apologies:

Mr Daniel Nanghaka (DN)	Member
-------------------------	--------

Agenda

- 1. Welcome**
- 2. Adoption of Agenda**
- 3. Approval of minutes of last meeting held on 29 January 2020**
- 4. Deciding on way forward for Bylaws Community Contributions**
- 5. AoB**

BUSINESS OF THE DAY

1. Welcome the new GovCom team

AO welcomed the members present online and opened the meeting at 15:04 UTC

A roll call was carried out to confirm quorum.

2. Adoption of Agenda

The Agenda was adopted as proposed.

3. Approval of minutes of last meeting held on 29 January 2020

The Minutes of the meeting held on 29 January 2020 was approved with amendments. Proposed AT. Seconded AO.

4. Deciding on way forward for Bylaws Community Contributions

The Committee took note that the call for comments within the community on the Bylaws Review ended on 31 March 2020. The Secretariat has updated the table of inputs received from the community and the members of GovCom. It is further noted that there are little contributions from the community and the Committee has to consider other approaches to generate more feedback from the community at large.

The present crisis of COVID19 has hampered the work plan and the occurrence of the face-to-face meeting to draft the first revised Bylaws document.

The Committee discussed on the way forward with regards to the Bylaws Review and the challenges in receiving comments from the community.

The Committee debated on the need to identify areas of weaknesses in the Bylaws and issues that should be addressed before reaching to the community for any further inputs. Ideally, a first draft Bylaws document has to be compiled and made available to the community for comments.

The Committee agreed that they should reach individual or group of members of community via email and seek their comments on the Bylaws.

The Legal Counsel pointed out that the Bylaws is an important working document that allow AFRINIC to operate as per the Companies Act and also for the organization to move towards the future. The Bylaws review should take into consideration challenges that the company faced in its day-to-day operations, for examples issues in terms of allocation of resources, legacy resources, requirements for members to operate from the continent, proxy, voting, AGMM, the status of the company. The Bylaws document is a framework to improve the services, do better in the future, and correct any processes that are in place but not the right approach.

After discussion, the Committee was of the opinion that the Management and the Legal Team of AFRINIC has better position to highlight the challenges that the company has to face in its operations and that can be remedy through changes in the Bylaws.

Management to provide challenges and experiences over the years that can be collated and addressed to GovCom.

The Committee agreed to proceed as follows as the next steps in the Bylaws Review process;

1. to inquire with the AFRINIC Management on the kind of challenges and experiences that they have been facing over the last 3 -4 years and whether it can be regulated by the Bylaws;
2. to liaise with the community and ask their views on specific sections of the Bylaws;
3. to sample out groups of established committees/individuals within the community, like for examples the Council of Elders, past Board Members, former staff, former community leaders like PDP Co-Chairs and to send personalized request to them for their views;
4. and the Legal Team will draft the revised Bylaws proposal based on the mass inputs will be received. All the inputs will be assessed and incorporated in the existing Articles of the Bylaws or new provisions of the Bylaws.

The Committee will prepare a consultation paper at the end of the exercise.

Action Item 202004.01: The Chair to draft an email to be sent to the identified group of members of the community for feedback on the Bylaws by 23 April 2020. The deadline for GovCom to receive the feedback is within 2 weeks, i.e 7 May 2020.

Action Item 202004.02: The Chair to draft an amended work plan for the Bylaws Review Process and circulate to GovCom by 19 April 2020.

5. AoB

None.

6. Closure

The Chair AO moved to close the meeting at 16:13 UTC.