

MINUTES OF THE GOVERNANCE COMMITTEE HELD 13 SEPTEMBER 2021 AT 10:11 UTC VIA ONLINE CONFERENCING SYSTEM

Present:

Mr Daniel Nanghaka (DN)	Member
Mr Eddy Lareine (EL)	Member
Mr Ali Hussein (AH)	Member
Mr Seun Ojedeji	Board Liaison

In Attendance:

Mrs Guylaine Laiyra	Snr Executive Assistant
Me Ashok Radhakisson	Legal Counsel
Mr Kishna Dhondee (KD)	Legal Officer

Apologies:

Mr Laurent Ntumbi (LN)	Member
Mr Alioune Traore	Member

Agenda

- 1.0 Welcome from Secretariat
- 2.0 Word from Chair
 - a. Request of update on AFRINIC Litigation case and the role of Governance Committee (Guide from Legal Team)
- 3.0 Update on the Code of Conduct (Legal)
- 4.0 Review of the comments and building consensus
- 5.0 Update from Board Liaison
- 6.0 AoB

BUSINESS OF THE DAY

1.0 Welcome from Secretariat

The Chair welcomed the members present online and opened the meeting at 10:11 UTC.

A roll call was carried out to confirm quorum by the Secretariat.

2.0 Word from Chair

a. Request of update on AFRINIC Litigation case and the role of Governance Committee (Guide from Legal Team)

The Chair requested an update on the ongoing litigation cases against AFRINIC and how it may affect the organization.

The Legal Officer pointed out that for the sake of transparency, a brief can be made to the GovCom but all information that is going to be shared are those that are available publicly and on the webpage, no details of the cases are to be provided. There are 14 cases ongoing, and 12 were initiated by one of AFRINIC's member Cloud Innovation Limited. 1 case had unfortunately led to the freezing of AFRINIC's bank accounts in July 2021.

3.0 Update on the Code of Conduct (Legal)

The Committee took note of the feedback received pertaining to the call for comments on the Code of Conduct as presented by the Legal Officer.

The Legal Team confirmed that the comments received have been captured in the proposed AFRINIC Code of Conduct. It is noted that some members have pointed out that their comments were not taken into consideration in the Code of Conduct.

The Legal Team clarified that the AFRINIC Code of Conduct cannot be adapted to specific cases but drafted in a generic manner to capture any situation that may arise in the future. The points raised by the said members are already included in the Code of Conduct.

With regards to the Chair's query on the enforcement of the Code, the Legal Team explained that an enforcement system is mentioned in the Code to cater for any violation as follows;

- (i) violation on the pdp mailing list, the complaint is sent to Co-Chairs,
- (ii) violation on the governance structure and on the other mailing lists, the complaint is sent to the CEO
- (iii) the Communication Team is responsible of the different mailing lists.

The Legal Counsel reiterated that the purpose of the review of the AFRINIC Code of Conduct is pursuant to the behaviors of certain members and exchanges on the mailing lists. The enforcement system in the proposed code is meant to solve this situation.

The Legal Team thereon is submitting the proposed AFRINIC Code of Conduct for approval and for advice if the GovCom requires any further edits.

4.0 Review of the comments and building consensus

The Committee took note of the proposed AFRINIC Code of Conduct and further discussed on how to communicate the final decision on the Code to the community and membership, and whether organizing a webinar is appropriate.

After discussion, the Committee agreed that the GovCom should reply to the CEO and submit the revised AFRINIC Code of Conduct to the Board for approval.

The Committee approved the AFRINIC Code of Conduct as circulated by the Legal Team.

A communique is to be drafted and sent to the CEO on the changes and to the Board on the changes made.

5.0 Update from Board Liaison

The Board Liaison briefed that the Board is working on the litigation cases and the constitution of the Appeal Committee. The Board Liaison emphasized that the webpage of the GovCom is to be updated accordingly with the communiques and minutes.

6.0 AoB

None

7.0 Closure

The Chair closed the meeting at 11:18 UTC.