

**MINUTES OF THE GOVERNANCE COMMITTEE HELD ON FRIDAY 09 FEBRUARY 2017  
AT 12 10 UTC VIA ONLINE WEBEX CONFERENCING SYSTEM**

**Present:**

Mrs Wafa Dahmani (WD)	Member - Chairman
Mr Abdalla Omari (AO)	Member – Vice-Chairman
Mr Mike Silber (MS)	Member

**In Attendance:**

Mrs Guylaine Laiyra	Secretary
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**Apologies:**

Mrs Isatou Jah (IJ)	Member
Mrs Zeimm Auladin-Suhootoorah (ZA)	Member
Mr Seun Ojedeji (SO)	Board Liaison
Mr Ashok Radhakissoon (AR)	Legal Adviser

**Agenda:**

1. Welcome and Agenda Review
2. Minutes of last meeting dated 14 November 2017
3. Review of last Action Items
4. Request for Advise – Term of Directors
5. MU Resolutions
6. AOB

**BUSINESS OF THE DAY**

**1. Welcome and Agenda Review**

The Chairperson, WD welcomed the Members present online and opened the meeting at 12:10 UTC. A roll call was carried out to confirm the quorum.

The agenda was adopted as presented.

**2. Approval of Minutes of last meeting dated 14 November 2017**

**Resolution GC201802.01:**

The Committee ratified the minutes of the Governance Committee held on 14 November 2017 as circulated by the Secretariat.

Proposed AO. Seconded MS. Resolution passed unanimously.

### **3. Review of last Action Items**

**Action Item GC201704-01:** The Legal Counsel AR to compute a table summarizing all the changes in the different versions of the Bylaws.

**Status:** Action Item to be kept Open. In progress.

The Chair WD proposed that each Member to go through the Bylaws and suggest if there is any new resolution that can be proposed during the next AGMM. The proposal be shared on the mailing list for discussion

**Action Item GC201704-02:** WD to review each Special Resolutions proposed for vote in November 2016 in Mauritius to the community. WD to draft a table of all the special resolutions and AR to add cross-referencing to the Bylaws and Companies Act, if any.

**Status:** Action Item to be kept Open. In progress.

### **4. Request for Advise – Terms of Directors**

The Committee considered the draft reply of the Legal Counsel to the Request for Advise with respect to the date of start and end of the Terms of Directors. The draft reply is correct and should go through public comments for further edit if proposed by the members.

The Chair WD to send the reply to the CEO and after his feedback, will go through the process.

### **5. MU Resolutions**

The Chair WD proposed to share the table on MU resolutions on the mailing list for inputs.

### **6. AOB**

None.

### **7. Adjournment**

The meeting was adjourned at 12:44 UTC.