

DRAFT MINUTES OF THE GOVERNANCE COMMITTEE HELD 26 OCTOBER 2020 AT 14:05 UTC VIA ONLINE CONFERENCING SYSTEM

Present:

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

Apologies:

Agenda

- 1. Welcome**
- 2. Leadership of Governance Committee**
- 3. Requests – AFRINIC Code of Conduct**
- 4. AoB**

BUSINESS OF THE DAY

1. Welcome

AT, the Vice-Chairman, welcomed the members present online and opened the meeting at 14:05 UTC.

A roll call was carried out to confirm quorum.

2. Leadership of Governance Committee

The Committee took note of the election of Dr Abdalla Omari to the AFRINIC Board of Directors and his resignation from the Governance Committee. Dr Abdalla Omari was the Chairman of the Governance Committee for the year 2020. The practice of the Committee is for the Chairman to lead for one year and election is

done in January when new members joined the committee, elected appointed members.

The Committee discussed on the way forward with regards to the leadership of the committee after the resignation of the Chairman Abdalla Omari.

After discussion, the Committee decided to appoint Dr Alioune Traore as the Acting Chairman till January 2021. An election will be held in January when the Committee is reconstituted with the new members.

DN moved a motion for the Vice-Chair to act as Chairman till January 2021. Seconded LK . Motion passed unanimously.

The Governance Committee resolved to appoint Dr A. Traore as the Acting Chair till January 2021.

3. Requests - AFRINIC Code of Conduct

The Acting Chair invited discussions on how the committee will proceed with the draft letters to be sent to R. Guilmette and A.T. Jane.

Following the requests from the CEO pertaining to the breach of AFRINIC Code of Conduct, the matter was considered by the GovCom and it was decided to hear what the other parties have to say on the request as a principle of fairness before taking a decision. The Legal Officer has drafted a letter for explanation as requested by the Committee and the persons involved are being given an opportunity to provide a reason why the Code of Conduct should not be enforced against him / her.

The Committee reviewed and agreed to the content of the letter. A deadline of 10 days for a reply was to be inserted in the letter.

The Committee resolved to send the letters for explanation to R. Guilmette and A. T. Jane.

4. AoB

4.1 RPD discussions – proposed by DN

DN highlighted the attention of the Committee on the discussions happening on the rpd mailing list with regards to the Appeals and inquired about the role of the Governance Committee to tackle such issues.

The Legal Counsel explained that the CPM governs the PDP, and it has its own autonomy. The Board cannot intervene in its process and the GovCom cannot intervene in the PDP.

Section 3.2.1 and Section 3.2.7 of the Terms of Reference also stipulates that the Committee cannot take by itself to consider a matter unless there is a request being referred by the Board and the CEO. Section 3.4.1 excludes PDP matters from Governance Committee and the Appeal Committee is looking into the Appeals.

The Governance Committee is to look into the governance of AFRINIC as a company and it is not recommended to go into the PDP matter directly.

After discussion, the Acting Chair proposed that the Committee can continue discussions on the Terms of Reference on the mailing list and agree on topics for the agenda of the next meeting.

5. Closure

The Acting Chair AT moved to close the meeting at 15:38 UTC.