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# **Bylaws Review Working Group Report**

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2011 BRWG  
AfrinIC-15, Yaounde  
November 2011

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# History of AfriNIC Bylaws

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- First Bylaws – 2003
  - independent from location of Incorporation
- 1<sup>st</sup> Review – 2006
  - Review to align with Mauritius company Act.
- 2<sup>nd</sup> Review – 2011
  - Review to align with community evolution

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# Review committee

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- Acting on feedback from members at AfriNIC-14 on some aspects of the current bylaws
  - Board setup a review Working Group by resolution **[201110.134]**
    - *Maymouna Diop,*
    - *Lala Andriamampianina,*
    - *Janvier Ngnoulaye ,*
    - *Adiel Akplogan (CEO)*
    - *Ashok Radhakisson (Legal)*
    - *Council of Elders*

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# Board Guidelines

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- Board resolution **[201106.121]** to review its own structure:
  - Reduced size to 9 by
    - Removing the Elected Alternates seats
    - Having 2 seats to be filled independently to the sub-region
- Board resolution **[201106.118]** to create a new membership category for non resource holders.

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# Findings

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1. Need to further clarify the roles and responsibilities of different categories members. Suggestion to change the denomination of Associate members:
  - **Registered/Full Members**
  - **Resources Members**
  - **Associate Members**
2. Clarification of rights and responsibilities of Proxies for different categories of members.

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# Findings (con't)

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3. Need to redefinition Quorum for Board (Full members) meeting/decision taking process.
  - **Move from 2 to majority of Board members**
4. Add some guideline for board Election process in bylaws (i.e NomCom and role, e-voting, use of proxy, etc ...).
5. Redefine Board responsibility for NR management policies
  - **Clarify the role of the community**
  - **Make provision for emergency Policy**

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# Next steps

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- New draft of Bylaws integrating suggested changes will be published in January for public comments.
- Final presentation at AfriNIC-16
- Review of comments by committee and Board.
- Board approval during first meeting after AfriNIC-16.

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# Thank You

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## Questions?

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