
TIJANI BEN JEMAA: Yes, Yeşim, I think we have to start the call.

YEŞİM NAZLAR: Okay, thank you very much. Well, let's please first of all start the recording and start our interpretation. Good morning, good afternoon and good evening to everyone. Welcome to the AFRALO Rules and Procedures Working Group Call taking place on Thursday 1st of June, 2017 at 17h00 UTC. On the English channel we have Tijani Ben Jemaa. And on our French channel we have Aziz Hilali, Michel Tchonang and Fatimata Seye Sylla.

We have received apologies from Barrack Otieno, Seun Ojedeji and Pastor Peters. From staff we have Silvia Vivanco and myself, Yeşim Nazlar. Our French interpreters for today are Claire and Jacques. And finally, as always, I would like to remind everyone to state their name before speaking, not only for the transcription purposes but also for the interpretation purposes as well. So, thank you very much and I'll now give the floor to Tijani Ben Jemaa. Over to you, Tijani.

TIJANI BEN JEMAA: Thank you very much, Yeşim. Tijani speaking. Do you hear me?

YEŞİM NAZLAR: Yes, I can perfectly hear you. I can hear you. Thank you.

Note: The following is the output resulting from transcribing an audio file into a word/text document. Although the transcription is largely accurate, in some cases may be incomplete or inaccurate due to inaudible passages and grammatical corrections. It is posted as an aid to the original audio file, but should not be treated as an authoritative record.

TIJANI BEN JEMAA:

Okay, very well. So, good morning, good afternoon, good evening everyone. This is our call about the review of our operating principles. I would like to draw your attention on the fact that we have only two remaining calls before Johannesburg, and thus, we need to finish our work before Johannesburg. That's why I insist on the fact that today we take decisions, whatever the number we have, and then this will give me the opportunity to, on the next call, we will decide on the Vice Chair position.

And then we have one remaining call in which I will expose you all the change we will have on the operating principles that will be proposed to the General Assembly. So we have a very tight timeline. We need to go forward. We don't have to wait for anyone, because otherwise we will not be ready for Johannesburg. So today, we have normally three subjects to discuss, but I propose that we will not address the certification criteria because of two things. Because first, we will not have time to finish it.

Second, because this issue is a common issue for all the RALO's, so we will not have our own certification criteria. It was our intention to propose the modifications to the certification criteria to the ALAC so that it will be discussed and changed accordingly. So, since we don't have time to finish it, I propose that we get rid of it today and we will discuss only the two subjects, which are the quorum and then the Vice Chair position. For the quorum, we made one reading. We still have people who request some change. I will speak about it. So today we will make the second reading with the new proposals of people and then we have to decide on it.

So, the proposal was before, for a meeting to be valid, the quorum should be one third of the total number of ALS's, which is today, 18 persons, since we have 52 ALS's. Now we have 53, by the way. But even 53, it will be 18. So the proposal was that a quorum for a meeting to have valid deliberation is one third of the total ALS's, means 18 ALS's, 18 representatives of ALS's. When the meeting decides on something important, and I will tell you what are the—a moment, it is not here, a moment. Sorry, I have a lot of files.

Okay, never mind. So, the issues that should be decided on through a vote are the important things. Of course, if we decide, for example, to change the timing of our meeting, we can decide it inside the meeting by consensus. And if there is a big problem, we can go to the vote, but normally it can be done by consensus during the meeting. But for important decisions such as certification of an ALS, such as appointing someone to something, etcetera, things that are important for the RALO, we need to have a vote.

So, when the meeting has to decide on something important we should go to the vote. And the vote should be electronic. Why electronic vote? It is to give the opportunity to all people, to all the ALS's, those who are present in the meeting and those who are absent in the meeting, to participate in the decision making. So the vote will be done electronically and will take around one week, sometimes a little bit less if we are in a hurry, and sometimes if we have time we can extend it to ten days.

For the electronic vote, the quorum is 50% of the ALS's. It means that today it should be at least 27. Since we are 53, so 27 today. And some

of our colleagues said perhaps we will not reach to have this number of ALS's participating in the vote. I said that if we notice in the middle of the week of voting that people are not participating, we have to contact them one by one, so that people come and vote. So this was the original proposal.

Some of our members, at least two or three, said that perhaps we will not reach the 50% quorum and in this case we will not have a decision taken. So they proposed that the vote can be in two rounds. If we reach the quorum in the first round, it's okay. If we don't reach it we go to the second round, but in this case we reduce the quorum to one third. And this is supported by at least two or three people in our group. If we go in this way I will say also that to be able to vote we need to have valid deliberation to decide on the vote.

And if we don't have one third of our ALS's participating in the meeting we cannot decide to go to the vote. So if we decide to have the vote in two rounds, if necessary, we can have also the meeting in two rounds, if necessary. So we have the meeting once, if we don't reach one third of people, we call for the second one, and in this case we can run the meeting with, I don't know, we can decide, I don't know, even seven people, even seven ALS's. So you have to think about it in this way also, this is, in general, for the quorum the proposal, the first proposal, and the amendment proposed by people. So I call for your opinion now so that we can go ahead. Is there any opinion. Yes, I see Aziz. Go ahead, Aziz.

AZIZ DONDEH:

Aziz speaking. Thank you very much, Tijani, for this clarification. I've already said last on the teleconference that the rules on quorum, the rules normally says that there is a call for a second meeting and then afterwards whatever is the number of people attending the meeting, the vote will take place. If there is not half of the members we will have a third, etcetera, but I think it's going to be more difficult, more complicated, and then sometimes we have to take a decision on which we don't have time to take the decision.

For example, if there is a vote or a decision that we need to take a about a RALO, we have only one week and the RALO Chair is asking for a vote. If there is no quorum, this RALO Chair will say that in case of no quorum, the second meeting will take place ten days afterwards, or the vote will take place some days afterwards, then what is the difference? So I think that what we need to do is not to function in different steps, to take this decision in only one step. Then if we don't have half of the members, we need to call the members, but who is going to call the members?

Normally when we send an email to invite people for Johannesburg, everybody answer for this email, so if people are interested they answer our emails. So my opinion is, if there is a vote, we need to have half the members for the quorum and we need to take a date, and after this date we need to validate the result of the vote.

TIJANI BEN JEMAA:

Thank you very much, Aziz. Tijani speaking. I think I understand your opinion. I have a problem and it is that if we need to decide to decertify

an ALS, and if we need to vote, the decision won't be valid, in my opinion. What you are proposing won't work. I'm going ask the rest of the members attending this meeting. Fatimata, you have the floor. I can't hear, Fatimata. Okay, Aziz, you have the floor. Okay, now we can hear you, Fatimata, yes, go ahead.

FATIMATA SEYE SYLLA: Fatimata speaking. I think that what Aziz said is reasonable.

CLAIRE: I can't hear, Fatimata, I'm very sorry. I'm very sorry but I can't hear Fatimata. Fatimata's audio is too low, I can't translate her.

FATIMATA SEYE SYLLA: Fatimata speaking. When we have meetings it's very common to have very few persons attending this meeting, first. Then about what Aziz said, we need to take a decision. It is true that it is difficult to say that we are going to call people. We said that we depend on each other. If, for example, Michel is not here, I can call him to tell him that we are waiting for him. But it's not the solution. Maybe we can have a first step and then a second step with a deadline telling people that we need to vote from this date on, or before this date.

We need to find the words to encourage people to move and act. Because we have no quorum, we can't take a decision when there is no quorum. So maybe we have to work in two steps. Maybe what we can do is to try to be more people. If we are five or ten people we can take

a decision. If there are 12 persons voting it's okay. This is what I had to say. Are you hearing me?

TIJANI BEN JEMAA:

Okay, thank you very much, Fatimata. My Adobe Connect is down now, so I speak through the phone bridge. I understand what you said, I understand what Aziz said also. You are proposing to have the vote in two rounds, if necessary of course. If we don't reach the quorum of 50%, we can go to the second round, which is the proposal of Aziz and Fatimata. Aziz proposed that in the second round, we vote whatever the number is. Fatimata said we set a threshold, a minimum number. We say, for example, we say the vote is valid if there is at least 10% voting. So these are two alternatives.

What I propose is a percentage, not a number, because the number of ALS's is evolving. So today, 10, perhaps is enough, but tomorrow when we are 100 ALS's, 10 is nothing, it's 10%, so perhaps we need more. But I accept any proposal now. We have two proposals and mine is the third. It's not mine, in fact, because mine is to have the vote with 50%, but according to the proposals of other members. I proposed today that we make it in two rounds, if necessary. The first round, 50%, if we don't reach the 50%, we call for a second round in a number days that should be put in the operating principles, and the vote will take place at this time with three proposals now.

Aziz said, whatever the number, the vote is valid. Fatimata said, if we reach a certain number of persons, the vote is valid. I said, if we reach a certain percentage of the total number of ALS's, the vote is valid. Three

proposals. So I ask you to give your point of view about that. Is Aziz still having his hand up? Does Aziz want to speak?

YEŞİM NAZLAR: Tijani, if I may, this is Yeşim speaking. We have three raised hands. Aziz, Michel and Abdeldjalil.

TIJANI BEN JEMAA: Okay, so who is the first, please?

YEŞİM NAZLAR: Aziz, if I'm not mistaken. Abdeldjalil is second and Michel is the third one.

TIJANI BEN JEMAA: Okay, so Aziz, please go ahead.

AZIZ HILALI: Aziz speaking. Thank you, Tijani. I just wanted to give you my opinion on the three proposals, and to complete the difference between my proposal and the proposal of Fatimata, and compared to the example of the certification you gave. I just wanted to remind you of the historic part, because we had a vote about an ALS decertification once, ALAC asked us that the ALS's had to vote for a decision of ALAC, and it was very difficult for us to encourage people to attend. So this is the kind of example where I said that the second round will be useful.

Now, if there are some difficult problems and we have to vote on it, we can say that if quorum is not reached at the first meeting, the second meeting, people will vote, whatever the people and the vote they are, we will validate it, except for decertification or except for an election, etcetera. So, we can put some exceptions, because sometimes the ALAC needs the vote of the ALS's for ICANN process or policy or something, and some people are not interested and they don't vote. So I think I maintain the idea of a second round, whatever the number is, except for decertification or something else. Thank you. I am finished.

TIJANI BEN JEMAA:

Thank you very much, Aziz. Abdeldjalil is next. Abdeldjalil?

ABDELDJALIL BACHAR BONG:

Thank you very much, Tijani. Abdeldjalil speaking. I agree with Aziz' proposal about the 50%, to leave it like that, and for the second round also. But for the second round, if we don't have enough ALS's voting we can give mandate to the AFRALO Chair so he can give his opinion if it's about an ALAC proposal, if we need to vote. So I agree with Aziz also. We can organize a second round to consult all the members or the ALS's and that's okay. Thank you. I'm finished.

TIJANI BEN JEMAA:

Thank you very much. And the third hand was which one, Yeşim? I don't have Adobe Connect.

YEŞİM NAZLAR: Michel.

TIJANI BEN JEMAA: Michel. Michel, go ahead please.

MICHEL TCHONANG: Thank you very much, Tijani. Thanks, everyone. Michel speaking. Can you hear me okay?

TIJANI BEN JEMAA: Yes, we can.

MICHEL TCHONANG: Michel speaking. Can you hear me?

TIJANI BEN JEMAA: I hear you.

MICHEL TCHONANG: Thank you. I think it's relevant, the first proposal is relevant, according to me, compared to the second and third proposal. I think it would work. When we have this type of organizational system, when we have a few people that are face to face, for instance, it's very easy to have first round and second round and then validation. But we are talking about representatives from organizations and what Tijani was expressing earlier makes sense, according to me. Because there are some issues to contact all the ALS's.

So according to me, in the past we had some criteria for decertification and the fact to not participate in a vote can be a criteria for an ALS accreditation. And looking at this first proposal, I would like to add another criteria. Between the rounds we say, if we haven't reached the number for the first round we give 48 hours or 72 hours for the ALS's to express themselves, and in that case, we don't have to call them, we can send an email, a global email to all the ALS's, and it's only when we have all the votes that we're going to make a final decision. Because this is quite a dedicated issue. Let's not forget that we're not connected the same way in our area of the world and sometimes people would like to vote but are not able to connect, for instance. Thank you.

TIJANI BEN JEMAA: Thank you very much, Michel. So now, Yeşim, is there any other hand raised?

YEŞİM NAZLAR: This is Yeşim speaking. We don't have any new hands, but Abdeldjalil and Michel, they did not lower their hands yet. Just a kind reminder, thank you.

TIJANI BEN JEMAA: Okay. Is this new hands for Abdeldjalil and Michel?

YEŞİM NAZLAR: Tijani, this is Yeşim speaking. They both lowered their hands now. Thank you.

TIJANI BEN JEMAA:

Okay, very good, thank you very much. So, coming back to this issue. Now I have, if you want, a better understanding of the opinion of our group. I can recall that everyone is okay to make the vote in two rounds, if necessary. Second point, there is a difference in how to proceed after in the second round. I think that there is a trend towards having, if you want to say, not letting it open for everything. It means that we cannot have a vote with two people and say it is a valid vote. So, this is something important.

Some said that we have to set the threshold, or a minimum of persons voting. Others are proposing a number percentage. Aziz is proposing whatever the number, but not for some specific decisions. So these are all going in the same direction and this is good. So I may propose that we decide that the vote will be done in two rounds, if necessary. It means that if in the first round we don't have 50% of participation, we should run a second round.

And the second round will have different rules. It means that we will not look for 50% participation but less of it. How much/how many, this is the question. And there's two ways to look at this. Whether to decide on a certain number or certain a percentage for the second round, or, decide on what are the decisions that cannot be taken if we have less than that amount of people. So it is two ways to see it. I think that all is converging towards having the second round with a minimum of participation.

And this minimum can be a number, and I don't agree with that because the number will evolve according to the total number of ALS's. So what is valid will not be valid tomorrow, so we can perhaps propose a percentage. It can be very low but it is a percentage. Or, beside that, the second round will be valid whatever the number of voters, except for certain decisions, and we have to animate it.

I think this is a little bit complicated because we may list a number of decisions and after we decide on it, and it becomes our new operating principles, we realize that there is another decision that cannot be taken with a few voters. So it is a little bit complicated this way. We may set a new quorum, if you want, for the second round. And the new quorum, I want you now, today, to decide on what is this new quorum. May I ask you now, please, everyone to express yourself saying what is, for you, the quorum for the second round. Please. Aziz?

AZIZ DONDEH:

Thank you very much, Tijani. Aziz speaking. I've already said that it's better to separate two types of votes. The usual votes that have no incidence on the ALS's and decisions about policies, for instance. I'm talking about the second round. But for decertification, which is so important for an ALS, we should have a different quorum and I do propose one third.

TIJANI BEN JEMAA:

Thank you, Aziz. I hope you understand what I say. What you do propose is a little bit complex because we have to decide today on several points with less than one third. And if we adopt that it's going

to be on our official procedures and no decision will be able to be taken with less than one third. So, it can be less than one third, but we have to decide for a quorum for the second round, according to me. I don't know what you think.

AZIZ DONDEH:

Aziz speaking. I believe that in your rule when decision might not be taken, you put condition number one, condition number two, and maybe you won't be able to make a decision. For instance, a vote on the ALAC Review, if there's never a quorum, we won't be able to take a decision, we won't be able to vote.

TIJANI BEN JEMAA:

Thank you, Aziz. Tijani speaking. Let me answer you. I said that a quorum for the second round could be a minimum, whatever figure you want to come up with. But if we have several decisions, maybe we might miss some important decisions if we have to really decide on which decision we'll have a different level of quorum, it might cause an issue in the future.

So, I think in that case the RALO might not have to decide. If we have 100 ALS's and we cannot find 10 people out of 100, the RALO is not functioning and doesn't represent anything. That's what I think. But I'm open to any debate and any discussions. Abdeldjalil? Now, I give you an example. We can put any figure there. I'm going to give the floor to... It's not Fatimata? Very well, Fatimata, you answered. Michel? Michel, you have the floor. Michel?

MICHEL TCHONANG: Yes, Tijani, can you hear me? Michel speaking. I think that 25% would be a good figure. A percentage of 25% would be ideal. Thank you.

TIJANI BEN JEMAA: Tijani speaking. Michel, we might not reach 25% for the second round and sometimes you have important decisions to take. If we don't have a minimum of persons voting, I think those RALO do not merit having a voice. 25% might be a little bit too high. Fatimata says 10%. Aziz wants to have a flatter number, whatever, apart from a few decisions.

AZIZ DONDEH: Aziz speaking.

JACUES: Go ahead. Can you repeat?

MICHEL TCHONANG: Michel speaking, this is Michel.

JACQUES: Michel was speaking. Michel, go ahead.

YEŞİM NAZLAR: Aziz? Michel is asking if he can take the floor. Go ahead, Michel, please.

MICHEL TCHONANG: Michel speaking. Well, I wanted to say that in this case I think that if we speak about quorum we can have a quorum type 1 for big decision, quorum type 2 for other kinds of decision.

TIJANI BEN JEMAA: Tijani speaking. Thank you very much. Aziz, you have the floor.

AZIZ DONDEH: Thank you, Tijani. Aziz speaking. When we didn't reach the quorum at the first meeting, we need to send an email to all the ALS's saying that the quorum weren't reached during the meeting, and date of the meeting, and that the second meeting will take place at this date and that whatever the number of people attending, the decision will be taken. So, everybody knows it. We don't have to think that 10% will be voting. Those who have received the mail are informed, they are all informed that the decision will be taken. Whatever the quorum is.

So it means that those who are not attending the meeting don't care or that they are accepting that the decision will be taken by people attending. I am in a Board in Morocco, an important board, and when quorum is not reached we need to wait for a week and during the second meeting, whatever number of people attending the meeting, the decision will be taken. But we send a note to all the members saying that, if you don't attend the meeting, the decision will be taken the same.

So if it's an important decision, as Tijani said, about the decertification of an ALS, for example, all the ALS's are going to receive an email saying that the quorum weren't reached but we are going to meet to take a decision. The ALS is going to encourage the other ALS's to attend the meeting. I think it's a good way to work. If you don't want, we can apply Fatimata's proposal.

TIJANI BEN JEMAA:

Tijani speaking. Okay, thank you, Aziz. Okay, Michel, I give you the floor. But first, I want to remind you that when this modification, this ratification of the rule are going to be implemented, we are going to begin to count the number of votes of the ALS's. And among the performance criteria of the ALS's there is the vote and those ALS's who don't vote will be scored as standby ALS's. And when you are in standby you are not far away from decertification.

So the ALS's which are not voting can be decertified. I think that with these new rules, when they will be implemented, people will take more care and they will come attend and vote. Because if they don't they will be decertified, they won't be anymore AFRALO members. Michel, you have the floor. Michel, we can't hear you. Michel, go ahead. Michel, we can't hear. Ah, here is Michel. Michel, go ahead. Yes, yes, go ahead.

MICHEL TCHONANG:

Michel speaking. I just wanted to say that what you said was what I wanted to say. It is one of the performance criteria and it is very important.

TIJANI BEN JEMAA:

Okay, Tijani speaking. Okay, we are agreeing. Now, we have ten minutes before the end of this teleconference and we have worked on the quorum issue. I think I have your opinions and we can say that we agree upon 10 or 15%. I will make a proposal for next meeting for the last reading about quorum.

And now we are going to move to the second item. That is the question of the Vice President's role and why do want to speak about this Vice Chair position? I can give two travel support slots for the AFRALO leaders, and two means the Chair and the Vice Chair or the Secretary. And until today we have resolved this situation. People are trusting us. They know that we try to give AFRALO the best and send the people who will be more useful to benefit from this travel support. But there are some people who are not thinking as we think.

So, only us and APRALO have a Chair and a Vice Chair. The other RALO have only a Chair and a Secretariat. So we have made this proposal and we had only two persons who were against this proposal. These persons are Beran and Phillip. Beran said there is no reason because the Secretary has nothing to do with the Vice Chair. The Vice Chair has to take the place of the Chair. If the Chair is travelling, the Vice Chair is not going to travel. And Phillip is agreeing with her. And they're saying that it is very important to keep this Vice Chair position. I told them that there were three RALO's working without that, why is it so important, if it works in their case?

And finally, it's useless, this Vice Chair position. If the Chair is there, the Vice Chair has no function. So we made this proposal but there are two persons opposing this proposal. They say that it's good to have a Vice Chair, we need to share the power between the Chair and Vice Chair. But we don't agree, if we share we have an election with two heads and we can have a RALO not working anymore because everybody is not, they are not all agreeing behind a Chair. So the Vice Chair is there just to take the place of a Chair if a Chair can't attend a meeting or can't work. So now I'm going to ask you your opinion, please. Abdeldjalil, you have the floor.

ABDELDJALIL BACHAR BONG: Abdeldjalil speaking. Thank you very much, Tijani. I'm agreeing with the cancellation of this Vice Chair position, so I think it's good to eliminate this function. But in case of illness we need to have someone representing the RALO and this is the work of the Vice Chair. So, I think that I agree to suppress this Vice Chair function.

TIJANI BEN JEMAA: Thank you very much, Abdeldjalil. Fatimata, you have the floor.

FATIMATA SEYE SYLLA: Fatimata speaking. Yes, thank you very much, Tijani. I also agree to suppress this position for the same reasons as those you have indicated.

TIJANI BEN JEMAA: Tijani speaking. Fatimata, we can't hear you anymore.

FATIMATA SEYE SYLLA: Hi, Fatimata speaking. Can you hear me?

TIJANI BEN JEMAA:: There is a lot of noise on your line, Fatimata. Very difficult to hear you, Fatimata. And there is also (inaudible). Please could you mute the person who is making noise on the other line. Okay, now it's better. Go ahead, Fatimata.

FATIMATA SEYE SYLLA: Fatimata speaking. The role of the Vice Chair is to replace the Chair when the Chair does not attend. But if the Chair can't attend an ALAC member will have to take the Chair's place.

TIJANI BEN JAMAA: Tijani speaking. Thank you, Fatimata. No, in case of a temporary absence, the Chair can give his opinion to his Secretary and the Secretary will take his place. But the Secretary will be in contact with the Chair. But for long absence, if the Chair left, the Secretary will replace the Chair during a very short time, the time that will be needed to elect a new Chair, according to the process of the election for a new AFRALO Chair. Knowing that this Chair will take care of the part of the time that was to be the Chair leaving.

FATIMATA SEYE SYLLA: Fatimata speaking. Okay, if the Chair is ill, who is going to take his place during his illness?

TIJANI BEN JAMAA: Tijani speaking. The Secretary will take his place for a short period. If the Chair is absent, a process for the election of a new President will be launched and during this selection period, the Secretary will take the President's position.

FATIMATA SEYE SYLLA: Fatimata speaking. I agree with that, yes, I agree.

TIJANI BEN JAMAA: Tijani speaking. Aziz, you have the floor.

AZIZ DONDEH: Aziz speaking. Thank you, Tijani. I don't have much to add but I wanted to remind you that according to the current rules of the AFRALO, the Vice Chair is someone who helps the Chair. He doesn't replace him, he helps him during the meetings. That is something that we don't have and the Vice Chair will replace the Chair. If the Chair leaves the Secretariat will take his place. Because to elect a new Chair we will need only a few weeks, as you said, Tijani. Currently the problem is about the Vice Chair position, his role, but mainly about the travel for the ICANN meetings. This is the main problem. The RALO can work very well with only a Chair and a Secretary.

TIJANI BEN JEMAA:

Tijani speaking. Thank you very much, Aziz. Daniel also agrees for the suppression of this position, of the Vice Chair position. (inaudible) too, Seun too. We have only Beran and Phillip that are against the removal of the Vice Chair position. So I think that we will consider that a decision is taken and we will remove the Vice Chair position. And we will modify, we will amend the rules to show that for a short absence of the Chair the Secretary will take his place, but under the Chair's orders, because the Chair is not available for short periods. For long periods then a selection process of the new Chair will be launched and during this period the Secretary will take the Chair position until the selection of a new Chair.

Okay. Today we are finished. We are getting late. I'm satisfied because we have answered two of the questions. I'm going to give you a solution and I'm going to prepare some recommendations. Next meeting, next week, we are going to read the Vice Chair position issue with our new decision. And I'm going to prepare the changes in the operational principles that will be presented in Johannesburg for AFRALO.

So, thank you very much. It was a very good meeting. Thank you to the interpreters and to the staff. Thank you. Bye bye.

YEŞİM NAZLAR:

This meeting is now adjourned. Have a lovely day. Bye bye.

[END OF TRANSCRIPTION]