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TIJANI BEN JEMAA:

Hello, everyone. We are going to start our call on the Operating Rules of Procedures for AFRALO and we need to read again the item having to do with getting rid of, removing, the Vice Chair position for AFRALO.

Last time we started with the question of the quorum, and what we had decided together was that in the future, in order for a meeting to occur officially, we need to have at least a third of the ALSes present. And when we do have a decision to take, we need to vote and the vote can actually be electronic so that if there are members who are not present at the meeting they are still able to express their opinions.

The vote can only be valid if at least 50% of the accredited ALSes participate in the vote. When we vote, we don't get 50% of the vote, there is another round of votes that will occur 72 hours after the first round. The result of that second round of the vote will only be valid if we have at least – we have three options there – 33%, 25%, and 10%.

This was my proposal. This was the decision that came out of the meeting. We didn't actually make a decision as far as what the quorum should be for the second round. I did send an e-mail message for the ones who participated. I didn't want to discuss this again a second time here, but only two people have responded to the question. One said 33%. One said 50%.

I apologize. We have a very loud beeping noise. I need to stop [him].

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*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.*

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EVIN ERDOĞDU: Sorry about that. There seems to be some beeping noise but the operator has now found the –

INTERPRETER: Sorry. I've got both lines going here.

TIJANI BEN JEMAA: There is a time... During the meeting the proposal was to have three different options. I sent an e-mail message to those who participated in the meeting last time in order to decide, but unfortunately I only received two replies and so that's why today I am asking the question how long should we wait between the first round and the second round? Should it be 24 hours, 48 hours, or 72 hours?

The second question for the second round – what is the necessary quorum? Should it be 10%, 25%, or 33%? This is what was proposed during the last meeting and the first thing that we need to do today is to decide on those two things.

First of all, who would like the 24 hours timeframe between the two rounds? I don't know who is for. If you are for this proposal, click on Adobe with a green mark. If you are against, please use the red X.

I do not see anything. Go ahead, Aziz.

Aziz, you raised your hand. Go ahead.

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AZIZ HILALI: I just wanted to say that your question depends on the urgency of the matter. Sometimes we have to vote very quickly and we have very little time between the two rounds. It can be [four] hours, 48 hours. Sometimes we have much more of a gap. So I propose to leave the leader of the RALO to decide according to the urgency of the matter to decide how long it's going to be.

TIJANI BEN JEMAA: So your proposal would be between 24 and 72 hours according to the urgency of the matter and discretion of the President of AFRALO?

AZIZ HILALI: Exactly.

TIJANI BEN JEMAA: So we have this proposal from Aziz. Do you agree with what Aziz proposed?

I do not see any reactions. If you agree, do a green tick or do a red cross if you do not agree please.

PETERS OMORAGBON: Can I say something? Hello?

TIJANI BEN JEMAA: Okay, Pastor Peters. Go ahead.

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PETERS OMORAGBON: I'm sorry, Tijani. I was driving. I put my phone on mute. I just got [settled down] also. If you don't mind could you just tell me what the proposals are so I can cast my vote either way?

TIJANI BEN JEMAA: It looks like Seun didn't hear either activity.

The other day when we had the meeting, we decided during the meeting that in case we do not have the quorum of 50% for the electronic vote, we're going to have a second round of vote. The question is – between the first round and the second round, how much time should it be? If today we have the first round, should we open the second round after 24 hours, 48 hours, 72 hours, and so on and so forth?

Aziz proposed that it depends on the urgency of the matter on which we are voting. He says that this is at the discretion of the President of AFRALO and we should have to threshold 24 hours and 72 hours. Do you agree with that proposal?

PETERS OMORAGBON: Okay. You want my vote on that now? Hello?

TIJANI BEN JEMAA: I'm asking for your opinion. Do you agree with Aziz's proposal?

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PETERS OMORAGBON: Yes. Once we have the first vote today, 24 hours for the first vote, we should put out the request for the second vote and give it a timeline of not more than one week or two weeks for members to vote in. I support that we [do] 24 hours for the first vote, the second vote should be put out for members to cast their vote.

TIJANI BEN JEMAA: So you say between 24 hours and one week, and Aziz says that in 24 hours and 72 hours. Any other proposals?

PETERS OMORAGBON: No. My proposal is I support [we do] 24 hours, then the vote should not be more than one week. That is if you put up a request for a vote [within] 24 hours, we cannot give it more than one week for members to respond after which we take the count. But remember, I proposed earlier that this time we don't need 50% of votes but we require just one third of membership for the second vote. Then we [now] take the highest number, that is, the majority of the one third in the second vote as representing a final view of members on any issue.

TIJANI BEN JEMAA: Okay. I understood.

Philip and Aziz. Okay. Very good. So Philip, Aiziz proposed between 24 and 72 hours and Peters between 24 hours and one week. Any other opinions? What do you think about it?

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PETERS OMORAGBON: Sorry. You are missing my proposal. Hello? Tijani, you are confusing my proposal. Can I explain? I said second request should be put out within 24 hours. So once the request is out within 24 hours, members will be given one week maximum to vote yes or no. If within one week any member that has not vote or vote with counts the numbers provided we are able to get one third of [present] members to take part in the second vote as [against] 50% of [present] members.

TIJANI BEN JEMAA: Now I have the point of view from Philip, from Pastor Peters, and from Aziz. Any other people want to comment?

Barrack, do you want to take the floor?

BARRACK OTIENO: Yes, Tijani.

TIJANI BEN JEMAA: Any other opinions or point of views?

Very well. Go ahead, Aziz.

AZIZ HILALI: Yes. To sum up what was said, there is an agreement on the fact that we give the opportunity from the Chair of the RALO to decide on the duration between the first round and the second round one day or up to one week for certain people so we can take the decision. The duration between the two rounds can go from 24 hours to one week

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and this is at the discretion of the RALO President who's going to send an e-mail about it according to the urgency of the matter. That's what I think.

TIJANI BEN JEMAA:

Pastor Peters said that after 24 hours we have to stop the second round and the vote should be over a maximum period of one week. So we have one from 24 hours to 72 hours and the other one is the vote shouldn't last more than one week. And I think we have a majority for 72 hours.

AZIZ HILALI:

Tijani, people agree to give it at the discretion of the Chair, so 24 hours, 72 hours, this is up to the Chair.

TIJANI BEN JEMAA:

So you think it should be up to the President to be between 24 hours and 72 hours?

AZIZ HILALI:

No. We talked about between 24 hours and one week.

TIJANI BEN JEMAA:

Okay. So that's a new proposal. It wasn't proposed that way.

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AZIZ HILALI: Tijani, I listened to what Philip was saying and Barrack agrees as well. Let me repeat the decision. This is the decision. This is the following. The decision is the following: The duration between the first round and the second round is between 24 hours and one week according to the urgency of the matter and it is the RALO Chair who's going to decide on that.

TIJANI BEN JEMAA: Okay. I do not see why we should have a wait of one week between the first and the second round. If there is a consensus on that approach it is okay with me.

I do not see any reactions so I guess that everyone agrees yes.

No. No reactions.

PETERS OMORAGBON: Tijani, can I speak?

TIJANI BEN JEMAA: Yes. Go ahead but quickly.

PETERS OMORAGBON: Yeah, quickly – I think if we are okay with 24 hours to one week, the RALO President will decide within the 24 hours and one week [inaudible] comments. I think that was it. Everybody's comfortable with that. We shouldn't rush ourselves over any matter. So if we vote for the first time, the second time to report to one week is sufficient enough for



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everybody to speak or to add their vote. I think for the voters – that should go.

TIJANI BEN JEMAA:

Okay. Very good. It's good. Let's go to the second question – the quorum for the second round. We had several proposals with 10%, 25%, 33%. Could you please tell me which percentage you want? Who agrees with 10%? Please raise your hand. Who agrees on 10%?

Aziz agrees. Philip, do you agree?

PETERS OMORAGBON:

I do not agree.

TIJANI BEN JEMAA:

Okay. So who agrees with 25%?

Philip, do you agree? Who else?

AZIZ HILALI:

Remember, Tijani, that some people are actually on the phone and cannot see Adobe Connect.

TIJANI BEN JEMAA:

Then they should go ahead and speak their vote.

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PETERS OMORAGBON: I do not agree.

TIJANI BEN JEMAA: It looks like we have two people at 25%.

Who is this speaking?

PETERS OMORAGBON: This is Peters. I do not agree with 25%.

TIJANI BEN JEMAA: Very well. Okay 25% we're done. You can unclick if you voted for 25%.

We will now move to 33%. Who agrees with 33%?

Philip, could you please remove your check mark? You've already voted.

We are moving now to 33%.

Philip?

PETERS OMORAGBON: I support 33%. That is one third.

TIJANI BEN JEMAA: So you agree with 33%. Very well. So we have one vote for 33%.

PETERS OMORAGBON: [Inaudible] 33%.

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TIJANI BEN JEMAA: Two for 25%. Anybody else?

Very good. Barrack agrees with 33%. Very good. So two for 33%, two for 25%, and one for 10%.

SARAH KIDEN: I would like to support the 33%.

TIJANI BEN JEMAA: Yes. Go ahead, Sarah. You can speak.

SARAH KIDEN: I would like to support the 33%.

TIJANI BEN JEMAA: Very good. So we have three for 33%, two for 25%, and one for 10%. As far as I'm concerned, I am for 33% so I will support that, especially if we have the majority. I understand why Aziz wants to go with 10% because we had bad experiences in the past. Sometimes people don't respond and don't vote, and sometimes we are stuck for important decisions. We can't make a decision because people don't vote so that's why he chose 10%.

I think that 25% could also work. Personally I would prefer for it to be 50% at all times, but unfortunately the first round didn't work because

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we couldn't get 50% and so only moving down to 33% might mean that we are stuck again.

PETERS OMORAGBON: Can I speak please?

TIJANI BEN JEMAA: Fatimata said 25% so actually we are now three at 25% and three at 33%.

Yes. Just a minute, Pastor Peters, I'll [inaudible].

Yes. If you could just speak very briefly that would be great.

PETERS OMORAGBON: Yes. I think the reason why we want to have [if] the first round of vote is 50%, the second round of votes cannot be less than half of the 50% because [inaudible] 25%, we are returning back to the former position whereby you have eight people deciding for a group of [52] organizations. So it is very, very – it is appropriate that we have above the half of the 50% because number one, in that case, we [inaudible] back then we had one week to put this to vote to record the votes so 33% percent to me is more democratic than 25% which is less and half of the 50% of the first round.

TIJANI BEN JEMAA: Very good. So Pastor Peters, you are yes you kept your same opinion. I understand.

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I don't see anyone else taking the floor. Do we have anyone else?

UNIDENTIFIED FEMALE: Hello, Tijani. Aziz has raised his hand.

TIJANI BEN JEMAA: Okay. So I believe that we are four people at 25%, two at 33%, and one at 10%. Did someone change their vote?

Aziz, yes. Go ahead.

AZIZ HILALI: Thank you, Tijani. There is one thing I want to raise. I think I raised it before but I wasn't really heard. This is the following problem – let's assume that there's a decision to be taken, first round no validation. It doesn't work. Second round, no validation because we don't have the 33% or the 25% that we're trying to decide. However, we need to make the decision. It is an absolute necessity. So what do we do then because there will not be any decision if we don't have the required percentage?

[Inaudible] absolutely has to come to a decision for ALAC and so if during the first round and during the first round we cannot get to a validation, what do we do? This is my question. There is no answer to this question. I understand that we need a high percentage, but based on my experience it is very difficult to even get to 25%.

PETERS OMORAGBON: Can I please speak?

AZIZ HILALI: So we are discussing something and I would like to ask you please to really think about that. It is a real question in case we do not have a quorum during the first round and during the second round and we need to make a decision. So what do we do then?

PETERS OMORAGBON: I want to speak please.

TIJANI BEN JEMAA: Thank you very much, Aziz. I did answer the question. I told you that it will not be like in the past because voting and not voting will count in the performance and so we will end up decertifying ALSes. We have that tool.

The second thing, a RALO that cannot electronically – I'm not saying that we need to gather people together during the same hour or whatever on the same day – so this is an electronic vote that will last a week maybe or maybe a little less, but there will be a certain timeline so if we can't get 25% of the members, then they don't need to be certified. So really that ALS does not deserve to be there.

AZIZ HILALI: I would like to have an answer to my question. What do we do if we need to come to a decision, what do we do if we can't get [two] validated situations?

TIJANI BEN JEMAA: A quick answer. It's very clear. If you have one or two people who vote then that's not a decision made by the RALO and it's not valid, so I will not accept that decision. I think we do need a minimum and if that minimum is not there, the RALO does not deserve to have an opinion. And in that case, we need to dissolve it.

PETERS OMORAGBON: Can Pastor Peters speak please?

TIJANI BEN JEMAA: Yes, I just asked him. Go ahead, Pastor Peters.

PETERS OMORAGBON: Number one, I register my concern over the person who has already voted on an issue and they change his or her vote because we took votes three times. That is not democratic.

Number two, what [inaudible] 33%? Whatever we agree now I hope we are going to present this proposal to the General Assembly in Johannesburg. That is my second comment.

Then number three, as to whether we do not get enough people to vote on the second round, I agree with Tijani that if we put in place the performance metrics to evaluate ALSes, that will also encourage them. Number two, if we go ahead and publicize the issue to be discussed, that [inaudible] three. I am also convinced that by the time we finish the

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meeting in Johannesburg, we will have the General Assembly with all the RALOs the ALS present whereby people who have not been active in the past will be given the floor to express their mind as to why they have not been active with the RALO's activities. That will also help.

I do not subscribe to the approach that yes, we [inaudible]. I don't want to also be negative, [not to] be positive. We have been having issues but the efforts this working group is taking so far before the General Assembly will go a long way to sanitize the ALSes and get everybody involved. So I think that is my position.

TIJANI BEN JEMAA:

Thank you, Pastor Peters. I do understand. Your proposal is to stay at this percentage, or rather to propose to the General Assembly the percentages, to tell them that we were not in agreement as far as the quorum for the second round. Some people say that it should be 10%. Others are saying that we should have 25%. So what we can do is that we leave that decision for the General Assembly, and I agree. I think it's a good proposal. Very good.

So this quorum question really took up a lot of time so we will now move to the second point on our agenda. We have a majority of people who agree with the proposal as far as removing the position of Vice Chair within AFRALO. Eight people agree with the proposal. Two people are against – Brain and Philip – and the other members of the group – there are 13 of us – three actually didn't give an opinion. Are there people today who have a different point of view?



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The proposal is to remove the position of Vice Chair so we will end up with only a Chair and a Secretary, and if the Chair is not present, the Secretary will take the place of the Chair for a short period of time, whatever is necessary, in order to choose a new Chair. If the issue with availability of the Chair is limited in time, then the Secretary can take his position and consult with the Chair, just work for him, until the Chair is available again. That's what the proposal is.

This proposal was approved by eight people in the group, but two people are against – Philip and Beran.

PETERS OMORAGBON: Pastor Peters is opposed to that proposal.

TIJANI BEN JEMAA: Are there people who would like to say something? Yes, [inaudible] right now.

PETERS OMORAGBON: Yes. Pastor Peters please.

TIJANI BEN JEMAA: So if nobody else wants to say something I will move forward.

PETERS OMORAGBON: Pastor Peters want to speak please.

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TIJANI BEN JEMAA: Yes. Go ahead, Pastor Peters.

PETERS OMORAGBON: Tijani, I will also propose that this issue be presented to the General Assembly for a final decision. I am for the retention of the Vice Chair. I do not subscribe to the Secretary taking over the role of the Chair. If the Chair is absent, the Vice Chair automatically takes over. The only area like we agreed where there is a conflict is when they're going to be traveling.

TIJANI BEN JEMAA: Tijani is understanding.

PETERS OMORAGBON: Can I finish please? Where we had issues was the area of the Vice President traveling and the Chairman traveling and Secretary [inaudible]. We've already agreed Chair and Secretary automatically. We don't need to debate. It is only when the Chairman is not around, the Vice can take the position or the Vice of the Chair.

I wouldn't want us to take away the office of the Vice Chair. The Vice Chair should always be there because we might have a situation whereby we need to be put [inaudible] and it's only the Secretary is there and the Vice is not there. So finally I would want us to address this issue at the General Assembly for a final decision. We cannot decide that on this working group. Thank you.

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TIJANI BEN JEMAA:

Thank you, Pastor Peters. All of those recommendations will actually be approved or rejected by the General Assembly, but what we are doing today, what we are doing as a group, is to see if we have a consensus within our group. What we mean by consensus is that most of the members agree with one decision. A minority does not agree. And so we consider that we have consensus. But we will obviously mention the fact that there are three people who do not agree, that not everybody agreed with our proposal, and the General Assembly will actually decide. Our recommendation is one thing. This recommendation was adopted by a majority of the group. But there are three of us who do not agree. That's how we work and that's how we proceed.

Our recommendations are dependent upon the approval or the disapproval of the General Assembly. No recommendation is ever implemented without that. Are there others who would like to say something at this point?

SARAH KIDEN:

I would like to say something.

TIJANI BEN JEMAA:

Very well. So we decided the other time that we're not going to talk about the criteria of de-certifications for the ALSes because we are too late. We lost a lot of time. We had two or three conferences that were cancelled because we didn't have enough people, and Johannesburg is coming up very quickly and we're just giving recommendations to the General Assembly. The recommendations will be done according to what was said during our conferences and the General Assembly is

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going to make the decision. All our recommendations are only recommendations, not decisions. It's the General Assembly which is going to take decisions.

Let's go to the next point which is the wrap-up. In two weeks we'll be going to Johannesburg. We're not going to have during the last week a phone conference so we only have one next week and we're going to see if for next week I need some points of clarification and where we're at for our next week's teleconference. I don't know if we will have a teleconference next week yet. I'm going to prepare those recommendations and this is going to be exactly what we decided during our meetings. We're going to make recommendations at the General Assembly.

Do you have any points you'd like to raise?

Philip?

I agree with you. The criteria of travel opportunities could be an issue and how to say it, could diminish the degree of understanding amongst the group because of the Vice Chair or the Secretary, they do not travel and they might feel that they are not well-treated and the way they work might change and the work atmosphere and environment might change a little bit. I agree, but it's not the principle criteria.

After many years we noted that the Vice Chair didn't have much of a role to play. The President is always present. No problem. And with this recommendation we're going to propose measures to replace the President for a short amount of time and I think it will work well.

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Another point of view – the other RALO do not have – three RALOs do not have Vice Chair and it works very well, so they have a lighter structure. We have to see about the work environment and the atmosphere, but if you will, Philip, we could add an article in our operating decisions saying that it's always the Secretary who is going to travel and in that case it's going to be different for the people wanting to be Vice Chair and someone would become President one day and that could be an issue. That would be pretty serious. So it doesn't encourage people to become Vice Chair.

That's my point of view and I agree to listen to you –

PETERS OMORAGBON: Pastor Peters want to have the floor.

TIJANI BEN JEMAA: Yes?

PETERS OMORAGBON: Mr. Tijani, permission to say with every respect that I'm kind of embarrassed, when we are looking at the role of the Vice Chair and that of the Secretary only in the eye of traveling. That gives the impression that people want to come and serve out of selfish reasons because of what they want the benefits. The essence of having a Chair and a Vice is for the Vice to occupy the office of the Chair if for any circumstances the Chair is unavoidably absent.

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So the office of the Vice Chair is just there to fill in the gap so [it's] temporary is in office. So because a person is a Vice Chair does not qualify that person that yes when there are going to be a meeting that requires two officers then the Vice Chair will [now] have to be competing with either the Secretary or the Chair to travel. That is wrong. So anybody who is occupying the office of the Vice Chair is there to occupy the office of the Chair when the Chair is absent.

Number two is that I am already uncomfortable when we use other RALOs as a measure for our own activities. We are different. We are peculiar. [LACRALO] or any other RALO can do whatever they want to do but we in AFRALO can decide on our own as to what will suit us. So it is very important that we have the office of the Vice Chair because the Chair cannot always, we cannot be 100% sure that anything cannot happen that could prevent the Chair from being present in a meeting that requires both the Chair and the Secretary.

The office of the Secretary is not negotiable. That is the Secretariat. So we should not equate the office of the Secretary with any other officer because they are two separate offices. So the idea of trying to look into the issues or trying to debate this issue, to me it's worrisome. We need a Chair. We need a Vice Chair. We need a Secretary. Where the second Chair will perform when the Chair is absent. [Inaudible]. It's in our document. They should not be [divided].

SARAH KIDEN:

Hello. This is Sarah.

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TIJANI BEN JEMAA:

Thank you. We understand your point, sir. Thank you very much. Your position is very clear. For the last time, let me say when we say we are different from the other RALOs, that is true. We know what we want. We do what we want. But today what we want at AFRALO is for many people to get rid of this Vice Chair position. Many, many, members do want to get rid of it.

For your information, we are two RALOs with a Vice Chair position. You all say when you're against it... You're right that it's the Secretary who should travel. It's not the Secretary. Sometimes it's the Secretary, sometimes the Vice Chair, who travels in other RALOs. The work environment is very important. A good work atmosphere is very important. When there is an issue between several people, it's going to create problem and issues. We worked for many years at AFRALO with a Vice Chair who doesn't do anything, who doesn't have much of a mandate, as long as the Chair is present. If the Chair is not here, he is being replaced very quickly, and we have to look at those [inaudible] how quickly can we replace a Chair if he's absent? Why make things more complicated? It's true we're different from other RALOs.

PETERS OMORAGBON:

Mr. Tijani, if I say I'm comfortable with your [inaudible].

TIJANI BEN JEMAA:

In that case this is an issue of practice. How is the RALO going to function properly? That's what we want. So let's start by saying that we are three people that want to keep the Vice Chair position. We're going to say in our recommendation that three people want to keep the Vice

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Chair. We're going to say that at the General Assembly, and the General Assembly is going to decide. Thank you very much.

Aziz.

PETERS OMORAGBON: Can I say [inaudible].

AZIZ HILALI: This is an interesting debate but I think we don't have much time left, and what I propose is since we are an Organizing Committee, we're preparing the General Assembly. We are making recommendations. We have different opinions. I think we can stop here and we're going to give a report of our meeting saying that some people are for, some people are against, this Vice Chair position, and we're going to decide at the General Assembly, and will be many of us – more than 40-50 ALSes will be present at the General Assembly and we'll be able to even vote if need be. So let's stop here.

TIJANI BEN JEMAA: Thank you, Aziz. We've nearly finished our hour today. Is there a last very brief comment from anyone? About what, Aziz? About what? A general comment.

PETERS OMORAGBON: I want to ask a question, too. A general comment quickly. Can I quickly ask a question?



TIJANI BEN JEMAA: Go ahead.

PETERS OMORAGBON: This is for Mr. Aziz. Mr. Aziz, sorry, could you please – as [of date], I have no idea... it is outside of the working group. I want some information. [You] said the venue of the ICANN conference in Johannesburg I would need the full contact address because my ticket is ready [and all that] so that I know where to go when I get to Johannesburg. I would appreciate if I could be furnished with those details for the venue and the hotel address please.

AZIZ HILALI: Yes. This is not the object of our meeting. Pastor Peters, please send us an e-mail, no problem. Send one to Gisella as well. Send an e-mail to Gisella who is in charge of that. We can help you, Pastor Peters, but not in that meeting.

PETERS OMORAGBON: No problem. Thank you very much.

TIJANI BEN JEMAA: [Aziz], you have a question?

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AZIZ HILALI:

Yes. There's one point. I don't know if you raised it. Do we have another meeting before Johannesburg or this is the last one?

Second question, about de-certification – is it going to be only at General Assembly or we're going to talk about it next week?

TIJANI BEN JEMAA:

We already talked about it. We are having a decision about de-certification. We're good on that. So now let me answer your first question. We can have a meeting next week. I'm not for sure if I need to talk to you. I'm going to work on those recommendation and write them down, and if I have a question, if I don't have everything I need to come up with those recommendations, I'm going to come back to you and we might have a meeting next week but it's not sure.

Okay? Is that good?

Very well. Thank you so much for your participation. It was a productive meeting and I thank you so much and I wish you a good evening. We are going to be finished now. Thank you very much.

PETERS OMORAGBON:

Thank you, everybody. Bye.

EVIN ERDOĞDU:

Thank you all. This call is now adjourned. Please do not forget to disconnect your lines when leaving the AC room or the bridge. Thank you all very much for participating. Have a wonderful rest of your day.

[END OF TRANSCRIPTION]