

**MINUTES OF THE 40<sup>TH</sup> KENIC BOARD MEETING HELD ON 2<sup>ND</sup> SEPTEMBER 2010 AT 7.30 A.M. AT THE COMMUNICATIONS COMMISSION OF KENYA BOARD ROOM, NAIROBI**

**PRESENT**

Mr. Sammy Buruchara (Chairman)  
Ms. Alice Munyua  
Mr. Anthony Mugambi  
Mr. Ali Hussein  
Mr. Michael Katundu  
Mr. Moses Kemibaro  
Mr. Charles Nduati  
Mr. Joseph Kiragu (Administrative Manager)  
Mrs. Lucky Waindi-Kulecho (Secretary)

**ABSENT WITH APOLOGIES**

Mr. Charles Njoroge  
Prof. Meoli Kashorda

The chairperson called the meeting to order at 7.55a.m. on the realization of quorum.

**MINUTE 344/40/2010 NOTICE OF MEETING**

Notice of the meeting was taken as read.

**MINUTE 345/40/2010 AGENDA**

The proposed agenda was amended to add a new agenda item on back-up transit and point to point links. The proposed agenda was adopted as amended.

**MINUTE 346/40/2010 CONFIRMATION OF MINUTES OF THE 39<sup>TH</sup> BOARD MEETING**

The Minutes of the 39<sup>th</sup> Full Board meeting were confirmed and adopted as a true record of the deliberations.

**MINUTE 347/40/2010 MATTERS ARISING FROM MINUTES OF THE 39<sup>TH</sup> BOARD MEETING**

Minute 337/39/2010- Registry System-Mobile Payment Integration

The Administrative Manager informed the Board that most registrars had adopted use of the mobile payment solution and hence most of the organization's revenues were being collected through this mode of payment.

Minute 338/39/2010-2010 proposal to host the IGF

The Administrative Manager informed the Board that he had represented KENIC at the 2010 East African IGF in Kampala and that the deliberations of the meeting had been posted on the KENIC website.

Minute 339/39/2010-Board Calendar

The Administrative Manager informed the Board that Professor Kashorda, who had been nominated to attend the IGF meeting in Lithuania, was not in a position to travel for the same.

After discussions the Board made a decision to replace Professor Kashorda with the Administrative Manager.

**MINUTE 348/40/2010 APPROVAL OF MINUTES OF THE 2<sup>ND</sup> MARKETING AND COMMUNICATIONS COMMITTEE MEETING**

The Chairman of the Marketing and Communications Committee presented minutes of the Committee's meeting held on 1<sup>st</sup> July 2010 and noted that following presentation of the marketing action plan to the AGM, proposals had been made to establish a working group to address the marketing of the dot ke. He added that the working groups were the subject of a substantive paper on the agenda.

After due deliberations the Board approved Minutes of the 2<sup>nd</sup> Marketing and Communications Committee meeting.

**MINUTE 349/40/2010 APPROVAL OF MINUTES OF THE 7<sup>TH</sup> FINANCE COMMITTEE MEETING**

The Chairman of the Finance Committee presented minutes of the Committee's meeting held on 20<sup>th</sup> August 2010.

In discussing the Minutes, the Board noted its responsibility to increase KENIC's capital base and to store some reserves. The Board, therefore, approved the Committee's proposal to invite investment managers to advise it on how to invest KENIC's surpluses.

On the AfTLD annual subscriptions, the Board approved the position that KENIC would only make contributions to AfTLD on condition that it opens its own account. The Administrative Manager was also tasked to submit KENIC's proposal to host AfTLD.

On the proposal to carry out consultancy for DotAfrica, the Board noted that KENIC lacks a policy framework for such work and made a decision that Management acknowledges receipt of DotAfrica's letter and indicates its constraint in conducting the consultancy due to lack of the policy. As and when the organization develops the requisite policy, this request can be reconsidered.

The Board approved Minutes of the Finance Committee meeting subject to the foregoing decisions.

#### **MINUTE 350/40/2010 2011-2013 STRATEGIC PLAN**

The Chairman of the ad hoc Committee on the Strategic Plan took the Board through Minutes of the Committee's meeting held on 30<sup>th</sup> June 2010. The Board noted the report of the Committee and the recommendations made.

After deliberations, the Board tasked Management to follow through the recommendations given and to give feedback to the Board on issues that have been addressed and those that are pending and requiring action for the next strategic planning period.

The Board further approved the Terms of Reference for the Strategic Planning retreat facilitator. The Board also proposed amendments to the proposed programme of activities, in particular indicating that the retreat should be scheduled for the third (3<sup>rd</sup>) week of October, 2010. The proposed programme of activities was approved subject to the amendments.

#### **MINUTE 351/40/2010 MATTERS ARISING FROM THE 7<sup>TH</sup> KENIC AGM**

The Administrative Manager took the Board through Board Paper number 162 on the matters that arose during the 7<sup>th</sup> KENIC AGM held on 2<sup>nd</sup> July 2010.

On the proposal to form the Marketing Working Group, the Board tasked the Marketing and Communications Committee to meet and develop detailed

Terms of reference for the working group. In so doing, the Committee was advised to consider the following issues:

- An analysis of the current environment (the Constitution, Kenya Information and Communications Act, gTLDs and other competition KENIC faces). This analysis would help the Working Group determine the relevant areas of marketing;
- Analysis of KENIC's positioning nationally and internationally;
- Determination of the relevant target groups.

Other suggestions for the Committee's consideration were:

- To consider scheduling on-line meetings to supplement face to face meetings;
- The need to increase Board membership on the working group; and
- Nominations should be organization rather than individual based.

With regard to the Dispute Resolution Working Group, the board formed a team consisting of the following, to carry out an analysis of the environment and develop the working group's terms of reference:

- M. Katundu
- A. Munyua
- L. Waindi
- J. Kiragu

The Board generally noted that dispute resolution was an issue beyond KENIC. As such, KENIC would only drive the process but invite a wider group to develop the policy. Amongst the stakeholders the team was advised to consider inviting are:

- The Kenya Industrial Property Institute
- The copyright Board
- The Companies Registry
- Ministry of Information and Communications
- Ministry of Trade
- Ministry of Internal Security
- The Kenya Bureau of Standards (department in charge of ICT standards)

- World Intellectual Property Organisation (WIPO) - African Chapter

The Dispute Resolution team and the Marketing and Communications Committee were given two weeks within which to finalize their work and share with the Board.

The Board further agreed to have a follow up Board meeting on 23<sup>rd</sup> September 2010 to concretize formation of the working groups.

Regarding the applications to join the KENIC Board, the Board rejected the application by Nick Creations, noting that as a registrar, it was adequately represented on the Board by the Domain Registrars Association of Kenya (DRAKE). The Board further directed that in response to the application by Mr. Gakuru of ICT Association of Kenya, KENIC satisfies itself that the said Association is duly constituted, by requesting for its registration documents amongst other documents stipulated in the Board Charter.

#### **MINUTE 352/40/2010 CONSTITUTION OF KENIC BOARD COMMITTEES**

The Company Secretary Presented Board Paper No. 163 and recommended the replacement of the proposed Technical Committee with a Human Resources (Staff Matters) Committee, which the Board approved. The Board further approved the appointment of the following Board Members in the Human Resources Committee:

1. Michael Katundu
2. Professor Meoli Kashorda
3. Charles Nduati
4. Alice Munyua

#### **MINUTE 353/40/2010 ADMINISTRATIVE MATTERS**

The Administrative Manager presented Board Paper Number 164. After due deliberation, the Board approved the confirmation of Mr. Museeh to the position of Technical Manager.

The Board further approved that Mr. Museeh attends both the Afrinic and the AfTLD meetings.

Further, the Board tasked the Human Resources Committee to address issues of succession such as the need for a Systems Engineer to provide backup for the Technical Manager. The Committee was also tasked to look into titles of the staff, in particular the Administrative Manager who is the organization's CEO.

**MINUTE 354/40/2010 BACK-UP TRANSIT AND POINT TO POINT LINKS**

The Administrative Manager presented Board Paper number 165 and the Board approved implementation of the following links:

1. An Access Kenya Ltd. sponsored 1Mbps backup point to point link between KENIC and KIXP;
2. A 256/512 Kbps backup transit link from Access Kenya Ltd. at the cost of Kshs.15, 000 per month; and
3. A KENET sponsored 256/512 Kbps backup transit link.

**MINUTE 355/40/2010 ANY OTHER BUSINESS**

The Board noted that during its 33<sup>rd</sup> meeting held on 10<sup>th</sup> August 2009, the Board made a decision to retain Mr. Mugambi, the former Chairman's, for a period of one (1) year, which had since come to an end. The Board, therefore, acknowledged Mr. Mugambi's contribution and requested the Management to prepare for the Chairman's signature formal communication informing Mr. Mugambi of the end of his tenure and appreciating his work.

There being no other business, the meeting ended at 11.05 a.m.

Confirmed on this \_\_\_\_\_ day of \_\_\_\_\_ 2010

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**Sammy Buruchara**  
**Chairman**

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**Lucky Waindi**  
**Secretary**

