

**MINUTES OF THE EIGHTH ANNUAL GENERAL MEETING HELD ON FRIDAY 24<sup>TH</sup> JUNE 2011 FROM 9.00 AM AT THE SAROVA PANAFRIC HOTEL, NAIROBI**

Sammy Buruchara (Chairman)  
Charles Nduati  
Michael Katundu  
Professor Meoli Kashorda  
Moses Kemibaro  
David Wambua (Ag. CEO)  
Lucky Waindi-Kulecho (Secretary)

**ABSENT WITH APOLOGIES**

Alice Munyua  
Ali Hussein  
Charles J. K. Njoroge

In attendance were stakeholders and members of the local Internet community as observers.

The Annual General Meeting commenced at 9.30 a.m.

**NOTICE OF MEETING**

Notice of meeting was taken as read.

**AGENDA**

1. Presentations.
2. Chairman's Report.
3. Adoption of the Financial Statements for the year ended 31<sup>st</sup> December 2010, and the Directors' and Auditors' Reports thereon.
4. Appointment of Auditors for the ensuing year.
5. KeNIC Policy issues
6. AOB

**MINUTE 1/1/2011 PRESENTATIONS**

The following three presentations were made: development of the KeNIC website; activities of Google Kenya; and KeNIC's draft Alternative Domain name Dispute Resolution Policy.

In response to the presentation on KeNIC's upcoming website stakeholders, amongst others, suggested the inclusion of other mobile payments in addition to m-pesa to facilitate automated transactions. It was also proposed that the website should be accessible in Kiswahili being Kenya's second national language, and provide for maximum disclosure of information such as KeNIC's policies, minutes and relevant laws.

The next presentation, made by Joe Mucheru of Google Kenya addressed the development of relevant/local content. The gist of his presentation was that there exists a huge untapped potential on the Internet, which if exploited could lead to millions of advertising revenue. The local Internet community was, thus, invited to join hands and exploit the emerging opportunities.

The Company Secretary presented KeNIC's draft Alternative Domain name Dispute Resolution Policy which aims at establishing a flexible and efficient mechanism for resolving domain name disputes. Stakeholders' feedback included the following:

- The mechanism should also address Registrar-Registrant disputes;
- Rights upheld by the policy should not be limited to Intellectual Property Rights, but should include civil liberties such as cultural rights.
- KeNIC should develop model contracts to govern the rights and obligations of Registrars vis a vis Registrants.
- KeNIC ought to ensure it has sufficient capacity to conduct mediation in domain name disputes.

#### **MINUTE 2/1/2011**

#### **THE CHAIRMAN'S REPORT**

The Board Chairman presented his report, which highlighted KeNIC's performance during the year under review. Most notable was the growth of domain names and corresponding revenues by approximately 181%. The Registry also hosted the 37<sup>th</sup> ICANN meeting during the period and actively participated in Internet policy making fora. The Registry further developed its 2011-2013 Strategic Plan, which it is in the process of implementing.

After due deliberation, the meeting adopted the report as presented by the Chairman.

#### **MINUTE 3/1/2011**

#### **ADOPTION OF AUDITED FINANCIAL STATEMENTS AND THE AUDITORS' REPORTS**

Mr. Simon Fisher of RSM Ashvir presented the audited financial statements together with the Directors' and Auditors' reports thereon. In discussing the statements, members expressed the view that the audited accounts be posted on KeNIC's website well before the AGM, to enable their meaningful interrogation.

After discussion members adopted the audited financial statements and accompanying reports.

#### **MINUTE NO 4/1/2011 CONFIRMATION OF AUDITORS**

The Chairman explained to the meeting that the auditors, M/s RSM Ashvir, had provided satisfactory services to KENIC for the past three years and recommended to the AGM that KENIC retains the firm for the ensuing financial year. In discussing the matter, members sought and obtained clarification that there was no bar to the number of years

an auditor can be retained to serve the organization. Members also tasked the Chairman to implore the audit firm to register a dot ke domain name.

After due deliberation, members approved the Chairman's proposal to renew the services of the auditors.

**MINUTE NO.5/1/2011      KENIC POLICY ISSUES**

Members sought information on when the Board was last reconstituted and whether the terms of the Board Directors had expired. The Company Secretary provided this information and explained that every reconstitution of the Board is captured in Minutes, which are published on the KeNIC website.

Members further expressed concern that the Domain Registrars' Association of Kenya (DRAKE) was not well constituted and its representative on the Board was not adequately representing the Registrars. An attempt was, therefore made to pass a vote of no confidence in DRAKE's representative. In discussing the matter, the Chairman gave guidance that it was not KeNIC's place to interfere in DRAKE's internal matters and that DRAKE was best placed to resolve its internal issues and advise KENIC on its decision to retain or replace its representative on the KeNIC Board.

The need to publish minutes of the KeNIC Board meetings on the website was reiterated and further, members sought explanation for the Registry's recurrent downtime. The Chairman apologized for the downtime and explained that it had been as a result of insufficient back-up links, but that KeNIC had since acquired three links for redundancy.

Members also pointed out the high staff turnover at KeNIC and sought clarification on whether the organization had paid twice for development of its website.

The Chairman endeavoured to respond to all of the issues raised but acknowledged that some of the matters such as double payment for the website redesign required further enquiry.

**MINUTE NO.6/1/2011      ANY OTHER BUSINESS**

No notice had been given to transact any other business in the Annual General Meeting.

The Annual General Meeting ended at 1.15p.m.

Confirmed this                      day of                      20011

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**Sammy Buruchara**  
**Chairman**

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**Lucky Waindi-Kulecho**  
**Secretary**