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## AFRINIC BOARD OF DIRECTORS ELECTION 2025 FREQUENTLY ASKED QUESTIONS (FAQS)

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**REMINDER: The election of AFRINIC's Board of Directors will take place in June 2025 (from 16 to 23 June for e-voting and 23 June for in-person voting)**

On 21 April 2025, the Receiver of AFRINIC sent out a first communiqué about an in-person election taking place on 23 June 2025 and personnel involved in organising the election, including the Nomination Committee, the Election Committee and Civica Election Services.

On 28 April 2025, the Chair of AFRINIC's Election Committee sent out a second communiqué about the various voting methods during the e-voting election period of 16 to 23 June 2025 and the in-person election day of 23 June 2025.

On 12 May 2025, AFRINIC's Nomination Committee circulated various nomination documents including: (i) the call for candidates; (ii) the election criteria; (iii) the nomination form; (iv) the declaration form. The Nomination Committee also circulated the election guidelines.

All of the above documents can be found here: <https://afrinic.net/board-election-2025>.

Since the release of the earlier communiqués and the above nomination documents, AFRINIC has received various questions about the voting and nomination requirements. This third communiqué is therefore put together to provide a single document with answers to frequently asked questions.

The questions are answered in the following four, colour-coded themes:

1. Roles open
2. Nomination
3. Voting
4. Key background

The 2025 Election is being held to reconstitute a Board of Directors for AFRINIC. Although the 2025 Election has been designed to comply with AFRINIC's Bylaws (found here: <https://afrinic.net/bylaws>) as far as possible, AFRINIC currently finds itself in exceptional circumstances without any directors in place.

The Nomination Committee therefore encourages widespread participation in the 2025 Election to ensure that all of the vacant seats on the Board of Directors are filled.

In order to encourage widespread participation, the Nomination Committee has designed an election process that is intended to balance accessibility with Bylaws compliance. Whilst there are certain requirements to fulfil in order to vote for and / or nominate someone, those requirements can be fulfilled by close reference to questions answered in this FAQs document.

If, after reading this document, you still have any questions then those questions can be directed to the AFRINIC Elections Committee at [elections2025@afrinic.net](mailto:elections2025@afrinic.net).

**The Honourable Simon Davenport KC**  
**Chair, AFRINIC Nomination Committee 2025**  
**16 May 2025**

## **ROLES OPEN**

### **Vacant seats**

#### ***What roles are open for election?***

AFRINIC currently has no directors. The Board of Directors is responsible for overseeing the strategic direction, governance, and financial health of the organisation. Acting in the best interests of stakeholders, the Board of Directors provides leadership, approves major decisions and ensures legal and regulatory compliance.

Our Board of Directors is composed of nine (9) directors. Eight (8) directors are elected by the Members from 8 seats, numbered from 1 to 8. The ninth (9th) is held by the Chief Executive Officer (CEO) and acts as an ex officio director to the Board. The CEO is appointed by the majority of the directors holding seats 1 to 8.

The available seats on AFRINIC's Board of Directors during the 2025 election are as follows:

1. SEAT ONE: North Africa
2. SEAT TWO: West Africa
3. SEAT THREE: Indian Ocean
4. SEAT FOUR: Central Africa
5. SEAT FIVE: Southern Africa
6. SEAT SIX: Eastern Africa
7. SEAT SEVEN: Region-Independent
8. SEAT EIGHT: Region-Independent
9. SEAT NINE: Chief Executive Officer (CEO)

Each seat can only be held by one candidate.

### **Responsibilities**

#### ***What are the main responsibilities of the role of AFRINIC director?***

The responsibilities of an AFRINIC director include (but are not limited to):

- Preparing for and attending Board meetings;
- Evaluating financial reports;
- Reviewing the periodic and year-end financial statements of AFRINIC;
- Helping determine AFRINIC's mission and vision;
- Participating in AFRINIC's strategic planning;
- Setting goals for AFRINIC;
- Assessing the CEO's performance; and
- Representing AFRINIC and AFRINIC membership's interests at international meetings and conferences.

#### ***How long is the term of office?***

Elected candidates will serve a three-year term only with respect to seats 1, 2, 3, 4, 5 and 6 as set out in Articles 13.4(i) and 13.5 of the AFRINIC Bylaws.

Elected candidates will serve a three-year term only with respect to seats 7 and 8 as set out in Articles 13.4(ii) and 13.5 of the AFRINIC Bylaws.

### **Benefits**

### ***Are directors paid?***

Except for the CEO, a director is not an employee of AFRINIC. However, a position on the AFRINIC Board of Directors comes with respect and recognition in the African internet community along with high levels of visibility within the AFRINIC membership.

Subject to an approval at relevant Annual General Members' Meetings, Directors may receive such remuneration or compensation as may be prescribed (though this is not guaranteed).

### ***What about expenses?***

Directors shall, in any event, be entitled to be reimbursed for reasonable out-of-pocket expenses (including travelling, hotel and subsistence expenses) incurred in the fulfilment of their duties.

## **NOMINATION**

### **Nomination representatives**

#### ***What is a nomination representative?***

A nomination representative is someone (i.e., a natural person) who is appointed on behalf of a member with the authority to nominate a nominee to stand as a candidate in the 2025 Election.

Nomination representatives also act as seconders (see below).

A nomination representative does not have the same meaning as a nominee.

#### ***Will the nomination representatives be contacted?***

With the assistance of the Election Committee, the Nomination Committee shall contact members to confirm that respective nomination representatives do hold authority to nominate people.

### **Nominees**

#### ***Who can stand as a candidate in the election?***

Nominees must meet the minimum eligibility candidate criteria and the specific candidate criteria in order to be added to the "list of candidates".

Both the minimum eligibility candidate criteria and the specific candidate criteria are available here: [https://afrinic.net/ast/2025/Election\\_Criteria\\_BE2025.pdf](https://afrinic.net/ast/2025/Election_Criteria_BE2025.pdf). The Nomination Committee will apply the relevant criteria.

Failure to meet the minimum eligibility candidate criteria will automatically disqualify a person from being a candidate. Failure to meet the specific candidate criteria will lead to refusal as a candidate.

#### ***Must a nominee come from a particular region?***

A nominee for seats 1-6 is expected to have a connection to the region for which they are nominating. The nominee does not have to be originally from the region but would be expected

to have some business or other relationship with the region in question. Any discrepancies will be resolved by the Nomination Committee.

A nominee for seats 7 or 8 is not expected to have a connection to any particular region; these seats are region-independent.

## **Nominations**

### ***By what methods can someone be nominated?***

Nominations can be made by three methods:

1. Nomination by an AFRINIC member;
2. Nomination by another person; and
3. Self-nomination

Nomination by a member:

Each member is entitled to make one nomination per open seat. That nomination is made by the designated nomination representative of that member. No other person may make a nomination on behalf of a resource member.

Nomination by another person:

Any person, whether they are a member of AFRINIC or not, may nominate another person. A person nominated in this way requires two seconders (i.e., two designated nomination representatives of AFRINIC members).

Self-nomination:

Anyone may nominate themselves. A self-nomination requires two seconders (i.e., two designated nomination representatives of AFRINIC members).

## **Seconders**

### ***Do I need a seconder?***

If you are self-nominating or being nominated by someone other than an AFRINIC resource member, you must have two seconders (i.e., two designated nomination representatives of AFRINIC members).

There is no limit to the number of people that nomination representatives of AFRINIC members can second.

There is also no need for the nomination representatives of AFRINIC members to come from the region that a nominee proposes to nominate for.

### ***Who is eligible to be a seconder?***

A seconder must be an AFRINIC resource member. AFRINIC resource members second nominations via their designated nomination representative.

### ***How do I know who the AFRINIC members are?***

A list of AFRINIC members can be acquired from [elections2025@afinic.net](mailto:elections2025@afinic.net) or by visiting <https://afinic.net/membership/list/>.

People looking to self-nominate should contact relevant AFRINIC members to acquire the necessary two seconders from the respective nomination representatives.

***Can an AFRINIC resource member which has nominated one candidate second another?***

Yes. AFRINIC resource members may only make one nomination, but can second as many nominations as they see fit.

***I am an AFRINIC member's nomination representative and I wish to nominate myself for election. Does this count as a self-nomination?***

Yes. Any person nominating themselves, even if they are a nomination representative, will be treated as a self-nomination and be required to secure two seconders (i.e., two designated nomination representatives of AFRINIC members).

**Relevant forms**

***What forms do I need to complete to nominate?***

Nomination forms:

Nominations are made by the completion of a nomination form. A nomination form is available on the AFRINIC website here: [https://afrinic.net/ast/2025/Nomination\\_Form.pdf](https://afrinic.net/ast/2025/Nomination_Form.pdf).

Together with a completed nomination form, the following documentation must be sent:

- A copy of the Nominee's CV;
- A current or recent photo of the Nominee; and
- A form of identification from the Nominee (e.g., a passport, driver's licence etc.).

This nomination form together with the above documents must be finalised and sent for each of the three types of nomination **by 23:59 Mauritius time (MUT) on 26 May 2025**.

Declaration form:

Any nominee, whether nominated by someone else or self-nominated, must separately complete and return the declaration form: [https://afrinic.net/ast/2025/Declaration\\_Form.pdf](https://afrinic.net/ast/2025/Declaration_Form.pdf).

This declaration form must be finalised for each of the three types of nomination by **23:59 Mauritius time (MUT) on 26 May 2025**.

***Where do I return nomination and declaration forms?***

Completed nomination and declaration forms should be completed and returned by email to [nomcom2025@afrinic.net](mailto:nomcom2025@afrinic.net).

***When does the nomination period end?***

Nominations must be received **by 23:59 Mauritius time (MUT) on 26 May 2025**.

**Interviews**

***Will there be interviews?***

Interviews may be conducted between 27 May 2025 and 6 June 2025 remotely by members of the Nomination Committee.

Nominees should make sure that they make themselves available during these dates and respond promptly to any emails sent by the Nomination Committee about interviews.

***Where will such interviews take place?***

If interviews are conducted, then they will take place remotely (i.e., not in person). On request from the Chair of the Nomination Committee, the Election Committee shall facilitate interviews via telephone or internet teleconference.

***How long will such interview last?***

If interviews are conducted, it is anticipated they will last around 20 minutes.

***What questions will be asked during the interviews?***

During any such interviews, nominees will be expected to provide evidence of information contained in their applications and may be asked questions about how they meet the election criteria.

**VOTING**

**Voters**

***Who can vote in the election?***

All AFRINIC resource members in good standing.

***What does in “good standing” mean?***

Good standing means that resource members:

1. Have completed all necessary formalities under Article 6.4 of the bylaws
2. Have a current membership and;
3. Are up-to-date on all dues and fees as at 23:59 on 16 June 2025.

**Voting methods**

***By what method can a member vote in the 2025 Election?***

There are three methods of voting but members can only use one of the three methods. The three methods of voting are:

1. E-voting
2. In-person proxy voting
3. In-person voting

E-voting:

E-voting will be conducted via the secure portal provided by Civica Election Services. A designated e-voting representative of a resource member will be able to log on to the portal and cast their ballot.

In-person proxy voting:

The in-person part of the 2025 Election will take place on 23 June 2025. Resource members may appoint a person to serve as their proxy. That person will then be able to cast a vote on behalf of the resource member. The location of the election will be announced in due course.

In-person authorised representative voting:

The in-person part of the election will take place on 23 June 2025. Resource members may attend and cast their vote in-person via an authorised representative of the resource member. The location of the election will be announced in due course, but will be in Mauritius.

***Who can designate a designated e-voting representative, appoint a proxy or authorise an authorised in-person representative?***

There are two types of persons who can designate a Designated E-Voting Representative, authorise an Authorised In-Person Representative or appoint a Proxy:

- a. a director of the Member; or
- b. someone who holds authority on behalf of the resource member (e.g., someone with power of attorney or an attorney appointed in a manner akin to the process under section 182 of the Mauritius Companies Act 2001).

***How does a member designate a designated e-voting representative?***

Designations of e-voting representatives are to be made by submitting the required details to [elections2025@afrrinic.net](mailto:elections2025@afrrinic.net) by **23:59 Mauritius time (MUT) on 2 June 2025**. The required details are:

1. The full name and contact details of the designed e-voting representative in a signed letter from either a director or a person who holds authority on behalf of the resource member concerned; and
2. A notarial certificate to accompany and verify this letter; and
3. An email address for receipt of the e-voting link, which must be the same domain as the designating resource member; and
4. A scanned copy of in-date identification for the designated e-voting representative.

***How does a member appoint a proxy?***

Appointments of proxies are to be made by submitting the required details to [elections2025@afrrinic.net](mailto:elections2025@afrrinic.net) by **23:59 Mauritius time (MUT) on 9 June 2025**. The required details are:

1. The full name and contact details of the appointed proxy in a signed letter from either a director or a person who holds authority on behalf of the resource member concerned;
2. A notarial certificate to accompany and verify this letter; and
3. A completed proxy form, available from the MyAFRRINIC portal; and
4. A scanned copy of in-date identification for the appointed proxy.

On the in-person day of 2025 Election (23 June 2025), the appointed proxy must bring with them physical copies of the above documents otherwise the appointed proxy will be ineligible to vote on behalf of the resource member.

***How does a member authorise an authorised in-person representative?***

An authorised in-person representative does not have to be notified to AFRINIC in advance. However, they must bring with them on election day:

1. A signed letter from a director or other person in authority at the Resource Member concerned naming the in-person representative and authorising them to vote on behalf of the Resource Member concerned;
2. A notarial certificate to accompany and verify this letter;
3. A physical piece of up-to-date ID for the authorised in-person representative.

Failure to bring the above documents will result in the resource member not being eligible to vote via its authorised in-person representative.

***I am a proxy for one Resource Member, can I be a proxy for another?***

A person can be a proxy for more than one resource member up to a maximum of five Resource Members.

***I am an authorised in-person representative for one Resource Member, can I be authorised in-person representative for another?***

A person can be an authorised in-person representative for more than one resource member. There is no limit on the number of resource members for whom a person can be authorised in-person representative.

**Relevant documents**

***My jurisdiction does not produce notarial certificates, how can I meet this requirement?***

Notaries are public officers constituted by law or lawyers who are authorised to prepare and certify many different types of document, to be produced in other countries. Notaries may also certify copies and translations of documents.

If you are unable to produce a notarial certificate, then an equivalent legally authorised document under the laws of your jurisdiction may be accepted. If you are in this position, please contact [elections2025@afinic.net](mailto:elections2025@afinic.net) for confirmation of the suitability of your equivalent document.

***Do I need an apostille?***

No. Not all countries in Africa and the Indian Ocean are signatories to the Convention of 5 October 1961 Abolishing the Requirement of Legalisation for Foreign Public Documents, also known as the Apostille Convention. There is therefore no requirement for an apostille during the 2025 Election.

**Results**

***When will the election results be announced?***

The results will be announced as soon as the counting and verification processes are complete. It is hoped that the announcement will be on the same day as the in-person voting, but it might take place slightly later.

***Would there be any reason to delay the results?***

The results will only be delayed in the event of an irregularity detected during the verification process. Any delays, and the reason(s) for them, will be communicated to all members and the public by the Nomination Committee.

## **KEY BACKGROUND**

### **The election**

#### ***Why is AFRINIC having an election?***

AFRINIC was put into receivership in September 2023 by the Bankruptcy Division of the Supreme Court of Mauritius. Following the appointment of an Official Receiver on 12 September 2023, the Official Receiver was replaced by Mr Dabee in 12 February 2025.

One of the key reasons that AFRINIC was put into receivership was due to the absence of a functioning Board of Directors and CEO. June 2022 was the last time that AFRINIC had a quorate Board of Directors, but there are no longer any directors in place.

The Receiver has been given a court mandate to hold Board elections and to facilitate the reconstitution of the board through elections. This election process is required since there is currently no Board of Directors making it difficult for AFRINIC to fully comply with its By-laws.

#### ***How is the election taking place?***

The Election will take place in a hybrid format. This means that participating voters will have the option to vote either:

- a. in person at a designated AFRINIC polling location in Mauritius; or
- b. online/remotely through a secure digital platform provided by Civica Election Services.

#### ***When is the election taking place?***

The e-voting election period will take place **between 16 June 2025 and 23 June 2025**.

The in-person election day will place on **23 June 2025**.

More information about the specific timings of the 2025 Election will be provided in early June.

### **Guidelines**

#### ***What guidelines govern the election process?***

The Nomination Committee have put together the Election Guidelines with reference to AFRINIC's Bylaws.

"The Election Guidelines for the 2025 Election of AFRINIC's Board of Directors" are the guidelines that govern the election process for 2025. Here is a link to the guidelines: [https://afrinic.net/ast/2025/Election\\_Guidelines\\_and\\_Mechanism\\_BE2025.pdf](https://afrinic.net/ast/2025/Election_Guidelines_and_Mechanism_BE2025.pdf).

The 2025 Election Guidelines have been drafted by the Nomination Committee and approved by the Receiver. The Election Guidelines have been produced for the specific and limited purpose of reconstituting AFRINIC's Board of Directors by way of an election and for the subsequent appointment of a CEO.

### **Key people involved**

### ***Who is the Receiver?***

On 12 February 2025, Mr Gowtamsingh Dabee of GD RICHES was appointed as the Receiver of AFRINIC by the Bankruptcy Division of the Supreme Court of Mauritius.

Mr Dabee's role is oversee AFRINIC's assets, ensure the business's value is maintained, and address governance issues. Mr Dabee's appointment formed part of a court mandate aimed at addressing the lack of a functioning Board of Directors and CEO at AFRINIC. To that end, Mr Dabee has been mandated to expedite the organisation of an election to reconstitute AFRINIC's Board of Directors by **30 June 2025**.

### ***Who is the Nomination Committee?***

Members on the AFRINIC Nomination Committee for the 2025 Election are as follows:

- The Honourable Simon Davenport KC (Chair), Barrister at 4 Pump Court Chambers in London, UK.
- Mr Nicholas Leah, Barrister at 3 Hare Court Chambers in London, UK.
- Ms Priscellia Robinson, Barrister at Queens Court Chambers in London, UK.
- Mr George Penny, Barrister at 187 Chambers in London, UK.

The Nomination Committee were appointed on the basis of the criteria set out in the election guidelines. In particular, the above members of the Nomination Committee were appointed on the grounds of their independence, legal background and experience of election processes.

The responsibilities of the Nomination Committee include:

- Reporting to the Receiver and adhere to the guidelines set by the Receiver from time to time;
- Designing and implementing a suitable timeline and process for the Election;
- Actioning a Call for Candidates for Seats 1 to 8;
- Prescribing a criteria and qualifications for candidates' eligibility to stand for Election;
- Interviewing Candidates, if appropriate, prior to finalising the List of Candidates;
- Reviewing and finalising the List of Candidates for the Election; and
- Supervising the conduct of the polls by the Election Committee and Civica Election Services on the In-Person Election Day.

### ***Who is on the Election Committee?***

Members on the AFRINIC Election Committee for the 2025 Election are as follows:

- Mr Yogesh Chadee (Chair), Head of Value Added Services at AFRINIC;
- Ms Guylaine Laiyra, Senior Executive Assistant at AFRINIC;
- Mr Anjoolen Nair, Accountant at GD RICHES; and
- Mr Ben Halton, Deputy Manager of the Membership Sector at Civica Election Services.

Upon the instruction of the Nomination Committee, the Election Committee will ensure that the electoral process is fair, transparent, and properly administered from start to finish. This includes monitoring the voting process and verifying nominations.

In addition, the Election Committee is responsible for addressing any questions or concerns raised during the election period.

### **Who is Civica Election Services?**

Civica is an international software company headquartered in London, UK, specialising in providing digital solutions for public sector organisations. Founded in 2001, Civica has grown to support over 5,000 public bodies across the globe, delivering services that impact more than 100 million citizens.

Civica offers a comprehensive range of software and services tailored to the needs of public sector entities, including Civica Election Services, which provides electoral registration services and helps organisations to administer local and general elections. Civica are the UK's leading provider of election services, with over 100 years' experience of administering elections, ballots and consultation processes.

During the 2025 Election, Civica Election Services will be responsible for administering the e-voting election period between 16 June to 23 June and providing paper ballots on the in-person election day of 23 June.

### **Key dates**

#### ***What are the key dates to note during the election?***

The following "Indicative 2025 Election Timetable" shall be used as far as practical during the 2025 election. Please note that these dates may be subject to change (and Members will be informed of any such changes).

<b>DATE</b>	<b>EVENT</b>
<b>28 April 2025</b>	Open Designated E-Voting Representative and Proxy voting registration period
<b>12 May 2025</b>	Open Nomination Period
<b>26 May 2025</b>	Close Nomination Period at 23:59 Mauritius time
<b>27 May 2025 to 6 June 2025</b>	Interviews with Nominees
<b>2 June 2025</b>	Close Designated E-Voting Representative registration period at 23:59 Mauritius time
<b>9 June 2025</b>	Publish List of Candidates at 12:00 Mauritius time
<b>9 June 2025</b>	Close Proxy voting registration period at 23:59 Mauritius time
<b>16 June 2025 to 23 June 2025</b>	The E-Voting Election Period
<b>23 June 2025</b>	The In-Person Election Day