

Africa Peering and Interconnection Forum (AfPIF) Program Committee

Governance Structure

Last Revision 4: Jan 30, 2016

Executive Summary

This document details the governance framework determining how the Program Committee for the Africa Peering and Interconnection Forum (referred to as “PC”) will be structured and regulated. It consists of a description of the relevant governance structure, the composition of PC members, their duties and bylaws. The outlining of the specific governance policies and procedures should help determine their effective ongoing operation.

Objective and Mandate

The objective and mandate of the PC is to:

- Provide input and guidance on future locations of AfPIF events;
- Develop the theme, context and topics of future AfPIF events;
- Develop the agenda of future AfPIF events;
- Secure speakers and panelists of future AfPIF events;
- Facilitate discussions as session moderators or chairs at future AfPIF events;
- May solicit feedback from previous AfPIF events to be considered in developing later agendas.
- Propose areas of improvement and complementing activities to enhance the AfPIF event; and

Structure

The structure of the AfPIF PC will consist of a Chairperson, co-chair, PC Members and at least two support staff from the secretariat. It is expected that the PC will choose to limit the number of members to a size they believe is manageable; as such, there is no upper limit set in place for the number of PC members. The annual PC selection process will therefore determine the PC size, based on the new members chosen. This will provide an opportunity for efficient operation and the evolution of an organisation structured in the most suitable manner to meet the future demands of the Forum’s activity. The types of members will be:

Community Selected PC members

- **Chairperson and Co-Chair** - Tasked with formal representational tasks, the chair and co-Chair do not have any voting privileges over the rest of the PC.
- **PC Members** – Please refer to the “PC Members Duties” section.

Support PC members

- Secretariat **Support staff** – Will serve as the secretariat and liaison between the secretariat¹, and the PC.
- (Optional) Local host Support staff - A rotational seat for a liaison from the local host to be appointed by the local host, and to serve for a term that ends with the conclusion of that forum. If the liaison nominated by the local host is already a PC member, the rotational seat becomes void. The appointment of this seat, should take place in parallel with the selection of new PC members or at a later date when the location of the next AfPIF is confirmed.

Other Details include:

1. A Chairperson to be appointed by the PC membership via a voting mechanism at initial establishment. The appointment of Chair and Co-Chair will last for one year, the PC will appoint the following Chair and Co-Chair after the selection of the new PC.
2. Serving PC members are eligible to serve more than one term subject to the acceptance of their application for another term. The member in question will not be able to take part in the voting process, and neither will the PC Support Staff.
3. Over 50% of the current PC membership is required to approve the appointment of all new PC members.
4. The Chairperson of the PC will then communicate the appointment of the new member(s).

PC Members Duties

All PC membership has a relatively flat structure with all Members having equal status. A chairperson and co-chair are elected to represent the group in formal settings, and either of them is required to open and conclude the PC meetings.

PC members must be willing to contribute to the discussions on the PC mailing list. PC members must also be willing to attend online-conference calls when needed. PC members are expected to allot some extra time prior to upcoming AfPIF events as means to finalize the agenda, and list speaker lists. Duties include:

1. Advance AfPIF's mission, vision and values
2. Propose and review changes to long-term objectives and Forum's mission, vision and values.
3. Ensure continuity of the AfPIF event.
4. Develop the agenda to cater to domestic sensitivities..
5. Provide the AfPIF event with access to intellectual capital and best practices through individual relationships and leverage all stakeholder contacts.
6. Develop thorough understanding of issues as well as strategic implications and resulting requirements.
7. Provide feedback and recommendations on operations performance, where necessary.

¹ The secretariat is currently operated by The Internet Society (ISOC)

8. Provide feedback and fill-in self-assessment forms and other PC members' assessment-forms.
9. Evaluate assessment forms and select new members according to bylaws within this governance document.
10. The PC is empowered to internally/private address concerns on the code of conduct or conflict of interest of any PC member, and initiate remedial action guided by principles of upholding good governance.
11. As a last resort, handle complaints that have been escalated to the PC.

Membership

A. Who can apply for Membership?

Anyone interested in the peering and interconnection ecosystem and is willing to volunteer some time and expertise to the cause of AfPIF can apply. There are no restrictions, be it age, geography, stakeholder group, affiliation, etc. However, preference will be given to applicants who have attended at least one AfPIF meeting. A PC member will also serve according to what has been stated earlier in terms of duration of a term and number of terms.

B. Compensation

Membership in the PC is on voluntary basis, and thus no financial compensation is incurred.

C. Term of Membership

The term of any PC member is three (3) years starting December 1 of any given year and ends on Nov 30 three (3) years later.

The inaugural PC has 9 members and has currently served at least 2 years. For continuity, the inaugural PC members who express their inability to continue serving will voluntarily step down from the PC. This will pave way for new members to be chosen for the next PC.

Every year thereafter, PC members who have served the 3-year term limit, will be replaced by new members chosen for the next PC.

Members of the PC for any given term are announced online at <http://www.afpif.org>

D. How to Apply for Membership?

When the term of some PC members approaches conclusion, a call will go out announcing the need for new PC members to serve on the PC for a term of 3 years. The call will be accompanied with an application form that must be duly filled out and sent back as instructed in the call. All members of the current PC will evaluate the applications received and decide accordingly.

The call is expected to go out during the AfPIF event (that usually takes place in August/September) to give enough time for interested parties to apply, and for PC members to evaluate and make the final decision. Once the call is closed, no new applications will be

accepted, and no special status will be given to any applicant beyond the application close date.

E. Stepping down from the PC

If a PC member decides to step down from the PC for any reason before his/her term runs to end, this must be conveyed to the other PC members in writing via the PC dedicated mailing list.

The PC may then decide on appointing a replacement by choosing the most relevant candidate from the pool of applicants that had applied for the most recent call but were not successful in making it to the PC. The newly installed replacement PC member will serve until the end of the stepped-down member's term.

Alternatively, the PC may, through a majority consensus, continue as-is (ie. choose not to appoint an additional member, until the next selection event)

F. Conflicts of Interest

Members of the PC will serve the best interests of the AfPIF; which aims to strengthen the Peering and Interconnection environment in Africa. Members of the PC will be expected to steer away from any personal interests or perks.

Revision of the PC Governance Structure

Any member of the PC can request for a revision and/or change to the PC governance structure document. For such a change to happen, PC members must discuss amongst themselves, and a majority vote (more than 50% of the PC members) must be undertaken for the change to happen.²

Modus Operandi

1. Members of the PC will conduct their work over a dedicated closed mailing list, and will hold teleconference calls when the need arises.
2. Members can hold annual meeting pre, post or during the AfPIF event in person if necessary

Communications

1. Discussions, motions and decisions which take place will be recorded by the secretariat.
2. Minutes of the meetings will be circulated by the secretariat to all PC members within ten working days from the meeting date.

² The support members will not be part of the voting process

3. Minutes of the meetings will be deemed approved by all PC members unless remarks are provided in writing to the secretariat within a period of five working days after the date of circulation.
4. The PC may record conference calls on request and subject to approval by all. All conference call recordings will be considered private and confidential and will not be publicly accessible.

Chairperson and Co-chair Selection Process

1. The PC will select from a shortlist of interested parties for the two positions, taking into account the fact that the ideal candidates must:
 - Must be willing to commit the time required to serve as chair or co-chair of the PC
 - Have had demonstrable, meaningful exposure to general management responsibilities;
 - Have exhibited a specific ability to deal with the key general management challenges;
 - Have a strong functional understanding of the business, policy and technical areas that Forum operates in; and
 - Have a track record of unequivocal accomplishments in prior positions.
2. The PC will vote on the shortlist candidates, and select two candidates for chair and co-chair. This process will take place annually after the Forum has taken place.

PC Member Evaluations

1. Establish and implement an assessment form to evaluate PC member performances including individual self-assessment performance, performance of other PC member and support;
2. Consider the results of the evaluations in connection with renewal of the terms of existing PC members; and
3. Review and make recommendations to the PC: PC composition, PC size, PC structures, PC policies and procedures, By-law amendments, and other relevant matters.

External Communications

1. The PC will ensure information dissemination of the AfPIF PC decisions to all relevant stakeholders.
2. Initiate and/or endorse strategic partnerships.
3. Create awareness of new outreach opportunities for AfPIF.
4. Use the AfPIF, and related mailing lists to send out relevant messages.