

*Extraordinary General  
Meeting*

**February 8, 2018**

**afnic**

On February 8, 2018 at 18:00, the members of Afnic met in an extraordinary general assembly at 253 rue du Faubourg Saint-Martin 75010 Paris.

Notice of the meeting, which included the agenda, had been sent electronically to all the members on January 16, 2018.

The date and place of the meeting, the agenda as well as the working papers were available in the members' area of the Afnic website.

## Agenda

Amendment of articles 6 and 7 of the Articles of Association

## Attendees

On entering the meeting, each member signed an attendance sheet, which can be consulted at the Afnic's association service.

25 members were present or represented, including 23 entitled to take part in the voting.

### **1 founding member, represented by 2 Afnic trustees:**

- INRIA, represented by Mr. Emmanuel Sartorius
- INRIA, represented by Mr. Luc Saccavini

### **5 Registrar members:**

- DOMAINOO, represented by Ms. Emilie Dessens
- DOMRAIDER, represented by Mr. Tristan Colombet
- IKOULA, represented by Mr. Jules-Henri Gavetti, having given power of attorney to Mr. Alain Closson
- NAMEBAY, represented by Mr. Eric Lantonnet
- ORANGE, represented by Mr. Matthieu Devaux, having given power of attorney to Ms Sophie Jean-Gilles

### **7 user members, corporations:**

- E-seniors association, represented by Ms. Anne-Marie Bachollet, having given power of attorney to Mr. Sébastien Bachollet
- National Library of France (BnF), represented by Mr. Pascal Tanesie
- The Métropolitaine Bretagne Ouest chamber of commerce and industry represented by Mr. Franck BELLION, having given power of attorney to Mr. Eric Lantonnet
- French Building Federation, represented by Mr. Clément Vuillemin
- INPI, represented by Ms Michelle Pages
- ISOC France, represented by Mr. Nicolas Chagny, having given power of attorney to Mr. Emmanuel Sartorius

- Ministry of Ecological and Solidarity Transition, represented by Mr. Frederic Kustyan, having given power of attorney to Mr. Eric Lantonnet

**7 user members, individuals :**

- Mr. Sébastien Bachollet
- Mr. Olivier Cahagne having given power of attorney to Mr. Benjamin Louis
- Mr. Matthieu Camus
- Mr. Olivier Cahagne having given power of attorney to Mr. Benjamin Louis
- Ms. Julie Laurent-Ledoux, having given power of attorney to Mr. Sébastien Bachollet
- Mr. Benjamin Louis
- Mr. François Vigneron

**1 honorary member:**

- Mr. Jean-Claude Gorichon, having given power of attorney to Mr. Emmanuel Sartorius

**3 correspondent members of the International College:**

- NIC MADAGASCAR, represented by Mr. Lala Andriamampianina
- ARTEC MADAGASCAR, represented by Mr. Jean Rakotomalala, having given power of attorney to Mr. Lala Andriamampianina
- RESEAUTIC Center, represented by Mr. Raft Razafindrakoto, having given power of attorney to Mr. Lala Andriamampianina.

**Also attending the general assembly:**

- Mr. Pierre Bonis, Afnic Chief Executive Officer
- Ms. Sophie Canac, Afnic Member Services Manager
- Ms. Maëlle Dong, Afnic Communication Department

## Minutes

### 1. Opening speech by the Chair

The ordinary general meeting being regularly constituted, the Chair, Mr. Emmanuel Sartorius, opened the meeting. He welcomed the participants and recalled that, according to the Articles of Association, an initial extraordinary general meeting had been convened on December 12, 2017. As the quorum had not been reached, the General Assembly met on this date following a second notification. The amendment of the Articles of Association must be approved by three quarters of the members present and represented.

## 2. Appointment of a Recording Secretary and a Scrutineer

Ms. Sophie Canac, Member Services Manager, and Mr. Sébastien Bachollet, member of the Board, were respectively appointed Recording Secretary and Scrutineer.

## 3. Amendment of articles 6 and 7 of the Articles of Association

Emmanuel Sartorius recalled the context that led to this proposal to amend the Articles of Association. The membership of employees in the association, despite the welcome involvement of employees in the long term nevertheless resulted in potential risks of imbalance within the colleges of the association. These risks had been identified both at the level of the consultative committees and the Board of Trustees.

Emmanuel Sartorius added that employees had other possibilities than membership to invest in the life of the association.

The Board of Trustees, after having consulted with a legal adviser, therefore considered that it was necessary to submit to the general meeting the amendments to Articles 6 and 7 of Afnic's Articles of Association. The other articles were not to be changed.

For Article 6, it was proposed to add a paragraph (following the first) "Admission to and membership of the Association for individuals is subject to the absence of any connection, within the meaning of French labor law, between the applicant and the Association." and to add a paragraph (to be added in the third paragraph relating to the collection of the subscription fee). "The subscription is annual and must be paid at the latest on the day of the first meeting of the Association to which the member is convoked."

For Article 7 it was proposed to add a word "4. For non-payment of annual fees 45 days after due date despite unsuccessful written and electronic format reminders"; and add a case of loss of membership (new paragraph) "6. for an individual, when it is found that there is a connection, within the meaning of French labor law, between the member of the Association and the Association. The existence of the connection is recognized by the Chief Executive Officer and the loss of membership is decided by the Board of Directors within 30 days after finding the connection."

A member asked if the employees who were members would have to be excluded and if they knew it. Pierre Bonis replied that they were well informed and had participated in the consultative committees that accepted the principle of this amendment.

Emmanuel Sartorius submitted the resolution to the vote of the members.

### ***Resolution***

*The General Meeting, having considered the documents provided and following the additional explanations given orally, approved the new version of the Articles of Association of Afnic, as presented.*

***This resolution was adopted unanimously.***

There being no further items on the agenda, the meeting ended at 18:10.

Drawn up this day in Paris, on February 8, 2018.

Emmanuel Sartorius  
Afnic Chair

Second signatory  
Afnic member

Sophie Canac  
Recording Secretary