MEETING MINUTES

DATACENTER STRATEGY PLANNING

Opening:

The regular meeting of SICSA Datacenter and MHD management teams was held as scheduled on Tuesday 10th January at Gallerie Marassa at 10:00 am

Present were:

Peter Frisch
Gregoire Fouchard
Gary Berridge
Alex Paton
John Irish

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1. Agenda

i. Status report on datacenter completion
ii. Update on NATCOM/MHD Partnership
iii. Update on Communication License for MHD
iv. Status Report on Smartmatic Partnership
v. Status of Marketing Information Package
vi. Update on BNC (potential) contract
vii. Status Report on Marketing Plan
viii. Other Matters

2. Summary of discussions of Agenda Items

i. ITEM 1 – Status report on datacenter completion
   a) Gary reported that
      1) The fire suppression was scheduled to be installed by the end of the week.
      2) The APC Team had recently disclosed that the mechanical installation was not part of the original contract and would therefore attract an additional cost (over US$ 20,000.00), and
      3) The VMWare License had expired and the renewal fee was US$17,000.00
   b) With respect to the additional cost for the mechanical installation, Gary recommended that UDT should absorb the cost given that
      1) UDT was contracted to do the complete installation of the Datacenter and
      2) Neither their invoices nor statement of work indicated that they were not doing the mechanical installation.
   c) With respect to the VMWare License he said that UDT had prematurely activated the license and should be responsible for resolving the issue.
   d) Peter and Gregoire expressed their concern about the license being activated and the Datacenter was not yet operational. In their view the license should not have being activated.
   e) Gary suggested that perhaps Peter should interface with Henry to resolve these issues and offered to facilitate the contact between the two.

f) Peter instructed the Datacenter Management Team to review the APC contract to ensure that the mechanical installation was not specifically excluded from the overall datacenter installation costs.
g) Alex added that we should not even have to review the APC contract because MHD does not have a contract with APC. The contractual relationships exist between MHD and UDT on the one hand and UDT and APC on the other therefore, any issues with respect to contractual obligations arising out of a an APC contract should be settled between APC and UDT
h) Gary indicated that there was an error (overbilling) in the invoice for the Security services at the Datacenter. He said he had already contacted the company and they acknowledged the error and would resend a corrected invoice promptly.
i) Peter pointed out that there was a need to vertically extend the exhaust for the generators in order to ensure that CO2 from the generators does not enter the air condition units for the building.
j) Peter also highlighted the importance for MHD to have updated Blue Prints of the building and tasked Gregoire with obtaining updated copies.
k) Gregoire suggested, given all the delays and issues with respect to the current contractor, that perhaps it might be a good idea to get another company to finish up the building.
l) Gary reported that Claude that recommended a cleaning company

ii. ITEM 2 – Update on NATCOM/MHD Partnership

a) Peter reported that there was not much progress made on this issue because
1) It has been very difficult recently to get in touch with Andre who is their main contact with the Government on this issue, and
2) Jacques, who was tapped as the point person from MHD to lead the negotiations with NATCOM, has been on medical leave.
3) Gary reported that he has been in contact with Andre the night before and he (Andre) said that he has been very busy but will be more available after January 12th
4) Peter reported that he is exploring the possibility of engaging Vision 2000 for use of the Towers. He said that Vision 2000 is a Radio Station that MHD owns shares in and that the Management might be more open to a partnership given that there are no overlapping interests between their businesses. The only concern with respect to using Vision 2000, according to Peter, was whether they have the appropriate license for data transmission.
5) Gregoire suggested that, in the event that Vision 2000 does not have the appropriate license, MHD should just negotiate a flat fee for the use of the towers instead of a partnership agreement. The latter should be reserved for partners who have both the infrastructure and the license. John strongly agreed.
6) Peter said that he was having a meeting with Leopold Berlinger of Vision 2000 to discuss the issue
7) Peter reminded the meeting of the need to be cost conscious as the project has yet to produce any income.

iii. ITEM III – Update on Communication License for MHD

a)Gregoire said that there was nothing new to report on this matter from our last meeting. He said that he was not in the best position to deal with this matter and that it should be assigned someone else better able to advance the issue.

iv. ITEM IV – Status Report on Smartmatic Partnership

a) Peter reported that he went to Miami to meet with high level delegation from Smartmatic. He felt that the meeting was productive in that he indicated that he suggested a nominal figure that MHD would consider minimally acceptable for their

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partnership role. He was of the view that the figure would be acceptable to Smartmatic.

b) Peter lamented the fact however that the President of Smartmatic was not present at the meeting.

c) John pointed out that it might be more advantageous for MHD to negotiate for percentage participation as opposed to asking for a nominal sum given that the potential for the deal to grow is great and the role of MHD has been central to the success of the deal.

v. ITEM V – Status of Marketing Information Package

a) John indicated that Information Package is very near completion according to his last interaction with Kathryne on the subject. He agreed to follow up with her on her return to work.

vi. ITEM VI – Update on BNC (potential) contract

a) Gary indicated that was no progress to report on this matter. However he was in the process to setting up a meeting with technicians for some time in the near future.

vii. ITEM VII – Status Report on Marketing Plan

a) Alex indicated that the Marketing Plan was almost complete and that Kathryne was adding some finishing details and would present the plan at an appropriate time.

viii. ITEM VIII – Other Matters

a) There were no other matters

3. [1]Preliminary Agenda for Next Meeting

i. Status report on Datacenter completion – Gary
ii. Status report on Partnership with NATCOM – Peter
iii. Status report on Communication License – Peter
iv. Status report on Smartmatic Partnership – Peter
v. Status report on Business – John
vi. Status report on Marketing and Business Plans – Alex

4. **Adjournment**:

Meeting was adjourned at 1:00 pm. The next meeting is scheduled for 20/1/12 at 1:00 pm. Any additional specific agenda items will be communicated in a subsequent correspondence

Minutes submitted by: John Irish

[1] Final agenda to be submitted by Peter 24hrs before next meeting

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