

## **Minutes from ASF-International Assembly Meeting 2015**

Heritage Hotel, Kathmandu, 19 June 2015

Participants: see attached list of participants.

The Chair of ASF-Int Peter Newton welcomed everybody thanked ASF-Nepal for hosting the GA meeting, welcomed all participants, and opened the meeting.

### 10h00 – Points 1-11 of the Agenda

#### **01. Nomination of persons who will assume the positions of Chair and Secretary of the GA**

On behalf of the Board, Peter Newton proposed that Rune Asholt of ASF-Denmark be elected as Chair, and that Beatrice De Carli of ASF-UK be elected as Secretary of the General Assembly Meeting (GAM). It was proposed that Xavi Codina will verify the Meeting's minutes. It was **decided** according to the proposal.

#### **02. A vote as regards approval of the agenda by the GA**

It was proposed to add a point to the Agenda, regarding the approval of Architectes de l'Urgence et de la Cooperation as a member of ASF-International. It was **decided** to approve the amended agenda with and work schedule of the meeting.

#### **03. A statement and a vote on whether the GA was properly convened in accordance with the Statutes**

It was **decided** to consider the GA meeting convened in accordance with the statutes of ASF-Int.

#### **04. A statement on the representation of members and voting rights**

It was **decided** to ask all participants to sign the list of participation and to urge member organisations to note clearly who has the voting right of each organisation. The list with signatures shows that **19** of ASF-Int's 28 member organisations had representatives present (either physically or by proxy). See attached list of presence.

Based on documentation provided, the Board suggested that the General Assembly accept Architectes de l'Urgence et de la Cooperation as a member of ASF-Int. It was **decided** to accept Architectes de l'Urgence et de la Cooperation as a member of ASF-International, and to grant voting rights to Luc Gauvin.

Furthermore, Peter Newton suggested that the General Assembly accept ASF-Indonesia pending the provision of the relevant documentation in the course of 2015, in order not to wait for a year before being able to include them as members. It was **decided** to proceed according to Peter Newton's proposal.

The decision brought the total number of represented organisations to **20 represented members**.

## **05. Approval of the annual Activity Report drawn up by the Conseil d'Administration**

The Activity Report of the Board for 2014 had been sent out to members in advance of the meeting (see Annexes). Peter Newton presented the report and highlighted some achievements during the year, such as the consolidation of the website, the development of the learning programme Challenging Practice – Essentials for the Social Production of Habitat, the start of the ASF Award, the development of new fundraising tools such as the website's crowd-funding page, the increased use of social media. Peter Newton also highlighted a few weaknesses, including the continued dependence of the Board and the network on membership fees and voluntary work (Secretariat).

It was unanimously **decided** to approve the Activity Report.

## **06. Approval of the verified Financial Statements**

The Financial Report for 2014 had been sent out to members in advance of the meeting (see Annexes). Günay Mahmudova of ASF-France presented the Financial Statements on behalf of the Treasurer, Niclas Dünnebacke. Günay Mahmudova highlighted that the report produced by the Treasurer on behalf of the Board is incomplete, and explained the shortcomings of the present financial statements. Based on Günay Mahmudova's presentation, it was decided to take a vote on the approval of the Financial Statements after the presentation of the Audit Report.

## **07. The Audit Report**

Auditor Rune Asholt presented his conclusions from the Audit Report for 2014 (see Annexes). He suggested that finance has been managed properly – although the reporting mechanisms were lacking. Additionally, Rune Asholt also noted that the Board should consider carefully to whom reduced fees are granted, as several members have been granted reduced fees without producing proper documentation.

Furthermore, it was suggested by Rune Asholt that the Treasurer should be given three weeks from the date of the GA to complete the Financial Statements and the related documentation, and send them out again for the Auditors to verify them. It was also suggested that the General Assembly should thank Günay Mahmudova for her work, and ask her to support Treasurer Niclas Dünnebacke in this process.

There was a discussion regarding the consequences of not approving the Financial Statements. Xavier Codina of ASF-Spain suggested that the approval of Financial Statements should be postponed, and that an Extra-ordinary General Assembly meeting should be held remotely in conjunction with the next physical Board meeting, to approve the amended Financial Statements.

Finally, based on the Auditors report, it was unanimously **decided** not to approve the Financial Statements presented by the Board. It was also **decided** to hold an Extraordinary General Assembly Meeting in autumn to approve the amended Financial Statements 2014, and it was decided to ask Günay Mahmudova to support Treasurer Niclas Dünnebacke in the completion of the documents.

## **08. Granting discharge to the outgoing Conseil d'Administration**

Based on the missed approval of the Financial Statements, the General Assembly discussed whether the current Board should or should not be granted discharge for 2014. Three options were considered:

- a. To discharge the Board, regardless of the Financial Statement;
- b. Not to discharge the Board, and take a vote on this matter during the Extra-Ordinary General Assembly Meeting to be held in autumn;
- c. Not to discharge the Board, and take a vote on this matter during the Ordinary General Assembly Meeting 2016.

Finally, it was **decided** not to grant discharge of the Board for 2014, and to add a point to the Agenda of the Extraordinary General Assembly Meeting to be held in autumn, including a vote on whether the Board should be discharged.

After a short break, Beatrice De Carli apologised to the General Assembly on behalf of the Board.

Answering to questions received during the break, she also explained that the Board has solicited the Financial Statements from the Treasurer several times in the past few months, and that the Treasurer has not responded to such requests. Finally, the Treasurer submitted the Financial Statements to the Auditors at the same time that he submitted them to the Board; hence the Board did not have the possibility to revise these documents and to suggest Niclas Dünnebacke to make the relevant amendments before he contacted the Auditors.

#### **09. Election of members of the Conseil d'Administration for the next period**

The proposal for a new Board, made by the Election Preparatory Committee (EPC), had been sent out in advance (see Annexes). The EPC was composed of Naomi Shinkins of ASF-UK and Jordi Balari of ASF-Spain. It was also explained that Dick Urban Vestbro was excused from his role due to his health. Beatrice De Carli presented the EPC report and the proposal for the new Board, with mandates until 2017. The proposal includes 8 candidates, against 6 available positions.

Those attending the GA Meeting introduced themselves: Xavier Codina, Günay Mahmudova, and Pawan Shrestha. Peter Newton introduced the remaining candidates: Henry Cardona, Esther Charlesworth, Vassillis Kapareliotis, Richard Losalajome, and Helena Ohlsson.

Peter Newton described the role of the Board, reminding all those attending that the Board is the ASF-International's executing body, whereas the decision-making power sits within the General Assembly.

Rune Asholt presented briefly the Elections Procedures as proposed by the Board. As six positions were available, it was suggested that each vote/proxy holder should vote for one to six candidates using the voting slips provided, and that the six candidates with the highest number of votes should become members of the Board.

It was **decided** to proceed according to the proposal and to ask Margarita Alonso of ASF-Int Secretariat, Alejandra Albuerne of ASF-UK, and Claudia Pirchl of AoGA to count the votes.

Following this procedure, it was **decided** to elect Henry Cardona, Xavier Codina, Vassillis Kapareliotis, Richard Losalajome, Helena Ohlason, and Pawan Shrestha to the Board for the period 2015 to 2017.

The General Assembly Meeting welcomed the new Board of ASF-International.

#### **10. Election of Auditors for the next period**

There was a discussion as to whether the Auditors proposed by the EPC should be voted individually or as a team. As a way of settling the discussion, there was a proposal by Peter Newton that the General Assembly voted a third person to the Auditing team, to provide support to the elected Auditors should they lack capacity to complete their assigned tasks in due time. Flavia Matei proposed to postpone the vote on the Auditors team to the Extra-ordinary General Assembly Meeting. The proposal was rejected by the General Assembly.

There was a proposal that Luc Gauvin should step in as a Deputy Auditor with full powers to revise the documents, should any of the two Auditors lacked capacity to work on the documents within the timeframe. The proposal was accepted.

Finally, it was **decided** to elect Rune Asholt of ASF-Denmark and Niclas Dünnebacke of ASF-France as Auditors for the next period (2015-2016), and to appoint Luc Gauvin of Architectes de l'Urgence as Deputy Auditor for the same period.

#### **11. Appointing the Elections Preparatory Committee for elections in the next period**

It was **decided** to elect Beatrice De Carli of ASF-UK and Thomas Schinkel of AÜG to serve as the Election Preparatory Committee for the next period (2015-2016).

After the lunch break, a workshop about the Strategic Plan 2020 followed.

Opening the workshop, Peter Newton gave a brief speech to the Assembly, marking the end of his 2-year mandate as a Chairman of ASF-International. The General Assembly warmly thanked Peter Newton for his work and his contribution to imagining the future of ASF-International.

Beatrice De Carli, Amani Alshabaan and Inaru Virkkala presented the proposed Strategic Plan to the Assembly, highlighted some questions for discussion and gave instructions for the group work. After the group work each group summarized its proposals orally, submitting ideas for compilation and possible integration into the Strategic Plan (see Annexes).

## **12. Decision on membership subscriptions and budget for the next period**

Following up on the request by ASF-Indonesia to pay a reduced fee of 25€ for the first two years of membership, Inari Virkkala and Guruprasad Rane opened a conversation on membership fees, suggesting that indexes such as the HDI or GDP per capita could be used to balance the fees paid by members in different regions of the world.

Following a discussion on other possible ways of structuring membership fees, it was **decided** to confirm the existing fee structure, and to ask the Board to present a range of options several weeks in advance of the next GA Meeting, so that the Assembly can make an informed decision in 2016.

It was also **decided** to allow the Board to get a reduction below 100€ to ASF-Indonesia.

Rune Asholt presented the proposed budget for 2015 (see Annexes). It was **decided** to ask the Board to present a revised Budget 2015 on the occasion of the Extra-Ordinary GA Meeting to be held in Autumn.

## **13. Decision on planned activities for the next period**

An Activity Plan made by the outgoing Board had been sent out in advance. Beatrice De Carli, AA, IV, had previously presented the proposed Strategic Plan for 2014-2016, which was discussed during the Strategic Plan workshop (see above).

It was **decided** to approve the proposed Strategic Plan. It was also **decided** to ask Beatrice De Carli to compile the proposals from the workshop, and to include them in the meeting's minutes. Furthermore it was **decided** and to ask the Board to articulate these points in relation to the existing priorities identified within the proposed Strategic Plan, to circulate a revised version among members (in 4 weeks) for further comments (further 2 weeks), and finally to add a revised version of the proposals to the final Strategic Plan.

It was also **decided** to ask the Board make a few key amendments to the Activity Plan 2014-2016, to include elements from the Strategic Plan discussion that regard the more immediate future of the network. Furthermore it was decided to ask the new Board and Pawan Shrestha specifically, to include a point in the Activity Plan to articulate the action points discussed during the week regarding the post earthquake response in Nepal. It was decided to ask the Board to circulate a revised version of the Activity Plan among members (in 4 weeks) for further comments (further 2 weeks), and then compile a final amended Activity Plan.

## **14. Topics and other proposals for the next period**

Peter Newton explained that there is an ongoing conversation between the Board, ARC-Peace and ASF-Tunisia, to hold the next GA meeting in Tunis. The Board will continue liaising with ARC-Peace and ASF-Tunisia, and confirm date and time of the GA by August/ September.

Peter Newton also reported that there have been plans about celebrating ASF-International's 10 years anniversary in 2017. It was decided to appoint a working group to start preparing the event, including Beatrice De Carli, Günay Mahmudova, Pauline Carriot, Amani Alshabaan.

Finally, AüG reported that Germany and ASF-RDCongo might step forward to host the GA Meeting in

2017, possibly with support from A&D.

18h00 – Presentation of new members

Before closing the meeting, Architectes de l'Urgence et de la Cooperation, as a new member of ASF-Int, made short presentation of their organisations.

**15. Closing of meeting**

On behalf of the whole GA Meeting, Rune Asholt thanked again Peter Newton for his dedicated work in the Board during 2 years. The General Assembly also thanked Beatrice De Carli for her work as Secretary.

Rune Asholt thanked ASF-Nepal for its generous hosting of the meeting, and all participants for constructive contributions, and then closed the meeting.

Minutes signed:



*Beatrice De Carli, GA Meeting Secretary*

Minutes verified:



*Xavier Codina*

**Annexes:**

01. GAM 2015 Information Pack, including: Activity Plan 2014-2016, Activity Report 2014, Financial Report 2014, Report from the EPC Committee, Proposed Budget 2015.
02. Attendance List
03. Audit reports by Rune Asholt