

E.MAlumni Association ASBL

Minutes of the E.MAlumni General Assembly 2017

19 October 2017, 12:00 CET - 1 November 2017, 23:59 CET (extended from 29 October 2017, 23:59 CET by Decision of the Board on 29 October 2017)

Place: online voting forum

<https://www.globalcampusalumni.org/forums/topic/e-malumni-general-assembly-2017/>

Invited: All full members of the E.MAlumni Association ASBL (E.MAlumni) who validly executed their full membership agreement and paid their full membership fee prior to 17 October 2017, 12:00 CET. A total of 140 invites were extended and circulated via email to all full members. A total of 72 full members participated at the GA.

Only active members (“full members”) can run for elections (Article 14.1 of the Statutes) and vote at the General Assembly (Article 13.5).

Chair: President of the E.MAlumni Association (Tessa Schrempf)

Preliminary Note: In order to comply with Article 13.10 of the Statute of the E.MAlumni Association, which requires the Chair of the GA (President of the Association) as well as fellow GA participants to be able to identify each other, all participants were asked to provide their name and photographs. The names and photographs were sent directly to the Chair to identify participants.

0. PRELIMINARY AND OPENING REMARKS

The Chair declared the first general Assembly (GA) of the E.MAlumni Association ASBL 2017 as convened in accordance with the [Statute](#).

The Chair further declared the GA as open, as of 19 October 2017, 12:00 CET. Unless otherwise declared by a majority decision of the Board, the GA was announced to close on 29 October 2017, 23:59 CET. The Board decided on 29 October 2017 to extend the GA by a further three (3) days. This was duly announced amongst the full members.

The Chair announced the composition of the independent Electoral Commission to be as follows:

- Ani Khachatryan (member of Centre for European Studies Alumni Association, Caucasus Programme)
- Adebayo Okeowo (Board member GCA and Alumni Coordinator Africa Programme)

The Chair declared that the independent Election Commission shall confirm whether or not the GA has the requisite quorum as per Article 13.7 (half of all full members represented). The Commission further shall confirm the outcome of the GA and election results where relevant. To

conclude, the Commission shall countersign the Minutes of the GA 2017 and produce a final Report to conclude the GA 2017. The final Report of the Commission is attached to these minutes.

I. INSTITUTIONAL AND FINANCIAL

1. Acknowledgment of the Establishment of the E.MAAlumni Association ASBL in Belgium

A per the mandate obtained during the last GA (20-29 May 2016), the E.MAAlumni Association ASBL has been registered in Belgium in the summer of 2017. The E.MAAlumni Association now operates under its new [Statute](#) as adopted during the GA 2016.

The GA ACKNOWLEDGED the establishment of the E.MAAlumni Association ASBL in Belgium with 100% of the votes.

2. Approval of Annual Activity Report 2016/2017

The Board reported that during the year of 2016/17, the Global Campus Alumni (GCA) and E.MAAlumni budget as well as numerous activities were shared, hence jointly reported to EIUC. In 2017/18, the budgets of the two associations will be split.

The tabled Annual Activity Report 2016/2017 [here](#) was APPROVED with 70 votes cast of which all approved and none voted against.

3. Approval of 2016/17 Annual Financial Report

The Board reported that due to the shared nature of the budget during the financial year commencing 1 Aug 2016 and finished 31 July 2017, the figures in the report combine both GCA and E.MAAlumni. Specific additions have been made for the purpose of this GA to report also on the savings of the E.MAAlumni Association as derived from active membership contributions and donations, as well as funds collected during the 20th Anniversary event in September 2017 in Venice. The funds collected independently (mostly through active membership contributions) are the sole source of sustainable funding the E.MAAlumni Association presently collects, and will provide some stability should funding from EIUC cease. The Board would like to thank all full members ("active members") for their contributions and dedication.

The tabled Annual Financial Report 2016/2017 [here](#) was APPROVED with 69 votes cast of which 68 were in favour and 1 against.

II. CHANGES TO THE BOARD

4. Acknowledgment of the composition of the current Board

As per the mandate obtained during the GA 2016, the Board of the E.MAlumni Association in Italy (former association) was tasked to be the first Board of the E.MAlumni Association ASBL.

The [current Board](#) was presented as follows:

- President: Tessa Schrempf
- Vice President: Michael Merrigan
- Treasurer: Raphael Ruppacher
- Ordinary Board Members: Silvia de Benito Ruiz de Azua, Charlotte Campo, Véronique Lerch, Kersty McCourt, Cyprien Munazi, Denise Venturi

The composition of the current Board was ACKNOWLEDGED with 71 votes cast.

5. Acknowledgment of Resignations from the Board

The following three current Board members had communicated their resignation prior to the GA, the latter having been duly accepted by the President of the Board:

- Tessa Schrempf as President
- Raphael Ruppacher as Treasurer
- Kersty McCourt as ordinary Board Member

The GA ACKNOWLEDGED the announced resignations from the current Board with 72 votes cast.

6. Election of new Board Members

a. President of the E.MAlumni

One candidacy had been presented for the position of President of the Association, by Véronique Lerch, a currently serving Board Member.

The GA VOTED for Véronique Lerch to be the next President of the E.MAlumni with 69 votes cast.

B. Ordinary Board Members of the E.MAlumni

A total of seven (7) candidacies had been presented for the position of ordinary Board member. Two (2) of these candidacies were not valid due to a lack of full membership, the latter being a

prerequisite for board membership as per Article 14.1 of the Statutes. One of the invalid candidacies was further put forward after the deadline for presenting candidacies had passed (after 18 October 2017, 15:00 CET). All seven candidacies presented could be viewed [here](#).

The following candidates were admitted:

- Michele Romano
- Jennifer Vallentine
- Joelle Klein
- Helena Aigner
- Adam Jacobi Moller

Each full member was able to vote for three (3) of the above five (5) candidates, to replace the existing three (3) Board Members. A total of 71 votes were cast. The three candidates with the highest number of votes shall be elected Board members.

The GA VOTED for the following three candidates to be E.MAlumni Board Members for a period of two (2) years:

- **Adam Jacobi Moller** (with a total of 53 votes)
- **Michele Romano** (with a total of 46 votes)
- **Jennifer Vallentine** (with a total of 37 votes)

7. Indemnity of current Board Members

The GA indemnified the current Board Members for the financial year 2016/17 and outgoing Board members for the entirety of their term, with 68 votes cast of which 66 were in favour.

III. AMENDMENTS TO THE STATUTES

No amendments to the [Statutes](#) have been presented to the President of the Association. Amendments were invited to be presented prior to Monday 16 October 2017, 15:00 CET.

IV. AOB

No AOB have been presented to the Chair. All full members have been invited to present suggestions for AOB prior to Monday 16 October 2017, 15:00 CET.

V. COMMENTS

Comments were invited and sent anonymously to the Chair. The Chair would like to thank all full members for their positive encouragement and words of praise. The Chair further received some comments of substance which, in accordance with Article 13.10 of the Statute, shall be recorded in the Minutes of the GA. Please find collected comments (that constituted questions or criticism, not these that read “n/a”, “no comment” or contained solely praise) and answers thereto in Annex I.

Signed: 3 November 2017



Tessa Schrempf (Chair)



Ani Khachatryan (Election Committee)



Adebayo Okeowo (Election Committee)

Annex I: Explanatory Note (Comments as per point V. above)
Annex II: Report of the independent Election Committee

ANNEX I - Explanatory Note (Comments)

COMMENTS RECEIVED	ANSWERS FROM THE CHAIR
<p>Only 14 votes up to now?! What could be done that people participate more in the opportunities given by the GCA?</p>	<p>We did indeed have a relatively low turnout throughout. The EMAlumni presently have a relatively high number of full members compared to previous years however it has been challenging to mobilise people to participate. We understand our alumni Association EMAlumni as well as the global network it is part of (the GCA) to be a 'give and take' and rely heavily on alumni participation. We did communicate the GA through all available channels and would be grateful for our members to also encourage fellow full members to vote. We appreciate input and ideas as well, please feedback to info@globalcampusalumni.org if you have any tangible ideas on how to increase GA participation when this is held online.</p>
<p>Thank you for the great work. Please, allow me to humbly share a few comments and consider them in case you think they may serve to improve. The question of Indemnifying board members was not clear to me, therefore I left it without voting. It is not clear for how long the board member elected today will stay in place, for two years or until the end of the board mandate of the existing board members? I ask this especially as we had debated the possibility to have elections every year but just for half of the board members, something that would allow a more fluid handover of tasks and strengthen collective energies. Is this what is going to happen from now on? There could be a blank option for each vote. I think that deliberation is something important. Although remote Assemblies as this one make things complicated, we should consider ways to</p>	<p>a . The question of Indemnifying board members is answered below. b. As per the statutes, Board member terms are for 2 years (from election) and the board shall renew half of the members every year. This is very strictly formulated in the (new) statutes and I personally believe should be changed to allow for some flexibility. However for statute changes, we need a majority of $\frac{2}{3}$ of all members attending, which would have been outside the current board's capacities in terms of mobilisation and was hence not put forward as a suggested statute change. It is a harsh requirement to have half the board renew annually. First because we are 9 Board Members which is an uneven figure, but mainly and at present as all 9 were elected last year and we can not force people to step down. I do think we should aim to renew the Board with at least 3 new board</p>

feed the need of deliberating because voting alone is a poor democratic exercise. And deliberating together great ideas came out a new energies are shaped. Once more I want to express my gratitude to Tessa and the whole board for the work Done and the best wishes to Veronique and the "new" board for the work ahead.

members each term - but given that terms are 2 years and people can be re-elected once, that means we would need to actively encourage people to resign or not to run.

c. Blank option: If this comment refers to the option to vote 'abstain', I agree this should have been explicit and we will remember for the next GA. This time you could simply choose not to submit a vote on a question which has the same effect.

d. On deliberations: We fully agree and tried to get this set up more interactively but it was not feasible for practical reasons unfortunately (staff absences coupled with limited IT support who we would have needed to code the website accordingly). The only thing manageable with the means we had was putting in place the comments field. Ideally I think we would have a forum on the right to each question where people can comment and answer in a life feed. We are hoping to be able to improve this next year with the requisite IT support.

Just wondering why not all that had put forward their candidacies were included in the list that I could vote for? Did they withdraw? 7 candidates but only 5 to vote for?

The answer to this question was in the candidacies forum and specified who was eligible from those who put forward their candidacies. Out of the seven candidacies received for ordinary Board Member, two candidates were not active members. One of these two candidacies was also presented 2hs out of time. As these are the (only) requirements to run for Board and have been duly communicated on numerous occasions, the people who did not meet the core requirements could not be admitted. We do encourage the two candidates who were not admitted to run next year and ensure to meet the requirements, and very much appreciate their commitment of course.

<p>I would have wanted to vote for Kathryn Allison, Adam Jacobi Moller and Jennifer Vallentine but Kathryn's name did not appear on the ballot.</p>	<p>see above</p>
<p>It is strange to have to click vote/submit after each item - not possible to submit one form with all?</p>	<p>This is due to the fact that the website is a Wordpress system which requires each poll question to be independently defined, its code copied to the relevant section in the GA forum, and will subsequently operate independently. This is an IT reality we will not be able to change unfortunately.</p>
<p>Please explain what is meant by (7) Indemnity of current board members.</p>	<p>One of the key points of the GA is, alongside approval of the financials and changes to the statute/board, to indemnify those who acted during that past financial period (the Board). In accordance to what has been presented in the reports, the indemnity gets approved by the GA by effectively saying "we, the members, won't hold you personally accountable should anything go wrong". This is a common and very typical agenda points of annual general meetings irrespective of the type of organisation.</p>
<p>I would like to ask for clarification of the point of "Reimbursement: consultant's travel expenses for Venice" and Return in the Financial Report on page 8.</p>	<p>We employed a consultant to help with the running of the EMAnniversary event in Venice in September 2017. This was required as the event had a visitor range from 200-500 people and the EMAlumni Board is volunteer-run. In addition to our SG resource, we had help from two alumni who helped with the smooth running and organisation and the agreement broadly was that we would reimburse their travel to enable them to support us.</p>
<p>Just curious, why is there only one person running for President?</p>	<p>This is a good question but unfortunately I am unable to answer the question. Personally I can confirm the EMAlumni Board members are all very committed and typically only alumni who feel they can live up to some minimum time commitment will run for Board. The President of the Board is even more</p>

	<p>involved and will be expected to oversee financials as well as line management of permanent employees and some legal requirements. Given that the President's availability directly impacts our SG staff's working life, the position is a very challenging (and equally rewarding) one which typically will not attract too many applications by virtue of the very nature of the responsibility. On the flip-side, those who can commit and have committed all have done/do great jobs and have dedicated huge amounts of their free time to the role. Whilst more competition would be desirable, this only is true if all can commit equally.</p>
--	--

OTHER COMMENTS RECEIVED INCLUDED PRAISE FOR THE CURRENT BOARD AND GOOD WISHES TO THE NEW BOARD, OR AN EXPRESSION OF NOT HAVING ANY COMMENTS TO ADD AS WELL AS THANK YOU NOTES. THESE COMMENTS ARE NOT RECORDED HERE SO AS NOT TO CONVOLUTE. WE ARE VERY GRATEFUL FOR ALL COMMENTS RECEIVED AND ALL HAVE BEEN READ AND ARE HEREBY ACKNOWLEDGED.

ANNEX II: Report of the Independent Election Committee

04 November 2017

Place: Online

Pursuant to the request of the election chair, we were honored to be part of the Independent Electoral Commission during the election of the President and Board Members of E.MAlumni Association ASBL (E.MAlumni) during the period of 19 October 2017, 12:00 CET - 1 November 2017, 23:59 CET (extended from 29 October 2017, 23:59 CET by Decision of the Board on 29 October 2017).

After completing our mission, the Independent Electoral Commission hereby certifies that the online vote was conducted fairly and honestly and fully corresponded to the provisions of the [Statute for the E.MAlumni Association ASBL](#). Hence, we declare that:

- Referring to Article 14.7 of the Statute, we confirm that the quorum was met - 72 active members out of 140 cast their votes.
- The only candidate for the President of the Board, **Véronique Lerch**, received 69 votes thus becoming the new President of the Board of E.MAlumni.
- 7 alumni put forward their candidature for the Board Member position, however only 5 candidacies were valid (please consult Article 14.1 of the Statute) - *Michele Romano, Jennifer Vallentine, Joelle Klein, Helena Aigner and Adam Jacobi Moller*. A total of 71 votes were cast for the Board Members (3 votes per each active member). As a result, **Adam Jacobi Moller** (with a total of 53 votes), **Michele Romano** (with a total of 46 votes), **Jennifer Vallentine** (with a total of 37 votes) were elected as new board members.



Ani Khachatryan



Adebayo Okeowo