



Brussels, 19<sup>th</sup> February 2014

## EGEA Board of Directors Meeting

14<sup>th</sup> November 2013, 09h00 – 13h00  
in Brussels

### Minutes

#### Participants:

Michel Vervekken (1<sup>st</sup> Vice-President)  
Massimo Brunamonti (2<sup>nd</sup> Vice-President)  
Thierry Coton (Board Member)  
Dave Garratt (Treasurer)  
Jaume Berenguer (Board Member)  
Klaus Burger (Board Member)

For the Secretariat:  
Sylvia Gotzen

Apologies:  
Leon Andriessen (President)

#### 1. Welcome

Michel Vervekken, first EGEA Vice-President, informed the participants that he would act as President for this Board meeting as Leon Andriessen is currently recovering from an intense surgery. All members conveyed best wishes for a swift recovery to Leon.

#### 2. Approval of the minutes of the last Board meetings held on 13th June 2013 in Oslo and on 2nd October 2013 in Brussels

The minutes of the Board meeting held on 13<sup>th</sup> June 2013 in Oslo were accepted. Massimo Brunamonti informed the Board members that no decision had been taken yet by AICA concerning its co-funding of the Wolk/Leolmpact study.

Concerning the minutes of the last Board meeting held on 2<sup>nd</sup> October 2013 in Brussels, Sylvia Gotzen remarked that the Board's decision to activate the planned expenditures for the ECSS activities was missing. These expenditures were at first put on hold during the Board meeting in March, but need now to be activated, as the ECSS project had received the go-ahead by the EU Commission and as EGEA had started its work/cooperation accordingly.

With this addendum, the minutes of the last Board meeting held on 2<sup>nd</sup> October 2013 in Brussels were accepted.

### 3. Financial situation 2013 and draft budget 2014

#### 3.1. Financial situation dated end of October 2013

Sylvia Gotzen explained in more detail the financial situation dated end of October 2013 and offered to circulate an updated version including these comments after the Board meeting. She highlighted the urgent need to get the follow-up contract from Autopromotec, because otherwise, these revenues would be missing in the 2013 budget.

Due to the growing complexity of the EGEA budget, Dave Garratt suggested to commission this time an official auditor with the auditing of the finances of 2013. This was welcomed by the Secretariat, also as an opportunity to verify at the same time if EGEA is in compliance with all tax/VAT rules deriving from its status as International non-profit association under Belgian law.

ECSS project: After a discussion the Board decided to include the expenditures that would be spent in 2013 for the ECSS project into the 2013 budget, but to shift the expected revenues from CITA/the Commission into the 2014 budget. As the ECSS revenues will most likely arrive in 2014 only, this would be more prudent and give a more accurate picture of the situation in the 2014 budget.

#### 3.2. Financial situation 2013 and forecast until the end of the year (included in document for 3.1.) and discussion on a few items

- **Activation of the receipts/expenditures for the ECSS project:** see above.
- **EGEA contribution to ABL/Oslo meeting:** Decision to offer to ABL to only re-charge the hotel rooms for the EGEA staff members. Clarify that in the future, that there will be no cost for EGEA when an EGEA Member association offers to host an event in its country.
- **Decision on whether EGEA should hold a first meeting with the specialized lawyer from OsborneClarke on the legal aspects of the creation of an EGEA label in 2013:** The Board had a long discussion on whether it would be better to define EGEA specifications/a label or 'just' a code of conduct. Sylvia Gotzen replied that to her understanding, the MAC Working Group was seeking a robust label, because a code of conduct would not have a sufficient 'authoritative value'. This questions could not be answered conclusively during the Board meeting, and it was concluded to ask Pete Bradley about his opinion.

Based on the quote from Marcus Sacré, the Board gave its approval to hold a first meeting with the specialized lawyer from OsborneClarke on the upstream and downstream responsibilities of the creation of an EGEA label in 2013. The ensuing work should however be continued in 2014.

The Board thanked again Klaus Burger/ASA for having offered special funding for the creation of an EGEA label, which could then also be used for other EGEA working groups.

- **Working with KPMG on VAT optimization in 2013:** The Board decided to include the investigation on a possible VAT optimisation between EGEA and FIGIEFA into the 2014 budget and asked the Secretariat to get a proper quote. Jaume Berenguer asked if FIGIEFA would be prepared to contribute to this investigation. Sylvia replied that she would ask the FIGIEFA Board.

### 3.3. **Draft budget and membership fees 2014: preparation of the General Assembly**

- **Expenditures side: Discussion on the draft budget 2014**
- **Receipts side: Transformation of Working Groups into 'projects'. Discussion on practical modalities on how to collect the funds (directly from the companies or through the national associations)**

The Board discussed in detail the draft budget for 2014 and made changes and corrections (an error had been overlooked by the Secretariat concerning the available working hours/cost of Eleonore) with the view to present the revised draft budget 2014 to the General Assembly (please see attachment).

Concerning the receipts, the Board Members reiterated that their national associations were not prepared to increase their membership fees. However and instead, the associations felt that collecting supplementary financial resources through the EGEA Working Groups would be an appropriate way to collect funds per project, as participating companies would feel directly affected by the EGEA work. It was therefore decided to suggest to the EGEA Members to transform the Working Groups into 'projects'. Working Group chairmen would be responsible for writing the budget for the Working Groups. The funding would have to be collected through the national associations. The EGEA Board will be responsible for the approval of the WG-budgets and for the control of the spending of the funds within the general EGEA budget.

These new principles for the functioning of EGEA and its Working Groups will have to be endorsed by the General Assembly in the afternoon.

There was a long discussion among the Board Members about the volume of hours fixed for the activities of the Secretariat and about the principle question of what should be covered by EGEA as association or by the Working Groups. The two options were a) to set a minimum set of hours for the Secretariat to run of the basic functions of EGEA (e.g. statutory functions etc., please see hosting offer), which would imply that Eleonore is back to a minimum of 50% and Sylvia at 2,5 days per months. The other option b) was to allow for a buffer for unforeseen work or a buffer in conjunction with general work for the Working Groups. The Board ultimately opted for a) for the minimum set of hours feeling that this would be more accurate, and requiring the Working Groups to also include hours for 'manpower' for the Secretariat into their budget in the future.

The question came up if the budget could be voted during the afternoon's General Assembly meeting. Sylvia Gotzen replied that the budget could not be submitted to a formal vote yet because a) Members would see the revised budget for the first time and b) they could not yet commit at that stage to the funding through individual companies/Working Groups. From a statutory point of view, the EGEA national associations are responsible for the income to EGEA through its membership fees (unless a new regime is adopted). As mentioned above, the EGEA General Assembly should be asked in the afternoon to endorse the new principles for the functioning of EGEA and its Working Groups.

### 4. **EGEA Working Group rules: Revision of the 'Internal Rules of Procedures' for the EGEA Working Groups**

Shifted to the next Board meeting due to lack of time.

5. Various issues:

- 5.1. Creation of a new Working Group 3 "Vehicle lighting"
- 5.2. EGEA contribution to Transatlantic Trade and Investment Partnership (TTIP)?

Shifted to the next Board meeting due to lack of time.

6. Dates of meetings in 2014

Date	Time	Event	Attendants	Venue
27 May 2014	19 <sup>30</sup> –	Dinner	EGEA Members	Bologna
28 May 2014	9 <sup>00</sup> - 13 <sup>00</sup>	Board Meeting	Board Members	Bologna
	13 <sup>00</sup> - 14 <sup>00</sup>	Lunch		
	14 <sup>00</sup> - 18 <sup>00</sup>	General Assembly	EGEA Members and Guests	Bologna
22 October 2014	19 <sup>30</sup> –	Dinner	EGEA Members	Brussels
23 October 2014	9 <sup>00</sup> - 13 <sup>00</sup>	Board Meeting	Board Members	Brussels
	13 <sup>00</sup> - 14 <sup>00</sup>	Lunch		
	14 <sup>00</sup> - 18 <sup>00</sup>	General Assembly	EGEA Members and Guests	Brussels

7. Any other business: none

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Sylvia Gotzen  
Secretary General