



Administrative Board Meeting/Réunion du Conseil d' Administration

Brussels Thursday, 3rd February 2022

Teams Video Meeting: 12:35-14:20

Present: Cerasela Botoroaga, Stephanie Buus, Nicholas Costello, Romina Garbi, Mariana Ghitoi, Angela Guarino, Yannick Hartstein, Karim Kettani, Nadia Kichaout, Maria Koidu, Vladas Kukulskis, Dan Nicolae, Josephine Norris, Jane Okafor, Victoria Petrova, Dana Adriana Puia Morel, Adja Awa Sissoko, Iulian Vasile, Pénélope Vlandas, Diane Werhert.

Excused: Marianna Cosco.

Proxy: Marianna Cosco to Diane Werhert.

Guest: Manuela Pamio, Secretariat of APEEE and, Eric Rega, the Director of the APEEE of Brussels IV.

Minutes 3.02.2022

The quorum is reached. Mr Kettani welcomes all attendees and opens the Administrative Board meeting.

1. Adoption of the agenda.

Adopted.

2. Election of the President and Board attributions/ Formally adding Yannick Hartstein as back-up to VP Pedagogical affairs/ Adding COVID-19 Working Group in the list. Proposition for the COVID-19 WG.

Ms Buus has expressed her willingness to serve as President of the APEEE of Brussels IV. She is the only candidate for this position.

Vote: *Does the Administrative Board agree to nominate Stephanie Buus as new President of the APEEE of Bruxelles IV?*

- 17 in favour
- 0 against
- 0 abstentions

The Administrative Board unanimously nominates Stephanie Buus as President of the APEEE of Brussels IV.

Ms Buus will send a PowerPoint presentation to the Board soon. In terms of strategy and sustainability, she encourages each Board member to clearly identify tasks that he/she can actually accomplish and take on what he/she thinks he/she can do in terms of being strategic. She points out

that what you do must be sustainable for you, as individual and for us as a group and also for those who come after us. Ms Buus invites all Board members to be kind, to respect each other, to be brief, so everyone can talk and get an endpoint as well as to be strategic about their time and make it sustainable. She thanks everyone for their service and support.

#	Action	Owner	Deadline
01 CA 3/02/2022	To send the PowerPoint presentation to the Board.	Stephanie Buus	In the coming days

The discussion focuses on Board attributions. Some modifications have been formalized:

- The setting up of a Covid-19 Working group chaired by Ms Werhert.
- Yannick Hartstein has been added as back-up to the VP Pedagogical affairs.
- Diane Werhert is the back-up for the canteen service.

It is announced that Ms Buus, Ms Norris, Mr Hartstein and Ms Ecker expressed their interest in joining Interparents. Ms Vlandas outlines that it is useful to have more people following Interparents matters because the IP subjects are very broad and time-consuming. Mr Kettani refers that we have no Board members from the German section and Ms Ecker is a very good addition for Interparents. Ms Ecker is an excellent section representative for the German section who is very active in the Pedagogical Working Group.

The Administrative Board unanimously decides to distribute the Board functions as follows:

- ✓ **President:** *Stephanie Buus*
- ✓ **Treasurer:** *Maria Koidu - Back-up: Marianna Cosco.*
- ✓ **Board Secretary:** *Diane Werhert - Back-up: Angela Guarino*
- ✓ **Vice President for Pedagogical Affairs:** *Karim Kettani - Back-ups: Josephine Norris, Yannick Hartstein and Nicholas Costello*
- ✓ **Vice President for Administrative Affairs:** *Dan Nicolae - Back-up: Jane Okafor*
- ✓ **Transport:** *Victoria Petrova - Back-ups: Romina Garbi and Adja Awa Sissoko*
- ✓ **Canteen:** *Adja Awa Sissoko – Back-ups: Diane Werhert, Vladas Kukulskis*
- ✓ **Extra-curricular activities:** *Pénélope Vlandas – Back-ups: Yannick Hartstein, Angela Guarino*
- ✓ **Somerfesto:** *Jane Okafor, Angela Guarino and Dan Nicolae (coordinators)*
- ✓ **Interparents :** *Stephanie Buus, Josephine Norris, Yannick Hartstein, Judith Ecker – DE section representative (member)*
- ✓ **Community Fund:** *Mariana Ghitoi (chair), Cerasola Botoroaga (member)*
- ✓ **Social Fund:** *Nadia Kichaout (chair), Pénélope Vlandas and Jane Okafor (members)*
- ✓ **Anti-Discrimination Working Group:** *Karim Kettani, Dana Adriana Puia Morel, Iulian Vasile, Nadia Kichaout (members)*
- ✓ **SEN Working Group:** *Nadia Kichaout (chair), Cerasola Botoroaga and Pénélope Vlandas (members)*
- ✓ **Well-being Working Group:** *Dana Adriana Puia Morel (coordinator), Stephanie Buus (member)*
- ✓ **Health & Security Working Group:** *Iulian Vasile (coordinator), Dan Nicolae and Victoria Petrova (members)*

- ✓ **Digital Competencies Working Group:** Dana Adriana Puia Morel (coordinator), Maria Koidu (member)
- ✓ **ACI/CEA:** Pénélope Vlandas, Marianna Cosco (back-up)
- ✓ **Legal Working Group:** Karim Kettani, Nadia Kichaout, Marianna Cosco (members)
- ✓ **Covid-19 Working Group:** Diane Werhert (chair), Karim Kettani, Maria Koidu, Marianna Cosco, Stephanie Buus (members).

3. Distribution of tasks to alleviate the task of the President.

Postponed.

4. Change of Statutes: alternatives.

Mr Kettani informs the Board that two factors prevented the Extraordinary General Assembly from voting on the draft of the modified Statutes:

1. The attendance quorum was not met (50% of the voting members present or represented).
2. The notary and the Electoral Board were not physically present in the same space. Consequently, the notary could not ensure the validity of the voting procedure and create an official legal document for the EGA: *acte authentique*. The notary informed us of this legal requirement a couple of hours before the opening of the General Assembly.

According to the current Statutes of the APEEE, article 13.3, if the Extraordinary General Assembly fails because the attendance quorum is not reached, a new General Assembly may be convened not less than fifteen days after the first General Assembly with the standard quorum defined in article 9.17 being applicable. It will adopt the proposed modification(s) in question, by two thirds of the present or represented voting members, or four fifths if the modification concerns the aims of the Association.

Mr Kettani identifies three options:

- The first option is that no changes to the APEEE Statutes are made. Mr Kettani is not in favour of this option because a few changes have to be done to comply with the new Belgian Code of Companies and Associations which entered into force after our last Statutes were adopted.
- The second option is to re-convene the EGA in a short notice and submit the same draft text with a reduced quorum requirement (10% attendance requirement).
- The third option is to call another EGA and relaunch the whole procedure from the beginning, allowing us to integrate new amendments into the text with a 50 % quorum requirement.

Ms Vlandas is in favour of submitting the same text with a lower quorum for the following reasons: first, it is important to have the new Statutes in line with the Belgian law, second, we have a new Board and changing statutes could lead to endless discussions. She refers that next year we could reflect as a Board if we want to make new statutory changes. Mr Nicolae insists on the fact that we should submit the correct version of Statutes and avoid convening any future Extraordinary General Assemblies.

Ms Norris points out that we should focus on explaining to parents the relationship between the new legal requirements and the specific changes. If we get the parent body on Board, then the class representatives should come up and vote because they understand the changes.

During the kick-off meeting the Board discussed about some statutory changes such as the co-presidency which are not foreseen in the current statutes. Mr Kettani refers that that if we limit the amendments to the co-presidency and we solve some linguistic issues we could improve the text and have more engagement with the parent body.

With reference to the co-presidency, some Board members are against this proposal. Ms Buus is not in favour of the co-presidency because it might lead to confusion in terms of representation, and it would be difficult to manage situations where two co-presidents are in conflict or disagree with each other.

She refers that it is better to streamline the tasks of the individual positions on the Board rather than having an additional person into the Presidency. The President of the Apeee advises against including the co-presidency in the Statutes. This position is also supported by Ms Koidu and Ms Vlandas. Ms Vlandas would like to reinforce the Vice President's role. Ms Koidu would like to see what type of proposals people have before taking a decision on the current amendments or on a huge opening up. According to her point of view, we should certainly have an explanation meeting with Questions & Answers for parents before the EGA.

Mr Kettani clarifies that all Board members have the right to look at the draft statutes and make their comments and suggestions on the text. It is agreed to relaunch a new modification procedure and make changes to the current Statutes in order to improve the text with a limited scope. Mr Kettani refers that we need to set up a new Working Group of Statutes limited to discussing how to improve the text. It should be composed of a maximum of 8 members.

We would be looking at launching a fast Extraordinary General Assembly with the understanding that if we do not reach the quorum, we will convene another one soon, hopefully before summer.

#	Action	Owner	Deadline
02 CA 3/02/2022	To contact the Notary and make sure that every formal step follows exactly the legal requirements.	Karim Kettani	In the coming weeks

#	Action	Owner	Deadline
03 CA 3/02/2022	To invite the Board members to join the new Working Group on Statutes. This WG should be composed of a maximum of 8 Board members.	Karim Kettani	In the coming weeks

#	Action	Owner	Deadline
04 CA 3/02/2022	To make changes to the current draft of the Statutes with a limited scope and then to launch a written procedure for Board approval.	Karim Kettani	In the coming weeks

#	Action	Owner	Deadline
05 CA 3/02/2022	To give access to Bitrix platform to the new Board members.	The Director and the Secretariat of the APEEE	ASAP

5. Selection of the Executive Committee members - president, treasurer and secretary are de jure members, plus the board members overseeing each of the 3 services, and then there remains two members to appoint.

Mr Kettani refers that according to our current Statutes, the Executive Committee, is in charge of overseeing the Apeee services (canteen, transport and extracurricular activities) on monthly basis in the presence of the Director of the APEEE of Brussels IV. It is clarified that services are managed by the APEEE staff with the leadership of the Director and the role of the Executive Committee is to oversee the services. Mr Kettani explains that the Executive Committee is composed of a minimum of six and a maximum of eight members. The President, the Secretary and the Treasurer of the Association are members of the Executive Committee by right. Ms Vlandas refers that it is important to have people with specific responsibilities on the Executive Committee otherwise the discussion goes in parallel with the discussion we have in the Board. She considers useful to allow that each Executive Board member may give his/her proxy to the respective back-up in case of absence. With reference to the composition of the Executive Committee, Ms Petrova fully agrees with Ms Vlandas that the Vice-President for Administrative affairs may attend the Executive Committee meetings. The Executive Committee should include the Board members overseeing each of the three services because the objective is to simplify the discussions of the Board and take more pragmatic and daily issues in the Executive Committee. Ms Petrova points out that it is essential that we have the Minutes of the Executive Committee meetings to ensure some transparency and information facility for the running of the Board Meetings afterwards. We need to avoid having parallel discussions and what has been discussed on the Board should be discussed in the Executive Committee if it is timely. Mr Nicolae expresses his interest in being part of the Executive Committee.

The Board unanimously agrees to have an Executive Committee composed of seven Board members:

1. *Stephanie Buus, President*
2. *Diane Werhert, Secretary*
3. *Maria Koidu, Treasurer*
4. *Victoria Petrova, Board member responsible for the transport service*
5. *Pénélope Vlandas, Board member responsible for the extra-curricular activities*
6. *Adja Awa Sissoko, Board member responsible for the canteen*
7. *Dan Nicolae, VP for Administrative affairs*

The Board unanimously decides that back-ups for each function will be able to take part in the Executive Committee meetings in the absence of the respective titular member.

6. Framework agreement with the school - information point.

A few years ago, the Secretary-General of the European Schools submitted a draft agreement to the 13 APEEEs, including the four parents' associations based in Brussels. The aim of this proposal was to cover the range of relations between the APEEEs and the European schools. Mr Kettani explains that this proposal was deemed unacceptable as such, and this is the position of all Brussels APEEEs at least. He refers that we did not have proper negotiations with the Secretary-General of the European Schools, and we never sat around the table to work out a compromise on specific points. The Secretary General informed us that the issue would be put forward to the Board of Governors and he would report back to the Board of Governors for a lack of progress.

The following actions are identified:

#	Action	Owner	Deadline
06 CA 3/02/2022	The framework agreement with Mr Kettani's comments will be circulated to the Board.	Karim Kettani	In the coming weeks

#	Action	Owner	Deadline
07 CA 3/02/2022	To contact the other Presidents of the APEEEs on this matter and report back the Board.	Stephanie Buus	In the coming weeks

7. EEBIV Administrative Board debriefing.

It is explained that each European School has an Administrative Board chaired by the Secretary-General of the European Schools. Its other members are the director of the school, the representative of the European Commission, two elected representatives of the teachers, two representatives of the Parents' Association, a representative of the AAS and, at the European School of Munich, the representative of the European Patent Office.

Ms Buus and Mr Kettani will provide the Board a summary of the School Administrative Board meeting held on 31st January 2022 along with all supporting documents.

8. APEEE Newsletter.

Point not discussed.

9. AOB

- Handover of the previous Board members to the new ones.

The Board welcomes the idea of having a handover meeting in the canteen service. To ensure a smooth transition, Mr Stricker, the outgoing member responsible for the canteen, Mr Minoche, the canteen manager, Ms Sissoko, the new Board member in charge of the canteen, Ms Werhert, the back-up for the canteen and Mr Nicolae, the VP for Administrative affairs, will hold an online meeting soon.

- Electronic signatures for payments.

Mr Rega informs the Board that Ms Koidu is now the only person who can help to sign payments. We need five Board members who are willing and able to make payments for our association. It is proposed to designate as bank signatories: Ms Buus, Mr Nicolae, Ms Okafor, Ms Cosco and Ms Koidu.

-Next Administrative Board meeting.

The next online AB meeting will be held on 3rd March 2022, at lunchtime.

The Board meeting ends at 2:20 pm. Some Board members arrived later or left earlier.