

November Board meeting

Date: Tuesday 16th November 2021 from 19h to 22h30

Location: ZOOM (online)

Present: Vanessa Aulehla – Bengt Davidsson – Catarina Duarte Gomes – Pim Gesquiere – Andrea Grgić – Sebastian Guerrero – Giles Houghton-Clarke – Raquel Jimenez Lopez – Szilvia Kalman – Roberta Maggio – Minna Melleri – Christine Pyka – Kevin Smith – Michael Teutsch – David Zelinger

Other: Anja Galle – Erwin Van Dijck – Ms Divers – Ferhan Pelister – Clémence Eugene

Absent: Tatiana Almeida – Vanessa Aulehla – Anna Grömer – Johanna Schulyok – Anna Yavorska

Meeting is convened to discuss the following agenda points. Mentioned documents have been sent prior to the meeting.

Agenda Points

1. Approval of the agenda

The Board votes on the agenda: 10 yes 83 % – 2 no 17 %.

Bengt Davidsson:	Szilvia Kálmán: yes
Catarina Duarte Gomes: yes	Roberta Maggio: yes
Pim Gesquiere: no	Minna Melleri: yes
Andrea Grgić: no	Christine Pyka: yes
Sebastian Guerrero: yes	Kevin Smith: yes
Giles Houghton-Clarke: yes	Michael Teutsch:
Raquel Jimenez Lopez: yes	David Zelinger: yes

Decision: the agenda is approved by 83 %.

2. Approval of the Board meeting report of the 21/09/2021

The Board votes on the Board report meeting of 21/09/2021: 11 yes 75% – 2 no 17% – 1 abstain 8%.

Bengt Davidsson: yes	Szilvia Kálmán: yes
Catarina Duarte Gomes: yes	Roberta Maggio: yes
Pim Gesquiere: no	Minna Melleri: yes
Andrea Grgić: no	Christine Pyka: abstain
Sebastian Guerrero: yes	Kevin Smith: yes
Giles Houghton-Clarke: yes	Michael Teutsch: yes
Raquel Jimenez Lopez: yes	David Zelinger: yes

Decision: the Board meeting report is approved by 75%.

3. Presentation and approval of the report of the Commissaire aux comptes

Mrs Divers (APEEE financial auditor) is given the floor to present the report to the Board. This document shows the balance sheet for the year 2020-2021. The result for the year is negative. Mrs Divers presents the breakdown of the financial report over the 5 departments of the APEEE. Last year the result had been entirely allocated to one department, Affaires Générales. Following the presentation of the report, the Board must vote and present a resolution on the allocation of the result

to the General Assembly. The financial year and its results are explained by the closure of some of its services and the disruption caused by the measures related to COVID-19.

Mrs Divers answers questions from the Board members, pointing out that her report is a report intended for the Board, it is not to be distributed and is not the one which will be presented at the AGM.

Mrs Divers reminds the members of the financial closure procedure, the APEEE closes the yearly accounts each 31st August. The financial information of 2020-2021 is entered into the National Bank System, which generates an official report and produces annexes, all of which are submitted to the General Assembly for approval.

The Board discusses where the result of the year 2020-2021 will be allocated to 5 departments or to 1 department Affaires Générales. It was agreed last year that allocating the result to 1 department approach would be more practical and better able the APEEE to utilise its financial resources as needed – especially important during these challenging times.

The Board votes on the approval of the allocation of “Fonds affectés” to either all 5 departments or 1 department, Affaires Générales of the APEEE: 79% (11) are in favor of allocating the fonds affectés to 1 department, Affaires Générales against 21% (3) to allocate the fonds affectés to all 5 departments.

Bengt Davidsson: 1 department	Szilvia Kálmán: 1 department
Catarina Duarte Gomes: 1 department	Roberta Maggio: 1 department
Pim Gesquiere: 5 departments	Minna Melleri: 1 department
Andrea Grgić: 5 departments	Christine Pyka: 5 departments
Sebastian Guerrero: 1 department	Kevin Smith: 1 department
Giles Houghton-Clarke: 1 department	Michael Teutsch: 1 department
Raquel Jimenez Lopez: 1 department	David Zelinger: 1 department

Decision: the Board approves the allocation to 1 department, Affaires Générales of “Fonds affectés” at 79%.

The Board votes on the approval of the Report of the “Commissaire aux comptes”: 14 yes 95% - 1 abstain 5%

Bengt Davidsson: yes	Szilvia Kálmán: yes
Catarina Duarte Gomes: yes	Roberta Maggio: yes
Pim Gesquiere: yes	Minna Melleri: yes
Andrea Grgić: yes	Christine Pyka: abstain
Sebastian Guerrero: yes	Kevin Smith: yes
Giles Houghton-Clarke: yes	Michael Teutsch: yes
Raquel Jimenez Lopez: yes	David Zelinger: yes

Decision: the Report of the “Commissaire aux comptes” is approved by 95%.

Ms Divers has been invited to the Annual General meeting on 3/2/2022 to answer possible questions from the parents.

The President thanks Ms Divers for being present at the Board meeting and for all the work she has done for auditing financial results of the APEEE.

Discussion Points

1. Annual General Meeting

a. Draft agenda

The Board discusses the draft agenda of the AGM. Suggestion to rewrite the agenda, the Board agrees on the items 1 to 5 and 7 on the drafted agenda, and to discuss the time allocated to each item, and item 6 offline.

b. Number of vacant mandates

14 vacant mandates and an additional 3 mandates, in total 17 vacant mandates for the 2021 AGM following the increase of the number of Board members from 22 to 25. The members discuss the possible allocation of the mandates.

Action Point: G.Houghton-Clarke to contact the Board to discuss ideas on ensuring how the 3 Evere mandates can be ensured for Evere parents.

c. Invitation call for member of the electoral office

Each year, the APEEE sends out an invitation to the class reps to join the Electoral Office. Last year, following an exceptional situation (online AGM) and having sufficient outgoing Board members willing to join the Electoral Office, no prior invitation was sent out to class reps.

The Board agrees to send an invitation to class representatives and to discuss the procedure of the Electoral office in the next Board meeting (*Thursday 16th December*).

d. Resolutions for the General Assembly

The Board discusses and members suggest the following resolutions:

- Resolution to add to the APEEE statutes the need for a written procedure.
- Resolution n°1 of the requested EGM of 14th January 2021 meeting.
- Resolution to add to the APEEE statutes the allocation of seats to Evere parents.
- Resolution on Code of Conduct.
- Resolution to add to the APEEE statutes to propose the modification of the percentage to request an EGM: request to be made by more than 50% of class reps, and any resolutions to be voted by more than 70% of present class reps.
- Resolution to add to the APEEE statutes that each elected Board member automatically accepts the confidentiality agreement and internal working rules of the APEEE.

Action Point: Members wishing to add a resolution, need to do so before the next Board meeting on 16/12/2021, because in case of a change of the APEEE statutes the proposed resolutions need to be mailed to the parents by 3rd of January (1 month prior to the AGM) at the latest.

Voting System

The Board discusses the voting system of Cii and agree they will not go forward with the company for the AGM voting. The Board agrees the need to find an alternative.

Action Point: APEEE Staff and S. Guerrero to look into an alternative voting system.

2. EGM

Legal advice given by the APEEE lawyers has been circulated to the Board. The Board discusses the advice and the next steps.

The Board votes on *“The Board has been advised by the APEEE lawyers that as the agenda of the AGM was changed in order to devote a large amount of time to discuss the issues raised in the EGM request, including the opportunity for members to debate, to question the APEEE lawyer and to propose resolutions, there is no obligation to organise a further EGM on these topics. Does the Board believe that the issue has been sufficiently dealt with so there is no need for an EGM?”* **10 Yes 72 % - 2 no 14 % - 2 abstain 14 %.**

Bengt Davidsson: yes	Szilvia Kálmán: yes
Catarina Duarte Gomes: yes	Roberta Maggio: yes
Pim Gesquiere: no	Minna Melleri: yes
Andrea Grgić: no	Christine Pyka: abstain
Sebastian Guerrero: yes	Kevin Smith: yes
Giles Houghton-Clarke: abstain	Michael Teutsch: yes
Raquel Jimenez Lopez: yes	David Zelinger: yes

Decision: the Board approves that the issue has been sufficiently dealt with and there is, therefore, no need for an EGM at 71%.

The Board discusses how to inform parents, a suggestion to publish in the next newsletter is made and to send a communication to all parents about the decision.

3. Overcrowding

The President presents the topic. The PwC report was sent prior to the meeting and will be presented at the Steering Committee Brussels. The report states the school capacity should be of 2 462, and including the well-being aspect the number drops at 1 300.

Issues brought up that were not addressed by the report:

- Does not address safety and security.
- Does not address the EEB curriculum issue, PwC dealt with the school as a national school.
- Does not take into account well-being.

The 4 APEEEs and School managements have tried to address the above issues, but PwC did not include them citing their non-expertise. The report will be brought up during the Steering Committee Brussels scheduled on Friday 19th November.

The Board discusses the overcrowding issue and votes on the Central Enrolment Authority (CEA)’s proposal to create classes based on a threshold, **Plan A: 10 pupils, Plan B: 12 pupils**. Indeed, the Board needs to provide feedback by Wednesday 17th November 2021 at the latest.

The Board votes on Plan A (10 votes – 72%) or Plan B (4 votes – 28%).

Bengt Davidsson: plan A	Szilvia Kálmán: plan A
Catarina Duarte Gomes: plan A	Roberta Maggio: plan A
Pim Gesquiere: plan B	Minna Melleri: plan A
Andrea Grgić: plan B	Christine Pyka: plan B
Sebastian Guerrero: plan A	Kevin Smith: plan A
Giles Houghton-Clarke: plan B	Michael Teutsch: plan A

Raquel Jimenez Lopez: plan A	David Zelinger: plan A
------------------------------	------------------------

Decision: the Board supports Plan A by 72%.

The Board discusses the proposal to write to the CEA, and Admin Board requesting that the population of Woluwe is brought down to 2462 over a 3 year period and that the Board of Governors and OSG either require the Belgian authorities to increase school capacity by 2022 (using the same modular technique as Evere) or if unwilling, reduced enrolment into the Brussels schools.

The Board votes on sending the drafted letter on overcrowding to the Administrative Board of the Steering Committee Brussels and the CEA: 11 yes 79% - 3 abstain 21%.

Bengt Davidsson: yes	Szilvia Kálmán: yes
Catarina Duarte Gomes: abstain	Roberta Maggio: yes
Pim Gesquiere: abstain	Minna Melleri: yes
Andrea Grgić: abstain	Christine Pyka: yes
Sebastian Guerrero: yes	Kevin Smith: yes
Giles Houghton-Clarke: yes	Michael Teutsch: yes
Raquel Jimenez Lopez: yes	David Zelinger: yes

Decision: the Board approves on sending out the letter by 79%.

4. Update on IT project and updated Cookies Policy

IT projects were started a bit later than anticipated. Two projects (Salesforce CRM for the portal for the parents and Exact Online for the accounting part). The projects should be ready by June 2022, for next year registrations to APEEE Services. The IT infrastructure is being finalised for Evere.

The Cookies Policy was created in collaboration with the DPO. The document will be published on the website.

5. Updates from recent meetings

As the meeting comes to an end, verbal agreement to have updates from the recent meetings sent offline.

Request to have a second APEEE representative for the working group “anti-bullying” of the WAB Advisory Group, elected during the December meeting.

Next Board meeting is scheduled on Thursday 16th December 2021 at 19h.