



## KI-E 2023-2024: Minutes Board meeting

### Luxembourg - May 18th, 2024

- Agenda** :
1. Welcome by the Governor BeLux District
  2. President Josy's welcome
  3. Administrative topics
  4. Words to the guests
  5. BTR; "last push before harvest"
  6. New bylaws: status report
  7. Financials statement KI-E 2022-23
  8. Budget 2024-25
  9. Financial statement April 2024
  10. Withdraw Belux amendment for ICON
  11. Information on House of Delegates
  12. Committees for HoD
  13. Feedback strategic committee
  14. Feedback Governors
  15. Miscellaneous

#### **1. Welcome by the hosting Governor**

Dominique S, in his capacity of District BeLux Governor, welcomes the participants.

#### **2. President Josy's welcome**

President Josy as well welcomes participants and calls the meeting to order at 1 :30 pm.

#### **3. Administrative topics**

3.1 Quorum: the presence quorum is reached and the Board can therefore validly deliberate

3.2 Approval of the agenda : No comments; the agenda is therefore unanimously approved.

3.3 Recording of the meeting: No one objected to the recording of the meeting to facilitate the drafting of the minutes.

3.4 Microphone : as the meeting is recorded, please speak into the microphone.



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#### 4. Words to the guests

Josy gives the floor to the following guests, who address a message of friendship to the members of the Board:

- International President Katrina
- International Vice-President Michael
- KCF President Amy
- Executive Director KI + KCF Paul
- COO KI + KCF Jeff
- International Trustee Martien

#### 5. BTR; “last push before harvest”

Josy proposes an interim update on the progress of the BTR program.

5.1 Social project Roland gives a quick update on the social project and remind that a workshop is organized over BTR before the convention.

It was Josy's wish to mobilize all European clubs around a common social project, which is our reason to be. Where? In a war zone, and the Ukraine was the chosen location. We have a partnership with the association SOS Children Villages, because they are already on the field and are targeting the children.

A newsletter has been sent to the clubs to provide more information, but only 5% of the members have read the message. Another message has already been sent.

Globally we have collected up to now 59K€. Thanks to the donators! But let's keep up our efforts; Gunnsteinn supports the project and will continue it next year.

5.2 Membership: Franz gives an update on the progress of membership. See his slides in the attached global presentation

5.3 Social balance: Michel gives a quick update. Three districts have delivered the requested numbers, and one other districts has delivered partial numbers. Cheer up! Purpose is to give the global impact of Kiwanis in Europe.

#### 6. New bylaws

Josy explains why this issue has been put on the agenda.

The Luxembourg law on Non-Profit Organizations has been amended and therefore applies to KI-E. Although the law gives us some time to comply with the new provisions, the Executive Committee is of the opinion that we should adapt our Articles of Association as soon as possible. This would also allow us to include the possibility of remote voting at our General Meetings.

This will probably involve two phases:

- -Hold an Extraordinary General Meeting (during the convention): 2/3 of clubs will need to be represented (quorum). It is likely that this quorum will not be reached. In this case, a new Extraordinary General Meeting (EGM) will have to be called at a later date.



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- This second EGM may be held without a quorum of members present, but with a minimum of 50 delegates.

The Board agreed to the procedure in question, with a view to amending the Articles of Association accordingly.

Josy explains that the Legal Committee is currently made up of Manfred and Nathalie. For health or professional reasons, they may be less available in the coming weeks. It is therefore proposed to strengthen the committee with 2 other members :

- Ernest Nilles (BeLux district) prosecutor in GD Luxembourg
- Christian De Maeschalck (Belux district) lawyer in Belgium

This proposal is **accepted by the Board**.

### **7. Financial statement April 2024**

Ralf-Otto presents the financial statement of KI-E as of April 30, and gives the necessary information. See the figures in the attached global presentation.

### **8. Financial statement KI-E 2022-23**

Ralf-Otto presents the financial statements of KI-E for the Kiwanis year 2022-23, and gives the necessary information. See the figures in the attached global presentation.

**Decision:** The Board approves the figures and agrees to present them as is to the Annual General Meeting.

### **9. Budget 2024-25**

Gunnsteinn explains that the budget reflects his objectives for the Kiwanis year to come: invest in membership; organization of Young Summit; Education; ECON in Iceland.

Ralf-Otto presents the budget of KI-E for the Kiwanis year 2024-25, and gives the necessary information. See the figures in the attached global presentation.

**Decision:** The Board approves the budget and agrees to present it as is to the Annual General Meeting.



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### 10. Withdraw amendment for ICON

Dominique S explains why BeLux district withdrew its amendment to submit to ICON (and relating to the tier system), and the context.

At the beginning of October, Dominique drafted an amendment for the Tiers. Shortly afterwards, he heard that the District of Malaysia was proposing a similar amendment.

Two amendments on the same subject would make it even less likely to be adopted, as it would divide rather than federate.

After discussions with the Malaysian Governor, it has been decided to withdraw the BeLux amendment.

Another factor to take into account is the low number of Europeans taking part in the international convention, especially compared with ASPAC districts.

Why now? There was no point in waiting, except to cause even more confusion.

We want to unite our forces and get as many voters as possible to support our cause, keeping in mind the difference between equity and equality as advocated by Kiwanis International, which we don't find in current discussions.

### 11. Information on House of Delegates

The Board was briefed on the agenda of the House of Delegates, and **agreed with it**.

Josy draws attention to the fact that two general meetings will be held: an Extraordinary General Meeting and the Ordinary General Meeting. See explanations on bylaws.

As far as elections are concerned, there are two candidates for the position of trustee: Maura and Sepp. A draw has indicated that Sepp will speak first. Meanwhile, Maura will not attend Sepp's speech and will wait in another room. The **Board agrees** with this procedure.

### 12. Committees on elections & on credentials

Josy proposes to compose the two committees with the same members, as follows:

Geneviève Donet (France-Monaco), Christian De Maesschalck (Belgium-Luxembourg), Ernest Nilles (Belgium-Luxembourg), Giancarlo Bellina (Italy-San Marino) and Marco Duden (Germany).

Christian De Maesschalck is Chairman of the Elections Committee

Ernest Nilles is Chairman of the credentials committee.

The people concerned have accepted this mission.

The **Board agreed** that the composition of the committees should be presented to the House of Delegates as above mentioned.



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### 13. Feedback strategic committee

As a member of the strategic committee, Dominique S. gives a feedback of the meeting held on April 16 with the EC and the Strategy Committee.

As a reminder, the current Strategy Committee (StratCom) is made up of Markus Lanz, Piet Derks and Dominique.

On April 16, StratCom presented the progress of the work to the Executive Committee, and proposed ways of bringing it to a successful conclusion, enabling to draw up a strategic plan for the coming years. It is based on the Kiwanis International strategic plan and is adapted to our Kiwanis International Europe organization.

Clubs are the soul of Kiwanis; people join the club, friends, not the organization.

It is the role of the district leadership to create conditions for its members to flourish and to build strong and healthy clubs, enabling them to do social projects and help children in need.

Each District in Europe is different in language, culture, economic development etc. and requires different leadership styles.

However, we have a common mission/Goal: "Serving the Children of the World."

Together we are stronger and can have more impact.

At club level the perception of KI-E is unfortunately very poor. One of the reasons being that KI-E has not been able to add value to the clubs.

This must change. We must therefore work this way:

- Clarifying the unique added-value of KI-E to its districts and members
- Continuity (Stop making new plans each year)
- Analysis and assessment of current situation
- Developing a strategy and setting priorities
- Execution of the programs
- Evaluation of progress and finetuning

We now need to translate this into a strategic plan for 2024-2028 and go beyond words to act together in the next 6 topics.

Strategic Elements:

1. Kiwanis footprint in Europe (membership & engagement)
2. Create a learning (open) organization (Leadership and education)
3. Children in need find their way to Kiwanis (Community Impact)
4. Branding, Marketing & Communication (Branding and Image)
5. Effective use of financial resources (Financial Viability)

Organizational Alignment:

6. Strong Membership Service Center (Ghent Office)

And this will only be possible with the approval of the board with the next three European presidents to ensure continuity. This strategic plan must evolve over time, it cannot be set in stone, but the direction must be defined.



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### 14. Feedback Governors

Anita (CH-L): 9% of the members are ladies. Should be more. Several clubs think of merging because of the age of the members, but this should not bring decrease of membership.

Dominique (BeLux): Focus on membership. Positive evolution at the moment. Finance has been a issue during previous year. This year, the financial situation is under control.

Franz (Austria): new club in progress. Preparing summer camp.

Beverly (UK): Slow evolution. Hopes increase 25 members during this year.

Geneviève (F-M): has not found a successor for next year. Has made a survey on members' expectations: communication. Will use the reserves of the district to build up a communication plan et develop tools.

Simona (R): happy to be here and exchange ideas to help children. 2 new clubs including 1 Key club. A lot of young people in the clubs. They already have one Neo-Club.

Biörn (Iceland-F): Focus on membership. At the moment: +12 members. Organizes a meet-up, and hopes to have a new club.

Lenka (CZ-SK): Covid slowed down activities. Want to participate actively to Youth Camp.

Francesco (I): Has visited a lot of clubs. Membership is increasing.

Svein (Norden): membership is stable. Pushes for 2 new clubs. Financially supported by Government.

Marco (Germany): action to increase membership.

### 15. Miscellaneous

15.1 The function passing will take place in Ghent on 12<sup>th</sup> October 2024.

15.2 According to the registrations, 4 European districts will not be represented in Denver for the ICON. There are several important issues to deal with. So do not hesitate to come and enjoy the ICON.

All agenda items have been discussed and no one has asked to speak anymore.  
Josy wishes everyone a good convention and closes the meeting at 3:15 pm.

