NOTES
ECPC General Assembly
24 Oct 2009, Munich (v0.5)

In preparation for the General Assembly (GA):

- Invitation to GA was sent to members on 15 Sept 2009, incl Agenda
- Reminder was sent on 21 Sept to all members, incl. the Agenda, a copy of presentation of ECPC report 2008-2009, as pre-aligned with the Board, and the Audited Accounts for year ending 2008
- No amendments to the Agenda were requested by the membership or by any board member were received neither prior to nor up to the date of the GA.

Agreed and circulated Agenda

1. Welcome & Confirmation of the Agenda
2. Introduction of the ECPC Board and Officers
3. Report of ECPC Activities 2008/2009 & Plan 2010
4. 2008 ECPC Accounts
5. Approval of ECPC by-laws
6. Questions and Answers. Any Other Business

The following Notes expand upon the 'draft' of notes produced by 5 members of the Board, identified below, within 24 hours of the Annual General Assembly, Munich, 24 Oct 2009.

The Notes were finalised at the board meeting held in Amsterdam on 16th November 2009

1. Lynn Faulds Wood (LFW, ECPC Chair/ President) opened the GA at 18:00.

2. Red voting cards had been provided in meeting packs to 40 Full Member organizations that participated at the conference. However, it was unclear how many of them were present in the room during the GA, as the Chair failed to secure this information at the start of the meeting. Additionally, it was noted by some of the board that non-members were present in the room during the GA. Guests/observers were present. Before opening the meeting the Chair did not identify non-members or Guests nor, as is required by the Statutes governing AGM process, ask for agreement from the members present for such individuals to remain.

3. Short introduction of the ECPC Board by LFW: Sandy Craine (SC), Secretary; Heide Preuss (HP); Tom Hudson (TH), Vice President; Evgeniya Adarska (EA); Tom van der Wal (TW), Treasurer; Simona Ene (SE). Short introduction of officers: Jan Geissler (JG),

Director; Denis Horgan (DH), EU Political Affairs Manager; Michi Geissler (MG), ECPC Officer

4. LFW announced that she was not going to follow the official meeting Agenda as she preferred instead to make a statement in order to express how upset she was about the resignations from the board of Hildrun Sundseth (HS) former honorary board member and former ECPC Director of Policy) and Jesme Fox (JF), former ECPC Board member and representative of ECPC Member Roy Castle Lung Cancer Foundation.

5. Jesme Fox (JF) interrupted the Chair and asked to speak. JF stated that she too was very upset and had resigned from the board but preferred not to state her reasons. JF stated that she considered there was a split in the ECPC board and again stated she was not prepared to explain why that was. She proposed a vote for an immediate re-election of the whole ECPC Board. LFW said she agreed with JF.

6. Board Member HP objected to how the AGM was being handled and that the Board should first be given the opportunity to discuss these issues internally.

Some board members felt that the statement and proposal by JF had been prepared in advance. JF seemed to have very quick access to the microphone.

7. There was a lot of commotion in the room and ECPC members wanted to know what the problems within the board were and what had been going on. A confusing discussion started which was unguided by the Chair who at no time called the meeting to order.

8. Various statements were allowed from participants, non-members and one of the guests present in the room. Some were supportive statements for elections and some were objections against the way the AGM was being conducted by the Chair.

9. Board Member JA asked to speak and after an interruption her translator took over reading JA's pre-written statement that praised the ECPC president LFW and supported of the call for immediate re-elections.

10. JF made her proposal again, asking for new elections to the whole board. JF then left the room and did not return. It was not clear why.

11. SC was asked to explain the background to HS resignation. She attempted to do so but explained that it was difficult in such circumstances. After some attempts to do so SC was told to sit down. There were shouts for a vote from some unidentified members. It was not clear to SC exactly which proposals were being asked to be voted upon.

12. LFW called for a vote on re-elections. Some voted with red cards, some Associate members (without voting rights and red cards) voted by show of hands. 16 "yes" votes were counted by JG. No hands raised on "No". Abstentions and Proxy votes were not called for. The Chair announced no results.

11.Member Louise Bayne (LB) proposed that in her experience of such situations that it would be preferable for a mediated board meeting to be held which would enable all board members to make their own statements and clarify their views. TH welcomed the idea as a positive action and there was general agreement from members. LFW also welcomed the suggestion. LB was asked by TH and LFW whether she would volunteer to mediate at such a board meeting. LB declined and suggested a qualified and independent mediator should be identified instead.

12. One member, concerned about the apparent high costs of the Brussels office, raised a question about the accounts. LFW stated that the costs for MAC meetings had been included in the overall Brussels office cost.

JG added that the audited accounts had been published on the website four weeks before the GA and had been distributed to the participants of the GA. He responded to a question about the "excess over earnings", explaining that detailed figures were fully discussed at the quarterly board meetings.

JG offered to hold a teleconference for all members interested to discuss finer details of the 2008 accounts.

Treasurer TvdW explained that the accounts for 2008 until June 2009 were the responsibility of former board member and treasurer JF. However, JF had already left the GA and was not available to answer questions.

TvdW mentioned his difficulties in finding the cooperation of the ECPC President on financial issues. TvdW added that since he took over as Treasurer in June 2009 he had worked successfully to reconfirm the non-profit status of ECPC by the Dutch authorities. He further promised that he would work hard in order to give all required information and budgets to Members for next years. JG then asked whether there was further need for explanations on the 2008 figures. No further questions were raised from the members present.

13.JG asked that the by-laws be voted upon. LFW said there was not enough time.

14.LB asked that the membership at least take a vote to approve the accounts as they stood. LFW agreed the accounts could be voted upon. Red cards and hands were held up. LFW declared that the vote was carried. It was not clear that LFW counted votes. Yes: 23. LFW did not for "no" votes. Neither abstention nor proxy votes were asked for.

15.TH requested a vote for the by-law to approve TvdW as board member, who was co-opted in 2008 to the board to fill a vacant board seat, conforming to ECPC statutes. LFW agreed a vote 24 "yes", no "no" votes. Neither abstention nor proxy votes were asked for.

16.Several ECPC members complained about the agenda not being followed and one asked for a report about the past and future ECPC goals. LFW declined this as she stated that there was no time for this as dinner was now waiting outside.

17.Member LB called for agreement to stop the meeting, so all could have a 'well deserved' coffee and a drink. The meeting stopped at that point.

18.Although the Chair did not follow the Agenda, LFW called the meeting to a close.

The meeting closed at 18:45.

Appendix

A majority of the ECPC Board members, identified below, are of the firm opinion that LFW did not follow correct procedure as is required by the Chair of an AGM. LFW, as Chair, conducted the GA in a way that failed to reflect the procedural requirements outlined in the ECPC Statutes. Such procedures are accepted as good practice by organisations and coalitions.

The Chair did not follow the previously agreed and circulated Agenda for the AGM. The Secretary understood that the Chair had abandoned the Agenda without any prior notice to the board, ECPC Staff or members present. Neither had a modified agenda been outlined by the Chair, nor an agreement asked of members present, prior to opening the meeting, to allow the Chair to abandon or modify the Agenda, as is required by the Statutes in regard to conducting AGM's.

The Secretary took the view that the Chair did not follow correct protocol and therefore did not officially minute the meeting.

The board members will issue a measured response in the very near future based on the Dutch Statutes/Constitution of the organisation, and suggest a way forward to the membership in order to ensure the situation is resolved in a transparent and democratic way and according to ECPC statutes governed by Dutch law.

NOTE:

Please note that all the above notes are expanded on a collection of draft notes produced within 24 hours of the AGM by 5 of the 7 ECPC board members present. This expansion and further clarifications to the draft notes were made at the board meeting in Amsterdam on 16th November 2009, which followed normal practice.

At the above-mentioned board meeting, LFW made a statement that she was in possession of official Minutes taken at the AGM.

In spite of an immediate request by the Secretary for a copy of the minutes (declined by LFW) and 2 subsequent email requests in which the Secretary asked LFW to provide the board with a copy of her minutes and provide the name of the minute taker, there has been no further communications from LFW regarding these or other requests.

Tom Hudson, Chair/President

Sandy Craine, Secretary

Tom van der Wal, Treasurer

Heide Preuss, Vice President

Simona Ene, Vice President