

European Association of Geoscientists and Engineers (EAGE)

Minutes of the Special General (Business) Meeting for Members On proposed changes to the Association's constitution

February 16th 2023, 3:00 pm
Online

Chair: Jean-Marc Rodriguez, EAGE President

All current members of EAGE have been duly notified and invited to this meeting. All members have been given the opportunity to cast their votes online on the proposed changes to the Constitution, which has been published in time, as of four weeks prior to this meeting.

83 members were online in attendance during the meeting.
Prior and during the meeting, a total of 419 members casted their votes.

I. Opening of the meeting

Jean-Marc Rodriguez (JMR), President 2022-2023 of the Association opens the meeting and welcomes the members present online. He introduces Edward Wiarda (EWA), Vice-President 2022-2023 of the Association, who will function as secretary to the meeting.

II. Introduction of changes to the Constitution

JMR and EWA introduce the proposed and published changes to the Constitution and elaborate on the Board's proposal to replace the current Division with Circles and to introduce a 3rd Circle, the Sustainable Energy Circle.

Besides the change in the Association's structure, some changes are proposed that are necessary seen the new Dutch Law on Management and Governance of Legal Entities (Wet Bestuur en Toezicht Rechtspersonen) as well as some textual and explanatory changes to make the Constitution better readable and consistent.

The members were invited to submit questions and comments prior to the meeting. Two proposals for text changes were sent in by members. As these changes do not alter the meaning of the articles or the original (leading) Dutch text, the chair of the meeting has accepted these amendments without additional voting being required.

The amendments are as follows:

Amendment 1

Original:

XI.9 The Board is appointed by the Members and from their midst, but in accordance with this article, one or more Board Members, but less than half, may be appointed by persons other than the Members.

Proposed amendment:

XI.9 The Board is appointed by the Members and from their midst but, in accordance with this article, one or more Board Members, but fewer than half of the Board membership, may be appointed by the Board.

Amendment 2:

Original:

VI.2. To avoid any conflict of interest, no Board Member, the Committees, nor any appointed representative of the Association shall receive any remuneration or other benefit in money from the Association during their term of office and for a period of 12 months after leaving office.

Proposed amendment:

VI.2. To avoid any conflict of interest, no Board Member, no Committee member, nor any appointed representative of the Association shall receive any remuneration or other benefit in money from the Association during their term of office and for a period of 12 months after leaving office.

III. Q&A

JMR opens the floor for questions and comments by the Members.

A total of 10 questions were submitted and answered by JMR and EWA.

No objections or proposals were made to the proposed changes of the constitution.

IV. Request for approval of all changes and of the integral text of the EAGE constitution as presented.

JMR invites the attending members to cast their votes on the proposed changes and allows for a few minutes for all to do so.

V. Announcement of the voting results

JMR informs the meeting that a total of 419 members have voted prior and during the meeting. 412 members (98,30 %) have approved the proposed full text of the constitution as presented.

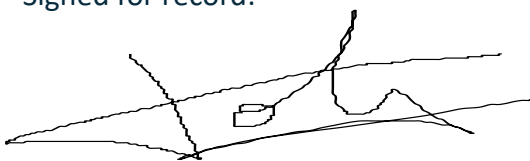
The proposal for changes to the Constitution is herewith fully and duly accepted.

VI. Closure of the meeting

JMR thanks all Members in attendance and invites all to the upcoming AGMM in Vienna in June of this year.

JMR closes the meeting

Signed for record:



Jean- Marc Rodriguez, President
Chair



Edward Wiarda, Vice-President
Secretary