



FEST General Assembly Call

16 March 2023

GENERAL ASSEMBLY MINUTES Frankfurt – 16 March 2023

Participants

Edgar Aker (TFG - Netherlands), President
Dobrochna Kasperek (ZHI - Poland), Vice-President
Johan Stevens (APCMC - Portugal), Past-President
Sven Machielsens (FESAH - Belgium)
Corrado Oppizzi (ANGAISA - Italy)
Esther Estévez (Amascal - Spain)
David Juan Navarrete (Amascal - Spain)
Magnus Siren (TALTEKA - Finland)
Dr. Hans Henning (DG Haustechnik - Germany)
Achim Laubenthal (DG Haustechnik - Germany)
John Newcomb (BMF - UK)

Staff

Sue Knight (FEST Director General)
Jean-Christophe Kremer (FEST)
Samuel Michel (FEST)

Apologies & Proxies

Marius Heinze (Austria) – proxy to Johan Stevens
Jean-François Dubost & Roland Mongin (France) – proxy to Edgar Aker
Joachim Nordh (Sweden) – proxy to Magnus Siren
Christoph Pauli (Switzerland) – Proxy to Secretariat
Tomasz Boruc (ZHI - Poland) is excused for the meeting.

Meeting opened at 9.08 CET

1. Welcome and Introduction

Edgar Aker (EA), President of FEST, welcomed the participants to the Annual General Meeting in Frankfurt, the first one in person since COVID.

FEST – The European Federation of the Sanitary and Heating Wholesale Trade
Avenue des Arts 46 • 1000 Brussels, Belgium
E-mail: info@festassociation.eu

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He introduced Ms Iris Jeglitza-Moshage, Senior Vice-President of MESSE Frankfurt. Ms Jeglitza gave a welcoming speech, highlighting the high expectations of exhibitors and visitors to this year's edition of ISH.

The President referred to proxies received from France, Sweden, Switzerland and Austria. This means that a quorum is met.

The agenda and minutes of the previous meeting on 10 March 2022 were approved.

2. Approval of the 2022 Accounts

a. Profit and loss

Jean-Christophe Kremer (JCK), from the FEST Secretariat presented the 2022 P&L and balance sheet. He refers to the Accounts commentary prepared by the Director-general ahead of the meeting. FEST ends up with a negative result of -2,340.30€ which is mainly due to the investment of FEST in commissioning a European market overview of the activities falling under FEST by BRG (amounting to 32.100€).

b. Balance Sheet

JCK furthermore presented the balance sheet for the years 2022. A few members have not paid their contribution. The reserves amount to 267.781,01 €.

The Czech association has resigned and it's unlikely they will pay their fee. Following a discussion on dealing with unpaid fees the General Assembly concluded to keep the unpaid membership dues at least 2 years in the books. If after a final warning, Members do not pay, the General Assembly will be invited to expel the member.

ACTION

→ JCK and EA to chase WILO, Luxembourg.

Addendum: WILO paid the subscription on 28 February.

c. Approval of the 2022 Accounts

The auditors have approved the 2022 accounts.
The General Assembly approved the 2022 profit & loss and balance sheet.

3. Appointment of the Director-General and Auditors

a. Appointment of the Director General and auditors

Dr Hans Henning is available to continue as auditor but explained it's good to rotate and he invites the Members to succeed him next year.

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Esther Estevez remains available to continue as auditor.
Without any further additional candidates, the General Assembly appointed Ms Esther Estevez and Dr. Hans Henning as auditors for the year 2023 and invited Members to become auditor at next Meeting.

The President announced to the members the retirement of Ms Sue Knight (SK) as Director-General effective as of 30 June 2023. He thanked her for all her excellent leadership and work as Director-general since 2016 but more broadly her dedication to FEST since more than 3 decades culminating as serving FEST as President between 2010 and 2012.
The General Assembly applauded Ms Sue Knight.

b. Fest internal organisation

The President explained the AGM how to find a successor to Ms Knight. The Advisory Board supports a 2-step approach.

A short-term solution is to request Grayling to maintain the FEST Secretariat and also the nomination of a temporary Treasurer. There was a discussion on whether the Treasurer should be a Belgian citizen, FEST being established in Belgium.

For the long-term solution, the Advisory Board suggests to establish a job profile of the Director-general. Dependant on the role this new person would take on, the title might be changed to Secretary General.

The President proposed to establish a nomination committee.

The General Assembly approved the 2-step approach and approved:

- Mr Kim Holst (KH) to be nominated Treasurer during this transition period
- The establishment of a nomination committee composed of the Office Bearers and John Newcomb

ACTION:

→ Secretariat to add this committee to the agenda of the next Advisory Board meeting

KH proposed to first have clarity on FEST's future strategy: does FEST only intend to facilitate members' discussions and organise the congress (role of Secretary General), or should it seek to influence (role of Director General)? JN proposed to carry out a survey of its members to see what they would like. David Juan Navarrete (DJN) referred to the minutes of the General Assembly in 2019 where a similar discussion took place regarding the lobbying strategy four years ago, and that a physical meeting should be organised to discuss this.

The General Assembly agreed to hold a strategic session whereby the results of the membership survey would be shared to prepare the session.

ACTION:

→ JN to send Secretariat an example of a membership survey

→ Secretariat to propose a date for a physical meeting on the future strategy

4. Approval of the review of the Federation Articles

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In order to be in line with the Belgian latest legislation on corporations and associations, FEST needs to adapt its Federation Articles. FEST had the support of a lawyer to determine the changes.

The Advisory Board also suggested to adapt 2 articles:

- Membership (art 4): allowing companies to join FEST in countries where there is no association. If there are 2 or more companies joining from a country, they'll form a delegation.
- Board (art 6): the current Advisory Board becomes the new FEST Board which allows FEST's leadership to be more representative.

The question remaining is whether companies coming from countries where no national association exists can join FEST and what would be their votes at the AGM (two companies from the same country should only count as one vote) – article 4.

Ideally, it would be good to have a list of countries where there are no national associations.

The General Assembly approves the modification of the Federation Articles, approves the nomination of the reviewed Board after the publication of the Federation Articles and instructs the Director-general and JCK to publish those in the Belgian Moniteur belge.

5. Approval of Membership Fees 2023

The Advisory Board recommends increasing the Membership fees for both full and associate members by 3.5%. As provided by the market statistics in the Almanac, Italy and Denmark are to move up a category as their turnover has increased. An error was spotted on the draft budget and is rectified.

The General Assembly approves the membership fees for 2023 and instructs the Director-general to invoice fees in April.

6. Budget for 2023

The Advisory Board recommends a budget in line with previous years. However, 2023 is probably going to become a transition year. There is no expectation to pay a fee to ETIM this year as the EMDG is now integrated within ETIM.

The General Assembly approves the budget 2023 with the addition of a new line "strategic review" of 5000€ in the budget. The budget ends up with a deficit of -10.349,43€.
(see revised budget in annex).

7. Reports on the various WG topics

- a. Product Regulation WG

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Following the workshop in November 2022, FEST aims to revive the WGs and develop a new working methodology with three concentric circles.

The Secretariat explained the types of topics that would be discussed under the Product Regulation WG, which, if the strategy of lobbying is approved, is the one with the most chance of being important, also in light of the preparations for the May 2024 European elections.

The question now for all the WGs is how to push for more participation to the WGs.

→ Secretariat to circulate the issue tracker and a first version of a position paper.

→ Secretariat to record and circulate the names of the participants attending all the WGs

b. Logistics and EMDG WG

On the EMDG, the President reported he had a meeting with ARGE for which minutes would be circulated in annex to this report.

c. Sustainability WG

John Newcomb explained his proposal to promote Sustainability best practice issues using a Matrix following the UK's example.

The President expressed his personal doubts about the timing: it might be too early, and a clear framework should first be set up.

This would be decided during the Sustainability WG meeting on 14 April.

→ The Chair of the WG and the Secretariat to liaise with the President and Vice-president to discuss the work further.

8. Future work in 2023

a. Field trip

The President explained there would be a field trip this year in the Netherlands, with the theme and location to be decided. The congress would be in 2024, also in the Netherlands.

b. Market Data: BRG report follow-up

The Director-General explained the BRG report on market data has not been downloaded much, particularly in Spain. From the discussion, it seemed that some members were confused about the confidentiality issues.

→ Director-General to organise a call with them to explain the BRG report and how to circulate it.

c. New communication

The Secretariat explained the new newsletter now sent every month to FEST members, focusing on key legislations and news from Brussels. Members gave their feedback on it.

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There was also discussion on revamping the website and the quarterly newsletter, making them more efficient.

9. Any other business

There was none.

10. Closing

It was proposed to have two workshops face-to-face per year to discuss priorities and issues.

Meeting ended at 12.05 CET followed by lunch.

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