



General Assembly | Meeting

Thursday 14 March 2024

Minutes

Agenda points			
Decisions and action points		Who	Deadline
1.	Opening and procedure - Meeting started: 09.15 CET <u>a) Code of Conduct</u> - Competition Laws acknowledged <u>b) Approval of the 16 March 2023 minutes</u> - Minutes approved <u>c) Approval of the agenda</u> - Agenda approved, adding item 5.d: 'Continuation of the current BoD composition' <u>d) Confirmation of presence and voting proxies</u> - SEC informs to have received two signed proxies: - OVSHG provides its proxy to Johan Stevens (APCMC) - VVS provides its proxy to Magnus Sirén (TALTEKA)		
2.	For info: Secretariat's report <u>a) 2023 – 2024 activities</u> - SEC debriefs on the activities organised by FEST in 2023 (<i>see slides</i>) <u>b) Debrief of the 6 – 7 Mar 2024 Strategy Session</u> - DK informs on the outcome of the Strategy Session that took place on 6 – 7 Mar 2024 (<i>see slides and attachment 2.01</i>) – she highlighted the FEST mission, vision for 2030, incl. our purpose to have a member trade association from each European country; this resulted in a FEST Roadmap for 2023 with four main objectives (incl. clear KPIs and action items for the new Director General, BoD, and SEC) - Following a question from KHC, a discussion takes place on common audits of suppliers (both European and non-European, but based on risk-assessment of where to allocate resources for the audits); members agree that hardly anybody is auditing European suppliers as they are expected to follow European legislation, and members agree to discuss this topic further in the WG Sustainability		
	- Continue discussion on common audits for suppliers in the WG Sustainability	SEC	N/A
	- Finalise (with Business4Good, the Strategy Session convener) and distribute the final outcomes with members	SEC / BoD	15/04/2024
3.	For info: President's report		



	<p><u>a) 2023 financial report (incl. profit and loss overview), incl. Auditor's report</u></p> <ul style="list-style-type: none"> - EA informs on the financial income and expenses over 2023, mainly on the impactful developments on the finances, such as the Field Trip, the Strategy Session, and the cancellation of the 2024 Congress - KH further elaborates that the 2024 Congress would risk incurring too high costs, which was beyond what could be carried by FEST or the organising parties in the Netherlands; cancelling was the most sensible action - JN requests to send out a save-the-date for the 2025 Congress in Poland as soon as possible to the suppliers, as their agendas are booked quickly <p><u>b) 2024 budget and 2025 draft budget</u></p> <ul style="list-style-type: none"> - DK explains the 2024 and 2025 budgets; the 2024 marketing costs are elevated due to the planned rebranding and website, and the budget also takes into account that FEST should hire a Director General as soon as possible - DK adds that the BoD proposes to index the membership fees by 5 % for 2024, and to increase the associate membership fees to € 5,250 for 2024 - Discussion on the increased associate membership fees regarding the focus it will create on FEST and the resulting risk that several associate members may leave FEST, especially the ones active in sanitary ware products; members agree to have a follow-up communication plan ready in case associate members would like to cancel their membership, and as a follow-up propose 'special discounts' - Members agree to add to the budget a line of prospective additional membership fee revenues of € 12,500 for both 2024 and 2025 		
	<ul style="list-style-type: none"> - Prepare handover concerning the Congress organisation for DK and ZHI 	EA / KH	15/04/2024
	<ul style="list-style-type: none"> - Send save-the-date for the 2025 Congress 	SEC	10/09/2024
	<ul style="list-style-type: none"> - Prepare follow-up communication in case associate members will want to cancel, incl. 'special discounts' 	BoD / SEC	15/04/2024
4.	<p>For decision: statutory financial administration</p> <p><u>a) Approval of the 2023 financial report</u></p> <ul style="list-style-type: none"> - EER informs that the Auditors approve the financial reporting and confirm its correctness - AL asks whether an Auditors' will issue their report, and SEC answers that this will be facilitated shortly - Members agree to approve the 2023 financial report <p><u>b) Approval to discharge the Board of Directors over 2023</u></p> <ul style="list-style-type: none"> - Members agree to discharge the BoD over 2023 <p><u>c) Approval of the 2024 budget and membership fees</u></p> <ul style="list-style-type: none"> - Members agree with the 2024 budget and membership fees as discussed under item 3 <p><u>d) Approval of Auditors for 2024</u></p> <ul style="list-style-type: none"> - Members agree to appoint AL as Auditor over 2024 and to extend the role of EER as Auditor over the same time period 		
	<ul style="list-style-type: none"> - Facilitate Auditors' report over 2023 	SEC	15/04/2024
5.	<p>For approval: composition of the Presidium</p> <p><u>a) Departure of Mr Edgar Aker, President</u></p> <ul style="list-style-type: none"> - EA debriefs on his departure and the end of his Presidency of FEST 		



	<p><u>b) Approval of Presidential election of Ms Dobrochna Kasperek, currently Vice-President</u></p> <ul style="list-style-type: none"> - Members agree to elect DK as FEST President; as a result of DK becoming President, she resigns as Vice-President and succeeds EA, who resigns as President - These changes have immediate effect <p><u>c) Election of Karolina Hagberg Chinell as Vice-President</u></p> <ul style="list-style-type: none"> - Members agree to elect KHC as FEST Vice-President, succeeding DK; these changes have immediate effect <p><u>d) Continuation of the current BoD composition</u></p> <ul style="list-style-type: none"> - Members agree to extend the mandate of the current BoD composition by another year 		
	Adapt website and distribution lists in accordance with the latest BoD composition, and facilitate legal requirements	SEC	15/04/2024
6.	<p>For approval: profile, role, & selection process of Director General</p> <ul style="list-style-type: none"> - DK debriefs on the profile, role, and selection process of a new Director General, as was discussed at the Strategy Session meeting of 7 Mar 2024 (<i>see slides</i>) - JN asks whether a bonus scheme is included in the reimbursement package, and DK answers that this has not yet been discussed in the BoD 		
7.	<p>For discussion: 2024 – 2025 priorities</p> <ul style="list-style-type: none"> - DK debriefs on the short-term priorities for 2024 – 2025 (<i>see slides</i>) 		
	Encourage experts from member wholesalers to participate in the FEST Working Groups	ALL	N/A
	Inform ETIM International and its BoD about the EMDG activities between FEST and ARGE	SEC	15/04/2024
8.	<p>Next meeting + Closing</p> <ul style="list-style-type: none"> - SEC proposes to organise the next General Assembly at the ISH of 17 – 21 Mar 2025 in Frankfurt a/M, DE; members agree with this proposal - JN informs that he will request his membership if the BMF can also officially represent Irish wholesalers in FEST (since their membership includes Irish wholesalers and there is no official Irish association for HVAC and sanitary ware wholesalers), which would extend the official geographical scope of FEST to include Ireland as well - AL adds that it is important to keep FEST visible for the public and the ensure that the outside world can see that FEST is an active association - Meeting closed: 11.55 CET 		
	Start organisation of the 2025 General Assembly	SEC	N/A

Attachments

- 1.01 FEST GA Minutes 16 March 2023 – signed
- 2.01 FEST Strategic Retreat - Outcomes DRAFT
- 3.01 FEST Financial 2024 - budget 2024 - 20240307 DRAFT - for General Assembly

List of in-person participants

Dobrochna KASPEREK (DK; President)	ZHI
Edgar AKER (EA; President)	TGF
Johan STEVEN (JS; Past-President)	APCMC



Achim LAUBENTHAL (AL)	DG Haustechnik
Corrado OPPIZZI (CO)	ANGAISA
Esther ESTÉVEZ RODRIGUEZ (EER)	AMASCAL
John NEWCOMB (JN)	BMF
Jose David JUAN NAVARETTE (JDJN)	AMASCAL
Kim HOLST (KH)	Rørforeningen
Koert HUISMAN (KHm)	TGF
Magnus SIRÉN (MS)	TALTEKA
Dominik FLIKWEERT (DF ; DG a.i.)	Secretariat (SEC)

List of in-person participants

Karolina HAGBERG CHINELL (KHC; Vice-President)	VVS
Tomasz BORUC (TB)	ZHI

13/03/2024 D. Waspere

22/03/2024 E.J.O. Akce