**Extraordinary meeting of members of the NFA**

**14th of December, 2023**

**16-17h CET**

**Microsoft Teams Meeting**

**Present:**

**Isabel Schneider**

**Philip van Spinhoven**

**Klaartje Laan (NIAS support)**

**Roxane Farmafarian**

**Maria van Daalen**

**Matthew Hoye**

**Piotr Sztompka**

**Alice ter Meulen**

**Richard Jennings**

**Nicolas Trepanier**

**Lejla Salihbegovic (NIAS support)**

**The agenda for the meeting is as follows:**

**1. Appointment of chairman and secretary of the Meeting.**

**2. Opening of the Meeting**

**3. Establishment of attendees present or represented at the Meeting.**

**4. The establishment of the Articles of Articles according to the draft of the Deed, drawn up by Schut Notarissen B.V. in Amsterdam, the Netherlands, with reference number 2018S14542HD.OMZ which is provided together with this convocation and to approve the contents of the Deed including the Articles of Association (the Establishment) (voting item).**

**5. The appointment of the current directors of the Association as the directors of the Association upon the execution of the Deed (voting item).**

**6. The authorization of each director of the Association and each civil law notary, junior civil law notary and notarial employee working at Schut Notarissen B.V. to execute the Deed (voting item).**

**7. Questions and answers.**

**8. Any other matters.**

1. Philip Spinhoven is the chair and Isabel Schneider is the secretary of the meeting, but Lejla Salihbegovic will be taking minutes.
2. Philip Spinhoven opens the meeting.
3. Philip has 3 proxies; Wayne te Brake, Jan-Willem Duyvendak, and Gereon Wolters
4. Voting item. Voting on the establishment of the Articles of Articles according to the draft of the Deed, drawn up by Schut Notarissen B.V. in Amsterdam, the Netherlands, with reference number 2018S14542HD.OMZ which is provided together with this convocation and to approve the contents of the Deed including the Articles of Association (the Establishment). Philip opens the vote. 9 votes in favor present, 3 proxies in favor. No negatives and no abstentions.
5. Voting item. Voting on the appointment of the current directors of the Association as the directors of the Association upon the execution of the Deed. Philip opens the vote. 9 votes in favor present, 3 proxies in favor. No negatives and no abstentions. Matthew mentions that Emmanuel Berger had recently e-mailed him asking him to become part of the board. Philip says this might have been an e-mail requesting Matthew to evaluate the financial report. Roxane mentions this might have been Emmanuel enquiring about this, as the NFA is planning to completely replace the board in the future, and Matthew’s name has come up quite often when suggesting possible new board members.
6. Voting item. 9 votes in favor present, 3 proxies in favor. No negatives and no abstentions.
7. Maria has painted a poem of hers on one of the walls of the NIAS buildings at the old location in Wassenaar and wonders whether it is still standing. Philip will enquire about this. Roxane asks whether the art was part of a particular project or made for/during a particular event, Roxane needs a bit of context in order to pin-point what exactly this was and whether perhaps it can be re-painted. Maria is not sure whether it was for a special occasion or a particular event.

Alice enquires about the rose garden at the old NIAS location in Wassenaar. Philip mentions there is a smaller version of the rose garden in the garden of the Fellows House at the new location. However, there is no historical context given about the garden by means of perhaps an information sign, the NFA would like to change this.

Piotr asks about the payment of the membership and whether someone can help him pay the membership. Philip informs him the payment is a one-time thing. Piotr wonders whether he has already paid. Philip will get back to him about this. Roxane mentions this is precisely the reason we have gathered here today to vote. The payment will be made much easier. The NFA wants to open a Dutch bank account, and has been thinking about Triodos, a leading sustainable bank, meaning the bank does not invest in or finance industries and causes we are not in compliance with. Alice asks whether the NFA has considered doing a fee comparison, Philip answers positively, and the fees are quite comparable.

1. Philip asks whether there are any other matters, there are not. Therefore, Philip closes the meeting.

*Contact details*

Lejla Salihbegovic; [lejla.salihbegovic@nias.knaw.nl](mailto:lejla.salihbegovic@nias.knaw.nl); 06-39662158