



EUROPARC Federation

Report to Council

24th May 2012

Title:

Note of joint committee meeting

Summary :

Update of discussion of joint committee .

Recommendations :

- ❖ To note the report

Summary note of meeting of the EUROSITE & EUROPARC Joint Committee, on 13 April 2012, Amsterdam Sloterdijk

Attending: Thomas Hansson (TH); Eric Baird (EB); Henkjan Kievit (HK - Chair); Yves Verilhac (YV).

Staff attending (for part of the meeting): Carol Ritchie (CR); Neil McIntosh (NM)

Apologies: Marian Jager (MJ)

(Throughout the note, 'JC' = Joint Committee)

Items 1 and 2:

The draft agenda was approved and the only item identified to be added was to discuss feedback to members. Furthermore, it was agreed that:

- There would be some items for discussion without members of staff being present.
- The main purpose of the meeting was to review progress and to jointly agree common actions and process.
- It would be necessary to carefully monitor progress and see if we are on track as that would help avoid misunderstandings.
- There is a need to remain faithful to what members expect/ expected from the Joint Committee.

Referring to the minutes of the meeting of 12 January (Brussels) & matters arising, EB said that a comment attributed to him on page 2 should be re-phrased as a question rather than a statement (**ACTION 1 – NM**). Referring to Action 3, CR would check whether the final version of the agreement has been sent (**ACTION 2 – CR**). Other matters arising were identified and would be picked up during this meeting.

Item 3: (CR and NM left the meeting at this stage before being invited to rejoin.)

From the discussion without the staff being present, it was confirmed that:

- Language is important and (mis-) interpretation of words such as 'new' / 'different' etc needs to be avoided.
- Prior to seeking legal advice about a new location, independent joint legal advice on options is required rather than on a specific position – basically, the joint legal advice should seek to identify what would be the best way to realise the one organisation.
- The options should be considered on the basis of pros and cons and then a choice will still need to be made. However, the JC do not want unlimited

- options – it would be important to try to narrow the question to achieve more focus and this will lead to a more effective outcome and be less expensive.
- 2012 can be the opportunity to present the type of organisation we want to be and where we aim to be. To achieve this, a timeline needs to be jointly agreed to the end of August, including what has to be delivered by whom.

Following discussion of various options about the preferred way forward, it was agreed that the focus at this stage should be on obtaining joint legal advice for the one organisation. The joint legal advice to be sought involves the basic question - we want to create one organisation and what would be the best way to achieve that? It will be essential to ask questions ‘outside of the box’ – these must be carefully worded. It is necessary to check perceptions and demonstrate that we are as flexible as possible. The aim is to go to the October general meetings having taken some legal advice and to make a recommendation on the basis of the legal advice.

It was agreed that the brief for the one organisation (plus an indicative offer) should be ready by 24 May. This should take the form of a request for tenders prepared in order to seek a quote/ quotes for the work. It is to be seen as a separate exercise to obtaining legal advice for EUROSITE, which can be ready at a separate time. The legal advice for EUROSITE is EUROSITE’s responsibility at EUROSITE’s cost and the joint legal advice is a shared cost. The brief is to be drafted by EUROSITE and agreed by the JC (**ACTION 3 – NM to lead**). In addition, EB said that he would be able to nominate potential people to quote for the work.

Item 4:

The draft mission, purpose and function statements (circulated prior to the meeting) were discussed. EB found the mission too narrow, focusing on practice and omitting reference to policy: a broader strategic approach and the wider context should be reflected – for example, we want to be the ‘go to’ organisation and this needs to be reflected in the mission. CR said we want to reflect EC priorities/ EU 2020 strategy, but not replicate them: we are independent and the mission etc should reflect the work of our members. YV said we should also look at what is missing/ what is most appreciated by members from EUROSITE and EUROPARC – for example, the technical advice, expert guidance etc. There is perhaps more of a difficulty with lobbying he suggested – it is more a political discussion, which will need to be discussed. TH said that EUROPARC has postponed work on reviewing its strategy because of the work of the JC – the JC agreed that this can also be a uniting exercise in fact.

It was agreed that re-worded and re-worked drafts of the mission, function, purpose etc should be prepared by and ready for the joint meeting on May 24th in Siggen. EB agreed to lead this process. (**ACTION 4 – EB**)

Additionally, EB & YV said it would be helpful to have a comparison of the existing statutes of both networks. (***ACTION 5 – CR***)

Also, EB said it would be good if HK & TH prepare a joint statement following this meeting – CR agreed to prepare a draft note to be ready next week as a specific outcome following this meeting. (***ACTION 6 – CR***)

Item 5:

TH confirmed that the due diligence exercise will be considered by the JC to make a recommendation to either, both the Council and Board of both orgs, or directly to members.

HK said that there is a difference between seeking joint legal advice and the due diligence process, which will require to be followed in due course. At this stage therefore, due diligence is not a high priority – this might form part of questions during the implementation of the joint legal advice. The joint legal advice is more of a priority.

It was agreed to compile a due diligence folder, whilst taking care not to breach confidentiality in terms of personnel. This folder is to be made available for the external legal expert. (***ACTION 7 – NM & CR***)

In terms of other matters including governance systems, core services, likely staffing requirements and future finances etc, the JC agreed that these were technical issues to be developed at later stage.

TH said it would be useful to have an update of the double members and details of their fees. (***ACTION 8 – NM to lead and pass to CR***).

Item 6:

In terms of the joint meeting in Siggen on 24 May, the main outcomes to be aimed for are to get to continue the process of getting to know each other better and to clarify what is to be progressed and taken to the Annual Meetings in October 2012. Subject to confirmation, preliminary items identified for the joint meeting agenda were identified as including:

- Feedback from the JC;
- Logistics for the General Assembly & Conference 2012;
- An update of the draft mission, purpose, function etc – open for discussion;
- The brief to seek a joint legal adviser – a for info item;
- Progress on due diligence.

Referring back to the drafting of the brief, the following points were identified to be noted:

- We want advice on the best governance system;
- One President is an option;
- Staffing - keeping existing staff is not a necessity;
- We will be a membership association;
- We will be pan-European (predominantly);
- We expect the legal expert to signpost and come back with questions, which pinpoint areas where there is need for clarity.

It was confirmed that there will be a Joint Committee meeting on the evening of the 23rd May (if possible) prior to the joint meeting on the Thursday 24th.

In terms of the preparations for the joint Conference in October 2012, it was confirmed that there would be a joint AGM scheduled as part of the Conference. HK said though that he saw the Conference as a joint event and the opportunity to jointly present both organisations together as the main green partner for the EC (& others). It could also be an opportunity to serve as a ratification of what the JC has done, probably aiming for 2013 as an appropriate time for a launch of the one organisation.

Following an exchange of views about how to ensure that the Conference is organised as a joint event and how this can be achieved, it was agreed that opportunities are currently being developed and would be jointly discussed in due course as it develops. In addition, it was agreed that HK should contact Ignace Schopps to discuss the Conference 2012 being labelled as a joint Conference - **(ACTION 9 – HK)**

AOB

NM will send thanks to SBB – **(ACTION 10 – NM)**