



Europeana Foundation Governing Board Meeting

27 September 2016
10h00 – 17h00 CEST
The Netherlands
Institute for Sound &
Vision, Theatre Two

More Inclusive Governance Involving The Member States

Action proposed: For approval of the suggested solution and if we can go down the proposed route of adopting the proposed amendment

Preamble

[Council Conclusions on the role of Europeana for the digital access, visibility and use of European cultural heritage](#) call upon Europeana to further involve the Member States in the policy making and decision making processes of Europeana. The Conclusions aim to increase Member States' involvement and participation.

On 31 May 2016, the Council of the European Union recognises that a challenge in the governance of Europeana lies ahead:

“15. the governance of Europeana needs to become more inclusive, involving Member States' governments, the wider network of aggregators and cultural heritage institutions in the setting of strategic priorities and the development of cultural, user-oriented projects on the basis of the available funding; where appropriate, the views of key cultural figures can be taken into account;”

The Conclusions invite Europeana to:

“19. make significant strides towards dealing with the challenges ahead as identified in these conclusions;”

“22. closely involve Member States in the policy- and decision-making. For the Europeana Foundation, this could be organised in particular through participation in the Governing Board of the Member State holding the Presidency of the Council of the EU, the Member State that held the previous Presidency and the Member State that will hold the next Presidency;”





Member States in the current composition of the Board

As laid out in [Article 5.2.iii.a. of the Statutes of Europeana Foundation](#):

“One member shall be appointed as representative of the European Union Member State holding the position of the presidency of the Council of the European Union; “

Under the current structure, besides the sitting Presidency, the Governing Board of Europeana has two other members who take part in the Member States Expert Group besides coming from the Management Board of the Network Association Members Council: Max Kaiser and Rolf Kallman. They also wear the hats of the Member States representatives on the Board.

Suggested solution

Expansion of the Board to three Member States Representatives as voting Board Members in lieu of the current composition: one Member States Representative (sitting presidency) as voting Board Member alongside two Member States Representatives (preceding and succeeding presidencies) as non-voting Observers.

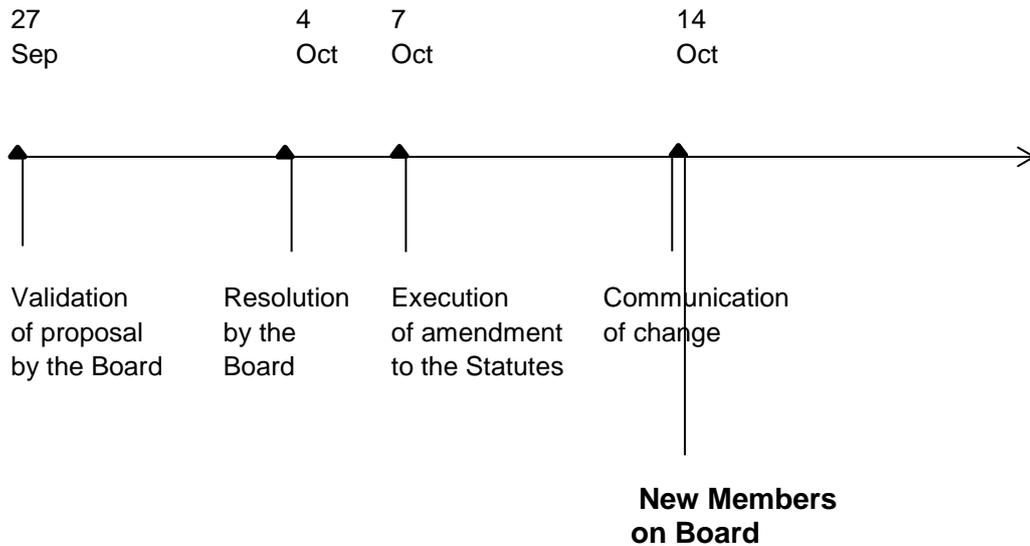
The proposal would extend the participation of three Member States on the Board to the sitting, past and post presidencies for a total of 1.5 years per Member State.

Together with Max Kaiser and Rolf Kallman who also wear the hats of the Member States representatives on the Board, addition of the past and post presidencies will bring the number of Member States representation on the current Board to five members and the total Board Members to 19.

Process and Timeline

- Validation of the suggested solution by the Board. *At the Board meeting of 27 Sept*
- Formal resolution of the amendment in the composition of the Board (if required by the Notary¹). *By 4 Oct*
- Execution of amendment to the Statutes of Europeana Foundation. *By 7 Oct*
- Communicating the change in the makeup of the Board to major Stakeholders: *14 Oct*
- Three Member States officially on Board as voting members. *By 14 Oct*

¹ We are currently checking the process of amendment with the Notary.



Amendment of the Statutes

Under Article 10 of Europeana Foundation [Statutes](#):

- “1. The Governing Board is authorised to amend these Statutes.*
- 2. A resolution by the Governing Board to amend the Statutes will require a majority of two-thirds of the votes cast at a meeting in which two-thirds of the members of the Governing Board are present or are represented.*
- 3. The notice convening a meeting at which an amendment to the Statutes is to be considered, must enclose a copy of the proposal quoting the verbatim text of the proposed amendment.*
- 4. Amendments to the Statutes shall be laid down in a notarial deed. Every member of the Governing Board is authorised to have such a deed executed.”*

Verbatim text of the proposed amendment

2.(iii).a.: three (3) members shall be appointed for a total period of one and a half (1.5) years per member, as representatives of the European Union Member States holding the position of presidency of the Council of the European Union, the preceding presidency and the succeeding presidency. These three seats are rotating positions for the Member States. The three canvass the views of and consult with other Member States prior to voting, decision making and meetings of the Board.

If the board approves the proposed amendment, Jill Cousins, The Executive Director of Europeana Foundation will proceed with the Notary to execute the amendment.

Circulation:

Europeana Foundation Governing Board Members & Observers

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