



Europeana Foundation Governing Board Meeting

Paper 2B
Public

5 March 2018
9h30 – 16h45 CET
[Koninklijke Bibliotheek Prins
Willem-Alexanderhof
5, 2595 BE The Hague](#)
Koopman Room I5.200

Power of attorney and KvK Proxy for acting executive director

Action proposed: Board to formally approve Basecamp decision

The power of attorney granted by the Governing Board to Jill Cousins which delegate some aspects of the functions of the Board to the executive director has to be updated to guarantee a smooth transition of legal and financial responsibilities to Harry Verwayen as the acting executive director. Updating the PoA will be followed by registration of Harry Verwayen at the Chamber of Commerce and the European Commission systems to submit for projects. The latter is particularly important for the submission of DSI-4 under open procurement. The changes to the current PoA deliberately remain minimal.

The Board approved the PoA (see annex) via basecamp on 13 and 14 February 2018.

Circulation:

Europeana Foundation Governing Board Members & Observers

Classification:

Public





ANNEX – Power of Attorney



Power of Attorney

The Governing Board of the Europeana Foundation, with registered office at The Hague, the Netherlands,

'referring to article 8.2 of the notarised Deed of Amendment to the Articles of Association, 10 September 2015'

considering that the Governing Board may grant one or more of its members or third parties, either jointly or individually, a power of attorney, permanent or otherwise, to represent the Foundation with the restrictions laid down in this Power of Attorney,

has resolved via Basecamp and affirmed during its meeting of 5 March 2017 to grant a power of attorney to Mr H. Verwayen, born 2 January 1970, having residence at Tollenstraat 130, 2530 GE, The Hague, from February 28th, 2018 to execute the following tasks on behalf of the Foundation:

- To be the primary signee on all Europeana bank account(s);
- To manage all funds, including European Commission funding, and the monies received from Ministries of Education and Culture, or other sources, in accordance to the Strategic Plan and the yearly Budgets approved by the Governing Board;
- To enter into new contracts up to the maximum of € 221,000 (exc. VAT) per contract. (This amount relates to the amount from where European tender is required). Above this amount approval is required from the Governing Board.
- To enter in other financial and legal obligations for the running of the projects and the Foundation;
- To apply for new projects, mainly funded by the European Commission.
- To apply for new projects, mainly funded by other resources.
- To be responsible for employees and project contracts (when matching funds are assured);
- To employ individuals on its behalf in line with available funding and the approved annual budget;
- To evaluate project proposals relating to Europeana with a peer group;
- To organise and manage the daily business of the Foundation.
- To sign for individual invoice payments up to a maximum amount of €125,000. For an amount between € 125,000 and € 200,000 co-signing is required (either by the Chair, the Secretary or the Treasurer of the Europeana Foundation Governing Board).



Mr H Verwayen is hereby granted the right to allow substitution all the powers granted above by Mr L.H.M. Verhaar, born on 8 July 1967, having residence at Rijsbes 20, 2498 AR The Hague and Ms J van der Leeuw-Roord, Treasurer of Europeana Foundation, acting jointly, in the event that Mr H Verwayen is unable to carry out the tasks, described above, for more than three consecutive days. This substitution shall last for the duration of the absence of Mr H Verwayen and shall only commence when Mr H Verwayen has informed Mr L.H.M. Verhaar in writing (including email) that he is or will be absent, or in the event of serious incapacity, such as hospitalisation.

Accountability

At least once a year all acts that have been carried out on the basis of this Power of Attorney will be accounted for in a meeting of the Governing Board.

Date/Place:

Date/Place:

Signed by:

Signed by:

Elisabeth Niggemann
Chair of Europeana Foundation

Joke van der Leeuw
Treasurer of Europeana
Foundation