

CONFERENCE OF EUROPEAN CHURCHES

Extraordinary General Assembly

5 October 2018

Draft Minutes

Opening of the General Assembly

The meeting was opened at on 5 October 2018 at 10:00 am by Revd Christian Krieger, President of the Conference of European Churches, who chaired the meeting and acted as the moderator. The President designated the following persons as members of the bureau:

- Rt Revd Gulnar Eleanor Francis-Dehqani, as vice-moderator of the meeting;
- HE Metropolitan Cleopas of Sweden and All Scandinavia [legal name: Panagiotis Strongylis], as vice-moderator of the meeting;
- Very Revd Protopresbyter Heikki Theodoros Huttunen, as secretary of the meeting;
- Ms Véronique Engels, as minute-taker of the meeting;
- Mr Andreas Henriksen Aarflot, as legal advisor; and
- Revd Dr Patrick Roger Schnabel as legal advisor.

The President, the secretary, the vice-moderators, the minute-taker and the legal advisers together constituted the bureau. Notary Frédéric de Grave and lawyers Mr Antoine Druetz and Ms Sakine Yilmaz were also present.

It was not proceeded to the appointment of vote-tellers.

Notary Frédéric de Grave gave an introduction about the notarial deed.

Composition of the General Assembly

68 Member Churches were present or represented under powers-of-attorney; 46 Members were represented by Revd Christian Krieger, 10 Members were represented by HE Metropolitan Cleopas of Sweden and All Scandinavia and 12 Members were represented by Rt Revd Gulnar Elanor Francis-Dehqani. The list of Members Churches present or represented is included in appendix 1.

After the undersigned notary informed them thereof, the proxy-holders acknowledged to be informed about the liability they assume as proxy-holders of the abovementioned appearing parties.

The proxy-holders expressly confirmed and personally guaranteed that their respective power of attorney was validly granted and signed by their respective principal, and guaranteed performance by their respective principals as far as necessary.

The members of the bureau declared under their responsibility, fully discharging the undersigned notary, that all Members aforementioned were validly represented, and required the undersigned notary to not verify the powers of their respective representatives and/or proxy-givers.

The Members present or represented, as mentioned above, have decided to modify the existing constitution of the Association. As the number of modifications that the Members present or represented wish to make to the constitution is high, the Members present or represented shall adopt hereinafter a new and coordinated text of the constitution of the Association.

The modifications to the constitution of the Association which must be recorded in a notarial deed according to article 50, § 3 of the law of twenty-seven June nineteen twenty-one on non-profit associations, foundations, European political parties and European political foundations (hereafter: "Law") as well as, for facility purposes, all the other modifications to the constitution of the Association shall be adopted and recorded by the present notarial deed by adopting a new and coordinated text of the constitution of the Association.

The governing board of the Conference of European Churches, during its meeting which was held from May 30 to June 4, 2018, convened the present assembly.

Declarations

I. The President reminded the extraordinary general assembly that a meeting of the general assembly was held from May 30 to June 6, 2018, during which the general assembly: (i) informally approved the new and coordinated text of the constitution and (ii) resolved to submit this latter to the extraordinary general assembly of today for approval.

II. The present assembly has the following agenda:

1. Approval and adoption of a new and coordinated text of the constitution;
2. Entry into force of the new and coordinated text of the constitution;
3. Delegation of powers to complete required administrative and publication formalities; and
4. Election of the proxies elected by the General Assembly of Novi Sad as new members of the electoral reserve

III. The President declared that 68 Members are present or represented, i.e. more than half of all the Members of the Association, so that the presence quorum stipulated in the current Article 7 (3) of the constitution of the Association is met.

Therefore, the extraordinary general assembly may therefore validly deliberate and decide on the items on the agenda.

IV. The Members present or represented unanimously declared that each of the items of the declaration of the President is correct.

Then, the agenda was addressed and, after deliberation, the delegates present or represented (i) adopt the first resolution in accordance with the voting quorum stipulated in the current Article 15 (2) of the constitution of the Association, and (ii) adopt the second, third and fourth resolutions in accordance with the voting quorum stipulated in the current Article 7 (5) of the constitution of the Association

1. First resolution: Approval and adoption of a new coordinated text of the Constitution

After deliberation and discussion, the Members present or represented decide to approve and adopt a new and coordinated text of the constitution of the Association and request the notary to formally record that they approve and adopt the attached new and coordinated text of the constitution of the Association (appendix 2).

The results of the vote regarding the first resolution was:

- in favor: 124
- against: 0
- abstentions: 0

The first resolution is therefore adopted.

2. Second resolution: Entering into force of the new coordinated text of the Constitution

The Members present or represented decide that the new and coordinated text of the constitution of the Association, which has been recorded and adopted here above by the Members present or represented shall enter into force immediately after the present extraordinary general assembly, with the exception of Articles 2.1 and 2.2. of the constitution that shall enter into force on the date of the royal decree approving the new aims and the new activities of the Association.

The results of the vote regarding the second resolution are:

- in favour: 124
- against: 0
- abstentions: 0

The second resolution is therefore adopted.

3. Third resolution: Delegation of powers to complete the publication and administrative formalities

The Members present or represented decide to grant powers (in the largest sense) to Mr. Antoine Druetz, Ms. Alix Degrez, Ms. Sakine Yilmaz and Ms. Charlotte Fumiere in their capacity of lawyers, with their office located at 1170 Brussels, Chaussée de la Hulpe 166, as well as to the associated notaries Depuyt, Raes & de Grave, with registered office at 1080 Brussels (Molenbeek-Saint-Jean), Boulevard du Jubilé 92, on behalf and for the account of the Association, do all that is necessary or useful to fulfil the required administrative and publication formalities and to perform all actions generally required for the modification of the constitution of the Association, including, but not limited to, the modification of the registration of the Association with the Crossroads Bank for Enterprises, the modification of the registration of the Association with the VAT authorities, drafting and filing of the coordinated version of the constitution with the clerk's office of the Commercial Court of Brussels, proceed with any publication in the Annexes to the Belgian Official Gazette (including the signature of any publication form), and undertake the required steps (including maintain appropriate contacts) vis-à-vis the Federal Public Service Justice in order to obtain the Royal Decree approving the new aims and activities of the Association. These proxies will enter into effect immediately after the signature of the present deed. The proxy-holders have the power to act individually and have the right of substitution.

The results of the vote regarding the third resolution are:

- in favour: 124
- against: 0
- abstentions: 0

The third resolution is therefore adopted.

4. Forth resolution: Election of the proxies elected by the General Assembly of Novi Sad as new members of the 'electoral reserve'

In accordance with the new Article 8 (7) of the constitution, the Members present and represented decide to appoint the following proxies that have been appointed by the General Assembly of Novi Sad that was held from May 30 to June 6 2018 as new members of the electoral reserve:

1. Mr. Alfredo Abad (Spanish Evangelical Church);
2. Mr. Iakovos Andriopoulos (Church of Greece);
3. Mr. Ella-Maria Boba (Evangelical Church in Austria);
4. Mr. Peter Ciaccio (Evangelical Methodist Church in Italy);
5. Ms. Katarzyna Charkiewicz (Polish Autocephalous Orthodox Church);
6. Mr. Vilmos Fischl (Evangelical Lutheran Church of Hungary);
7. Ms. Karine Haryutunyan (Armenian Apostolic Church);
8. Ms. Asa Ingarda (Church of Sweden);
9. Ms. Renata Japenga (Protestant Church in the Netherlands);
10. Mr. Rainer Kiefer (Evangelical Church in Germany);
11. Mr. Tuomo Mäkelä (Evangelical Lutheran Church in Finland);
12. Ms. Maria Mountraki (Orthodox Church of Finland);
13. Mr. Gregory Pelushi (Orthodox Autocephalous Church of Albania);
14. Mr. Daniel Topalski (United Methodist Church in Bulgaria);
15. Mr. Klaas Van der Kamp (Protestant Church in the Netherlands);
16. Mr. Petr van Vins (Old-Catholic Church in the Czech Republic); and
17. Ms. Carol Wardman (Church in Wales).

The results of the vote regarding the fourth resolution are:

- in favour: 124
- against: 0
- abstentions: 0

The fourth resolution is therefore adopted

Legality statement

After verification, the notary confirms the compliance with the provisions of Title III of the law of twenty-seven June nineteen twenty-one on non-profit associations, foundations, European political parties and European political foundations.

The agenda of the meeting being fulfilled; the meeting is finished at 10:30 a.m.

Whereof record

Drawn up on the date and in the place mentioned above.

Having read and commented the present deed, entirely regarding the parts of the present deed, referred to in the law, and partially regarding the other provisions, the members of the bureau aforementioned, signed with the Notary and the Members present or represented, acting with the aforementioned qualities, the presence list, which will remain attached hereto.

Appendixes:

Appendix 1 - list of Member churches represented by the proxy-holders

Appendix 2 - Final version of the CEC constitution



Rev Christian Krieger

Moderator



Fr Heikki Theodoros
Huttunen

Secretary



Ms Véronique Engels

Minute Taker