



Minutes AFFIA Executive Committee

6 Nov 2017	Conference call	Skype for business	17:00 h	18:15 h	Bangkok time
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Present Mrs Anne Deguerry, President (AD) Mr Bart Verstapen, Vice Secretary (BV) Dr Wasaporn Chanput, Treasurer (WC) Ms Regan Suzuki Pairojmahakij, Secretary (RSP) Mr Nathan Preteseille AETS, coordinator (NP)	Absent Mr Tharaton Teerakunded, Vice President (TT)
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1. Validation of last meeting minutes

The minutes of 11/10/2017 are circulated validated and unanimously adopted by the EXECOM.

2. Comments on statutes and voting

including comments sent by Leo Wein (LW) – email feedback to the EXECOM

Point 1: Fees définition

QUESTION

- LW asks about the procedure of fees modification.
- RSP states it may be useful, even if fees change, to clarify a policy on either flat annual rates, or prorated options to membership fees. May help to reduce further issues on this point to have it up front.

ANSWER

In the statutes in Art 5, Point C: « The annual membership fees shall be proposed yearly by the Executive Committee to the General Assembly which will vote with a simple majority. »

The EXECOM role is to define the annual fees and then to submit their proposal to the GA. Before the GA, NP did sent to all the members the Management rules with detailed statement on the annual fees.

=> **EXECOM unanimously agrees** the Management rules will be submitted to all the members before each GA as a reminder.

Point 2: Voting rights and GA

QUESTION

- RSP asks if everything is up for vote? Or would there be an agenda section devoted to those key decisions that need GA vote upon? Perhaps this could be made clearer: members are to be more clearly informed in advance of the GA of what points are to be held to vote in order for them to prepare their opinions accordingly.
- LW suggests that, as a regional organization, all votes must be open to all members regardless of their location - e.g. via online vote - and that there should be a voting period of min 1 week to allow members to cast their vote.

ANSWER

AD points out that the voting rights rules are defined in Article 4 - Point 5.

=> **EXECOM unanimously agrees** that the topics to be voted on during the GA, should be listed and detailed before the GA and submitted, accordingly with the statutes, in a timely manner to all members, ahead of the GA.

=> **EXECOM unanimously agrees** that for members attending the GA remotely should have the opportunity to vote remotely by electronic means, within a 48h period after the GA.

=> **EXECOM unanimously agrees** that the GA is open for vote for those members that are attending the GA physically or remotely. Members who don't attend the GA, aslo don't have the right of vote at the GA, because "being involved and committed" is a major objective of the GA. Members who cannot attend the GA have the option to vote through a proxy. This option will made available with the convocation of the GA.

=> **EXECOM unanimously agrees** that he 3 statements above should be included in the management's rules of AFFIA.

Point 3: Statutes amendments

QUESTION

LW & RSP ask if there should be mention of mechanisms for amendments to the Statutes? If amendments are desired, how would these by proposed?

ANSWER

AD replies the amendments rules are defined in Article 6 - Par. 2 a): external factors can require or any member can request or propose amendments to EXECOM. Theserequests will be processed by EXECOM.

Approval of proposed amendments belongs to the GA field of competence.

Point 4: AFFIA Name

QUESTION

RSP asked if 'ASEAN' still a legitimate and legal name for the organization (given the normal need for it to be government initiated)?

ANSWER

NP consulted our lawyer. The reply is that we cannot use the term ASEAN in the association name unless you have permission from the ASEAN organization headquarters in Jakarta. From Thailand's perspective, it is improper to use a name that gives the fake impression that your organization is chartered by or associated with the Association of South East Asian Nations organization.

=> Then, the **EXECOM unanimously decides** to shift from « ASEAN Food and Feed Insect Association » to « Asian Food and Feed Insect Association ».

The statutes are modified accordingly, reference to ASEAN is only meant to be a geographic reference, before being submitted to the members' vote.

Point 5: Member's exclusion

QUESTION

LW raised the point that the exclusion of a member is a potentially serious decision as the association grows in significance. 2/3 majority means that 3 Execom members are sufficient for exclusion - seems too little?

LW proposes that:

- Exclusion should be decided upon by GA. The Execom might have power to suspend membership with a 2/3 majority, but a formal exclusion should be GA topic. A suspension decision by EXECOM should be communicated and justified to all members.
- Exclusion / Suspension should follow a defined set of exclusion criteria => when can (and should) a member be excluded?
- Should EXECOM Suspension vote allowed to be secret or should it be transparent for accountability?

ANSWER

EXECOM points out that exclusion of a member is ruled by Article 4 Par. 3 of the statutes:

A member can be excluded for 2 reasons:

- He didn't pay his/her membership fees within 2 months' notice.
- He no longer meets the condition to be a member.

GA vote can be secret if at least one member asks for it.

=> The **EXECOM unanimously doesn't see suitable** to have to refer to the GA for the exclusion of a member.

=> The **EXECOM unanimously agree** to increase the required majority of vote and thus to modify the sentence:

« The Executive Committee may exclude a member at any time with a 2/3rd majority » *into* « The Executive Committee may exclude a member for one of the reasons above, with a 4/5th majority. The decision of exclusion has to be motivated and the motivation should be written in the EXECOM minutes »

Point 6: AFFIA members' obligations

QUESTION

LW: AFFIA is a voluntary association and represents the full spectrum of opinions in the field.

a) how is the position of AFFIA determined?

b) Members are entitled to their own positions - also if they do not align with the majority position of the association. They must clearly state their position to be their own and NOT the position of AFFIA in case of disagreement, but they don't have to adhere to the AFFIA position. Strongly suggest to change and adapt this clause.

ANSWER

The members' obligation are written in Article 4, Par. 4 of the statutes

«· All members have to support and adhere to the objectives, statutes, by-laws of the Association.

· All members have to support and adhere to the positions that the Association takes with regard to matters that concerns Insects for Food and Feed. All the members have to adhere to their respective roles under the existing rules and regulations of the Association. »

On the first point, the **EXECOM reconfirms and unanimously agrees** that to support and adhere to the objectives, statutes, by-laws of the Association is, by itself, at the heart of the motivation of being a member. On the second point it is a general statement, but **EXECOM unanimously decided** to make it clearer and modify as below:

«· All members have to support and adhere to the objectives, statutes, by-laws of the Association.

· All the members have to adhere to their respective roles under the existing rules and regulations of the Association. »

Point 7: Quorum and Minutes

QUESTION

LW: A max timeline (e.g. 2 weeks) for the publication and dissemination of these GA minutes should be included in the statutes.

ANSWER:

The **EXECOM unanimously agrees** to add a timeline in the statutes as below, at the end of Article 6 - A - Point 4)

"The minutes of the General Assembly have to be transmitted to all the members within 21 working days after the meeting."

Point 8: Liquidation of the association

QUESTION

NP raised the point that according to the Thai laws:

"**Section 107.** After liquidation, the remaining assets, if any, cannot be distributed among the members of the association. They shall be transferred to such other association or foundation, or any juristic person whose object is of charity purposes as may be designated in the regulations, by the resolution of the association in general meeting. If no transferee of the said assets has been designated, by the regulations or by the resolution of association in general meeting, or if designated but it is unable to comply therewith, the remaining assets shall belong to the State. »

ANSWER

EXECOM unanimously agrees that in case of liquidation, AFFIA prefers to transfer its potential asset to a charity rather than to the State.

NP suggests the name of 2 Associations; RSP suggests the name of 2 Associations cf. below, Topic 6.

Action Point 1: (NP) The updated Statutes will be sent to all the members through e-mail for vote.

3. Event in KU in February

WC provided feedback and explained the context. The Head of the Foreign Affairs Department of KKU has passed away and as a result no one is able to take decisions. Funds are not able to be disbursed. Currently the Head of FSC is advancing his own personal funds for events to proceed. He has advised that, while it is possible to request for funds, it is preferred if events can be delayed until resumption of fund liquidity in May.

EXECOM considered that changing dates might risk losing the two identified speakers. In addition end of February may be too soon for sufficient planning and outreach to occur. Finally, end of June similar to last year might be preferred.

QUESTION (NP): There could still potentially be a short course (in February) and workshop in June. Could the cost of the two speakers be split?

ANSWER (WC): This would need to be discussed internally.

(NP): If so, topic of the short course would need to be decided very soon.

EXECOM unanimously agreed on 25-27 June as the dates for the workshop.

WC would not be available at that time and so another person would need to be authorized to organize in her place from KKU.

Given that 4 days for the shortcourse would be mandatory and time is short, EXECOM made unanimous decision not to go ahead with the shortcourse. Alternative option is a one day workshop aimed at membership and with Insect processing as topic.

Action Point 2: (NP) Concept for one day workshop will be submitted to Faculty of Agro-industry.

Action Point 3: (BV) Draft letters for EXECOM approval notifying change of workshop date to Dr Dewi and Dr Longyu.

Action Point 4: (WC) Identify authorized replacement for June workshop.

4. AFFIA-KU OFFICIAL cooperation: How does it work if AFFIA not legal yet? (BV)

No discussion noted on this point. Moved to subsequent meeting.

5. AFFIA EXECOM positions' announcement: Need of EXECOM Pics.

Execom pics apparently already collected, just not those of entire membership.

6. AFFIA REGISTRATION:

The process of AFFIA registration needs at first that only Thai members will be mentioned.

On EXECOM demand, NP met our lawyer, to know what risk are we taking, e.g. with website not in line with the application paper. The lawyer (Steve) doesn't believe there is significant risk.

Lawyer Steve's Feedback

1. For Steve, There should not be any problem if we register the association this way and say only that there are Thais at the very beginning and further register foreigners step by step. The registration of foreigners will need a criminal record check, which may take time, but will run in the background of the association registration, not preventing it as is the case if we started with foreigners.
2. For Steve, the risk to have a governmental check of what AFFIA does would only appear if a complaint is filed against AFFIA, but otherwise, remains very low.

Coming back to the "**liquidation of the association**" as already in topic 2, Point 8

(Define a Charity association to receive potential AFFIA "assets" if AFFIA stops => what is the choice?

NP suggests:

- Green Leaf Foundation ? http://www.greenleafthai.org/en/green_found/
- Eec Thailand <http://eecthailand.com/en/about/>

RJP suggests:

- Thai Harvest SOS: A food waste/ food sustainability focused Thai registered NGO (<http://www.thaiharvestsos.org/>)
- Thailand Sustainable Development Foundation: Thai NGO dedicated to improving rural sustainability through local livelihoods (<http://www.tsdf.or.th/en/>)

Action Point 5: (NP) At the end of the next AFFIA newsletter, the 4 choices will be mentioned, asking members for feedback. The EXECOM will decide afterward

7. Webinar: no follow-up from Pierre-olivier Maquard. Other webinar by an AFFIA Member?

When it comes to topics, members involved in insects as feed are limited versus as food. Suggestion of less webinar and more open forum discussion (Skype for business open sessions), for example “rearing substrates for BSF”.

8. AETS Contract (BV)

AETS arrangements are to be discussed during a future open forum session.

9. IITB event on 18-19/11 + event with Mexican Chef (RP)

Dedicated email to be sent out on workshop on the 18th. Note that this is a trial insect cooking workshop and will be used to test interest. Role for AFFIA in providing talk, displaying material and sponsoring insects for use. AFFIA could support through social media. Mexican event not discussed.

Action Point 6: (RSP & AD) Poster and workshop information to be forwarded to AD. These to be posted on AFFIA’s social media outlets.

10.Plans and strategy for the months to come.

Summary of Friday 03/11 open session + summary of meeting AD-Leo on Sunday 05/11.

Partial point was discussed, that proposed by LW of a working group on website content. EXECOM unanimous agreement that this is a positive step and discussion on membership pending.

11.Swiss project on BSFL genetic. (AD)

AD shares the about the project of a Swiss Research laboratory running tests on BSF DNA, all over the world. All AFFIA member can participate.

Action Point 7: (AD & NP) Details on Swiss BSFL Genetics will be shared in the next AFFIA newsletter

12. Laboratory test on Insectmeal (Gembloux). (AD)

AD shares about Research conducted by EU Reference Laboratory of Gembloux on insect meal, whatever the substrate. All AFFIA member can participate.

Action Point 8: (AD & NP) Details Gembloux R&D will be shared in the next AFFIA newsletter

13.FAO-AFFIA meeting of 06/11/17

Brief lunch meeting with Mr Sridhar Dharmapuri, Senior Food Safety and Nutrition Officer in Bangkok, during which determined that no existing projects or strong interest in pursuing projects at this time. Still FAO support in principle but largely based on individual interest within FAO. However, potential shared interest around issues of food waste and initiatives with EU and Unilever. Mr Dharmapuri was interested to invite AFFIA to appropriate events and potentially willing to be a part of AFFIA’s events. Question on validity of data from FAO: Khon Kaen University might be able to provide more rigorous data for Thailand. Renewed interest in inviting KCU as member again.

Action Point 9: (NP) Reaches out to Aj. Yupa regarding K KU’s membership in AFFIA.

14.Request Mb for contributions after Events/ meetings, etc..

Request Members to send their contributions to Nathan for newsletter whenever they visit a conference, pick up relevant news etc ...

Action Point 10: (NP) Request members for newsletter contributions

Action Point 11: (NP) Point 8 and 4 to be moved to next meeting

Summary Action points

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