

MINUTES
of the Advisory Board Meeting of 18 October 2018,
at the offices of Becker & Poliakoff, Prague

Board Members

present:

Irmtraud Wendland	Chair
Julian Cockain-Barère	Vice-Chair
Fernando Hernández Gómez	Vice-Chair
Elena Bello Cárdenes	Member
Jeffery J. Daar	Member
Marlies Hoecherl	Member
Gad Matalon	Member
Thomas Ramseier	Member
Florian Schell	Member

Managing Director (present):

Caroline Chetrit

AGENDA:

- 1.1 Welcome by the Chair
- 1.2 Secretary
- 1.3 Approval of minutes of the previous board meeting
- 2 Conferences
 - 2.1 Prague
 - 2.2 Conferences 2019,2020 and 2021
 - 2.3 Policy for guests to the conferences (special fee for non-members)
 - 2.4 Thomas Marx Award
 - 2.5 Structure and content of the Conferences (Thursday and Saturday)
- 3 Financial Overview & Forecast
 - 3.1 Financial Situation
 - 3.2 Outstanding Debts
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 - 3.2.2 MB Abogados

- 3.2.3 Outstanding debts prior to 2018 E Bigard, Maravela and Mariani
- 3.3 Write off bad debt
- 3.4 Outstanding debts 2018 and before
- 3.5 Approval of MD Bonus threshold & procedure to calculate it next year
- 4 Organisation & Other
 - 4.1 Website & next steps
 - 4.2 AB elections in Madrid
 - 4.3 Communication of the results of the questionnaire to Consulegis Members
 - 4.4 End of Maternity Leave Doris Hölbling
 - 4.5 Greater engagement of the members (referrals and others)
 - 4.6 Insurances
 - 4.7 Conversion of EEIG into a Swiss Verein
 - 4.8 Review of the MD
- 5 Business Development and Membership
 - 5.1 Definition of branch and fees to be paid
 - 5.2 Member firms merging or integrating other structures; issues

1. Opening of the Meeting

1.1 Welcome by the Chair

Irmtraud opened the meeting shortly after 9 am.

1.2 Secretary of the Meeting

Julian agreed to prepare the Decisions and Action List once more and Marlies agreed to take the minutes.

1.3 Approval of the Minutes of the previous Meeting

The Advisory Board (AB) approved the Minutes of the Meeting in Dublin of 26th April 2018. The approval of the minutes of the last conference call dated 12 September 2018 was postponed. The AB is to review and approve the minutes of the conference call at the next meeting or conference call.

2. Conferences

2.1 Prague

Irmtraud asked that Caroline or Martin explain during the Friday meeting the dress and shoe code for Saturday evening, i.e. advice to wear comfortable shoes for cobbled streets and then, if so desired change into other shoes at the venue. Caroline noted that approximately 103 participants were expected to attend the conference. The total cost of the conference was around 52.000 Euro of which 22.000 Euro were to be borne by Consulegis. This was higher than the cost for Dublin, but annually it evens out.

The meeting discussed the package deal for the conference in Prague. It had been discussed in Madrid that we should provide a choice of a full package price as well as a price for individual events for those delegates who could only attend part of the conference. It was decided to discuss this in further detail during the next board call.

The AB discussed the interaction between the conference host and the Consulegis management and the budget for conferences. Early arrival dinners should be simple and lower cost, Consulegis should not pay for travel agencies. If the host wants to do more than outlined in the guide lines and the given budget then the host should pay unless there are exceptional circumstances which would warrant a higher cost to Consulegis. Higher costs need to equate to higher value for members. It was agreed that local flavor was very important but that this needs to be in line with the budget. It was decided that Caroline would circulate the current guidelines to the AB and Irmtraud and Marlies would review them.

2.2 Conferences 2019 and Beyond

The Booking form for the regional meeting 2019 in Mainz will be ready during the week following the autumn conference. The next board meeting will take place just after the regional meeting in Mainz. Due to lack of space at the conference hotel, the board members will stay in a nearby hotel which costs about 5 Euro pro night more than the conference hotel.

Caroline noted that preparations for the conference in Madrid in May were going well. She informed the AB of the opportunity to present a common event with the Law Ahead Hub of the IE, the well renowned Madrid business and law school, which would need to take place on Thursday morning. The IE is not asking for payment, which is unusual. The IE is also prepared to give Consulegis members a 15% discount for their courses.

A second opportunity presented by Caroline is a seminar with inhouse lawyers organized by the Institute of Legal Innovation. This would have to be a paid event and could perhaps take place on Thursday afternoon or Saturday morning. Caroline will check the timings.

The AB discussed the timing for the events and that the IE event would only work well if members turned up for Thursday morning and got involved. We would have to get a good pitch, communicate the value to the members and be much slicker with press releases and social media as this would be an ideal opportunity for brand awareness. The timing for the board meeting would have to be changed to Thursday afternoon.,

It was decided that Caroline should present to the plenary session on Friday the proposal of holding the joint event with the « Law Ahead Hub » of the IE in Madrid on the Thursday morning, 23 May 2019, before the Spring Conference. Caroline shall also circulate dial-in numbers for an AB call to be held at 18h00 CET on 25/10/2018 to further discuss the IE project.

It was also agreed that Caroline should present to the plenary session on Friday the proposal of the Institute of Legal Innovation (meetings with in-house counsel & legal thinking challenge), to be held on Thursday afternoon or Saturday morning, 23 and 25 May 2019.

The hotel for the autumn 2019 conference, to be held from 17th to 20th October 2019 in Asuncion in Paraguay had been arranged. The Sheraton hotel offers very good value room rates and conference room hire. Asuncion is becoming a centre for business in South America. It was decided that the host should mention to members during the plenary session on Friday the availability of a travel agent for onward travel arrangements. He should perhaps also advise that Asunción is safe but outline if there are areas which should be avoided.

The Regional meeting in 2020 would take place on 14th and 15th of February in Bordeaux, hosted by Ipside. The spring conference in 2020 will take place in Frankfurt, hosted by UP12. The dates are yet

to be confirmed. The autumn conference in 2020 will take place in Sidney, Australia, co-hosted by Levitt Robinson Solicitors and Rotstein Commercial Law firm.

2.3 Guest Policy

The AB discussed if members could bring guests to conferences and whether the conference should be free for business people or whether non-member guests should pay more than members. The AB unanimously decided that the “guest policy” for conferences should be decided on a case by case basis, but that guests should normally pay charges that are equal to or higher than those paid by members.

2.4 Dr. Thomas Marx award

Irmtraud reminded the AB and the MD that the Dr. Thomas Marx Award committee consisted historically of three members, Pedro Pais de Almeida (who was the only board member), Dr. Redeker and Dr. Schleifenbaum. The AB discussed the award criteria and the prize. It was agreed that the Dr Thomas Marx Award should be retained and organised for 2019 with a deadline of 30 June 2019. The prize should be a cash prize of 500€ plus travel and hotel paid for 3 days attendance at the Autumn Conference 2019 (7 members voted in favour of 500€, 2 voted in favour of 1,000€).

Caroline will send an e-mail at the end of January 2019 to all members to give a February start date for the award, with the winner presenting his dissertation at the autumn 2019 conference. Caroline will also contact the three previous assessors to ascertain if they wished to continue their role with regard to the Dr. Thomas Marx Award.

2.5 Structure of conferences

Part of this had already been discussed under the conference headings above. It was decided to postpone further detailed discussion due to time constrains.

3 Financials Overview & Forecast

3.1 Financial Situation

Caroline reported that the liquidity forecast is fine and that all new members have I paid.

3.2 Outstanding Debts

The AB discussed outstanding debts [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

3.3/3. Write off of unpaid Debt

With regard to the writing off of unpaid membership fees for the period of 2015 to the end of 2017, the AB agreed to postpone the decision until the end of 2018.

Caroline asked if Irmtraud and Thomas if they could work with her on the budgets for February 2019. Caroline will circulate financial information during January 2019 as and when it becomes available from Irmgard Becker.

3.4 MD Bonus threshold

The AB unanimously accepted the proposal, threshold and calculation circulated prior to the meeting by Julian. The threshold is set at £240,000 Euro.

4 Organisation & Other

4.1 Website & next steps.

Caroline presented a beta version of the new website to the AB. She assured the AB that the Website was flexible and that we could change whatever we wanted to promote and what banners we wanted to put up from time to time. The members will be able to insert information about their firm themselves, but Caroline as administrator will get notification when any changes are made and could ultimately block it or set limits on the size. Caroline is still working on the wording and is trying to limit the amount of text.

It was agreed that the new website should have on the first page an « About us » icon, second button to the left, it being considered important that visitors easily find information about the history, values and mission of the network.

The new Website will create opportunities to share and upload stories and highlight member firms. It will be up to the MD to keep the members engaged and proactive.

The AB decided that each member should be given the same space on the website to present their firm, regardless of the size of the firm. There was a general consensus for using the word « notable » as opposed to « specialised » for describing their practice area and industrial sectors.

Caroline would like to implement a marketing committee made up of marketing specialists from within the member firms in order to work with her on marketing issues. It was decided not to call this a marketing committee. There should be another discussion at a future AB meeting regarding the creation of a „marketing working group“ for member participation with a focus on each firm’s marketing strategy and initiatives, in order to keep a balance of members being involved. Not many firms have specialist marketing people.

4.2 AB elections in Madrid Board elections in May

Irmtraud, Jeff, Fernando, Gad and Julian will be up for re-election at the next AGM. Irmtraud and Julian announced that they will not stand again in order to allow others to join the board and refresh

it. Gad and Jeff declared that they will both stand again. Fernando is currently unsure whether or not he will stand again.

Caroline will prepare the AB election papers for May 2019. Irmtraud will to circulate the previous papers as a precedent to follow and to allow members of the AB to review the 2019 papers before they are issued.

4.3 Communication of the results of the questionnaire to Consulegis Members

Irmtraud noted that only 35 people completed the questionnaire. The AB needs to trust Caroline's findings and she needs to present them to the members, but also inform them that the majority of members did not participate. Caroline is . She needs to be present to the members but inform them that most of the members did not participate. . The AB decided that the results of the questionnaire should be sent to all members by e-mail, indicating the number of responses upon which the results are based. Caroline will send her findings out on Monday.

4.4 End of Maternity Leave Doris Hölbling

[REDACTED]

4.5 Greater engagement of the members (referrals and others)

The AB discussion on how to secure greater engagement from members was postponed until the meeting in February 2019.

4.6 Insurances

The MD reported that the office insurance had been terminated and any issues regarding outstanding fees have been resolved. Consulegis now has one insurance for directors' liability and one insurance for the conferences.

4.7 Conversion of EEIG into a Swiss Verein

The AB discussed the conversion of the network into a Swiss Verein. Everyone agreed that the structure of a Swiss Verein would be better from a liability point of view but views differed in respect of the timing of the conversion. Some members would like to see a significant increase in membership first. [REDACTED]

[REDACTED] Further discussion regarding the conversion to a Swiss Verein was postponed until the Madrid Conference in 2019 due to time constraints [REDACTED]

The meeting then closed as several board members and the MD had to leave to present at the International Business Meeting.

Irmtraud Wendland, Chair

Marlies Hoecherl, Keeper of the Minutes