



**ICAR Board meeting
(Conference call 31st March 2015)
from 20:00 to 21:00**

Minutes EC/MB

1. Call to Order & Approval of Agenda

In attendance: Kaivo Ilves (Vice-President), Jay Mattison (Vice-President), Laurent Journaux (Treasurer), and Marco Winters (Secretary); members: Bianca Lind, Bevin Harris, and Niels H. Nielsen; inspectors: Neil Petreny and Josef Kuçera; staff: Martin Burke, Juhani Maki-Hokkonen, Milan Zjalic, Cesare Mosconi and Elena Couto.

Apologies from: Hans Wilmink, Japie van der Westhuizen, Badi Besbes, Charl Hunlun and Brian Wickham.

Motion: It was duly moved, seconded and carried that the agenda is approved as presented. In the absence of Hans Wilmink, the Vice-President Jay Mattison will chair the meeting.

2. Approval of the minutes

Motion: It was duly moved, seconded and carried that the minutes of the Board of 3rd March 2015 are approved as presented.

3. Chief Executive Report (CE Report)

3.1 Matters arising from minutes

At the previous meeting of the Board it was decided to postpone the approval of the 2014 Year end accounts pending to receive the report from the Inspectors. The report has been sent and this item is now for approval in this meeting.

3.2 Priorities

The priorities were endorsed as presented in the CE report, with special focus on the key business process, the selection of new chairs, the IT upgrade which is scheduled for summer 2015, and the finalisation by Milan Zjalic of the document containing the relationship of ICAR with other key organisations.

3.3 CE contract

The contracts of CE have been finalised and ready for the signature. Due to the cancellation of the visit of Hans Wilmink to Rome, Martin Burke will sign them and the Secretariat will send the documents by DHL to the President for his signature.

The document with proxies which was ready also for the signature of the President in front of the notary has been postponed; this will be finalised probably in May when Hans Wilmink will come to Rome.

3.4 Meeting with Reinhard Reents

As a routine commitment Hans Wilmink and Martin Burke had an pre-board exchange of information with Reinhard Reents on 27th March. Reinhard Reents informed about the second round recruitment for the position of Interbull Center Director. There are now at least 3-4 good candidates in the short list for interviews.

About the progress of Genoex PSE Task Force, it was agreed to have a meeting in Krakow, while the launch of the project will take place during the Interbull meeting in Orlando in July 2015.



Bianca Lind informed about the interest of the Genetic Analysis WG to be involved and to have members of this WG attending the Workshop in Krakow. The Secretariat will inform Interbull and Danuta from the organising Committee for the arrangements and facilities.

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Communications

The next Newsletter is scheduled after the Symposium in South Africa (early May); the Secretariat is pulling material together from SCs and WGs and in this issue we will also promote the Krakow Technical meeting.

ID test laboratories visits

As agreed previously, Hans Wilmink and the CE will visit the two ID laboratories end of April or beginning of May. CE will report back to the Board on these visits.

3.5 Financial

2014 Year End actuals ICAR

Following the endorsement of the inspectors' report the Board approved the 2014 Year End.

Motion: It was duly moved, seconded and carried that the Balance sheet and Profit and Loss accounts 2014 are approved as presented.

As per our Statutes, the Secretariat will send to the members the invitation, draft agenda, accounts and 2016 budget not later than 15th April 2015 (8 weeks in advance).

2016 Proposal and 2017 estimate budgets ICAR

Neil Petreny recalled about the recommendation of the inspectors concerning their involvement in case the association will use external auditors in the future. The CE suggested maintaining the positions of the inspectors, who are appointed by the Members, and will include this item in the next agenda of the Board.

Niels H. Nielsen asked clarification about the increase income fees in the 2016 budget. Martin Burke explained that the figure is based on the table of "evolution fees" until 2016 and includes around 10% increase.

Marco Winters proposed to delete the line for Special Projects, but the CE explained this line will be used in 2015 for the figures coming from the Symposium in South Africa. In what concerns the bank interest in 2016 the figure is "0" because it is planned to have all the cash in the current account and not invested, and in this case the interest rate offered by the banks is close to nil.

Motion: It was duly moved, seconded and carried that the 2016 budget is approved and will be presented at the General Assembly.

2014 Year End actual SERVICE-ICAR Srl

The CE informed that the 2014 accounts were approved by the S.I. Board at its meeting of 24th March. Laurent Journaux informed that the budgets for 2015 and 2016 showed a negative balance but that the S.I. Board is confident in a positive trend with the new activities planned.

Investment

Martin Burke explained that to date the administrative problems with DBI and the broker have not been solved. He will contact the lawyer to proceed through legal channel and, as suggested by Neil Petreny, will look to ask for damages. Jay Mattison asked about possible risks but the CE does not see any risk, is much more a matter of bad administration from the broker of "Finanze e Futuro". The letter prepared by the lawyer will be reviewed by Hans Wilmink and Laurent Journaux.



Elena Couto informed that at the moment the value of the investment is slightly increased, it will be a good opportunity to sell and close this investment.

3.6 Legal

Report from Agathemis

The CE made reference to the signature of the proxies which was postponed to the next visit to Rome together with Hans Wilmink.

Agathemis is now reviewing the basic contract with the laboratories (a first draft was sent on 27th March). Martin Burke will review this document before circulating to the Board.

Risk and insurance

In addition to the routine insurance to cover Office, Equipment and Professional Indemnity (PI) which were approved at the last meeting, the CE also recommended to take out a Director and Officers (D&O) insurance policy (expected cost around €3.5K). The PI will indemnify the company(s) while the D&O serves to protect Board members in the event of any personal claims.

Motion: It was duly moved, seconded and carried that the insurance for D&O is approved as presented.

3.7 Board matters, Statutes and bylaws

Statutes General Assembly

The Secretariat sent out to the Members the reviewed Statutes with notification of changes for approval at the Extraordinary General Assembly in Krakow in June 2015. Once approved, the new version will be placed on the web site.

Laurent Journaux asked about the quorum for both General Assembly and Extraordinary General Assembly; according to the Statutes it is 51% for both Assemblies.

Non Statutes documents

Milan Zjalic is working with the Secretariat on the revision of the By-Laws for the Updating of Guidelines and Rules for General Assembly. The documents with track changes will be presented at the next Board meeting for endorsement before sending them to the Members for approval at the General Assembly.

The Secretariat is also working on a policy document for Cooperation with International Organisations and updating of the Board Handbook.

Board members election

The Secretariat sent to the Full Members the information about the vacancies in the Board. The candidates will send a short CV to the Secretariat and the CE suggested the following selection process:

- President appoints a Selection Committee (proposal is Jay or Kaivo with Bianca Lind and Niels H. Nielsen).
- Selection Committee reviews the applications.
- Selection Committee makes recommendation to the Board of candidates to go forward (recognising if candidate qualifies he or she is entitled to go forward)
- The Board summarises candidates that are to go forward for vote at the General Assembly in Krakow.

In principle Board agreed with process - Hans to review make up of review committee on his return.



3.8 Groups report

The CE informed about expected outcome from the meeting with Chairs in Krakow concerning the governing structure for key services ICAR provides to Members under S.I. Martin Burke and Brian Wickham will work on the plan for that session late April early May and will notify the Board by email.

Milk Analysis SC

The new chair, Gavin Scott, is reviewing situation of the SC and particularly the role of Silvia Orlandini who is now working as a consultant and not for the Italian Breeders' Association. (AIA) Martin Burke will visit AIA on Thursday 2nd April and meet Riccardo Negrini (Technical Director) to clarify this position. S. Orlandini has a good knowledge base of the SC and the proposal is to look at ways of retaining her services.

Recording Device SC

There are now two candidates: Clement Allain and Steven Sievert for the position of Chair of the SC. The CE will make a recommendation to the Board in the next weeks.

Animal Care Recording WG

Martin Burke informed that the previous candidate selection was not successful. Further consideration is given to other candidates. New update will be provided at the next Board meeting.

Genetic Data Analysis WG

The CE informed that Brian Wickham has amended the ToR of the Group to include the certification of genetic traits. The draft ToR will be discussed with the chair, Wim van Haering on conference calls scheduled for 27th March and 31st March. Martin Burke will report back to the Board.

ID Devices

The CE and Kaivo Ilves plan to have a meeting with three big manufacturers (Allflex, Caisley and Datamars) during the Symposium in South Africa.

Kaivo Ilves informed about his resignation as chair of the Animal Identification SC after the Session in Krakow. The re-organisation in his association which is now private does not allow him to continue to follow this activity. The Board thanked Kaivo for the good work done and look forward to evaluate candidates for this position.

3.9 Membership

Dairymaster

The application arrived the day before and was circulated to the Board for endorsement. According to the Statutes the application for association member is accepted by the Secretariat with the endorsement by the Board.

Motion: It was duly moved, seconded and carried that Dairymaster is accepted as associate member.

3.10 Future Meetings

FAO/ICAR Symposium

A meeting with Badi Besbes is scheduled for Thursday 2nd April to finalise the pending matters.

Technical meeting Krakow

A skype meeting with Danuta Radzio is scheduled for 23rd April. The Secretariat is in close relation with the local organizers. Danuta informed at the last meeting about satisfaction from the organizers for the number of registrations received and support from the sponsors.

Minutes ICAR Board.



Session – Chile 2016

Martin Burke had a skype conference with Jorge Lama and Carlos Trejo to fix the preliminary programme. A new skype conference will take place before Krakow in order to finalise the draft programme and presentation/invitation during the General Assembly.

Technical meeting 2017 and Session 2018

Marco Winters confirmed the application to hold the 2017 ICAR Technical Session in UK (Edinburgh) with the support of Mike Coffee. A short notice will be given during the General Assembly in Krakow.

Martin Burke will approach Kamlesh Trivedi for a potential application to hold in India the ICAR Session 2018, while Elena Couto will contact FEAGAS (Spain) to inquiry about the decision of their Council to apply for 2017 ICAR Technical Session.

3.11 Future ICAR Board meetings

Meeting schedule

Next Board meeting will be on Tuesday 28th April at 20h00 CET. Considering the close date of the Board meeting in Krakow (8th June), the CE proposed to cancel the meeting scheduled for 26th May, unless something important arrives.

3.12 Any other business

Laurent Journaux asked to update as soon as possible the web site with the information concerning the Genetic Analysis WG which had a conference call on 31st March.

Bianca Lind apologies that she will not be able to attend the next Board meeting due to an overlap with her General Assembly.

Niels H. Nielsen thanked Martin Burke for the nice email of condolences sent on behalf of the Board and ICAR Staff to Hans Wilmink.

3.13 Adjourn

The meeting was closed on at 21h10.