



MINUTES ICAR BOARD

ICAR Board meeting (conference call)

DATE 28TH MAY 2019
TIME 20H00 TO 21H00

1. Call to Order & Approval of Agenda

In attendance: Jay Mattison (President), Niels H. Nielsen, Daniel Lefebvre, Bianca Lind, Laurent Journaux, Japie van der Westhuizen, Bevin Harris, Frido Hamoen, Jorge Lama, Antonio Martins, and Kaivo Ilves. Inspectors: Neil Petreny and Josef Kučera. Staff: Martin Burke (Chief Executive, CE), Elena Couto, Silvia Orlandini, and Cesare Mosconi.

Apologies: Andie Dimitriadou, Brian Wickham and Charl Hunlun.

Motion: It was duly moved, seconded and carried that the agenda is approved as presented.

2. Approval of the April 30th, 2019 minutes

Motion: It was duly moved, seconded and carried that the minutes of the Board of 30th April 2019 are approved as presented.

3. Matters arising

Martin Burke informed that the matters arising are detailed in the Chief Executive (CE) report for discussion during the meeting.

4. Chief Executive (CE) Report

4.1. Priorities 2019

The CE presents the ICAR's and S-ICAR's priorities for 2019:

- Relocation of ICAR office.
- ICAR company structure and business staffing plan.
- Financial plan.
- Coordination of groups and management areas.

4.2. Update on Action items from previous meetings

Victoria Agricultural Services (VAS) Patent

The strategy is of collaboration with VAS, and Reinhard Reents, Brian van Doormaal and others are working out an agreement. The final document is under review in Melbourne, and the group is waiting for feedback. Upon agreement Reinhard will share with the ICAR members who are using Interbull centre and update EFFAB with progress.



Board committees

Daniel Lefebvre, chair, and the members of the Governance Committee, Bianca Lind, Laurent Journaux, Bevin Harris and Jorge Lama are tasked to define the Terms of Reference (ToR).

4.3.ICAR Board/Financial Inspector vacancies (for Board Action)

The CE received a nomination from IDELE for Erik Rehben for the position of Inspector and asked the support from the Board to have other potential candidates to propose to the General Assembly. Niels H. Nielsen has contacted Ernst Bohlson from LKV MRO (Germany) and Frido Hamoen will come back with a proposal from the Netherlands in the next few days.

The CE underlined that the event in Prague is really close now and asked for any further suggestion/proposal not later than 7th June.

Action: Members of the Board to send to the CE any proposal for Inspectors in the next 10 days.

The CE informed that Jorge Lama will finish his first term this year and has informed he will not be able to continue for second mandate. The Board thanked and acknowledged Jorge's contribution and especially the great support provided to organize the Chile 2016.

There will be a vacancy on the Board, but the recommendation is not to see immediately for new nominees in Prague, but rather look at Board needs over the next few months and make some recommendation. The Board may co-opt anytime a suitable candidate until the next General Assembly. Kaivo Ilves asked if the candidate should be from the same region. The CE advised that not necessary, more important are the skills, although, as indicated by Daniel Lefebvre, geography may be one of the criteria.

The Board agreed and asked Jorge Lama to send an official letter.

Action: Jorge Lama to send an official letter.

4.4.ICAR Office Move from Italy to Netherlands (for Board information)

The CE illustrated the summary prepared by Hans Wilmink (appendix 1). The key part of this document is to advise the Board about the different steps.

Bianca Lind suggested to send in advance an explanatory note to the Members. The agenda for the Extraordinary General Assembly (EGA) was sent according to the Statutes 8 weeks before.

Martin Burke considered Utrecht a good choice, and informed that the staff will have a meeting in August to start the process.

After the approval by the EGA the association will be registered in the Netherlands and the assets will migrate to the new seat in the second half 2019.

SERVICE-ICAR Srl (S.I.) will remain in Italy at the beginning to maintain the business continuity; in the last quarter of 2019 the CE will look how to manage the staff contracts.

Daniel Lefebvre asked to clarify the procedure with the merge of S.I. into a BV company. The CE explained that following other consultations the procedure will be simplify having only one ICAR



with VAT number for business, this will allow to do everything in one single step. The group is looking to legal and fiscal advice in the Netherlands for this. He confirmed also that the fee income is not subject to taxation, while the profit from service/business is subject to taxation after 15.000 Euro.

Niels H. Nielsen confirmed that S.I. can be done later as it is not part for the EGA decision. It was also clarified to the Board that the EGA will be asked to decide about the transfer of the seat according to the existing Statutes, the administrative procedure will not be discussed to keep the procedure as simple as possible and to avoid misunderstanding about wording like transfer or closing.

Jay Mattison agreed to keep it simple and find the right wording for the minutes. He asked the CE to prepare a short note in advance to share with the Board in Prague.

Action: The Secretariat to send an explanatory note to the members for the agenda item 2 regarding the transfer of the seat.

Action: The CE to prepare a draft with wording for the minutes and motion of the EGA to share with the Board in Prague.

4.5.ICAR 2019 - Prague Preparation

Martin Burke informed that business leaders' meeting was cancelled because clashes with other events already scheduled.

He thanked Josef Kučera and Pavel Bucek for the preparation of the final Programme. Josef Kučera informed they have around 280 participants at the moment. On Friday 21st June morning a session for Panel discussion has been included.

The CE presented a draft agenda for the Board in Prague and asked the members to send any additional item they want to discuss. For the meeting of the Board with chairs the agenda is ready. The Committee will review the Awards for both President Award and the new Outstanding Contribution Award for 2019. The CE will inform the Secretariat in time to prepare the Awards.

4.6.ICAR Members (for Board approval)

The Secretariat received an application for full membership from the Romanian Aberdeen Angus Association. The application has been endorsed by our Romanian full member Baltata Romaneasca Cattle Breeders Association of Romania.

Motion: It was duly moved, seconded and carried that the Romanian Aberdeen Angus Association is accepted as full member.

Action: The Secretariat will inform the new member.



4.7. Sub-Committee / Working Group / Task Force Updates

Conflict interest (Col) policy. Martin Burke informed that he had a conference call with Jay, Kaivo Ilves and Niels H. Nielsen and they agreed the CE to prepare an SOP for ICAR dealing with the Col for Board, Sub-Committees and Working Groups members to sign. This SOP is presented to the Board in this session (appendix 6) and will be shared with the Chairs at the meeting on 16th June in Prague.

Sensor Task Force (TF). The Board agreed that three years for a TF going on is a long time. Niels H. Nielsen informed that some members are concerned for this long time and about the expectations from the farmers who are looking for solutions from ICAR for different types of sensors.

The CE informed about a call scheduled for the day after with the TF; he will share with the Board the recommendations before informing the Members.

Bevin Harris informed that some expectations need further work and to define if required or not. After three years some of the work should be passed to the Sub-Committee or to a Working Group for a normal workflow.

Interbull conferences. The schedule is confirmed as presented in the CE report.

4.8. ICAR Conferences

ICAR 2021. The CE informed that it will take place in Toledo, close to Madrid (Spain). A conference call is scheduled for 4th June to decide the exact dates.

ICAR 2022. Lactanet (Canada) confirmed they are willing to organize the Annual Conference. They will send an official letter.

4.9. Future ICAR and SERVICE-ICAR Srl meetings

The schedule for the next meetings is confirmed as presented in the CE report.

5. AOB

There was no other business.

6. Adjourn

The meeting was closed at 21h00 and continued restricted to the Board members.