



PUBLISH WHAT
YOU PAY

PWYP EU GENERAL ASSEMBLY (Online)

20 June 2022

Attendees

PWYP EU Members

Adnan Bahiya, AB, Iraq (MENA)
Athayde Motta, AM, Brazil (Latin America)
Chadwick Llanos, CL, Philippines (Asia Pacific)
Evelyne Tsague, ET, NRGi (Global Reach)
Gloria Majiga, Malawi, GM, (Anglophone Africa)
Maria Ramos, MR, Oxfam America (Global Reach)
Mariatou Amadou, MA, Niger (Francophone Africa)
Olena Pavlenko, OP, Ukraine (Eurasia), Acting Chair

PWYP Secretariat

Rami Hassouna, Director of Finance and Operations (RH)
Nyree Woolston, Operations Manager (NW)

Apologies

Fatima Diallo, FD, (ASC representative)
Joe Kraus, JK, USA (Europe and North America)

MINUTES

Decisions

The PWYP EU Members nominated that the newly appointed chair of the Global Council will also assume the chair role of the PWYP EU Members.

Formal approval was given to the granting of discharge to the directors for the execution of their mandate.

Formal approval was given to the resignation of Elisa Peter from the PWYP EU Board of Directors, effective 1st July 2022.

There are no accounts or budget to approve as this is the first year PWYP EU has been in operation.

Actions

Action:	Responsible	Date
Share the Articles of Association	PWYP UK secretariat	June 2022

Welcome, introductions and review of the agenda

OP welcomed the participants to the first meeting of the PWYP EU General Assembly. The board adopted the agenda and no conflicts of interest were declared or noted. The objectives of this meeting are to:

discuss the PWYP EU entity, and matters of governance and compliance and strategy
grant discharge to the directors to execute their responsibilities as required



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PWYP EU introduction & overview

RH shared that following the UK referendum in June 2016 in favour of leaving the European Union (EU) PWYP decided to establish an additional legal entity, outside of the UK, in an EU jurisdiction. The purpose of establishing a presence in the EU is twofold: 1) to allow PWYP to conduct advocacy at EU level and 2) to preserve the ability to raise funds from EU institutions. Following a lengthy process of establishment, Publish What You Pay EU (PWYP EU) was founded in October 2021 under Belgium jurisdiction. It is set up as an International Non-Profit Association (INPA), which is a form of legal entity in Belgium.

Governance

RH outlined that the members of the Global Council of “Publish What You Pay”, are each by rule of law a Member of PWYP EU. The aforementioned persons shall be and remain Members of PWYP EU (collectively called the General Assembly) for the full and complete period of their three year mandate in the Global Council. Members have voting rights at the general assembly of PWYP EU. Contrary to the directors they have no actual obligations towards the INPA, nor can they be held liable for errors or commitments of the INPA. The General Assembly has the following powers in relation to PWYP EU:

- to appoint and revoke members of the Board of Directors, and to grant discharge from liability;
- to appoint and revoke an auditor or auditors, to determine his/their remuneration, and to grant discharge from liability;
- to approve the annual accounts and the budget;
- to decide on the expulsion of Members ;
- to modify the Articles of Association;
- to wind up the Association and appoint the liquidator(s)

RH continued and outlined next steps for consideration, which include;

- Staffing of the PWYP EU office in Belgium
- Joint advocacy and fundraising opportunities

AOB

There being no other business the meeting was adjourned.
The meeting closed at 13.30 BST.