



Kellen Proposal of Services and Fees to VIPA International - 2020 Contract

VACUUM INSULATION PANEL



GLOBAL ASSOCIATION

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1. Introduction

Kellen presents herewith a Proposal for Services to VIPA International for the period January-December 2020.

Kellen has been managing VIPA International since the very beginning when we hosted the facilitation session in November 2013 in our offices in Brussels. Almost eight years after this first meeting we are pleased to see that the Association is growing in size and activities and look forward to contribute to a continued growth in 2020 and beyond.

Kellen's approach is to engage in long-term relationships with its clients. We are very keen in a long-term relationship with VIPA International. Our commitment is to serve VIPA International to the highest level of professionalism, integrity, cost-effectiveness and satisfaction.

A key driver for a successful partnership with Kellen is to ensure common expectations. Based on the activities carried out in the past years and on what has been discussed in previous Board meetings, we have summarised below the key responsibilities and tasks Kellen proposes to carry out in 2020 to effectively support VIPA International growing as an association and fulfilling its vision and mission.

We look forward to further discussions with the VIPA International leadership and to a mutually rewarding partnership.

We remain at your disposal for any further information you may wish to receive from us.

With kind regards,

Raquel Ponte Costa
Senior Association Manager

2. Proposed Services

Kellen structured this offer of services based on the activities we have been carrying out for VIPA International in the past years. We remain flexible and ready to re-discuss the deliverables and hours should the leadership of the Association finds this needed.

The sections below provide more details about the services included and the team member responsible for their successful achievement.

2.1 Operations and day-to-day management

Kellen proposes continuing to be the central point of contact for the association, available to both members and non-members. This function includes, but it is not limited to:

- Manage the day-to-day operations of the Association and ensure the liaison between the Association's leadership (Board) and the general membership;
- Act as the initial point of contact for general inquiries relating to VIPA International, by passing them on to the Board and/or relevant Working Groups, as appropriate;
- Maintaining VIPA International's files and records in compliance with audit, legal and competition law requirements;
- Keeping the VIPA International database of contacts (members and non-members) up-to-date and in full compliance with the General Data Protection Regulation (EU) 2016/679;
- Deal with membership requests and application forms (liaise with applicant in case more information is needed; forward to Board for approval; arrange invoicing; add company information to the website; brief new member about the association procedures; ask them to sign the Code of Conduct; ask if they want to take part in the WG of the Association; inform of the schedule of meetings planned);
- As agreed by the Board during the September Board meeting, as of 2020, membership fee invoices will be sent both via email and via post together with a personalised letter;
- Follow-up with the members in default of payment, via phone and email;

The vast majority of the tasks listed above will be the responsibility of the Managing Assistant with the support of the Executive Director for overall supervision.

2.2 Financial management

VIPA International is a not-for-profit Association registered in Delaware, USA. The finances of the Association are managed by the US office of Kellen in Atlanta, in close collaboration with the staff in Brussels. Kellen proposes to contribute to the sound management of the Association's finances via the following services:

- Issue membership fee invoices for existing members and new members joining the Association.
- Prepare and process invoices, receivables and payables as per the agreed internal rules

- Liaise with the Treasurer for payment approvals
- Prepare financial updates to the Board and Executive Committee
- Prepare annual accounts to be approved by the General Assembly
- Track finances relative to budget and prepare annual budgets based on the past year's figures and estimates for the following year
- Fill in annual tax declarations and other paper work in compliance with legislation and financial procedures in the US

2.3 Communications deliverables

It is our understanding that the Association will continue focusing on communication activities in 2020. In co-operation with the Digital Communications Working Group, Kellen proposes to implement the following activities:

- Manage the LinkedIn page of the Association and keep it up-to-date on a bi-weekly basis with new content
- Management of the website and reserved area (adding new content (case studies, press releases), logos of new members, update contact information, add minutes and documents of all meetings to the reserved area, etc)
- Publish 2 case studies
- Publish 6 press releases
- Issue a Newsletter both to members and external contacts twice a year
- Produce one animated video, which involves drafting the script, discussing it with the video agency Painting Pixels, liaising with members on the draft video, publish final version, add subtitles in the different languages
- Draft the Association's Annual Report of Activities to be distributed at the General Assembly and to be used as a tool for membership outreach

The communication deliverables will be the responsibility of the Communications Manager, Inge Neetens.

2.4 Support to meetings & conference calls

The meetings and the conference calls of the different Working Groups are crucial to make the Association progress on specific issues and priorities. As usual Kellen will continue providing support to the Board of Directors and the Working Groups of the Association. We also foresee time to organise a General Assembly together with a social event somewhere in autumn in Europe, in a city yet to be determined.

Here is a non-exhaustive list of responsibilities of Kellen in the management of the main bodies of the association:

- Ensure compliance with competition law principles and the Articles of Association during the meetings as well as on all activities of the Association;
- Preparations of all documents necessary for the meeting, including agenda;
- Liaison with members (Board or WG members) on input or specific support documentation needed for the meeting;
- Support the chair in managing the discussions during the meeting;
- Contribute to the discussions by bringing strategic advice on next steps, based on experience with other associations;
- Draft minutes and coordinate actions, ensuring these are completed within the given timeline or before the next meeting;

We highlight that any logistical arrangements (meeting rooms and sleeping rooms) related to the face-to-face meetings are out of the scope of services of Kellen, apart from the General Assembly.

The management of the Board will be the responsibility of the Executive Director. We propose that the Communications Manager also attends all board meetings and conference calls so she can report directly on her tasks.

In 2020 we foresee to organise one General Assembly in Europe in a location yet to be determined. Kellen proposes continuing providing support to ensure the event runs as smoothly as possible. This include the following tasks:

- Liaison with the selected venue on the contract, the type of meeting rooms needed, sleeping rooms for staff and members;
- Social event arrangements;
- Prepare invitation, send it out to members and schedule reminders so registration and hotel bookings are made within the deadline agreed with the hotel;
- Coordinate the power point presentations and documentation of the General Assembly in coordination with the Executive Committee;
- Manage the election process for the Board of Directors in accordance with the Articles of Association
- On-site support: ensure all logistics go according to plan;
- Ensure meeting is held in compliance with the governance of the Association, the Article of Association and antitrust competition law principles;
- Event follow-up: circulate presentations and documents to all attendees, manage the event financials; manage any legal procedures required in case of changes of Board members or revision of the Articles of the Association.

The managing assistant will be responsible for all logistics and organisation under the supervision of the Executive Director.

2 Proposed fees

Kellen proposes a fixed fee of 92,930 euros for services to VIPA International from 1 January 2020 to 31 December 2020:

Kellen Services 2020			
1. Operations & day-to-day management		Total Hours	Fees EUR
General operations			
Managing membership inquiries			
Managing database of contacts (members & non-members)			
Sending fee invoices via post and following-up unpaid fees			
Subtotal		218	30.185
2. Finances Kellen Atlanta		Total Hours	Fees EUR
Subtotal			2.000
3. Communications		Total Hours	Fees EUR
Managing website			
6 press releases (5h per PR)			
2 case studies (3h per CS)			
2 Newsletters internal & external (15h per edition)			
Managing LinkedIn presence			
Annual Report of Activities			
1 Animated video			
Subtotal		182	24.165
4. Support to meetings and conference calls		Total Hours	Fees EUR
Board (3 meetings, 2 conf calls, 20h per meeting, 10h per call)			
Executive Committee (2 conf calls, 5h per call)			
General Assembly (1, 20h)			
Digital COM Working Group (2 conf calls 10h per call)			
Technical Working Group (1 conf call, 10 h per call)			
Subtotal		262	36.580
Grand Total		662	92.930

This fee will be invoiced on a quarterly basis and it will be monitored by the Executive Committee to control items delivered and time spent for transparency purposes.

The proposed fees are based on the involvement of three professionals:

- Mrs Raquel Ponte Costa, Executive Director
- Mrs Inge Neetens, Communications Manager
- Ms Veerle Guns, Managing Assistant

Kellen estimated for each of the above-mentioned services, how much time will be involved for each level of staff. An hourly fee is applied, based on seniority and experience. The budget amounts quoted

are excluding Value Added Tax (Kellen is registered for VAT purposes in Belgium), but are including all employer-employee taxes, social premiums, insurances, benefits, pension, allowances, education, training, office space and equipment. Kellen meeting rooms are available at the daily rate of 425 euros (up to 24 people) and upon availability.

3 Conclusion

Kellen sincerely hopes that the VIPA International's leadership will positively consider this proposal, which has been tailored to the needs of the Association for 2020.

Kellen is committed to ensure the quality-driven, effective and efficient continuation of the secretariat activities through the leadership of Raquel Ponte Costa in her capacity of Executive Director of VIPA International and to support VIPA International in its further development.

Kellen's proposes a fixed fee of 92,930 euros to VIPA International from 1 January 2020 to 31 December 2020.

Should VIPA International require additional services than those identified in the current Proposal and agreed upon in the services contract or should the activities under each task require a higher effort due to increased VIPA International needs, Kellen will inform the Association and reach a mutual agreement prior to realisation.

We wish to underline that Kellen is fully committed to providing high quality services to VIPA International and to support VIPA International in achieving its goals.