
VACUUM INSULATION PANEL



GLOBAL ASSOCIATION

VIPA International Executive Committee Conf Call



Governance statement

VIPA International antitrust compliance statement (distributed with meeting docs)

Procedure

- At all times refrain from discussing any company' sensitive information – see VIPA International antitrust compliance statement

You must:

- Judge in the first place
- Behave accordingly
- Avoid discussion of topics, such as those identified in the guidelines, which could create even an appearance of wrongdoing

In case still some issue are raised:

- Secretariat intervene if any questions or doubts
- If necessary, legal counsel can be asked to provide advice

Agenda



1. Welcome & introductions

- 1.1 Governance rules
- 1.2 Approval of the agenda
- 1.3 Approval of the minutes of the conference call of 27 April 2015

2. VIPA International finances

- 2.1 Status of income and expenses

3. Kellen Europe proposal of services and fees for 2016

4. VIPA International 2016 Work Plan and Budget

5. Other topics for discussion on 2 December (Board meeting)

6. AoB

2. VIPA International finances

VIPA International Budget 2015 (EUR)				
ITEM	budgeted in Jan	Q2	Actuals at 30 Oct.	estimate year end
Income				
Membership fees full members (15): 10,000 EUR	130,000	120,000	140,000	150,000
Membership fees associate members (6): 1,000 EUR/500 EUR	2,000	2,000	2,000	3,000
Carry-over from 2014 budget	21,779	21,779	21,779	21,779
TOTAL INCOME	153,779	143,779	163,779	174,779
Expenditure				
Kellen Europe fees (secretariat & management)	73,723	36,861	73,723	83,723
Studies	35,000	0	0	7,500
Sponsorship IVIS (8,000\$)	7,708	7,708	7,708	7,708
Sponsorship IVIS extra costs (printing, stand)	1,142	1,289	1,289	1,289
Out of pocket costs (meetings & travel expenses)	7,000	2,642	4,587	7,000
Communications (website support, professional design, etc)	4,600	1,513	1,813	2,200
Website annual hosting fee (Alias)	400	400	400	400
Legal advice	5,000	0	0	0
Bank charges	0	0	272	400
Greenberg fees (monitoring US legislation)	0	0	0	0
TOTAL EXPENDITURE	134,573	50,413	89,792	110,220
RESULT	19,206	93,366	73,987	64,559

2. VIPA International finances

Income

- Missing 11000 EUR (2 associates and 1 regular)

Expenditure

- First instalment to FIW for study on compressive strength measurements: 7.500 EUR
- Kellen extra fees for 2015: 10,000 EUR
- Out-of-pocket expenses October-December 2015: 2500 EUR

Final Result

- 64.559 EUR
- Amount to be carried forward to the 2016 budget

Taxes for associations incorporated in the US

Associations are not subject to tax on revenue, unless related to lobbying (35% of budget related to lobbying activities) 5

3. Kellen Europe proposal of services and fees for 2016



Kellen fees in 2015

73.723 EUR to be increased to 83.723 EUR in case 2 regular members join and pay the fees before the end of 2015:

- Hongda joined in April
- Jiangsu Sanyou Dior Energy joined in Oct 2015

Kellen Europe Services & Fees 2015				TOTAL Hours	TOTAL EUR
1. General management & Finances					
General admin & office management					
Finances					
Subtotal				120	19,625
2. Organisation & management of meetings (strategy & support)					
Board (4 meetings, 20h per meeting)					
Executive Committee (5 conf calls, 6h per call)					
Communications & PR Working Group (4 conf calls 5h per call)					
Public Affairs Working Group (3 conf calls 5h per call)					
Technical Working Group (4 conf calls 5h per call)					
General Assembly (1)					
Governance support					
Subtotal				218	30,973
3. Membership Outreach - increase n° members					
Contact prospect companies and associate members					
Subtotal				80	11,500
4. Other added-value activities as decided by Board (PR & COM/other)					
Communication activities (website, press releases, case studies, newsletter)					
External relations/other					
Subtotal				195	27,425
Grand total				613	83,723

3. Kellen Europe proposal of services and fees for 2016

Kellen fees in 2016

*See full proposal
In Annexes*

Kellen Services	Hours	Fee	Hours	Fee	Hours	Fee		
1. General management	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
	55	6,325	30	3,900	60	9,300		
Subtotal	55	6,325	30	3,900	60	9,300	145	19,525
1.2 Extra support to review the Bylaws in 2016	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
	-	-	-	-	22	3,410		
Subtotal	-	-	-	-	22	3,410	22	3,410
2. Finances	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
	28	3,220	-	-	-	-		
Subtotal	28	3,220	-	-	-	-	28	3,220
3. Communications	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
Case Studies (3h per case study, 5 CS a year)	-	-	-	-	15	2,325		
Press Releases (5h per press release, 6 PR a year)	-	-	-	-	30	4,650		
Quarterly Newsletter for members (10 hours)	-	-	8	1,040	32	4,960		
Quarterly Newsletter for non-members (1 hour)	-	-	-	-	4	620		
Annual Report of Activities	-	-	10	1,300	5	775		
Manage website	24	2,760	-	-	-	-		
Manage database of contacts	6	690	-	-	-	-		
Prepare ppts/collateral material	-	-	5	650	10	1,550		
Subtotal	30	3,450	23	2,990	96	14,880	149	21,320
4. Public Affairs activities (EU level only)	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
Monitor legislation and initiatives at European Union level	-	-	12	1,560	-	-		
Establish contacts with stakeholders in Brussels	-	-	5	650	5	775		
Prepare replies to public consultations, position statement, etc	-	-	6	780	-	-		
Draft a case for VIP	-	-	6	780	-	-		
Subtotal	-	-	29	3,770	5	775	34	4,545
5. Support to meetings and conference calls	Bénédicte		Francesco		Raquel		Total Hours	Fees EUR
Board (4 meetings, 2 conf calls, 20h per meeting, 10h per call)	2	230	100	13,000	100	15,500		
Executive Committee (3 conf calls, 5h per call)	-	-	-	-	15	2,325		
Communications & PR Working Group (3 conf calls 5h per call)	-	-	-	-	15	2,325		
Public Affairs Working Group (3 conf calls 5h per call)	-	-	15	1,950	-	-		
Technical Working Group (3 conf calls 5h per call)	-	-	-	-	15	2,325		
General Assembly (1, 24h)	4	460	10	1,300	10	1,550		
IVIS 2017 Taskforce (3 conf calls 5h per call)	4	-	-	-	10	1,550		
Subtotal	10	690	125	16,250	165	25,575	300	42,515
Grand Total	95	10,465	190	24,700	348	50,530	656	94,535

3. Kellen Europe proposal of services and fees for 2016

Kellen fees along the years:

	Kellen fees	Total VIPA budget	%
2014	60,000	100,000	60%
2015	83,723	174,779	48%
2016	94,535	217,000	44%

Proposal for 2016 services and fees

Comprehensive document: precise description of all tasks and time dedicated to it:

- General management
- Finances
- Communications
- Public Affairs Activities (EU only)
- Support to meetings and conference calls

Any comments or suggestions would be appreciated so we can have a final version for approval on 2 December

4. VIPA International 2016 Work Plan and Budget



VIPA 2016 Work Plan

VIPA International Work Plan 2016 – draft document

8 Strategic Areas

- Governance
- Finances
- Representativeness
- Communications
- Quality Label
- Technical/Standards
- IVIS 2017
- Public Affairs

Strategic Areas	Milestones	Initiatives	Responsibility	Resources
Governance	Provide VIPA International with the appropriate structure for the association to grow in size and effectiveness	• Discuss options to review Bylaws • Come to a consensus on a new structure for the association and ensure buy-in from all members • Present new proposed Bylaws to the 2016 General Assembly • Prepare for succession of Roland Caps	Board Secretariat Legal counsel	
Finances	Ensure a sound and transparent financial management of the association	• Treasurer to control expenses • Secretariat to ensure fee invoices are paid in time • Quarterly financial update to be provided at Board meetings	Secretariat Treasurer	
Representativeness	Make VIPA a truly global VIP association	• Increase the number of manufacturer members especially outside Europe • Attract companies that focus on different VIP applications • Find a balance between manufacturers, suppliers and other membership categories that might be created in the future (e.g. customers)	Board Secretariat	

General milestones to be achieved on each Strategic Area and concrete initiatives that can be measured. Responsibility and Resources

No extra suggestions received from the membership. In general very positive comments

Board Meeting 2 Dec: discussion on Prioritisation and Resources

4. VIPA International 2016 Work Plan and Budget



VIPA 2016 Budget

VIPA International Budget 2016 (EUR)	
ITEM	EUR
Income	
Membership fees full members (15): 10,000 EUR	150,000
Membership fees associate members (6): 500 EUR	3,000
Carry-over from 2015 budget	64,559
TOTAL INCOME	217,559
Expenditure	
Kellen fees	94,535
Studies	50,000
IVIS 2017	20,000
Out of pocket costs (meetings/conf calls & travel expenses)	7,000
Communications (website support, professional design, etc)	2,500
Website annual hosting fee (Alias)	400
Legal advice	10,000
Bank fees	500
Greenberg fees for US monitoring report	0
TOTAL EXPENDITURE	184,935
RESULT	32,624

4. VIPA International 2016 Work Plan and Budget



VIPA 2016 Budget

Membership fees: increase, decrease, keep at same level?

- How much funds do we need to work on all activities?
- What is feasible to ask members (same level or more)?
- What do we offer in return of the fees?
- Were the 2015 fees used properly (the fact that a substantial amount was not used, can be criticized by members)?

Membership fees need to be formally approved by the General Assembly – invoices can only be issued after that. The following options exist:

- organise virtual General Assembly before April to approve the new fees and then a physical meeting later in the year
- Organise a voting on the fees level via written procedure

5. Other topics for discussion on 2 December (Board meeting)

VIPA Board Meeting 2 December

Membership outreach efforts

- Hot prospects include:
 - OCI – Internal discussion
 - Siltherm – Interested but they need approval from CEO
 - 3M – Interested but they need to clarify internally which division would be responsible
 - Chalmers University (associate) – will join in 2016

Quality Label Scheme

- GSH vs FIW

Review of Bylaws

- Membership categories
- Board composition

Date and location of 2016 General Assembly

- Europe?

6. AoB

Any other business?

VACUUM INSULATION PANEL



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