



Peppol

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OpenPeppol AISBL 16th General Assembly

Invitation of Members

Status: Final

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1 Introduction

1.1 Notification to Members

The Secretary General of OpenPeppol, on behalf of the Managing Committee, hereby invites all members to participate at the 16th OpenPeppol General Assembly, hereinafter referred to as GA16. The meeting will be held on November 8th, 2023 and will be conducted entirely online, without physical presence of members. The Bureau (Secretary General, Scrutineer and Minute Taker) will be physically present at the designated location in Brussels (BOSA, WTC III, Boulevard Simon Bolivar 30, 1000 Brussels, Belgium).

The sole purpose of GA16 is to approve the new Statutes of the Association.

Since January 1st, 2020, the new Belgian Code of Companies and Associations (BCCA) has entered into force, requiring all legal entities governed by the BCCA, including international not-for-profit organisations (i.e. AISBL) such as OpenPeppol, to amend their articles of association accordingly, by January 1st, 2024.

In this context, the Statutes of OpenPeppol must be amended in line with the BCCA, in order to comply with Belgian Law.

During the last General Assembly (GA15), the vote for the approval of the new Statutes could not take place, as we did not reach the required quorum (50%+1) of 252 members with voting rights. Therefore, a second General Assembly is required, where no quorum is needed, according to the current OpenPeppol Statutes (Article 17).

1.2 Meeting logistics

Date: November 8th, 2023 Time: 09:30 – 11:00 Brussels time

Venue: OpenPeppol Meeting link (to be provided to registered participants)

Participation: All members are requested to attend and must register in advance.

Registration is **mandatory** and is made **by email** to ga@peppol.eu, using the registration form distributed together with the present invitation. Registration must be made at the latest on **November 3rd, 2023**.

2 Agenda of the 16th General Assembly

1. Participation and agenda
 - a. Approval of agenda (**Vote 1**)
 - b. Participation and validity of representation
 - c. Appointment of scrutineer and minute taker (**Vote 2**)
 - d. Approval of the Participation and Voting Procedures and discharge of the Managing Committee and Operating Office members for the execution of those Procedures (**Vote 3**)
 2. New Statutes of the Association
 - a. Brief overview of the changes
 - b. Questions and comments to the new Statutes
 - c. Approval of the new Statutes (**Vote 4**)
 3. Approval to provide a proxy for the formal filing to Belgian Authorities (**Vote 5**)
- AoB – Closing.

3 Participation procedures

The following terms and conditions apply to the 16th OpenPeppol General Assembly:

1. **Meeting format:** The 16th General Assembly will be conducted on **November 8th, 2023** entirely online, without physical presence of members.
2. **Eligibility:** All Members admitted at present and until **November 3rd, 2023** are eligible to participate and vote. Observers can attend and follow the proceedings but cannot vote.
3. **Registration:** In order to participate, members must send the designated **Registration Form**, which is distributed together with the present Invitation.
 - a. For a registration to be valid, the Registration Form must be completed and returned to ga@peppol.eu, **no later than November 3rd, 2023**.
 - b. No member can participate and vote at the General Assembly without the submission of a Registration Form.
 - c. Only one person per member organisation should have the right to vote on its behalf at the General Assembly.
 - d. More than one person per member can attend the General Assembly, given that they submit a separate Registration Form.

4. **How to Participate Directly:** Registered participants will receive a **link** to access the online meeting at the scheduled time, together with instructions on how to connect, and how to raise their questions and participate in the meeting.

These practicalities will also be discussed during the Q&A session referred to below in point 4 “Further Information and Questions”.

5. **How to Participate through a Valid Representative (Proxy):** A member that cannot have a designated representative from within their organisation attend the General Assembly online may be validly represented by another member organisation that will act as its Proxy and vote on its behalf.

To be validly represented by a Proxy in the General Assembly, a member must complete and send to OpenPeppol the designated **Proxy Delegation Form**, which is distributed together with the present invitation.

For a Proxy delegation to be valid, the **Proxy Delegation Form** must be completed and returned to ga@peppol.eu, **no later than November 3rd, 2023**.

4 Further Information and Questions

If Members have questions or need any clarification on the agenda items or on the related notes in this document, or are otherwise unsure of what procedures to follow, they are welcome to communicate their questions and concerns to: info@peppol.eu

An informative session will be held in order to present the new Statutes, highlighting the changes, also to explain the registration and participation process, and to answer any Member questions.

This session will take place on October 18th, 2023 from 09:00 – 10:30 Brussels time. An invitation will be sent to members in advance.