

Minutes
General Assembly
Sculpture Network e.V.

19th November 2023 at 11:00 CET via ZOOM Videoconference

AGENDA:

- TOPIC 1 Determination of the quorum
- TOPIC 2 Election of a keeper of the minutes
- TOPIC 3 Acceptance of the annual reports for 2021 and 2022
- TOPIC 4 Acceptance of the auditor's reports on the annual financial statements
as of 31.12.2021 and 31.12.2022
- TOPIC 5 Resolution on the discharge of the Executive Board
- TOPIC 6 New election of the auditors for the financial years 2023 and 2024
- TOPIC 7 Report of the Executive Board on activities to date in 2023 and planning for 2024.
- TOPIC 8 Motions and wishes of the members
- TOPIC 9 Miscellaneous
 - Information on appropriate payments to members of the Executive Board

TOPIC 1 Determination of the quorum

At 11:09 Frank Evelein (Chairman) opens the meeting, which is held in English. He welcomes all members present who are attending today's meeting.

The meeting was called in in good order and on time on 19.10.2023, in accordance with Article VII of our Bylaws. At 11:10 29 members are present (in total 28 members participated in the course of the meeting).

Frank Evelein asks for requests for any additional items to be added to the agenda. None are mentioned. Ilaria Specos explains the technical details of the Zoom meeting.

TOPIC 2 Election of a keeper of the minutes

Frank Evelein proposes Blake Ward as keeper of the minutes. There are no objections. Blake Ward is unanimously elected keeper of the minutes.

TOPIC 3 Acceptance for the Annual Reports 2021 and 2022

Part 1 – Organisation (Powerpoint slide deck 3A)

Frank Evelein states that the current board considers financial transparency as a key responsibility of the Board and that this is held in the highest regards.

He then introduces Helmut Pütz who has assisted in the General Assembly meetings of 2021 and 2022 and thanked him for his key role in the resurrection of Sculpture Network.

Frank Evelein introduces Ralf Kirberg as an Honorary Member and explains that Mr. Kirberg was a founding member of Sculpture Network and thanks him for his cornerstone effort to create the association.

Frank Evelein introduces the present Board Member Christian Friederichs and mentions that he will be departing the Board on the 31st of December 2023. He then thanks him for his crucial work and management of the Financial area for Sculpture Network and his service to the organisation in several other areas as well.

Then, Board members Anne Berk, and Yke Prins are introduced, thanking them for their invaluable contributions over the last several years with the organisation.

Frank Evelein then introduces to present the Curatorial Board members Hartmut Stielow, whom he notes is the other founding father of the organisation, and Laure Debouttière, both of whom advise the Executive Board in its actions.

Frank Evelein then introduces the current Office Managers Isabel Bernheimer and Zeynep Ece Sahin Korkan and thanks them for their valuable work with the association (not present in the meeting). He then mentions that Office Managers Ilaria Specos and Julia Weiss are currently on maternity leave.

Frank Evelein continues with mentioning the Waldemar Bonsels Schiftung and their charitable contributions to Sculpture Network over the years including the office space that has been made available to the organisation for our use for many years in the past and how appreciative we are for the space and its continued availability.

Frank Evelein continues with the introduction of the Coordinators that are currently assisting the association, naming Marek Wolynski coordinator for the UK, Anemone Vostell coordinator for Northern Germany, Frank Nordiek coordinator for Southern Germany, Hilde Van Canneyt coordinator for Belgium, Neus Bergua coordinator for Catalunya, Spain and Ien van Wierst coordinator for the Balears, Stefanie Krome coordinator for Italy, Marina Bauer coordinator for Croatia and Susanne Ahrenkiel coordinator for Denmark. Frank Evelein then re-introduces Anne Berk, pointing out that Anne is the Vice Chairperson as well managing events as well as coordinator for The Netherlands and finally Yke Prins, who is also a Board member, managing this year's Forum and is coordinator for The Netherlands. Both Anne and Yke are also coordinating the country coordinators.

The Chairman continues by mentioning that the position of Coordinator has been considered as a key role during the redevelopment of Sculpture Network and the organisation plans to further expand the development of the Coordinator position in the future. He notes the intention of the association to continue seeking coordinators in other countries in Europe and that the association is presently seeking to find persons to fill these positions in Austria and Switzerland.

Frank Evelein, then introduces the Volunteers beginning with Elisabeth Pilhofer, paid editor of the Newsletter and the important role that the Newsletter plays in the association, and continues with the other participants in this area; Sophie Kulik, and Willy Hafner, and Sophie Fendel and Christina Würtemberger. He thanks Christina, now that she is leaving, for her excellent work for the Opportunities of the last 10 years.

Frank Evelein mentions that there remain Vacancies in Volunteer requirements, currently including the need for a volunteer for our Opportunities section on the website.

Other volunteers mentioned are: Verena Friedrich who has taken the responsibility for developing Social Media for Sculpture Network and Torres who assists with the Art Agenda. Furthermore Alice Bakker and Paul Funcken who have assisted with the development of the

new website and Blake Ward who has also assisted with the website. Please see powerpoint attached.

Frank Evelein then mentions that Sculpture Network as an organisation is still in a consolidation phase of development, which has taken longer than anticipated. Yet, there are many developments, such as the website that has proceeded in a very positive manner. However, considering membership numbers, over the past two years cancellations have out-paced new members subscriptions, which identifies an area that requires attention in the coming year concerning member care and past due subscriptions.

The Chairman closed this section of the meeting with a request for questions from the participants. There were no questions raised.

Part 2 – Activities (Powerpoint slide deck 3B)

The Chairman handed the meeting over to Yke Prins, who introduced an Activity Report for the association over the period 2021 and 2022.

Yke Prins began the report by stating that the current period of consolidation would extend into the coming year 2024, and referred to the results of a Survey of members that took place in 2022. This survey noted the importance of the Newsletter as well as the activities that the organisation habitually organises.

Yke Prins then went on to confirm that the number of activities achieved in the two years were considerable and the organisation has worked to introduce some new activities that had been started during the Covid pandemic. “As in 2020 the Corona-crisis put sculpture network on hold. We were forced to cancel or postpone all our events, locally as well as internationally. But in these difficult times our need of exchange had never been higher and fortunately new technologies came to our help.”

Thanks to the engagement of a group of artist members we started a series of online events on different topics. National borders are crossed and artists, curators and friends of the arts could easily network and share ideas online with soulmates from all over the world while comfortably sitting in their living rooms!

The now born Online Club was a success, in 2021-2022 Sculpture Network held 24 Online Club events, organised by Anne Berk and the office. They were very well frequented by people from all over Europe, and overseas, and were of outstanding quality. Some of the subjects covered in the Online clubs included: Art and landscape, Monuments, Commemorating, Sound sculpture, Online workshop Bodily encounters, New sculpture venues in Spain, Moving Sculptures, as well as some Studio Visits and Online tours and Workshops.

In 2021 and 2022 our coordinators in Europe organised 29 Dialogues. These are local events initiated throughout Europe in the Dialogue format that was developed by Sculpture Network, and include guided visits to: studios, museums, sculpture parks, private collections and production sites, which offer specific insight to the world of contemporary sculpture and provide an opportunity to establish professional and social contacts.

The Dialogues took place in:

- Barcelona, Brussels, London, Sittard, Berlin, Bayern, Wuppertal, Den Helder, Karlsruhe, The Hague, Hannover, South Fawley, Ghent, Mallorca, Eindhoven, Nijmegen, Oudenaarde, Munich, Deventer

The Dialogues also allowed the “show room moments” where the members shared their catalogues of artworks and have the opportunity to network with other members and Art Professionals.

Another form of Activity that was offered by the Association were the Experience program offering a more international event covering 2 to 2,5 days allow the participants to cross borders to experience opportunities, such as visiting private collections, artist studios, and choice exhibitions in foreign countries. Experiences organised by Anne Berk and other coordinators had involved travel with Sculpture Network to destinations such as Andalusia, Tuscany, Sweden.

Experiences in 2022 included guided travel to Documenta 15, as well as in 2021, Bilbao and La Rioja.

The last Activity that was mentioned by Yke Prins was the well known Sculpture Network Newsletter, of which in the years 2021 and 2022 12 Newsletters saw the light, presenting rigorous journalistic quality, widely read by our members and others. The Newsletter presents a rich source, and includes all the articles on our online Magazine offered as a part of the Sculpture Network website.

Frank Evelein, thanked Yke Prins for her presentation and introduced Anne Berk, who upon taking the floor, offered some participation numbers for some of events. She mentioned that the 17 Dialogues held in 2022 along with the Online clubs attracted in total 662 participants.

One of the participants in the assembly, Anemone Vostell, commented that the Newsletter had 17000 recipients.

After which Anne Berk continued to note 38.000 Facebook, Instagram and LinkedIn followers..

Anne Berk then noted that the last Forum was held in 2016 and because of Covid Sculpture Network was unable to offer this event until this past year 2023.

TOPIC 4 Acceptance of the auditor's reports on the annual financial statement as of 31.12.2021 and 31.12.2022 (*Powerpoint slide deck 4*)

Frank Evelein introduces Mrs. Franziska Büttner, who has been elected as auditor for the annual financial statement 2020 during the General Meeting 14.3.2021.

The Chairman offers Mrs. Büttner the organisation's most sincere thanks for her continued services and assistance as Auditor.

Mrs. Franziska Büttner works professionally in the tax consulting business. Mrs. Büttner shows on screen the Audit Report for 2 years, includes the Financial Statement 31.12.2021 and the Financial Statement 31.12.2022. She explains that the two audits took place in Munich from March 23th to May15th 2022 resp. from May 15th to June 26th 2023, and adds that Board member finance, Christian Friederichs, had been available to answer her questions; that she found the documents were in good order; the Bank Accounts were also kept in good order. She added that the accounting corresponds to the legal requirements and that the principles of proper accounting were observed.

The Audited Reports of 31.12.2022 was presented: the Audit did not reveal any findings. Mrs. Büttner revealed that revenues were 86,000.00 EUR, which was down from last year but that the association was in a respectable position and she proposed a Resolution to Discharge the Board.

The Balance Sheet end of 2021 and 2022 was presented on the screen. Sculpture Network e.V. closes 2022 with a surplus on the bank accounts of 68.048 EUR, with a balance sheet total of 80.382 EUR; the association has equity of 60.269 EUR.

Frank Evelein thanks Mrs. Büttner for her work. She proposes to the members to discharge the board in the following resolution.

TOPIC 5 Resolution on the discharge of the Executive Board.

Frank Evelein reads the voting statement in German and notes for the members that this is an official statement that in effect means that the proposed resolution is a vote to absolve the Board of Directors of any personal financial liabilities concerning the financial situation of the Association for the years 2021 and 2022.

Ilaria Specos reads the following statement in English.

“The current Executive Board was elected by the members in the general assembly on 14.03.2021:

Frank Evelein, Chairperson

Anne Josè Berkhof (Anne Berk), Vice Chairperson

Yke Prins (Activity program)

Christian H. Friederichs (finance)

The discharge of the executive committee always refers only to those facts, which were also known to the meeting of the members. For all actions that the board has carried out beyond this and which it withholds from the general meeting, it can still be held liable for retroactive claims for damages even after it has been discharged.

I am asking you:

Do you vote for discharging the board for 14.03.2021 to 31.12.2021 and 01.01.2022 to 31.12.2022

Frank Evelein

Anne Josè Berkhof (Anne Berk)

Yke Prins

Christian H. Friederichs?”

Frank Evelein asks the members to vote on discharging the Board: Ilaria Specos starts the poll and after 4.5 minutes states the following result of the poll:

Yes:96%

No: 0

Abstention:4%.

The Abstentions were due to technical difficulties that 4 members were having with the bandwidth of their internet connection, members using mobile devices that were not compatible with the polling system put their votes into the chat.

Frank Evelein states that after the resolution just taken all Board members; Frank Evelein, Anne Berk, Yke Prins, and Christian Friederichs are discharged for the period 14.03.2021 to 31.12.2021 and from 01.01.2022 to 31.12.2022, that means from personal financial liabilities and absolved from claims for enrichment and damages.

The Chairman thanks the members and Ilaria Specos for their assistance and confidence in the members of the Executive Board.

TOPIC 6 New election of the auditors for the financial years 2023 and 2024

Frank Evelein goes on to state that for the Audit 2023 and 2024 Ms. Karin Lang and Mrs. Franziska Büttner have entered their candidature and calls for the members of the assembly to vote on the re-election of these auditors for the above period.

Frank Evelein reads the voting statement in German and then asks:

“Do you vote to elect Mrs. Franziska Büttner as auditor and Karin Lang as audit assistant for the annual financial statements 2023 and 2024?”

Ilaria Specos starts the poll and after approximately 5 minutes states the following result of the poll:

Yes:96%

No: 0

Abstention:4%.

Again the Abstention were due to technical difficulties described before.

Frank Evelein states that after the resolution just taken it Mrs. Franziska Büttner has been elected as auditor and Ms. Karin Lang as assistant auditor for the annual financial statement 2023 and 2024.

The Chairman thanks the members and Ilaria Specos for their assistance.

TOPIC 7 Report of the Executive Board on activities to date in 2023 and planning for 2024

Part 1 – Organisation (Powerpoint slide deck 7A)

Frank Evelein then introduces the Plans for the Association going forward. He begins with noting the upcoming personnel changes;

That Frank Evelein was highly motivated by the very high value of this association SN, would unfortunately be vacating the position of Chairman of the Board in April 2024 as he had announced last year.

That Christian Friederichs had announced his resignation from his position as Board Member Finance on the 31 of December 2023.

That the Office Personnel who had been on maternity leave, Ilaria Specos and Julia Weiss would be returning to their duties in the office as of mid-year 2024.

Frank Evelein continues to recount that the present board is in the process of speaking to a potential candidate for the position of Chairman and sites that the position is aimed to be filled by the beginning of April 2024.

Further, the board is presently engaged in talks for the new Financial Board Member, a position that is aimed to be filled before the beginning of January 2024.

One current Office Manager will be replaced in the near future and the present Board and members of the team are preparing for a warm hand-over of the roles and procedures. The organisation also is looking for an active member to connect bank-Stripe-member mail outs, and a freelancer for the opportunities page.

Frank Evelein then went on to describe the successful development of the website with Zotonic over the last year with the assistance of Freelancers and active members Alice Bakker and Paul Funcken, who has assisted with the design as the visual presentation of the site.

The Website quality had been vastly improved and the quantity of data available to the membership and the availability of high quality profiles and portfolios for the artist and art professional members had been provided at a far lower cost than was previously possible.

Frank Evelein also cited Blake Ward who has contributed to populating the site by reviewing and (de)selecting a majority of the 23,000 (!) cards (= photo plus address plus description) that were migrated from the old website to the new site. Within this data were found and

sorted many organisations that offered resources to the membership in the areas of Artist Residencies, Art Prizes, Funding Organisations, and Production Sites, as a part of the Opportunities section of the website, offered once or on a permanent basis. Also included is a selection of Universities and Academies, Suppliers and Commercial Art Galleries.

The Chairman also indicated the association aim to diversify membership and noted the different categories of members that we wish to attract balancing Artists with Art Professionals and Suppliers.

He requested the assembly to browse the website and comment back to the Board on any impressions.

He also pointed out the GDPR compliant “Contact Me” Button available on the member Profile Pages for any visiting art professional or Coordinator to join with the artist.

Part 2 – Activities (Powerpoint slide deck 7B)

Anne Berk was invited to take the floor and she spoke of the success of the Online Club and how these events attract very qualified cultural organisations such as the Henry Moore Foundation, as well as how it allowed members to connect with other Artists and Art Professional members and the development of articles, which then find their way into our Newsletter.

Yke Prins noted that her career had grown exponentially as a result of Sculpture Network. Anne Berk mentioned that Sculpture Network had grown to 11 Coordinators in different cities, respectively, countries, who were able to bring people together and become part of the Sculpture Network family. These physical meetings assist with the development of Dialogues and other Experiences, and mentioned the breath of diversity of the Sculpture Network members who originate from 40 different countries. Also, the mention of Workshops and how they have developed over the past year to form intimate groups of members. Sculpture Network was also recognised by Museums, curators and cultural organisations during the Forum in Malaga as a prestigious association that it is.

The idea of promoting the Coordinators came from the Survey in 2022 and were invited to meet with the Board in Amsterdam to exchange ideas and develop procedures that would assist them in attracting more members and expanding the cultural horizons of their local members and build communities.

The International Forum was, the first time after 2016 and the corona pandemic, held in Malaga with some 60 participants plus 9 speakers plus 3 members of the organisation team. One of them had been so impressed with the event that she has donated 1.000 USD to Sculpture Network and Anne thanked her for her donation.

The Emerging Artist Award was suggested by Hartmut Stielow after Sculpture Network was approached by the Tantau Stiftung and offered a grant to develop this award in order to attract emerging artists as a member of Sculpture Network, and it has potentially been offered as a yearly opportunity for the Association. This award involves the Coordinators in making recommendations for candidates of the competition. The Prize will be awarded in February 2024.

With the membership Fees the additional external Funding and Donations that are received are very helpful to the Association and Ann Berk thanks the organisations who have participated in funding Sculpture Network events.

Part 3 – Finance (Powerpoint slide deck 7B)

Frank Evelein spoke of the necessity of transparency of Sculpture Network; it is the member's contribution that funds the basis of the Network, its events and activities. He then introduced Christian Friederichs, Board member Finance, who reported that there had been event income, and a small loss on our Flagship event, the Malaga Forum.

The association carries a minimum balance of three months expenditure. The main expenditures in 2023 was the building of the new website with a forecasted total of 47.000 EUR considering some minor adjustments that were envisioned. The website expenses are mainly covered by re-investment reserved of 39.000 EUR built up from 2021 and 2022 profits.

Sculpture Network suffered no major problem on the financial front. The cash forecast as of 31.12.2023 shows a surplus on the bank accounts of 39.000 EUR. The future will be sustainable following the financial principles, including the outlook on institutional funding from the Waldemar Bonsels Stiftung and anticipated, the Tantau Stiftung.

TOPIC 8 Motions and wishes of the members

No such motions were brought forward by the participants.

TOPIC 9 Miscellaneous - Information on appropriate payments to members of the Executive Board (Powerpoint slide deck 9)

In keeping with the principal of transparency, Frank Evelein wished to present the financial situation concerning payments made to Board members and one ICT supplier.

Payment to Board members - The Board thought it fair to compensate a small part of the hours of Anne Berk and Christian Friedrichs. The voluntary hours these Board members spent in 2023 on respectively, events and finance/ICT/legal, amounted to 2-3 days a week which was felt to be beyond fairness. Christian Friederichs mentioned that all payments to Board members are calculated at below 50% of market prices for the equivalent work, and presented the figures.

Year	2021	2022	FC2023
Anne Berk (coordinator, Online Club 2022) net	4.744 €	5.905 €	3.248 €
+VAT	996 €	1.240 €	682 €
Yke Prins (coordinator, one Online Club) net			1.006 €
+VAT			211 €
Christian Friederichs (financial IT consultant)			4.662 €
			No VAT

A question followed by participant Frank Nordiek concerning the shown net VAT value on these earnings. Christian Friederichs responded that Sculpture Network pays VAT on incoming invoices but do not charge VAT on membership and event income. Due to his German small business status, there will be no VAT applicable on his earnings, but not for the other board members with VAT obligation paid by Sculpture Network redirecting the VAT for the state of The Netherlands.

Payment to ICT supplier - The selection of the ICT company for the development of the website, members database and connection to payment provider Stripe involved two companies; a payment of 1.500 Euro (plus 19% VAT) has been made to the non-winning party for a report that was deemed valuable to the winning bidder and all parties felt that was a reasonable and fair expenditure.

The Chairman then asked if there were any other questions, and no more questions are asked.

Hartmut Stielow took the floor to present his thanks to all the people who had helped in preserving Sculpture Network.

Frank Evelein's closing remarks celebrated the value that Sculpture Network added as a lasting contribution to the world. Mentioning that there are many challenges involved in becoming a sculptor and Sculpture Network assists in bringing the Spirit of Sculpture to the world.

Frank Evelein closes the meeting at 13:00 CET, thanked all participants and expressed the hope to see everyone again at the next events.

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