



CONVENING NOTICE FOR THE IFLA 2024 GENERAL ASSEMBLY
To be held in hybrid format at the National Library of the Netherlands
on 20 June 2024
in The Hague, Netherlands and online

To: Voting Members of IFLA

(National & International Associations, Institutional Members and Honorary Fellows)

Copies for information to:

Governing Board members

Regional Managers

Institutional & Individual Affiliates

Bodies with Consultative Status

Officers of IFLA's units

Date: 22 May 2024

The IFLA Governing Board has pleasure in submitting this Convening Notice for the General Assembly meeting of the Federation. The IFLA 2024 General Assembly will be held on Thursday 20 June 2024 in the Auditorium of the National Library of the Netherlands in The Hague, Netherlands and online.

Agenda

Thursday, 20 June 2024, 13:00 – 15:00 CEST

1. Opening by the Chair
2. Establishment of a Quorum
3. Adoption of the Agenda
4. [Minutes of the previous meeting](#), held in Rotterdam, Netherlands and online, 23-24 August 2023
5. In memoriam of those members who have died during the past year
6. Presentation of the Report of the President
7. [Presentation of IFLA's Annual Report](#)
8. [Presentation of the Annual Accounts](#)
9. Presentation of Awards
10. Motions and Resolutions
- 10.1 Motion to approve the holding of the next General Assembly in August 2025
- 10.2 Motions to amend the Statutes to enable IFLA to apply for ANBI status (Algemeen Nut Beogende Instelling - the Dutch acronym for an Institution for Public Benefit and is the Dutch equivalent of charitable status)
11. Address by the President
12. Close of the Assembly

NOTES

1. Hybrid Meeting Format

The General Assembly will be held in 2024 in a hybrid format allowing those able to come to The Hague to attend in person and others to participate online. The meeting will be streamed live to Members and observers who are unable to attend in person. Votes on the motions will be cast live either in-room or remotely in real time via an online voting platform. An external company has been engaged to conduct the meeting. Proxy voting will also be possible.

Further information on voting will be sent by early June.

Observers are welcome at the physical meeting and further information on how to attend the online meeting will be published closer to the meeting.

2. Representation

Each Member is entitled to be represented at any General Assembly by one or more representatives. One such person shall be designated by the Member to exercise the right to vote. Honorary Fellows are entitled to be present and have the right to vote.

Each Member may nominate another Member to exercise proxy votes on the Member's behalf at a General Assembly. Such Member must notify the Secretary General of the appointment of a proxy holder no later than 48 hours prior to the start of the meeting.

Voting may take place during the General Assembly on any motions and resolutions submitted in accordance with the Statutes.

3. Quorum

National and International Association Members: The attendance at the General Assembly (in person or online via the voting platform) of a simple majority of eligible National or International Association members will constitute a *quorum*. Quorum will be reached if the number of National and International Association members present or represented by proxy is 50% +1 of the total number of National and International Association members who have paid their fees for the current year. It is therefore especially important for representatives of National and International Association members to be present physically, virtually or to nominate their proxy.

4. Voting

Each financial Member entitled to vote will receive an email in early June with their unique voting credentials allowing them to log into the voting platform. Further details will be provided on nominating proxies if you are unable to be present physically or virtually.

5. Resolutions

Resolutions of an exceptional and urgent character proposed after the deadline specified in Article 9.3 of the Statutes, that is at least six weeks before the date of the meeting, must be submitted in writing to the IFLA Office. Additional items may be added at the discretion of the President or other person who is acting as the chair of the meeting, with the consent of the Members present or represented.

All resolutions must be proposed and seconded by authorised representatives of Members whose names and affiliations must be included and must clearly express the action recommended to be taken by the Federation.

Resolutions must be brief, legible and clearly express the action recommended to be taken by the Federation. Brief additional information may be attached. The Governing Board may seek clarification as required and may assist the proposer to revise a proposed resolution in order to conform with these Rules.

The Governing Board shall take appropriate action on resolutions passed by the General Assembly in a timely manner.

Encl.

- Motions (see p. 4-5)

Available via the [IFLA General Assembly 2024 Convening Notice](#) webpage

- [Minutes of the previous meeting](#), held in Rotterdam, The Netherlands and online 23-24 August 2023
- [IFLA Annual Report 2023](#)
- [Report on the Annual Accounts 2023](#)
- Documentation on the motions to amend the Statutes:
 - [Deed of Amendment Dutch draft IFLA Statutes with comparison to the current IFLA Statutes](#)
 - [Deed of Amendment Dutch draft IFLA Statutes](#)
 - [Deed of Amendment Unofficial English translation draft IFLA Statutes with comparison to the current IFLA Statutes](#)
 - [Deed of Amendment Unofficial English translation draft IFLA Statutes](#)
 - [Explanatory notes to the draft IFLA Statutes](#)

General Assembly 2024, The Hague, The Netherlands

Agenda item 10 - Motions and Resolutions

10.1 Motion to approve the holding of the next General Assembly in August 2025 (Art. 8 of the Statutes refers)

Background

The legislation of the Netherlands, as stated in the Dutch Civil Code, Part 2, Sections 48 and 49, requires that the Governing Board must submit an annual report and annual financial statements to the General Assembly within six months of the end of the financial year, except where this period has been extended by a maximum of four months by the General Assembly. This is reflected in Article 8.2 of the Statutes.

IFLA's financial year ends on 31 December, and its General Assembly usually meets during the Congress, normally in August, more than six months later. The General Assembly must therefore authorise the Governing Board to present the annual report and financial statements at the next Congress or by 31 October 2025. IFLA's lawyers advise that this authorisation has to be given every year. A blanket authorisation is not permissible.

Motion:

to authorise the Governing Board to convene the General Assembly to coincide with the next IFLA World Library and Information Congress normally held in August 2025. In the case of an unavoidable delay the General Assembly may be convened at a later date, but no later than 31 October 2025.

10.2 Motions to amend IFLA's Articles of Association (Statutes)

Background

The IFLA we want

As part of our broader approach to enhancing IFLA's sustainability, we want to be able to form partnerships with other organisations, and in doing so to create new opportunities for our members and volunteers that are consistent with our wider mission and strategy.

Unlike many other organisations working in the library space in the Netherlands, IFLA currently does not have charity status. This brings the risk of making IFLA a less attractive partner for funders because of the cost and potential uncertainty involved in ensuring compliance with relevant tax law. It also means that we are not held to the same high standards of reporting as charities.

At its meeting on 15-17 April 2024, the IFLA Governing Board therefore agreed to propose, at the General Assembly, the necessary changes to our Statutes to enable IFLA to formally apply for ANBI status under Dutch law. Acquiring ANBI status would mean that IFLA is more explicitly focused on public benefit and is the Dutch equivalent of a charity for taxation purposes. ANBI (Algemeen Nut Beogende Instelling "ANBI" - is the Dutch acronym for an Institution for General Benefit.)

ANBI status, if approved by the Dutch authorities, will place IFLA in a stronger position when seeking partnerships to benefit Members and the communities they serve and will support IFLA's future sustainability.

No impact on Members

It is important to state that the proposed amendments have no impact on Members, their rights or the structure of the organisation. IFLA remains an international federation working on behalf of Members and the broader library field. Our purpose and values remain the same. The General Assembly remains the highest governance level of the Federation.

Amendments to Statutes

In order to apply for ANBI status with the Dutch Taxation Office, we need to amend some of the current Articles in the IFLA Statutes. This is to ensure that IFLA meets the definition of 90% public benefit and other criteria. The legal advisors believe IFLA already meets the criteria to apply for ANBI status as our work, through benefiting members, also benefits the whole library field and the communities they serve.

The IFLA Notary has prepared amended Statutes in both Dutch and English with the necessary changes highlighted in the text. There are also Explanatory Notes to the draft changes that outline the rationale behind the amended wording. Links to these documents are provided on page 3 of this Convening Notice.

It is worth noting that while the proposed amendments to the Statutes are to assist with IFLA gaining ANBI taxation status, it is not a guarantee, and if the amendments to the Statutes are approved, the Federation will then have to formally apply to the Dutch taxation authorities for ANBI status. We will be informed of the outcome within a few months of applying, and, if successful, we can backdate to 1 July 2024.

The motions listed below include the wording that is legally required when changing association statutes in the Netherlands and refer to the documentation on the proposed amendments provided to Members. Members are asked to approve the motions.

Motions:

- 1. to amend the Articles of Association of The International Federation of Library Associations and Institutions (IFLA) in conformity with the draft deed of amendment, prepared by Van der Stap Notarissen B.V., indicated with file number 24147.01;**
- 2. to appoint each member of the Governing Board, each candidate civil law notary, paralegal and secretary, employed at the offices of Van der Stap Notarissen B.V. or its legal successors, to have the notarial deed of amendment to the Articles of Association executed.**