

MINUTES

RSAI GENERAL ASSEMBLY MEETING

WEDNESDAY 7TH NOVEMBER, AT 20:30- 21:00 | 2012 Provinces Ballroom, The Westin Ottawa Hotel, Ottawa, Ontario, Canada

0. Nomination of Chair

Jean-Claude Thill, Vice-President and President-Elect, introduced Yoshiro Higano, President, who declared the meeting open. Y. Higano proposed and moved that he permitted to serve as temporary Chair of the meeting until an official Chair would be nominated. The motion was duly seconded and approved by acclamation.

Temporary Chair Higano then proposed and moved that David Plane serve as Minutes Taker for the meeting. The movement was duly seconded and approved by acclamation.

Y. Higano next proposed and moved that Kingsley Haynes and Neil Reid be appointed as Subscribers of the Minutes to be taken by D. Plane. This motion was duly seconded and approved by acclamation.

Finally, Y. Higano proposed and moved that David Boyce, as most senior member, serve as Chair of the meeting. This motion was also duly seconded and approved by acclamation.

David Boyce then assumed office of Chair of the meeting and declared a start to the deliberation of the business before the group.

1. Information and background

The Chair asked Y. Higano to explain Agenda item 1. Y. Higano then delivered a set of remarks on the background of the major items under discussion making use of a PowerPoint presentation:

(1) At the RSAI Council in Denver, 2010, the Long Range Planning Committee (LRPC) recommended that legal advice be sought, if necessary, to help with the transfer of RSAI headquarters to the Azores, especially to cover matters such as tax and charity status.

(2) At the RSAI Council in Seoul, 2011, Tomaz Dentinho, Executive Director of RSAI, reported that RSAI had been registered in Portugal and a bank account had been opened. He proposed and moved that Rui Duarte Gonçalves Luís should be appointed as RSAI Treasurer. (The movement was unanimously carried).

(3) It was further reported that it was Council's recommendation that RSAI Headquarters in Leeds, now registered as a Charity in the United Kingdom, should be dissolved, and all remaining assets of money and properties, etc., of RSAI, after accounting for all the obligations of the Charity in UK, should be transferred to RSAI Headquarters in the Azores, now registered as Charity in Portugal, following Article IX of the RSAI Constitution and all related regulations of the UK.

The Chair asked for discussion and questions of the above Council recommendations. As none in attendance had any questions, discussion moved to consideration of the next point. .

2. Dissolution of the Charity in the UK

The Chair asked Y. Higano to present three detailed proposals regarding how to proceed with the dissolution of the Charity per the pertinent provisions of the RSAI Constitution:

Proposal 1: RSAI shall dissolve the Charity in the UK.

Proposal 2: RSAI shall choose option b) as listed in Article 9 of the RSAI Constitution: by transfer to any charity/NPO (or equivalent) or charities/NPOs (or equivalents) for purposes the same as or similar to the Charity

Proposal 3: RSAI shall establish RSAI Headquarters as a Charity/NPO (or equivalent) in the Azores, Portugal, at the same time as of dissolution of the Charity in the UK per Proposal 1, above.

Y. Higano explained that Proposal 1 is necessary in order for RSAI assets and property in the UK to be placed under the custody of the new RSAI Headquarters. Proposal 2 specifies that the choice spelled out in option b) in Article 9 of the RSAI Constitution should be the one chosen for the dissolution of the Charity in the UK because this would transfer the assets of the RSAI to the newly created Trust in the Azores, which would be most proper considering that the original intended purposes of the assets which have been placed under the custody of the Charity in the UK were for the ongoing activities of the RSAI. Proposal 3, if carried, asks for retroactive approval of the establishment of new RSAI Headquarters in the Azores to take over management activities of RSAI from the former Headquarters in Leeds, UK. The three proposals have distinct, but related relationships to one another.

The Chair, under his authority, moved that the three proposals be discussed jointly and a blanket deliberation be conducted on this matter. After brief discussion, Gunther Maier moved that the proposals, as presented, be approved. The motion was seconded by Kingsley Haynes, and unanimously approved by all in attendance.

3. Other Business

Chair D. Boyce asked RSAI President Y. Higano if there were any other matters requiring the attention of the General Assembly. As Y. Higano stated that there were not, the Chair declared the meeting closed. A form was circulated among those in attendance on which the names of participants at the meeting were recorded.

We herewith approve that contents of the above Minutes as accurate and complete records of the RSAI General Assembly Meeting held from 8:30 – 9:00 pm, 7 November 2012, in the Provinces Ballroom, The Westin Ottawa Hotel, Ottawa, Ontario, Canada.

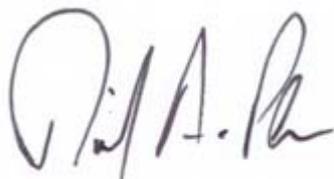
8 November, 2012

Minutes Taker: David Plane, Professor, University of Arizona

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Harvill Building, Box 2

Tucson, AZ 85721 USA



Minutes Subscriber: Neil Reid, Professor, University of Toledo

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Toledo, OH 436006

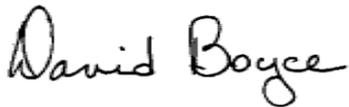


Minutes Subscriber: Kingsley Haynes, Emeritus Professor, George Mason University and Past President, RSAI

Address: School of Public Policy
George Mason University
3351 Fairfax Drive, MS 3B1
Arlington, VA 22201



Chair: David Boyce, Emeritus Professor, University of Illinois, Chicago
Address: 2149 Grey Avenue
Evanston, Illinois 60201-2542 USA



President of RSAI: Yoshiro Higano, Professor, University of Tsukuba
Address: 25-25 Sakuragaoka-mchi, Tsuchiura, Ibaraki 300-0832 Japan



Materials of the day:
Annex 1 (PowerPoint presentation) attached
Annex 2 List of names of participants in the meeting (attached)

RSAI Assembly Meeting

8:30pm – 9:00pm

7th November, 2012

Confederation I, The Westin Ottawa, Ottawa, Canada

Agenda till Chair is nominated

I RSAI President shall serve as tentative chair till Chair of the Meeting is nominated

II Nomination of Minutes Taker

a person who shall record the meeting

recommendation: David Plane

III Nomination of Minutes Subscribers

two persons who shall approve text of minutes

IV Nomination of Chair

recommendation: David Boyce

RSAl General Assembly

1. Informations

2. Dissolution of the Charity in the UK

3. AOB

Annex

RSAI Constitution

Article IX. Dissolution

If the members resolve to dissolve the organization the Committee and Trustees of the Charity will remain in office as Charity trustees and be responsible for winding up the affairs of the organization and the Charity in accordance with this clause. The Trustees will collect in all the assets of the charity and must pay, or make provision, for all the liabilities of the charity. The Trustees must apply any remaining property or money:

a) directly for the objects of the Charity

b) by transfer to any charity or charities for purposes the same as or similar to the Charity

c) in such other manner as the Charity Commissioners for England and Wales ('the Commission') may approve in writing in advance.

The members may pass a resolution before or at the same time as the resolution to dissolve the organization and the Charity specifying the manner in which the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the resolution if it is consistent with paragraphs a-c above.

In no circumstances shall the net assets of the Organization and Charity be paid to or distributed among the members of the Organization or Charity

The trustees of the Charity must notify the Commission promptly that the charity has been dissolved. If the Trustees are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution they must send to the Commission the Charity's final accounts.

Headquarters of RSAI had moved (or is about to move) from Leads, UK, to Azorez, Porutogal.

upon the face of the document

RSAI (Headquarters) as Charity in UK shall be dissolved as already we have RSAI (Headquarters) in Azorez as Charity (or are about to establish);

Proposal 1: RSAI dissolve Charity in UK;

Proposal 2: RSAI will choose b) in Article 9, namely transfer of all remaining property and asset after accounting related with former RSAI Headquarters as Charity in UK that shall have been or be conducted by the Committee and Trustees;

Proposal 3: RSAI shall establish RSAI Headquarters as Charity or any in Azorez at the same time of dissolution in the above 1
(formal process shall follow based on the resolution)

conduct a blanket deliberation on this matter and accept those three resolutions en bloc

RSAI Council, 2010 Denver

The LRPC recommended that legal advice be sought if necessary to help with the transfer of RSAI headquarters to the Azores, especially to cover matters such as tax and charity status.

RSAI Council, Seoul, 2011

Tomaz Dentinho reported that there is an official registration of RSAI in Portugal, a Bank Account and suggested that Rui Duarte Gonçalves Luís should be appointed as RSAI Treasurer.



Name	Section
Har Westlund	Nordic
Mark Burkey	SRSA
INDRO RAY	India
Junio Bussens	European
Carine Smolders	Europe
Luis Galvis	ASCEP Colombia
DAVID FLEMING	SRSA.
Yasuhide Obayama	Japan.
John Madden	ANZRSAI



Name	Section
Kingsley Haynes	Geo Mason UnV. (NARSC)
YOSHIPO HIGANO	JAPAN RSAI
Tschuun Ky	Europe
Sierdjan Koster	Europe.
Sandy Dall'erba	NARSC
BRICE NICHOLS	NARSC
Sara Alva-Lizarraga	NARCS
YONGWAN CHUN	NARSC
KAMYOUNG KIM	NAR SC.

