

## **Minutes**

### **4th Extraordinary Member's Association Meeting sculpture network e.V. 14th March 2021 at 11.00 AM via ZOOM Videoconference**

#### **ITEM 1 Verification of the quorum**

At 11:05 AM Helmut Pütz (liquidator) opens the meeting, which is held in English. He welcomes all members present and Hartmut Stielow, Co-founder and member of the Curatorial Board, who is attending today's meeting

The meeting was called in in good order and on time, in accordance with Article VII of our Bylaws. 41 members are present at this moment. Technically being the second association meeting, the member's meeting also has a quorum with regard to the scheduled reactivation resolution in accordance with Article XVII of the bylaws, irrespective of the number of members present with voting rights.

Helmut Pütz 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.

#### **ITEM 2 Election of a keeper of the minutes and of a leader of the meeting**

Helmut Pütz proposes Sabine Schaedle as keeper of the minutes. There are no objections. Mrs Sabine Schaedle is unanimously elected keeper of the minutes.

#### **ITEM 3. Report of the liquidator**

Helmut Pütz was elected as the sole liquidator on the 2. General Assembly on Oct. 3rd 2020. During the 3. General Assembly on 13th February 2021 he gave a brief report on his duties and what has been done. All details are content of the minutes of this meeting and was mailed to all members via E-mail on 25th February 2021. The minutes are also to be found on the website under Facts& Figures.

At the end of this meeting the Liquidator will resign from his office and a final report will be given on the next General meeting, currently planned for autumn 2021.

#### **ITEM 4. Precautionary Approval of the sale of the Association's 48% share in the Sculpture network Service GmbH to this GmbH.**

Explanations to ITEM 4 and ITEM 5 are presented together.

The agreement of the sale of the Association's 48% share in the Sculpture Network Service GmbH to this GmbH and the conclusion of a mutual waiver of claims between the Association and Sculpture Network Service GmbH have been approved unanimously already during the General Meeting of 13th February 2021.

Due to legal requirements and to avoid any misunderstanding or misinterpretation of our bylaws these resolutions have to be approved again by this General Meeting as a precautionary measure. The main objective of such agreements were

- to regulate the claims and obligations of the past in good order
- to dissolve all connections between the Association and the GmbH for the future
- to set the new board free of any obligations of the past
- to give the Association the opportunity to use the ITC/website on demand on a reduced quarterly payment.

Helmut Pütz proposes the following resolution:



**"The resolution adopted on 13th February 2021 under agenda item 4 on the approval of the sale of the 48% interest of the Association in sculpture network service GmbH to this GmbH is approved as a precautionary measure "**

Ilaria Specos states the following result of the poll:

**In favour: 33**

**Against: 0**

**Abstention: 5**

Helmut Pütz notes that the following decision has been taken: "The resolution adopted on 13th February 2021 under agenda item 4 on the approval of the sale of the 48% interest of the Association in sculpture network service GmbH to this GmbH is approved as a precautionary measure".

**ITEM 5. Precautionary Approval of the conclusion of a mutual waiver of claims between the Association and Sculpture Network Service GmbH.**

Helmut Pütz proposes the following resolution:

**"The resolution adopted on 13th February 2021 under item 5 on the approval of the conclusion of a mutual waiver of claims between the Association and sculpture network service GmbH is approved as a precautionary measure."**

Ilaria Pecos states the following result of the poll:

**In favour: 34**

**Against: 0**

**Abstention: 5**

Helmut Pütz notes that the following decision has been taken: "The resolution adopted on 13th February 2021 under item 5 on the approval of the conclusion of a mutual waiver of claims between the Association and sculpture network service GmbH is approved as a precautionary measure."

**ITEM 6. Presentation of the new future concept by the member group "Think Tank"**

Helmut Pütz passes the word to Frank Evelein, board member elect, who shares the thoughts of the Think Tank. The thoughts and ideas are in the presentation attached.

**ITEM 7. Precautionary Approval of the Election of the new Board**

Helmut Pütz explains that a resolution on the continuation of the association requires the election of a board capable of acting. This election of Frank Evelein, Anne Berk, Christian Hellmut Friederichs and Yke Prins as members of the board of sculpture network e.V. has already taken place on 13th February 2021 with effect from the day on which another general meeting passes the resolution to continue the association and end the liquidation proceedings.

Helmut Pütz therefore proposes the following resolution:

**"The resolution adopted on 13th February 2021 under item 7 on the election of the new Executive Board is approved as a precautionary measure."**

Ilaria Pecos states the following result of the poll:

**In favour: 40**

**Against: 0**

**Abstention: 1**

Helmut Pütz notes that the following decision has been taken: "The resolution adopted on 13th February 2021 under item 7 on the election of the new Executive Board is approved as a precautionary measure."

**ITEM 8. Resolution on the continuation of the Association and termination of the liquidation procedure**

Helmut Pütz proposes - with reference to the future concept presented by Frank Evelein and reminding that a new Board has been elected and confirmed - the following resolution:





**"The dissolution of the Association decided on 3rd October 2020 is cancelled, the Association reactivated, the initiated liquidation is terminated."**

Ilaria Pecos states the following result of the poll:

**In favour: 40**

**Against: 0**

**Abstention: 1**

Helmut Pütz notes that the following decision has been taken with the necessary  $\frac{3}{4}$  quota of the votes: "The dissolution of the Association decided on 3rd October 2020 is cancelled, the Association reactivated, the initiated liquidation is terminated."

Helmut Pütz thanks the members, that they followed the Think Tank, elected a new Board and that the dissolution was cancelled, so there is a way into the future.

Helmut Pütz states that with the just passed resolution on the reactivation of the Association and the approval of the resolution, the election of the board members Frank Evelein, Anne Berk, Christian Hellmut Friederichs and Yke Prins, which took place on 13th February 2021, is effective immediately.

There after Helmut Pütz thanks all, who have supported him as the liquidator respectively as a transition manager. He resigned with following wording: **"I herewith resign as Liquidator of sculpture network as of now. I declare this to the members meeting and the present members of the management board."**

The Leadership of the meeting was passed to Frank Evelein at 11:40 AM

#### **ITEM 9: Election of auditors for the 2020 and 2021 financial statements**

Frank Evelein took over the leadership and explains that in line with the bylaws of sculpture network e.V. section XV that two persons are elected as auditors from among the members for a period of two years. Only members who are professionally qualified for this office, if possible, members of the tax or business consulting professions and who do not belong to the board of the association at the same time, are eligible for the office of the auditor. Re-election is permitted. For 16 years Deloitte, a certified public Accountant firm, has done the auditing pro bono. Now the annual financial statements from 2020 onwards are to be audited by auditors to be elected by the members. As we will have an ordinary General Assembly in autumn, the election for only 2020 is sufficient now, that means: only for one year

Franziska Graef, Munich resident, has declared her willingness to become auditor for the annual financial statements 2020 of sculpture network e.V.. Franziska Graef is a member of Sculpture Network, a tax advisor and a former employee of Deloitte. She did several audits of sculpture network's financial statements in former years and is very familiar with the bookkeeping of the Association. Due to her competence, she is able to fulfill the auditing alone (similar to a certified public Accountant) as required in our bylaws.

Christian Hellmut Friederichs, new board member now, but not responsible for the financial statement 2020, will assist her, but cannot be elected.

Frank Evelein proposes following to the assembly:

**"Franziska Graef is elected as sole auditor for the annual financial statement 2020"**

Ilaria Pecos states the following result of the poll:

**In favour: 39**

**Against: 0**

**Abstention: 1**

Frank Evelein notes that the following decision has been taken: "Franziska Graef is elected as sole auditor for the annual financial statement 2020"



## ITEM 10: Miscellaneous

There are no further objections, questions, comments. Ilaria Specos opens the Zoom Video to all participants.

Frank Evelein thanks the former Board members Otto Vogel, Isabelle Henn, Sabine Schaedle, Cornelia Hammans and Yke Prins for their work during a very difficult period of sculpture network. The liquidation procedure they initiated provided the Association with the possibility for a deep restructuring process which enabled the Association to restart today. A warm "Thank you", was given by the members.

Frank Evelein then spoke a special word of gratitude to Helmut Pütz. He sincerely thanked Helmut Pütz for his instrumental part in preparing the dissolution of the connections between the Association and the sculpture network service GmbH, for making new office arrangements, issuing Newsletters, taking care of the website with Ilaria Specos in the transition period, only to mention a few subjects. A round of applause followed.

Thereafter he passed the word to Anne Berk:

### ***"Impossible possible"***

*We made the impossible possible: sculpture network is resurrected.*

*This is a historical moment!*

*From now on, together with you, we will write a new chapter, creating a new future for this network of sculpture loving soulmates in Europe!*

### ***Impossible possible***

*You do that as a sculptor*

*You do that for the art.*

### ***Why sculpture***

*Our mission is to promote European sculpture and 3D art by connecting all professionals and friends who share a passion and interest for it.*

*"Art is there to reveal man to himself," said the Dutch sculptor Henk Visch. Since prehistory, people have always made art. It is a way to order the world, and reflect on life.*

*Sculpture focuses specifically on the physical interaction with the world. Today, as we increasingly orient ourselves by eye, communicating via screens in virtual space, we need the sense of touch more than ever. Sculpture is a way to ground ourselves, and connect to the earth.*

*So stand up for sculpture!*

### ***Why sculpture network***

*Being an artist is a lonely profession*

*And art needs to be seen.*

*That is why sculpture network was created, to connect, inspire and to facilitate you to network internationally.*

*Hartmut Stielow and Ralf Kirberg founded it in 2004. A wonderful network in Europe, 800 members in 40 countries*

*Alas, because of too much overhead, and an expensive website, sculpture network stopped to exist.*

*That's would be such a pity. So we wrote you*

*Is there a future for sculpture network, let us know?*

### ***Who: Think Tank***

*Some of you answered to our call. And offered help, such as Frank Evelein and Christian Hellmut Friederichs, our board members. And together with the country coordinators, we created the Think Tank.*



### **International**

Every week we zoomed, being based in Italy, Germany, Croatia, The Netherlands, Russia, Spain. Wonderful, this international feeling.

In corona times, we found inspiration by reviving sculpture network, which we love. And which you love too.

### **We issued a survey, what do you like about sculpture network:**

You like to physically meet, and you like the feeling of community.

"Being an artist is a lonely job." "I like to meet soulmates in Europe."

"I like to meet people with an art heart."

You like to show your work on the website. You like to network. To exchange information with sculptors and sculptor lovers in Europe.

You value the website, the Newsletter, Opportunities, local Dialogues, international art trips and Forum.

### **How: Strategy Plan**

Chairman of the Think Tank Frank Evelein explained our strategy before in the Strategy Plan

### **Who**

The board will create a future for sculpture network by cooperating with you, active members, coordinators, and members.

A larger role for country coordinators.

Not top down, but bottom up. As a living organism.

### **What we will do**

continue the activities and services that were offered before.

As soon as possible, depending on the corona situation, we will restart Dialogues. Later on, an international Forum in Malaga, and a StArt event.

#### **We added The Online Club**

As we can't meet in person, we invented The Online Club. The floor is yours!

In the The Online Club you can present your ideas, and share them with others across the borders.

It is a way to strengthen the network and create a community feeling.

And it doesn't cost a penny, not for you, nor the organisation.

Fire, Fog, Light & Electricity is on the 29 of March at 20.00 CEST.

### **Stay a member and support us**

As a board, we will do our best to recreate sculpture network. We will do this with the help of coordinators, active members, and of you!

Help us to keep the network alive, and stay a member.

Introduce our wonderful organisation to your colleagues and friends, so they will join.

Give young sculptors a chance, pay for their membership or donate 120 eu.

### **Thanks to all**

Think Tank:

Hartmut Stielow, Blake Ward, Stefanie Krome, Laure Debouttière, Nicola Valentini, Marina Bauer, Beatriz Carbonell, Michael Zwingmann, Ien van Wierst, Elly Buckley and others.

And of course my fellow board members Frank Evelein, Christian Hellmut Friederichs and Yke Prins.

And Helmut Pütz, Ralf Kirberg, André Kirberg in finding solutions

Thanks to the former board, who made the new future possible.

Sabine Schaedle, Cornelia Hammans, Isabelle Henn, Otto Vogel, Yke Prins

### **Together, we made the impossible possible.**

It's time to rejoice and to laugh.



*We will end this meeting with a roaring laughter with you with the Laughing Performance of Godelief Smulders, e-l@ugh, wr@apping the world in l@ughter, 2020*

*Introduction Godelief Smulders and David Nicholaas, who will assist.*

*Godelief Smulders lives in Amsterdam, the Netherlands. (she currently resides in Curacao).*

*Smulders practice covers a wide range of media, ranging from group performances to physical sculptures. She creates engaged art projects, such as No Rape, or the Laughter monument. Next to that, she teaches portrait sculpture. Smulders was trained as an artist in at the Rietveld academy, and the Rijksakademie.*

*As a physical activity, connecting us, laughing is sculpture as well.*

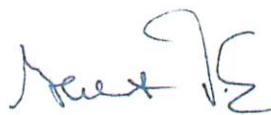
*Laughing is a language that everyone can understand.*

*It unites people across the borders, and is a positive, basic way of human contact."*

Anne Berk again thanks all persons involved in the restructuring process and invited all to participate in future activities of sculpture network and closed the meeting with a "Screaming, Laughter event".

The meeting was closed at 12:30 AM with a thanks to everyone who joined the meeting for their participation and constructive cooperation.

Munich, 14th March 2021



Helmut Pütz  
Liquidator,  
Leader of the meeting



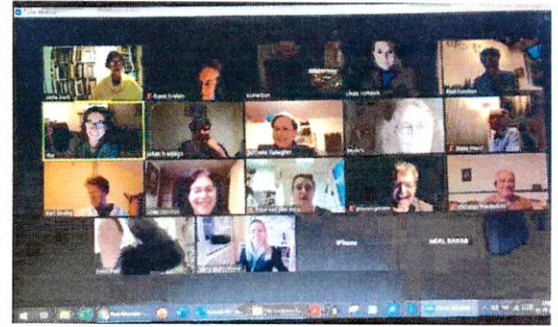
Frank Evelein  
Chairman,  
Leader of the meeting



Sabine Schaedle  
Keeper of the  
minutes

Attachment: Presentation of the new future concept (Summary ITEM 6)





# Rebuilding Sculpture Network

## Where are we now? What's next?

To : General Assembly 14 March 2021

Author : Think Tank Sculpture Network & Task Forces & Board Elect

1

## What has been done?

- Redefine SN philosophy (Think Tank)
- Legal steps (Helmut Pütz)
- Strategic plan approved
- Digital events – The Online Club (Anne Berk et al.)
- Newsletter (Anne Berk, Elisabeth Pilhofer)
- Opportunities (Christina Würtemberg)
- What's on (Andri Koumidou)
- Re-establish office (Ilaria Specos)
- Detailed website proposal (Blake Ward)
- General Assembly February 13<sup>th</sup>

- Discussions about the way forward



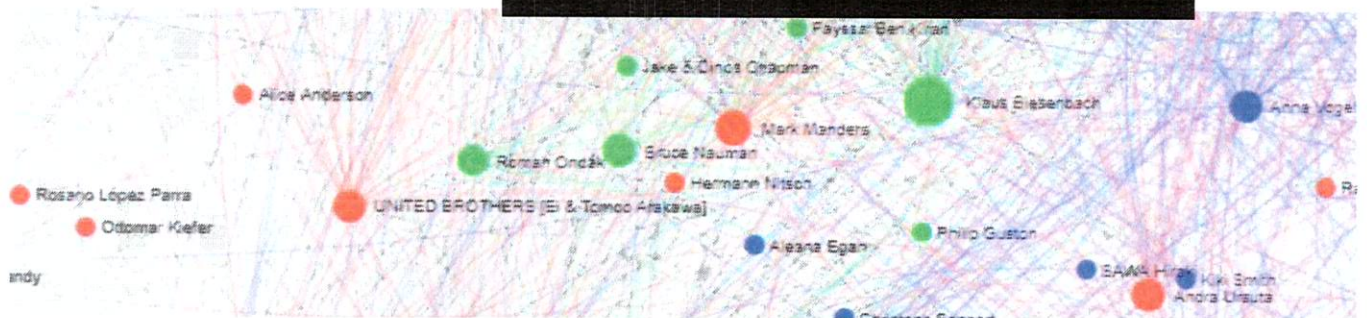
Andra Ursuța – Predators R us, 2019



2

# Philosophy

You are the network!



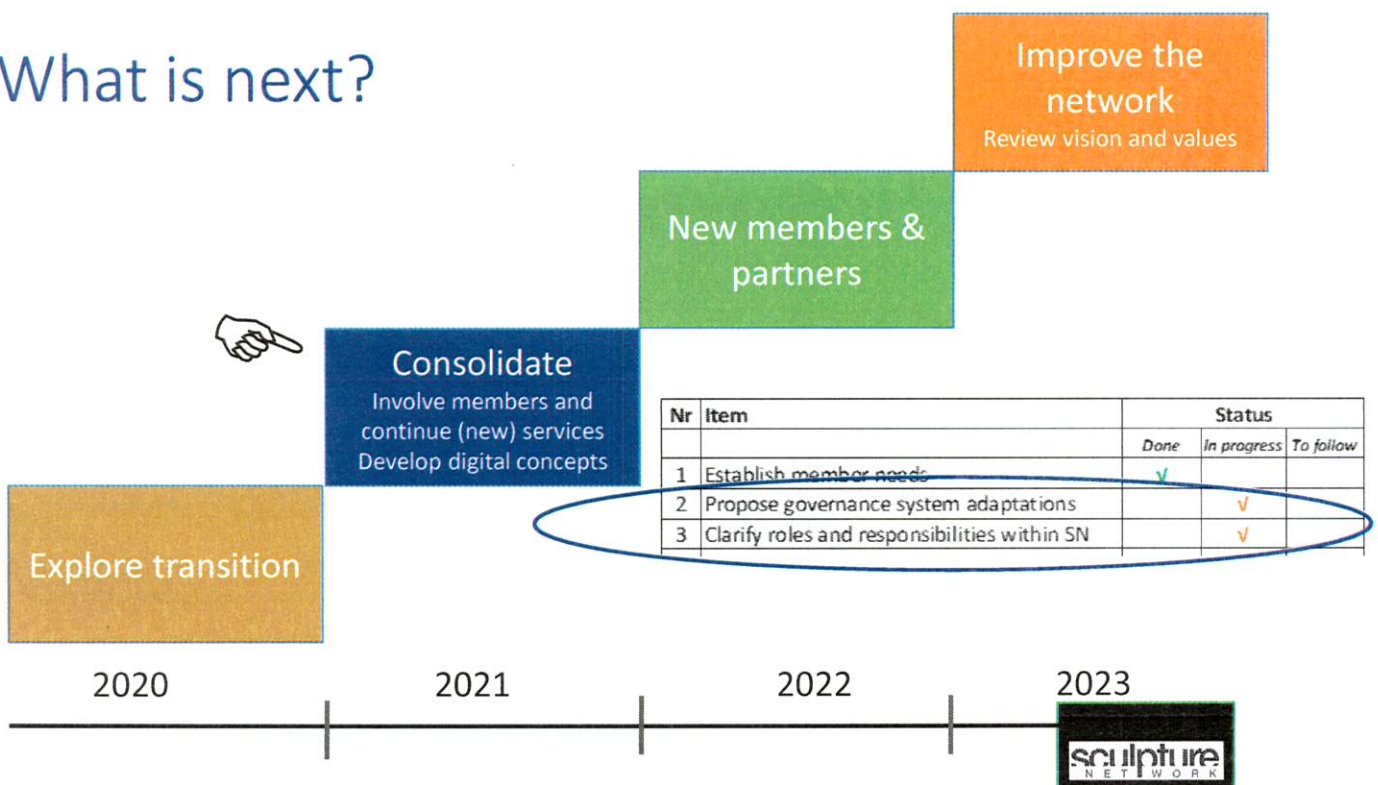
- Member needs lead us in what we do
- Structure represents members and coordinators
- Active participation by members
- Board facilitates

Visualizing Art Networks – CURATOR-artists – detail <https://visualizingartnetworks.com/curator-artists-networks/>

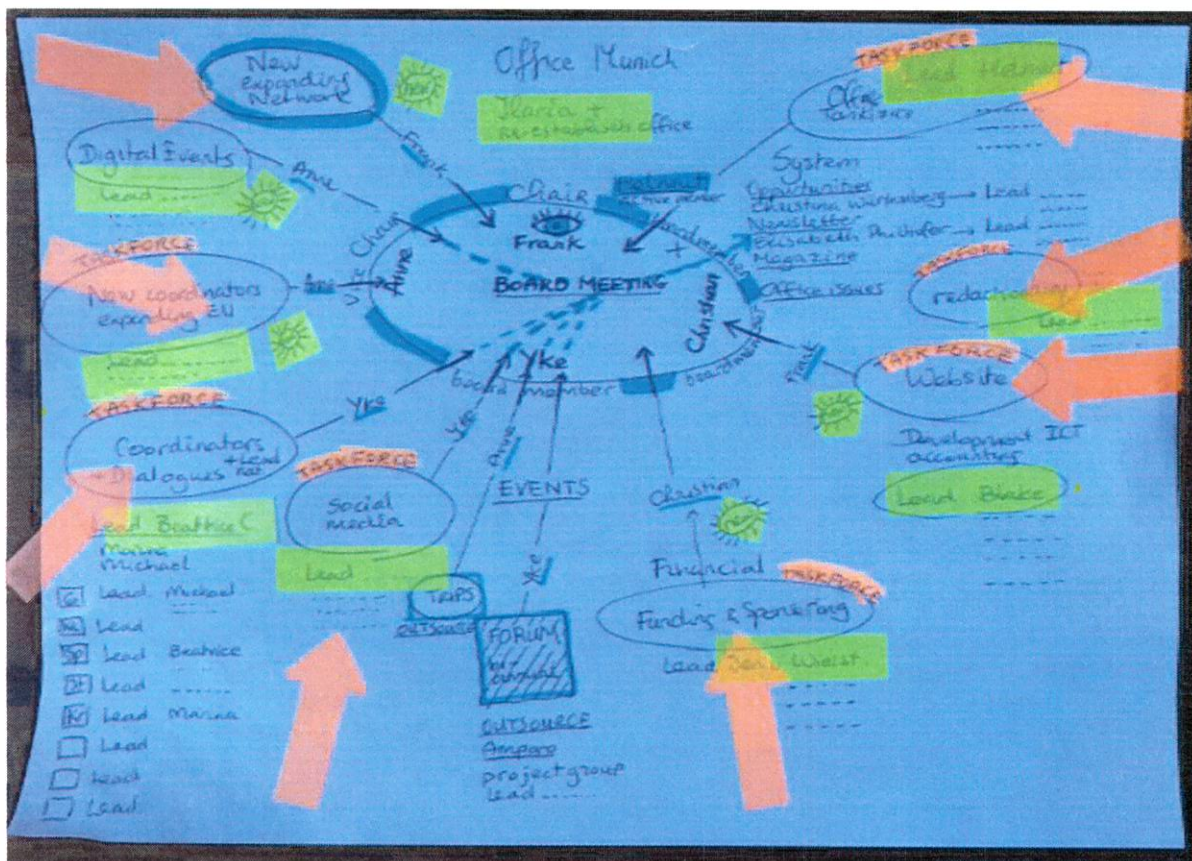


3

## What is next?







Think Tank  
sketch dd  
15/3/2021

- Task Forces
  - Lead
  - Members
- Responsible "TF board member"

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NETWORK

5

Task Force set up

TF = lead + 2-3 active members

*Commitment is central*

### Task Force Lead

- Chosen among the TF members
- (Gets) closely connected to know SN
- Takes responsibility, organizes regular Task Force meetings, reports
- Escalates issues and budget needs to "responsible board member"

### Task Force Members

- Have specific tasks

### Responsible board member

- Brings activities & issues to board meeting

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6

# Task Force subjects

## Suggested:

- Coordinators
- Digital events
- ICT
- Funding & Sponsoring
- Office
- Newsletter
- Social Media
- .....



Maha Malluh - Food for thought (2014)

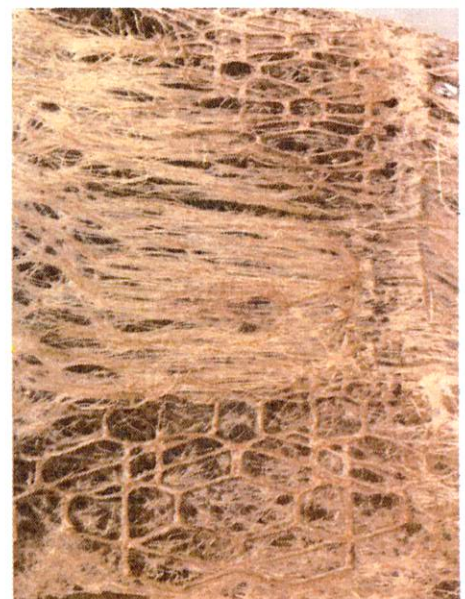


7

# Knitting the tissue!

## Upcoming meetings

- Task Forces
- Free lancers - meet & greet with board
- Survey respondents - board reception (2 groups)
- Bi-weekly board meetings



Diana Scherer  
Hyper Rhizome - 2016



8



# Activity outlook 2021

- International meetings: digital until complete vaccination
- International meetings on location - probably 2022
- Regional meetings on location – Q3-4 2021?
- New digital concepts (Anne Berk et al.) - 2021
- Launch new website Q3-4
- Coordinators: increase their number and strengthen their governance position - 2021

March 22nd – On Line Club - Fire, Fog, Light & Electricity



Ingela Ihrman – A great Seaweed Day  
2018-2019



9



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Join us in making it happen!



10