



Minutes - American Club of Lisbon - General Assembly

Date and Time: December 14, 2023, 18:30 - 19:50

Location: Grémio Literário

Present: Patrick Siegler-Lathrop ("PSL", on his and Patricia Akester's behalf), Catarina D'Orey ("Cd'O"), Guilherme Figueiredo ("GF"), Luis de Lima Pinheiro ("LdLP"), Sheree Mitchell ("SM"), Mercedes Gallis, Teresa Vitória, Gastao da Cunha Ferreira, David Doll ("DD"), Rodrigo Valério, David Martin, Kendall Wayne Lampkin, João Contente (Secretary of the GA)

At 18:30, PSL notes that there is not a Quorum present and that formal opening of the GA will be in 30 minutes, with those present.

At 19:00, PSL officially opens the GA, notes that according to the Statutes he will act as President of the GA, that there is a sole item on the agenda, Elections of the American Club of Lisbon Board and Fiscal Council for the years 2024-2026, and turns the meeting over to the Election Committee, whose spokeswoman is Cd'O.

Cd'O introduces the two other members of the Election Committee, GF and LdLP and notes that electronic voting for the Board Members is closed. She invites anyone present who has not yet voted to do so. No one present votes in person, so the results of the electronic voting for the Board will be definitive.

Regarding the Fiscal Council, PSL notes that he had been informed by the Election Committee that no candidates had presented themselves during the initial candidate period. Subsequent to that deadline, three candidates presented themselves to the Election Committee: Curt Stewart, President, Amy Herrick, member, Charles Buchanan, member. LdLP informs the GA that after deliberation, the Election Committee agreed to accept the candidates and, as electronic voting for the Fiscal Council was no longer possible, to present the candidates for Fiscal Council for in-person voting at the GA.

Clarifications and Questions: Questions were raised by SM and DD on the selection and role of the Fiscal Council:

- PSL indicated once he was informed by the Election Committee that there were no candidates for the Fiscal Council, he had solicited candidates and they had individually informed the Election Committee of their candidacy,

- The role of the Fiscal Council was clarified by LdLP and GF: the Fiscal Council reviews all of the American Club of Lisbon's action and in particular at the AGM to be held in the first three months of each year, is asked to review and approve the accounts for the previous year, prepared by the outside accountant.

Fiscal Council Voting: Cd'O conducted an in-person vote for members of the Fiscal Council, by a show of hands. All present voted "Yes," Curt Stewart, President, Amy Herrick and Charles Buchanan, members, were unanimously elected members of the Fiscal Council for the period 2024-2026.



Election Results Disclosure:

Discussion ensued about whether to share election numbers. It was agreed to record the results in the minutes but not announce them during the AGM.

Election Results: Cd'O shared the election results for the Board of the American Club of Lisbon, congratulating the winners.

Elected:

Patrick Siegler-Lathrop, President, in a slate including:

Patricia Akester, Vice-President and Secretary, and

Eduardo Moradas, Vice-President and Treasurer 74 votes

Mercedes Gallis da Costa, renewed member 55 votes

Sheree M. Mitchell, renewed member 54 votes

Teresa Vitória, new member 48 votes

Blake J. Noah, new member 45 votes

David Doll, new member 44 votes

Diane DaudinClavaud, new member 40 votes

Not Elected:

Stacy DeLano 36 votes

First Board Meeting: SM proposed scheduling board meetings. The board agreed to meet on Wednesday, January 10th, at the new office at 18:30. SM asked that as many Board meetings as possible be scheduled in advance, PSL agreed to plan, during the first Board Meeting, the schedule of meetings for the entire year.

Club Status and Relocation: PSL noted the Club was in a stable financial state and intended to pursue its economic model of covering all its fixed costs with Membership fees and Sponsors. He also announced that further to decision by the current Board, the American Club of Lisbon was going to relocate to a new office in Tagus Park, by the end of the year. He congratulated everyone and invited attendees to dinner.

Anne Taylor was tasked with updating the WhatsApp group.

PSL thanked the outgoing members of the Board and Fiscal Council for their contribution to the American Club during the period 2021-2023, and congratulated each of the members of the Board and Fiscal Council elected for the period 2024-206

The meeting concluded at 19:50.

Prepared by João Contente, Secretary

Edited and approved by Patrick Siegler-Lathrop, President