

**Minutes of the thirty-fifth Annual General Meeting of the Central Dredging Association, 17:00 hrs, Thursday, 7 November 2013, Ahoy Rotterdam, the Netherlands**

**Present:**

**CEDA Board**

**Officers:** Mr Anders Jensen, President (Chair)  
Mr Cees van Rhee, Secretary Treasurer

**Board members:**

Mr Polite Laboyrie  
Mr Johan Pennekamp  
Mr Loek Verheijen

**CEDA staff:**

**General Manager:** Ms Anna Csiti (Minutes)

**Members and guests**

**1. OPENING**

On behalf of the Board of CEDA the President, Anders Jensen (DHI, Denmark), welcomed members and guests to the thirty-fifth Annual General Meeting.

**2. MINUTES OF THE PREVIOUS AGM (16 OCTOBER 2012, BEVEREN-WAAS, BELGIUM)**

These were accepted as true records of the meeting.

**3. PRESIDENT'S REPORT FOR THE YEAR 2012/2013**

Mr. Anders Jensen, CEDA President reported.

Ladies and Gentlemen, Members of CEDA, guests,

Early April this year you all received the formal CEDA Annual Report on the year 2012 with detailed information on our activities in that year. A number of printed copies are available here for you to collect.

We have a very busy year behind us – a living testament that CEDA – thanks to the commitment and support of our members - remains strong and vigilant. Even a report strictly limited to the main activities and new initiatives results in a rather long and impressive list. I start with the most important one, the 20<sup>th</sup> World Dredging Congress.

**Events**

We organized a very successful **WODCON** for the worldwide dredging community with some 450 participants from 30 countries. The exhibition area with 52 stands occupied by 43 organisations was buzzing with activity. The technical programme included over 100 presentations.

Special thanks are due to the Belgian Section who has done a wonderful job in hosting the event and the Papers Committee with members from 9 different countries from the CEDA region, the sponsors and exhibitors for their support and last but not list the authors and speakers who have shared their knowledge and experience with us. We learned a lot and had a good time. We can be rightly proud with the event we organized for the worldwide dredging community.

At WODCON XX, together with EADA and WEDA we adopted the WODA Principles for Sustainable Dredging an agreed statement on 21st-century dredging by the three associations that form WODA, CEDA, EADA and WEDA.

In the past year we also organized our flagship event, **CEDA Dredging Days 2012**, which for the first time was presented in the Middle-East. With 170 participants representing 53 organisations from business, government and academia and coming from 19 different countries it was an outstanding success. I would like to thank our long-term member, the National Marine Dredging Company (NMDC) whose support was instrumental for the success. This picture was made during the technical visit.

I would like to mention two more events:

- **CEDA Forum 2013** with its new, interactive format that replaced the traditional Dredging Days last year and
- The **25<sup>th</sup> Anniversary event of the Belgian Section**, with an interesting round table discussion.
- Both events were also excellent for networking.

## Publications

In the past year we have published two important documents, both produced by international working groups under the remit of our Environment Commission with members - scientists and practitioners - with a broad range of expertise, representing knowledge institutes, government, manufacturers, ports and contractors.

- **WODA Technical Guidance on Underwater Sound in Relation to Dredging:** The document is a follow up to the CEDA position paper on underwater sound that was published in 2011. The position paper attracted great interest both from within and outside CEDA. The WODA Technical Guidance goes beyond the position paper and has a broader international scope. It provides guidance for decision-makers, stakeholders and scientists on how to manage impacts of underwater sound from dredging and other sources. The document follows a risk-based approach.
- **Paper Ecosystem Services and Dredging and Marine Construction:** This paper shows how, by applying the ecosystem services concept, the dredging and marine construction sector can deliver benefits both for society and for the natural environment.

## Two new working groups

While we continue work on the above two subjects, most recently two new CEDA working groups have started on the following two subjects:

- Environmental Monitoring Procedures and
- Adaptive Management

Both working groups will deliver their products – a CEDA Information Paper each - about one year from now.

## Further activities from the last year

- We have started work on a new book on sustainable dredging;
- We have started the CEDA Webinars programme with two very successful webinars
- We have actively participated in the revision of the dredged material guidelines of the London Convention and OSPAR Convention
- We continue chairing the Marine Strategy Framework Directive task group where we work with 7 other associations
- We organized excellent National Section meetings
- and the list goes on...;

Please refer to CEDA Annual Report 2012 for detailed information.

## Words of thanks

Our achievements last year required enormous input from our members and I can't stress enough how grateful we are for their support and commitment in all these activities.

## 4. SECRETARY/TREASURER'S REPORT ON THE YEAR 2012

Prof. Dr. ir. Cees van Rhee (Delft University of Technology, the Netherlands) reported.

Ladies and Gentlemen,

I start my report with membership information.

### Membership

At the end of 2012, CEDA had 506 individual members including 10 students, 9 starters, 41 retired members and 12 lecturers at colleges or universities. The number of individual members continues to decrease – in the previous year the total number of individual members was 525.

At the end of last year we had 124 corporate members which is two members less than the year before.

### Finances

Moving on to finances, I would like to remind you that the consolidated financial statement of 2012 has been included in the Annual Report that was published in April this year. It was also included in the AGM invitation.

**Results of 2012**

In 2012 our total income was €287 400. With a total expenditure of €269 800 the result for the year is a surplus of €17 627 against the budgeted negative result of €11 225. The considerable better result than projected is largely due to the success of CEDA Dredging Days 2012 in Abu Dhabi.

Our general reserves at the end of the financial year were €410 800. This amount also includes €66 240 pre-financing of WODCON XX which in the books are shown as provision and are part of the general reserves. Without that effect, with €344 560 our reserves are at the recommended level.

**Membership fees 2014**

In line with the CEDA Board decision endorsed by the AGM the membership fees are now annually indexed. Accordingly, the fees for next year will increase by 2.8%.

The report of the Secretary / Treasurer was accepted and the Board was discharged of the financial responsibility for the year 2012.

**5. REPORT OF THE AUDIT COMMITTEE**

Members of the Audit Committee for the year 2012 were:

- Rikke van Berk, VOSTA LMG, the Netherlands
- Claus Iversen, Fehmanbelt, Denmark
- Joris Santermans, IMDC, Belgium, Representing Young CEDA

Joris Santermans presented the main findings of the Committee. The full written report is appended to these minutes. The Audit Committee questioned whether it was a prudent practice that both the bookkeeping and the preparation of the Annual Report was carried out by the same company/person.

The Secretary/Treasurer responded that the commissioned accountant prepares a so called "Compilation Report" and not an "Auditors Report" for CEDA. Per definition, the Compilation Report only checks and confirms the financial administration while the Auditors Report also looks into the entire organization. The Articles of Association of CEDA do not require the preparation of an Auditors' Report and associations like CEDA very rarely produce those. Nevertheless should the Board of CEDA wish to do so, the bookkeeping and the Auditors' Report could still be done by the same accountancy firm but by two different accountants.

On behalf of the Audit Committee Mr. Santermans was satisfied with the response. Further, he proposed to the meeting that the Board of CEDA be discharged of the financial responsibility for 2012. This was agreed unanimously.

Mr Jensen thanked the members of the Audit Committee for the excellent work that they had done on behalf of the members scrutinising CEDA's finances. The Audit Committee for the year 2012 was discharged.

**6. APPOINTMENT OF A NEW AUDIT COMMITTEE**

Rikke van Berk, VOSTA LMG, the Netherlands accepted nomination to serve on the committee for one more year. Mr Jensen invited further nominations from the floor. Peter de Graaff, IHC Merwede and Lynyrd de Wit, Swasek, both from the Netherlands volunteered and were and were appointed by general acclamation.

**7. ELECTION OF BOARD MEMBERS**

According to the rota the following members of the Board were due to retire in 2013:

- Michael Costaras, Director Dredging Research, HR Wallingford, UK
- Claudia Flecken, Head of Port Infrastructure, Hamburg Port Authority, Germany
- Tarik Jakhrouk, former President Drapor, Morocco
- Wim Klomp, Head Head Department Maritime & Waterways, Royal HaskoningDHV, the Netherlands
- Johan Pennekamp, Dpt. Section Manager Morphology and Sediment Dynamics R&D, Water-Soil-Interaction, Deltares, the Netherlands
- Hendrik Postma, Director Boskalis Netherlands, the Netherlands
- Jan Vandenbroeck, General Manager, S.D. I, France
- Bart Verboomen, General Manager Baggerwerken Decloedt & Zn, Belgium
- Loek Verheijen, Head Design & Estimating Department, IHC Dredgers, the Netherlands

The following have accepted nomination by the Board:

- Michael Costaras, Director Dredging Research, HR Wallingford, UK
- Claudia Flecken, Head of Port Infrastructure, Hamburg Port Authority, Germany
- Wim Klomp, Head Head Department Maritime & Waterways, Royal HaskoningDHV, the Netherlands
- Johan Pennekamp, Dpt. Section Manager Morphology and Sediment Dynamics R&D, Water-Soil-Interaction, Deltares, the Netherlands
- Daan Rijks, Senior Engineer, Royal Boskalis Westminster, the Netherlands
- Jan Vandenbroeck, General Manager, S.D. I, France
- Bart Verboomen, General Manager Baggerwerken Decloedt & Zn, Belgium
- Loek Verheijen, Head Design & Estimating Department, IHC Dredgers, the Netherlands

There being no further nominations, all were elected by acclamation.

The President thanked the retiring Board members, Tarik Jakhouk and Hendrik Postma, for their respective service to CEDA. Regarding Mr. Postma he pointed out that as Chair of the CEDA Strategy Commission, he has been essential to what CEDA is today.

The President also expressed appreciation to Daan Rijks, who has recently stepped down as Chairman of Young CEDA in which capacity he has done an excellent job. Those who have attended WODCON XX may have already met Mr Rijk's successor as Young CEDA Chair, Arjan de Heer of Royal HaskoningDHV, the Netherlands he added, and said he was confident that Young CEDA will remain in "good hands".

Although being a member of the CEDA Board requires a lot of private time, members also need the support of their employers to be able to do this work the President concluded and called for a big applause of thanks to the retiring Board members, the newly elected and re-elected ones as well as to their employers.

#### **8. ANY OTHER BUSINESS**

None.

#### **9. CLOSING**

The President thanked all participants for attending and wished a pleasant evening at the CEDA Netherlands Reception that followed.

## REPORT OF THE CEDA AUDIT COMMITTEE ON THE YEAR 2012

On the 12<sup>th</sup> of September 2013 the audit committee, consisting of Rikke van Berk from Vosta.LMG and Joris Santermans from International Marine & Dredging Consultants, was invited for the annual audit on the Annual Report 2012. Claus Iversen from Femern A/S could not be present and was excused. During the audit the committee has interviewed Anna Csiti on the following documents:

- Draft Annual Report 2012 prepared by the Accountant, Stielstra and Partners
- Consolidated balance sheet with the result for 2012
- Ledger
- Terms of reference for the CEDA audit committee

Yvonne Duiveman gave valued assistance during the spot checks in cross referencing ledger entries with bank statements, invoices.

### Annual report

Some typos in the draft formal report of the accountant were found:

On page 6: Point c. Results: € 15.761 should be € 17.687

The error is due to a correction not consistently carried out throughout the report. The above typo does not affect the final result. The accountant corrected the error and provided a revised version of the report.

The statement on p.15 regarding the African section seemed a bit peculiar for the audit committee which suggested a modification of the statement to: The CEDA Board bears limited liability for the finances of the African Section, up to the approved annual budget.

Many other items were cross checked and could be explained. All references were transparent and in an orderly manner. Note that the good result was mainly due to the CEDA Dredging Days in Abu Dhabi, which were a success (as it was the case in 2011).

### Ledgers and cross references with bank account statements

Only one small difference was found, but this could be explained straight away:

1. On Account 5010 (Dutch Section meals), the Committee observed that on one single occasion the instructions of the Secretariat for further distributed allocation of costs were not followed in the bookkeeping. As this involved a small amount only and has no consequences for the total expenditure of the Dutch Section, the Audit Committee has not requested corrections.

### Terms of reference for the CEDA AUDIT COMMITTEE

The audit committee wants to make two remarks regarding the tasks of the accountant:

1. Task 1 (bookkeeping) and task 3 (preparation of the annual report) preferably should be split up and executed by two different parties. Anna Csiti said this used to be like that until 2002 when bookkeeping was done by the CEDA office. Since then one party, being the commissioned accountant, has carried out both tasks. Next to the bookkeeping and control, also the salary administration is executed by the same accountant. The Audit Committee requests CEDA to make a statement on this situation and make changes as appropriate as this is not in line with today's code of conduct.
2. Task 2 (check expenditures and accordance with minutes of the Board meetings) should be expressed by a clear statement in the Annual Report. E.g. the CEDA Dredging Days 2012 were not in the budget for 2012 as decision about the event was made after the budget for the year has been approved according to the consolidated statement of financial activities. The final version of the Annual report contains a formal statement to that effect.

### Conclusion

The audit committee therefore proposes that the Board of CEDA will be discharged from the financial responsibility for the year 2012.

On behalf of the CEDA audit team 2012,  
Joris Santermans  
International Marine and Dredging Consultants