



Virtual Institute for Artificial Electromagnetic Materials and Metamaterials

METAMORPHOSE VI AISBL

Operational office:

ROMA TRE University – Dept. of Engineering – Via Vito Volterra 62 – 00146 – Rome – Italy

BOARD OF DIRECTORS MEETING

Friday 13 June 2025

MINUTES

Meeting place:	Online meeting
Meeting date:	13 June 2025
Meeting time:	----

Attendees	Title	Present	Justified	Absent
prof. Nader Engheta	<i>President (no-voting)</i>	✓		
prof. Filiberto Bilotti	<i>Executive Director (no-voting)</i>	✓		
dr. Davide Ramaccia	<i>Secretary/Director</i>	✓		
prof. Maria Kafesaki	<i>Director</i>	✓		
prof. Dorota Pawlak	<i>Director</i>		✓	
dr. Viktor Asadchy	<i>Director</i>	✓		
prof. Mirko Barbuto	Director	✓		

Meeting chaired by:	<i>prof. Nader Engheta – President</i>
Meeting minutes kept by:	<i>dr. Davide Ramaccia – Secretary general</i>

AGENDA

1. Appointment of the Vice-President
2. METAMORPHOSE Operational Office
3. Appointment of the Director of the METAMORPHOSE Operational Office
4. Appointment of the LEAR (Legal Entity Appointed Representative) for European projects
5. Signature Authority on official documents

N.E.



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Meeting Minutes

On June 1st, 2025, prof. Nader Engheta started its term as the new elected President of the association METAMORPHOSE VI AISBL.

The Secretary General sends an email to the Board of Directors to call an online meeting (Annex I) for discussing and approving a list of formal appointments and activities for ensuring the efficient operativity of the METAMORPHOSE VI Operational Office after the election of the President.

1. Appointment of the Vice-President

According to art. 9.2 of our Constitution, the President can entrust part of his powers to another person. The President proposes the former president prof. Andrea Alù to be appointed as Vice-President of the Association for the period of the president term (June 1st, 2025 - May 31st, 2028). Vice-President delegations/responsibilities/duties are summarized in Annex II. The Secretary General asks the Directors to approve this item on the agenda.

Decision - The Boad of Directors agrees and unanimously approves the Annex II and the appointment of prof. Andrea Alù as MVI Vice-President for the term June 1st, 2025 - May 31st, 2028.

2. METAMORPHOSE Operational Office

According to Art. 1 of our Constitution, the Association must have the Operational Office located in the European Union. Considering the efficiency and well-organization of the current operational office, the President, prof. Nader Engheta, proposes to maintain the METAMORPHOSE VI AISBL Operational Office in Rome (Italy) for the period of the president term (June 1st, 2025 - May 31st, 2028). The Secretary General asks the Directors to approve this item on the agenda.

Decision - The Boad of Directors unanimously approves to maintain the METAMORPHOSE VI AISBL Operational Office located in Rome (Italy).

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3. Appointment of the Director of the METAMORPHOSE Operational Office

According to art. 9.2 of our Constitution, the President can entrust part of his powers to another person. The President proposes to confirm prof. Filiberto Bilotti as the Director of the Operational Office in Rome for the period of the president term (June 1st, 2025 - May 31st, 2028). The President delegates part of the responsibilities/duties to the Director of the Operational Office, as summarized in Annex III.

Considering prof. Bilotti's willingness to carry out the activities and take the responsibilities foreseen in Annex III as a semi-voluntary service without receiving a salary from the association, a set of 26 electronic meal vouchers per month are provided for his service. Each voucher is at the maximum tax-exempt value allowed by Italian law (currently € 8,00). The Director of the Operational Office is authorized to receive a reimbursement for the personal expenses incurred for the execution of the activities related to the Operational Office up to an annual limit of € 10.000.

The Secretary General asks the Directors to approve this item on the agenda.

Decision - The Board of Directors unanimously approves the Annex III, the appointment of prof. Filiberto Bilotti as Director of the METAMORPHOSE VI AISBL Operational Office, the 26 meal vouchers per month, and the reimbursement up to an annual limit of € 10.000 for the term June 1st, 2025 - May 31st, 2028.

4. Appointment of the LEAR (Legal Entity Appointed Representative) for European projects

The Association can participate as beneficiary in projects within the funding programs of the European Commission. According to European Commission regulations, a Legal Entity Appointed Representative (LEAR) must be identified within the Association. The President proposes to confirm prof. Filiberto BILOTTI as the LEAR for European Projects for the period of the president term (June 1st, 2025 - May 31st, 2028). The President delegates part of the president responsibilities/duties to the LEAR as summarized in Annex IV. The Secretary General asks the Directors to approve this item on the agenda.

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Decision - The Boad of Directors unanimously approves the Annex IV and the appointment of prof. Filiberto Bilotti as LEAR for EU projects for the term June 1st, 2025 - May 31st, 2028.

5. Signature Authority on official documents

All the official documents related to the association activities (e.g. BoD and GA resolutions and meeting minutes, partnership or collaboration agreements with other scientific societies, association statements, award certificates or letters, etc.) are signed by the President. According to Annex 1, the President can delegate the Vice-President to sign such documents.

According to Annex III, all the official documents concerning the operations of the Operational Office are signed by the Director of the Operational Office. Should the latter be for any reason unable to sign, signing authority is delegated to prof. Alessio MONTI belonging to the Operational Office in Rome.

The Secretary General asks the Directors to approve this item on the agenda.

Decision - The Boad of Directors unanimously approves this item on the agenda.

Rome, 25 June 2025

Dr. Davide Ramaccia
Secretary general

Prof. Filiberto Bilotti
Executive Director

Prof. Nader Engheta
President

[METAMORPHOSE VI] Call for online Board of Directors meeting

Da secretary@metamorphose-vi.org <secretary@metamorphose-vi.org>

Data ven 13/06/2025 10:56

A kafesaki@iesl.forth.gr <kafesaki@iesl.forth.gr>; mirko.barbuto@unicusano.it <mirko.barbuto@unicusano.it>; Asadchy Viktor <viktar.asadchy@aalto.fi>; Dorota.Anna.Pawlak@gmail.com <Dorota.Anna.Pawlak@gmail.com>

Cc filiberto.bilotti@uniroma3.it <filiberto.bilotti@uniroma3.it>; Nader Engheta <engheta@seas.upenn.edu>

📎 3 allegati (448 KB)

ANNEX II - Executive Director's duties and responsibilities.pdf; ANNEX III - LEAR's duties and responsibilities.pdf; ANNEX I - Vice-president's duties and responsibilities.pdf;

Dear Directors,

this is for calling an online Board of Directors meeting for discussing and approving a list of formal appointments and activities for ensuring the efficient operativity of the METAMORPHOSE VI Operational office after the election of the new President Prof. Nader Engheta.

The points to consider are:

1. Appointment of the Vice-President
2. METAMORPHOSE Operational Office
3. Appointment of the Director of the METAMORPHOSE Operational Office
4. Appointment of the LEAR (Legal Entity Appointed Representative) for European projects
5. Signature Authority on official documents

Please, reply to each point for approving it before **June 25, 2025**. Thanks.

My best regards,
Davide Ramaccia

N.E. 


The President proposes the Past President prof. Andrea ALÙ as the new Vice-President for the period of the new president term (1.6.2025-31.5.2028). The responsibilities/duties related to the Vice-President role are agreed as summarized in Annex 1.

**** **Please reply with APPROVE/ NOT APPROVE**

2. METAMORPHOSE Operational Office

The President proposes to maintain the MVI Operational Office based in Rome (Italy) for the period of the new president term (1.6.2025-31.5.2028).

**** **Please reply with APPROVE/ NOT APPROVE**

3. Appointment of the Director of the METAMORPHOSE Operational Office

The President proposes to maintain prof. Filiberto BILOTTI as the Director of the Operational Office in Rome for the period of the new president term (1.6.2025-31.5.2028). The responsibilities/duties related to the role of Director of the Operational Office are agreed as summarized in Annex 2.

Considering prof. Bilotti's willingness to carry out the activities and take the responsibilities foreseen in Annex 2 as a semi-voluntary service without receiving a salary from the association, the provision

of 26 monthly electronic meal vouchers, each at the maximum tax-exempt value allowed by Italian law (currently € 8,00), is confirmed. Prof. Bilotti, as the Director of the Operational Office, remains authorized to receive a reimbursement for the personal expenses incurred for the execution of the activities of the Operational Office, up to an annual limit of € 10.000.

****** Please reply with APPROVE/ NOT APPROVE**

4. Appointment of the LEAR (Legal Entity Appointed Representative) for European projects

The President proposes to maintain prof. Filiberto BILOTTI as the LEAR for European Projects for the period of the new president term (1.6.2025-31.5.2028). The responsibilities and duties related to the role of LEAR for European Projects are summarized in Annex 3.

****** Please reply with APPROVE/ NOT APPROVE**

5. Signature Authority on official documents

1. Appointment of Vice-President

All the official documents related to the association activities (e.g. BoD and GA resolutions and meeting minutes, partnership or collaboration agreements with other scientific societies, association statements, award certificates or letters, etc.) are signed by the President. According to Annex 1 the President can delegate the Vice-President to sign such documents.

According to Annex 2, all the official documents concerning the operations of the Operational Office are signed by the Director of the Operational Office. Should the latter be for any reason unable to sign, signing authority is delegated to prof. Alessio MONTI belonging to the Operational Office.

****** Please reply with APPROVE/ NOT APPROVE**



N.E.

ANNEX II

ROLE of the VICE-PRESIDENT

The Vice-President of METAMORPHOSE VI AISBL, appointed by the Board of Directors with the approval of the President, supports the governance and strategic direction of the association and plays a key leadership role in collaboration with the President and the Board of Directors. The main roles and responsibilities of the Vice-President include:

- Assisting the President in carrying out executive and representational duties and providing advice and guidance on strategic and operational matters affecting the association.
- Representing the association and exercising the powers of the President in their absence or when specifically delegated, including chairing meetings, signing official documents, or making decisions within the scope defined by the Board of Directors.
- Participating actively in the development and implementation of the association's strategic initiatives, ensuring alignment with the mission and values of the association.
- Contributing to the effective functioning of the Board of Directors by offering independent judgment, participating in discussions, and helping ensure compliance with the association's statutes and relevant legal frameworks.
- Serving as a liaison between the President, the operational office, and the broader membership, facilitating communication and coordination across the association's activities.
- Representing the association in public events, institutional meetings, or collaborative projects when designated by the President or the Board of Directors.
- Undertaking special tasks or leading specific initiatives as assigned by the President or the Board of Directors, including working groups, committees, or external partnerships.
- Ensuring continuity of leadership and decision-making in case of unforeseen unavailability of the President, in line with the association's governance rules.

N.E.




ANNEX III

DUTIES and RESPONSIBILITIES of the DIRECTOR of the Operational Office in Italy

The Director of the Operational Office is the legal representative of the operational branch of METAMORPHOSE VI AISBL in Italy and holds a key leadership and administrative role within the association. The Director of the Operational Office participates in the Board of Directors meetings. The main responsibilities include:

- Supervising the activities conducted by the Operational Office in Italy, ensuring they are aligned with the overall mission, values, and strategic objectives of the association.
- Ensuring that the Operational Office operates in full compliance with relevant Italian laws and regulations, as well as with the articles of the association; fulfilling any obligations required by local authorities or applicable nonprofit regulations.
- Representing the association before Italian institutions, public bodies, and other stakeholders when necessary, and signing official documents related to the activities of the Italian office.
- Acting on behalf of the association in all legal, administrative, and financial matters, including signing contracts, representing the association in court, and dealing with public authorities, partners, stakeholders, banks.
- Managing and maintaining regular (ideally weekly) communication with local accountants and labor consultants to ensure correct payroll processing, tax compliance, and the fulfillment of all labor-related obligations in accordance with Italian law.
- Managing and maintaining regular communication with the banking institutions in Italy, including the opening and operation of bank accounts, authorization of transactions, and ensuring that all banking activities are conducted in compliance with both internal procedures and local financial regulations; ensuring transparency and traceability of all financial operations at the local level.
- Signing employment contracts on behalf of the association for personnel engaged in activities within the Italian office; ensuring that all employment agreements comply with Italian labor laws and regulations, and that the terms of employment align with the association's policies and objectives.
- Holding personally accountable under Italian law for actions or omissions falling within their scope of representation, including potential civil, administrative, and criminal liability in cases of negligence, misuse of funds, labor law violations, tax irregularities, or failure to comply with legal obligations; acting with due diligence, transparency, and in accordance with all applicable legal frameworks.
- Overseeing the execution of the decisions made by the General Assembly and the Board of Directors related to the Operational Office.
- Supervising association's finances and preparation of the annual financial reports.

N.E. 


ANNEX IV

DUTIES and RESPONSIBILITIES of the LEAR (Legal Entity Appointed Representative) of EU projects

The LEAR (Legal Entity Appointed Representative) for the association in the context of Horizon Europe and other EU-funded projects is responsible for validating the legal and financial information of the entity in the EU Funding & Tenders Portal, managing access rights for project participants, and ensuring the accuracy and consistency of institutional data used in European research and innovation programmes; serving as the official liaison between the association and the European Commission on administrative and legal matters related to EU grants.

N.E. 
