



**Minutes of Special General Meeting 2019  
Dublin Food Co-operative Society Limited**

**Wednesday 12th June 2019 at 6.15pm  
Inchicore Sports and Social Club,  
Library Square, Inchicore, Dublin 8**

**Facilitator:** Dave Dunn

**Minute takers:** Sam Toland (Secretary), Amy van den Broek, Valerie

**Time keeper:** Dot Fine

**CB Members in attendance:** Patrick Flynn (Chair), Sam Toland (Secretary), Maureen O'Donnell (Treasurer), Kevin O'Farrell, Aaron Jewell, Thomas Hamann

**Management Team in attendance:** - Aoife Hammond (General Manager), Amy van den Broek (Shop Co-ordinator)

**Members Present:** 47 members in attendance

**1. Welcome to SGM and Introduction to Agenda**

*Meeting opened 18.39*

Dave Dunn welcomed everyone to the Special General Meeting having briefly adjourned the Annual General Meeting. He acknowledged that the intention was to resolve the meeting quickly and members to consider the same proposers and seconders for the adoption of the agenda, standing orders and other procedural matters.

THAT the agenda for the meeting be adopted.

Proposed by Sam Toland, Seconded by John O'Donoghue

*Adopted by Consensus*

**2. Standing Orders**

It was proposed to adopt the standing order as presented.

Proposed by: Thomas Hamann Seconded by: Eoin Dinan

It was proposed that the following minute-takers be adopted; Valerie and Amy van den Broek

Proposed by: Aaron Jewell, Seconded by: Dave Dunn

*Agreed by Consensus*

It was proposed that Dot Fine would assist with time-keeping.

Proposed by: Dot Fine, Seconded by: Aoife Hammond

### **3. Resolution A: Complete Amendment of Constitution**

Dave Dunn introduced Sam Toland, the Secretary of the Co-operative and the proposer of the resolution.

Sam Toland outlined the history of the changes to the constitution which included a number of minor amendments related to changes in legislation. These were discussed at numerous meetings over the last year, but have not been addressed due to overruns on other matters and the absence of quorum at a meeting in March 2019.

It is broadly understood at this point that the matters at issue are not controversial amongst members.

The substantive change to the Constitution related to extending the requirement to hold an AGM from the first three months of the year, to the first six months of the year. This was achieved by changing the word 'three' to 'six' in the relevant part of the document.

It was noted that the CB have not included a prior suggested amendment to reduce the notice period for General Meetings, as there was no longer a consensus on the CB regarding the same.

Seosamh O'Duinn questioned the need to update references to new legislation.

Sam Toland noted that the Registrar of Friendly Societies would not accept the substantive amendment (change to six months) unless we made the technical amendments related to the change in legislation.

A member confirmed that we are obligated to change the references in our Constitution.

Seosamh O'Duinn noted a concern around the move to a period of 6 months, and a move by the future CBs to release financial information and hold AGMs in June every year.

Sam Toland acknowledged that this would not be desirable, and that in ordinary circumstances members should receive financial statements as soon as practicable, so as to be useful for members in examining the affairs of the society.

Martin Nolan (Chair of Finance, Audit & Risk Committee) noted that it is virtually impossible for a society of our size to have audited financial statements prepared within the first three months of the year if a non-routine matter arose in that year. He noted that three months is too tight a deadline, and that the six months is more reasonable.

Seosamh O'Duinn agreed to not object, but maintain reservations about the changes.

Dave Dunn tested for consensus.

**'THAT a complete amendment of the Constitution (Rules) of the society as presented to this Special General Meeting be hereby approved'**

***Proposed by Sam Toland, Seconded by Filipa Ferraz***

*Agreed by Consensus, with reservations maintained*

*The meeting ended at 18.56*



29/10/20



26/10/20