



**DRAFT**

**Minutes of Annual General Meeting 2020**

Dublin Food Co-operative Society Limited

*Wednesday 21st October 2020 at 6.30pm  
Kilmainham Square, Inchicore Road, Dublin.  
Online meeting held via videoconferencing*

**Facilitator:** Dave Dunn

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

**CB Members in attendance:** Maureen O'Donnell (Chair), Rose McCaul (Treasurer), Filipa Ferraz, Kevin O'Farrell, Aaron Jewell, Paolo Bostrenghi, Bróna Ní Chobhthaigh

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

**Members Present:** 47 at start, 53 at close.

**DRAFT MINUTES**

<b>1.</b>	<b>Welcome to AGM</b>
	<p><i>Meeting opened at 18.35</i></p> <p>Dave Dunn opened the meeting and welcomed all to an unusual general meeting.</p> <p>He explained the overall purpose of the meeting, and how it would be run.</p> <p>Sam Toland proposed that Amy van den Broek serve as minute-taker for the meeting, which was seconded by Kevin O'Farrell.</p> <p><i>Amy van den Broek to take minutes.</i></p>
<b>2.</b>	<b>Adopt Agenda and Standing Orders</b>
	<p>Dave Dunn introduced the agenda and standing orders for the meeting.</p> <p>He asked for a proposer and seconder for the adoption of the agenda and standing orders.</p> <p>THAT the agenda and standing orders for the meeting be adopted.</p>

	<p>Proposed by Eileen Fitzsimons, Seconded by Laurence Delair</p> <p><i>Agreed by Consensus</i></p>
<b>3.</b>	<b>Approval of the minutes of the previous Annual General Meeting and Special General Meeting</b>
	<p>Dave Dunn noted that the minutes for the previous general meeting would be taken as read, and no questions or clarifications were raised.</p> <p>Dave Dunn invited a proposer and a seconder for the approval of the minutes</p> <p>THAT the minutes for the Annual General Meeting and Special General Meeting held on the 12th June 2019 be approved.</p> <p>Proposed by Jean Somers, Seconded by Gabrielle Lafitte</p> <p><i>Agreed by Consensus</i></p>
<b>4.</b>	<b>Annual Report &amp; Financial Statements</b>
<b>a.</b>	<b>Presentation of CB Report</b>
	<p>Maureen O'Donnell gave a speech recognising the difficult year that is 2020, the strong year that was 2019 and emphasising the role that the Dublin Food Co-op had in serving its members and wider community in the coming year.</p>
<b>b.</b>	<b>Presentation of Financial Report</b>
	<p>Rose McCaul gave a speech that focused on the financial performance in 2019 which noted a turnaround in the finances of the society in 2019 and that this was being maintained in 2020.</p>
<b>c.</b>	<b>Presentation of General Manager's Report</b>
	<p>Aoife Hammond gave a presentation which outlined the activities in 2019, and the objectives for 2020. She noted the areas that had been affected by the public health crisis notably the community development programme.</p> <p>She highlighted the efforts of the whole shop team - staff and volunteers - during the height of the public health crisis through to the day of the meeting, noting the particularly tough conditions in the first 6 months of the year.</p> <p>She also thanked Tim Cookson for his many years of service to the society after his retirement in 2019.</p>
<b>d.</b>	<b>Questions and Answers</b>
	<p>A number of questions were asked around what the panel thought were the key risks facing the society, queries in relation to the development of the purchasing policy and a number of operational queries.</p> <p>Questions were asked by Elena San Juan, Jane Lancaster, Vincent Thorne and Eilís O'Connor.</p>

	<p><i>Noted</i></p> <p>The panel outlined a number of risks, most predominantly Brexit.</p> <p>The panel discussed the new purchasing policy which was intended as a starting point for reengaging the broader membership in the selection of products in the shop in future. It was noted that this process was moving forward.</p> <p>Members were advised that operational queries would be best dealt with directly after the meeting.</p> <p><i>Noted</i></p>
<b>5.</b>	Resolution A: Adopt Annual Report and Financial Statements for 2019
<b>a.</b>	<p>'THAT the Annual Report and Financial Statements together with the report of the auditor for the year ending 31 December 2019 be adopted by the society'</p> <p><i>Proposed by Maureen O'Donnell, Seconded by Rose McCaul</i></p> <p><i>Agreed by Consensus</i></p>
<b>6.</b>	Resolution B: Appointment of Auditor
	<p>Martin Nolan, Chair of the Finance, Audit &amp; Risk committee, outlined that the former auditor, Mark Glynn, had decided to step back from the auditing of nonprofit organisations. He had no specific issues with the society.</p> <p>Hayden Browne Chartered Accountants were appointed in the interim by the CB, and conducted the audit of the year ending 31st December 2019.</p> <p>Martin Nolan noted that they were a mid-sized firm that could accommodate the audit of the society.</p>
<b>a.</b>	<p>'THAT Hayden Brown Chartered Accountants be appointed as the auditor of the society until the next Annual General Meeting, with remuneration to be agreed with the Co-ordinating Body.'</p> <p><i>Proposed by Rose McCaul, Seconded by Maureen O'Donnell</i></p> <p><i>Agreed by Consensus</i></p>
<b>7.</b>	Rotation of CB
<b>a.</b>	Retirements, Nominations and Co-options
	<p>Sam Toland outlined the retirements from the Co-ordinating Body in advance of the AGM - Kevin O'Farrell and Aaron Jewell - each of whom were retiring prior to the end of their term.</p> <p>The meeting thanked them for their service.</p>

	<p>Sam Toland outlined that three members were nominated for election in 2020 – Maureen O’Donnell and Filipa Ferraz retired by rotation and were seeking re-election, Joan Poulsen was seeking election for the first time.</p> <p>Sam Toland outlined that two members had been co-opted to the CB since the last AGM – Paolo Bostrenghi and Bróna Ní Chobhthaigh – with each serving until the end of their respective terms should their co-options be ratified.</p> <p>Each nominee / co-optee was invited to give a brief speech.</p>
<b>b.</b>	Ballot
	Sam Toland noted that four positions on the Co-ordinating Body were vacant at the time of the calling of the AGM, and three members were eligible for election, therefore no ballot would be required.
<b>c.</b>	Results
	<p>THAT the co-option of Bróna Ní Chobhthaigh and Paolo Bostrenghi be ratified, and that they serve the remainder of the term to which they were co-opted.</p> <p>Proposed by Gabrielle Lafitte, Seconded by Kevin O’Farrell</p> <p><i>Agreed by Consensus</i></p> <p>THAT as there are not more candidates than vacant positions, that Filipa Ferraz, Maureen O’Donnell and Jonas Poulsen be deemed elected to the Co-ordinating Body.</p> <p>Proposed by Amy van den Broek, Seconded by Gabrielle Lafitte</p> <p><i>Agreed by Consensus</i></p>
<b>8.</b>	Any Other Business
<b>a.</b>	Resolution C: ICOS Membership
	<p>Sam Toland gave a brief presentation outlining the history of our affiliation with ICOS, the reasons in favour and the concerns that members have held in the past about our affiliation.</p> <p>Sam Toland emphasised not only the practical value of affiliation, but the ability that affiliation brought to steer the conversation within ICOS regarding the promotion of the community co-operative model and an approach to climate change more aligned with the view of the society.</p> <p>Paolo Bostrenghi spoke of attending a recent ‘Farm to Fork’ event organised by ICOS and noting the awareness within ICOS that they had further work to do on their approach to sustainability. He noted that these events offered an opportunity for the society to contribute positively to this evolution.</p>

	Eileen Fitzsimons spoke positively of the resolution, and the value of steering ICOS towards supporting the development of more indigenous horticulture in Ireland.
	<p>'THAT the Dublin Food Co-operative Society will renew its affiliation with the Irish Co-operative Organisations Society Limited until the Annual General Meeting held in 2021'</p> <p><i>Proposed by Sam Toland, Seconded by Aoife Hammond</i></p> <p><i>Agreed by Consensus</i></p>
<b>9.</b>	<b>Close Meeting</b>
	<p>Dave Dunn thanked everyone for their participation, and thanked Michelle Heery for her support with facilitation.</p> <p>Dave Dunn invited a founding member, Pauric Cannon, to address the meeting.</p> <p><i>Meeting closed 20.20</i></p>