



DRAFT

Minutes of Annual General Meeting 2021

Dublin Food Co-operative Society Limited

*Wednesday 23rd June 2021 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), Paolo Bostrenghi (Treasurer)
Rose McCaul, Filipa Ferraz, Bróna Ní Chobhthaigh, Jonas Poulsen

Committee Members in attendance: Martin Nolan (Finance, Audit & Risk Chair)

Management Team in attendance: - Amy van den Broek (Shop Co-ordinator), Vicenza Paladino (Finance)

Members Present: 53 at start, 45 at end.

DRAFT MINUTES

1.	Welcome to AGM
	<p><i>Meeting opened at 18:04</i></p> <p>Dave Dunn opened the meeting and welcomed all to the meeting.</p> <p>He explained the overall purpose of the meeting, and how it would be run.</p> <p>Filipa Ferraz proposed that Amy van den Broek serve as minute-taker for the meeting, which was seconded by Eva Hornung.</p> <p><i>Amy van den Broek to take minutes.</i></p>
2.	Adopt Agenda and Standing Orders
	<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 Sarah Bredin, Seconded by Marina Lambrakis</p> <p><i>Agreed by Consensus</i></p>
3.	Approval of the minutes of the previous Annual General Meeting and Special General Meeting
	<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 held on the 21st October 2020 by approved.</p> <p>Proposed by Ali Rochford, Seconded by Cara Shields.</p> <p><i>Agreed by Consensus</i></p>
4.	Annual Report & Financial Statements
a.	Presentation of CB Report
	<p>Maureen O'Donnell recognised the contributions of retiring Co-ordinating Body members Grace Wilentz and Filipa Ferraz over the last number of years.</p> <p>Maureen O'Donnell gave a speech recognising the difficult year that is 2020, the challenges and opportunities in 2021 and emphasising the role that all members can play in the future development of the Dublin Food Co-op.</p>
b.	Presentation of Financial Report
	<p>Paolo Bostrenghi thanked the Finance Team, Vicenza Paladino and Catherine Doran, the Finance, Audit & Risk Committee including Martin Nolan and Paul Tuffy.</p> <p>Paolo Bostrenghi thanked Rose McCaul for her work in the previous years as Treasurer.</p> <p>Paolo Bostrenghi gave a speech outlining the successful trading period that was 2020 emphasising the changing habits of members as a result of Covid-19 restrictions, the robustness of member trade with the society and the increased costs associated with the increase in sales - including staffing and technology.</p> <p>Paolo Bostrenghi emphasised the challenges ahead as the society adjusted to the post-pandemic and the various risks that would need to be managed by the society.</p>
c.	Presentation of Interim Management Report
	<p>Amy van den Broek outlined the challenges of the last year both in terms of Covid-19 and Brexit.</p>

	<p>Amy van den Broek outlined the level of preparation that had gone into planning for 2020, and that this put us in a stronger position for the year that was.</p> <p>Sam Toland outlined the challenges around hybrid and remote working during 2020, and the major changes required in relaunching the Community Development Programme.</p> <p>Sam Toland ended on an appeal for members to take the opportunity to get more involved at the Co-op, with the Co-ordinating Body and Committees seeking new members, the Members' Affairs Committee launching and the return of volunteering within the Shop.</p>
d.	Presentation from Finance, Audit & Risk Committee Chair
	<p>Martin Nolan outlined the work of the Finance, Audit & Risk Committee and the work undertaken over the past year.</p> <p>Martin Nolan highlighted the transparency of the organisation, and of the annual reporting.</p> <p>Martin Nolan outlined the level and scope of management reporting to the Committee and the Co-ordinating Body on a monthly basis, and the other monitoring undertaken over the year.</p> <p>Martin Nolan thanked Paul Tuffy for the work undertaken on the risk register in 2020.</p> <p>Martin Nolan highlighted that the society received a clean auditor report with no concerns for 2020.</p> <p>Martin Nolan highlighted the focus of the committee over the coming year, with a focus on assisting the Co-ordinating Body with managing the key risks facing the society.</p>
e.	Presentation from Members' Affairs Committee Steering Group
	<p>Robert Cazaciuc outlined the progress with the Members' Affairs Committee up to and including the preparation of the terms of reference for consideration by the Co-ordinating Body.</p> <p>Robert Cazaciuc invited all members to get involved.</p>
f.	Questions and Answers
	<p>Eilís O'Connor asked about what other leases were held by the society, and Paolo Bostrenghi outlined that an office in Inchicore was rented by the society.</p> <p>Amy van den Broek took the opportunity to thank Donal Lyons for his commitment and efforts over the last year in fulfilling deliveries to self-isolating members.</p> <p>Eilís O'Connor asked about the longer term objective noted in the Annual Report to explore the business case for a multi-purpose space. Sam Toland explained the rationale behind this objective.</p> <p>Dave McMullin, Jean Somers and Eva Hornung expressed their thanks to all the staff team for their hard work during the past year.</p>

	Sam Toland took the opportunity to extend his thanks to Patrick Doyle for helping coordinate the weekly members discussion group during the last year.
5.	Resolution A: Adopt Annual Report and Financial Statements for 2020
a.	<p>'THAT the Annual Report and Financial Statements together with the report of the auditor for the year ending 31 December 2020 be adopted by the society'</p> <p>Proposed by Maureen O'Donnell, Seconded by Paolo Bostrenghi</p> <p><i>Agreed by Consensus</i></p>
6.	Resolution B: Appointment of Auditor
a.	<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>Proposed by Paolo Bostrenghi, Seconded by Maureen O'Donnell</p> <p><i>Agreed by Consensus</i></p>
7.	Rotation of CB
a.	Retirements, Nominations and Co-options
	<p>Sam Toland outlined the retirements from the Co-ordinating Body - Grace Wilentz during the year and Filipa Ferraz at the AGM - 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 2021 - Bróna Ní Chobhthaigh by rotation, Brigid Corcoran and Elena San Juan Grande were seeking election for the first time.</p> <p>Each nominee gave a brief speech.</p> <p>Natalia Cieszczyk and Marina Lambrakis were nominated for election but were not eligible for election as they had not been members for the required 6 months. However, they were interested in being co-opted when eligible.</p> <p>Each co-optee candidate gave a brief speech.</p>
b.	Ballot
	Sam Toland noted that five 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.

c.	Results
	<p>THAT as there are not more candidates than vacant positions, that Bróna Ní Chobhthaigh, Brigid Corcoran and Elena San Juan Grande be deemed elected to the Co-ordinating Body.</p> <p>Proposed by Patrick Doyle, Seconded by Jonas Poulsen</p> <p><i>Agreed by Consensus</i></p>
8.	Any Other Business
a.	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>Filipa Ferraz commented that ICOS has provided support to staff in legal and governance, and that this was of a net benefit to the organisation.</p> <p>Marina Lambrakis expressed concerns about whether the society fit within the affiliation of ICOS, but would need more information.</p> <p>Mark Malin outlined that he has had serious discomfort with our affiliation during the years, but had not blocked and would not block the affiliation this year. He expressed that he believed we had more immediate concerns than shifting the perspective of ICOS.</p> <p>Maureen O'Donnell expressed that she believed that if we were to affiliate again, that we should have a clear strategy to have an impact within ICOS.</p> <p>Dave Dunn tested for consensus.</p> <p>Pauric Cannon placed a blocking concern.</p> <p>Sam Toland recommended that we table the resolution until a later General Meeting, and in the meantime the Co-ordinating Body and/or Committees could review in greater depth the arguments for remaining affiliated with ICOS.</p>
	<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>Moved by Sam Toland</p>

	<i>Tabled to future General Meeting</i>
9.	Close Meeting
	Dave Dunn thanked everyone for their participation. <i>Meeting closed 20.53</i>