



DRAFT

Minutes of Annual General Meeting 2022

Dublin Food Co-operative Society Limited

*Tuesday 28th June 2022 at 6.00pm
Inchicore College of Further Education
Luby Road, Inchicore
Dublin 8*

Facilitator: Deirdre O'Donoghue

Minute takers: Sam Toland (Secretary), Jean Somers

CB Members in attendance: Maureen O'Donnell (Chair), Paolo Bostrenghi (Treasurer) Bróna Ní Chobhthaigh (Apologies), Jonas Poulsen, Marina Lambrakis, Elena San Juan Grande, Brigid Corcoran

Management Team in attendance: - Sam Toland (Interim Manager), Vicenza Paladino (Finance), Aisling Micklethwaite (Operations Manager)

Members Present: 41 at start, 40 at end.

1.	Welcome to AGM
	<p><i>Meeting opened at 18:30</i></p> <p>Deirdre O'Donoghue opened the meeting and welcomed all to the meeting.</p> <p>Deirdre O'Donoghue explained the overall purpose of the meeting, and how it would be run.</p>
2.	Adopt Agenda and Standing Orders
	<p>Deirdre O'Donoghue 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 for the meeting be adopted.</p>

	<p>Proposed by Maureen O'Donnell, Seconded by Marina Lambrakis</p> <p><i>Agreed by Consensus</i></p> <p>THAT the standing orders for the meeting be adopted.</p> <p>Proposed by Iris Lyle, Seconded by Mai Ryan</p> <p><i>Agreed by Consensus</i></p>
3.	Approval of the minutes of the previous Annual General Meeting and Special General Meeting
	<p>Deirdre O'Donoghue noted that the minutes for the previous general meeting would be taken as read, and no questions or clarifications were raised.</p> <p>Deirdre O'Donoghue 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 23rd June 2021 be approved.</p> <p>Proposed by Niamh McCartan, Seconded by Mai Ryan</p> <p><i>Agreed by Consensus</i></p>
4.	Annual Report & Financial Statements
a.	Presentation of CB Report
	<p>Maureen O'Donnell outlined how the society has fared since moving to Kilmainham in 2019.</p> <p>During the 2020 lockdown there were record sales, resulting in a surplus.</p> <p>In 2021 a number of problems arose which affected all retailers including the society. There was a drop in sales as people returned to previous habits, less home cooking, and therefore less shopping, supply chain problems and so forth.</p> <p>The situation in 2022 has not improved with inflation leading to more members doing more shopping with corporate retailers, and the drop in sales continuing, now with increases in overheads due to inflation (such as energy).</p> <p>The Co-ordinating Body alongside management has been cutting back on costs, but it is yet sufficient to bring the society back to a sustainable position.</p> <p>The major challenge is to increase revenue.</p> <p>Maureen O'Donnell outlined the work of hiring a new general manager, and that this was not ultimately successful, Sam Toland currently interim managing until further notice.</p>
b.	Presentation of Financial Report

	<p>Paolo Bostrenghi reported that there had been increased investments in the last 12 months including the awning for outdoor fruit and vegetables, setting up e-commerce, bringing in a new POS system and an increase in base salary to living wage.</p> <p>Paolo Bostrenghi noted that the rental income was lost when the society's tenants, the Lime Café, closed at end of 2021.</p> <p>A members' consultation concluded that another coffee shop would be the best replacement balancing the different financial and non-financial needs of the society.</p> <p>Paolo Bostrenghi outlined that we are currently negotiating with a prospective new tenant.</p> <p>Paolo Bostrenghi reiterated the Chair's point about the urgent need for increased sales in order to continue to cover our overheads.</p>
c.	Presentation of Interim Management Report
	<p>Sam Toland outlined the measures that have been taken to date in order to increase trade and reduce overheads, and outlined his view that the costs have been reduced as far as they could without fundamentally altering the current business model.</p> <p>Sam Toland outlined that he believed a more fundamental review of the business model was needed, and various aspects including the current member discounts needed to be reviewed.</p> <p>Sam Toland outlined that he did not believe that much more could be done to improve trade or reduce costs in the short term within the scope of our existing model.</p>
e.	Presentation from Members' Affairs Committee Steering Group
	<p>Robert Cazaciuc outlined the progress with the Members' Affairs Committee including the holding of a number of monthly meetings including deliberation on matters including the purchasing policy and volunteer discounts.</p>
f.	Questions and Answers
	<p>Eilís O'Connor thanked the Co-ordinating Body for their hard work over the year.</p> <p>A number of questions were asked in relation to the product range within the Co-op, and how this was being developed.</p> <p>It was noted that a purchasing policy had been agreed upon in consultation with the Members' Affairs Committee, and that this committee was the best forum for developing our policy in this area.</p>
5.	Resolution A: Adopt Annual Report and Financial Statements for 2020
a.	'THAT the Annual Report and Financial Statements together with the report of the auditor for the year ending 31 December 2021 be adopted by the society'

	<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 Elena San Juan Grande</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 at this AGM including Maureen O'Donnell and Brigid Corcoran.</p> <p>The meeting thanked them for their service.</p> <p>Sam Toland outlined that two members were nominated for election in 2022 - Paolo Bostrenghi by rotation, Kevin Koidl were seeking election for the first time.</p> <p>Each nominee gave a brief speech, with Brigid Corcoran speaking on behalf of Kevin Koidl who sent his apologies.</p>
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 two 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 Paolo Bostrenghi and Kevin Koidl be deemed elected to the Co-ordinating Body.</p> <p>Proposed by Maureen O'Donnell, Seconded by Jonas Poulsen</p> <p><i>Agreed by Consensus</i></p>
8.	Any Other Business
a.	Present and Future Direction of the Co-operative

	The meeting had an open conversation about the present and future direction of the co-operative during which time no decisions or resolutions were passed.
9.	Close Meeting
	<i>Meeting closed 20.15</i>