

MUSCULAR DYSTROPHY SOCIETY OF IRELAND
(Company Limited by Guarantee and not having a Share Capital) (MDI)

Annual General Meeting 2019

held at

The Red Cow Hotel Dublin

Saturday 22nd June 2019 at 11 a.m.

- Agenda:**
1. Approval of minutes of AGM held on 23rd June 2018
 2. Discussion relating to any matters arising from the minutes of the 2018 AGM
 3. Chairperson's Report
 4. To receive and consider the Company's audited financial statements for the year ended 31st December 2018 together with the reports of the Directors and of the Auditors thereon
 5. To appoint Auditors
 6. To authorise the Directors to fix the remuneration of the Auditors
 7. By separate resolutions to re-elect as Directors the following, who retire in accordance with the Articles of Association and, being eligible, offer themselves for re-election, viz, Dr John Roche, Ms Hazel Bridcut, Ms Grace Greene, Mr Ephraim Purcell, Mr Kenneth Rowan

That the following resolutions be passed as special resolutions of the Company:

8. Special Resolution
That the name of the Company be changed to Muscular Dystrophy Ireland
9. Special Resolution
that the Company's existing memorandum and articles of association be deleted in their entirety and replaced with a new constitution attached and initialled by a Director for identification purposes and that such approval is subject to such minor amendments as may be required by the Revenue Commissioners and/or Charities Regulator
10. Any Other Business

Present:

Hazel Bridcut, Annette Costello, Edward Glynn, Grace & Noel Greene, Anne Horan (Dublin), Una McCourt, Aisling and Eimear McElligott, Donal & Liz McTernan, Claire O'Callaghan, Ephraim and Siobhan Purcell, John Roche, Claire and Kenneth Rowan, Miriam Thornton, Robert Vaughan

In Attendance:

Amanda Gurren, Darren Lyons, James Murray, Elaine McDonnell, Patrick Flanagan, Sheila Murphy, Joeann Evans, Sinead Glennon and Paul White (Auditor)

Apologies:

Anne Horan (Tullamore), Bríd Murray, Carmel Doocey, Diana O'Donoghue, Dorothy Jones, Eileen Mayse, Garry Toner, Gerry Lyons, Joan O'Reilly, Kieron Smith, Lynn McGuinness, Mary Bullough, Mary Costello, Vincent Lyons

The Chairperson, Dr John Roche, welcomed everyone to the meeting.

1. The approval of the minutes of the AGM held on 23rd June 2018 was proposed by Ephraim Purcell, seconded by Kenneth Rowan.
2. No matters were raised.
3. The Chairman delivered his report.

4. Mr. Paul White, Auditor, started by reiterating the opinion expressed on page 15 of the accounts attached to these minutes that the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at 31st December 2018.

In addition to the notes attached to the financial statements, he pointed out that on page 18 the increase in income from charitable resources was due to increased donations from the corporate sector. Under the same heading, other income was down due to the fact that the Microsoft donation received in 2017 was a one-off, and also our income from Customs & Excise was down as we have less buses on which to claim refund of VAT on diesel.

Under Cost of generating voluntary income, Fundraising cost was down by €15k as the fundraiser post was vacant. Cost of Respite Care Services was also down due to staff shortages.

Governance costs were significantly increased due to fees payable in respect of the Strategic Plan, Data Protection and other professional fees.

On page 19, under Current Assets, Support group is only €241 as all Branches except the South East have transferred their monies to the main MDI account to comply with charities regulations.

The Financial Administrator added that 67% of our donations had come from the corporates and this money had been used to meet the shortfall in camp costs not met by Lottery funding.

She added that the drop in SLA income was due to the fact that in CHO 9 there was a significant decrease in respite hours provided, not due to refusal of services to members, but due to the fact that one particular long standing direct service had come to an end.

Also, our Pobal funding had come to an end and this had covered Home From Home costs.

Regarding investment income, our return from Prize Bonds was down due to a rate decrease but this was, nevertheless, better than bank deposit interest.

The adoption of the accounts was proposed by Kenneth Rowan, seconded by Grace Green.

5. Raymond Hunt & Co have audited our accounts in recent years and they will continue in that capacity for the moment, but, in accordance with good practice, it is necessary for us to tender for new auditors and it was agreed that we should do so on the proposal of Robert Vaughan, seconded by Donal McTernan.

6. The Directors were authorised to fix the remuneration of the Auditors on the proposal of Annette Costello, seconded by Ephraim Purcell.

7. The following were nominated to the Board for the coming year and deemed elected:

Position	Nominated	Proposed by:	Seconded by:
Chairperson	Dr John Roche	Hazel Bridcut	Anne Horan
V Chairperson	Ms Grace Greene	Hazel Bridcut	Aisling McElligott
Secretary	Ms Hazel Bridcut	John Roche	Annette Costello
Treasurer	Mr Ephraim Purcell	Fran Purcell	Robert Vaughan
Board Member	Mr Kenneth Rowan	John Roche	Anne Horan

The Chairman appealed to members to consider offering themselves, or to ask family members and friends with appropriate skills, to offer themselves to serve on the Board.

8. The special resolution to change the name to Muscular Dystrophy Ireland was proposed by John Roche, seconded by Aisling McElligott and passed unanimously.

9. The Chairman advised that clause 5(c) of the draft resolution had been included in error and would be deleted. On this basis the special resolution that the existing memorandum and articles be deleted and be replaced by the new constitution was proposed by Annette Costello, seconded by Ephraim Purcell and passed unanimously.

10. There was an enquiry from the floor if Board meetings could be attended by phone and the Chairman said this was acceptable, though attendance in person was preferable if possible.

James Murray proposed a vote of sympathy to all families bereaved during 2018 and this was supported by all present.

The official business was followed by a very interesting talk by Patrick Flanagan on the STRIVE programme, a presentation on assistive technology by Sean O'Donnell and Brian Dillon, and an update by Caroline Gardner on the Strategic plan.