



**Institute of Directors in Ireland**

**Draft Minutes of Annual General Meeting**

**Date: Tuesday, 18<sup>th</sup> August 2020, at 10.00 hours**

**Venue: Institute of Directors, Europa House, Harcourt Street, Dublin 2  
and virtually via MS Teams**

**Present:**

Harry Lorton, President  
Liam Daniel, Company Secretary

*The following Council members attended virtually via MS Teams:*

Dan Flinter  
Heather Ann McSharry  
Helen Nolan  
Imelda Reynolds  
Gervaise Slowey

**In Attendance:**

Thora Mackey

Harry Lorton, President, welcomed those in attendance to the twenty sixth AGM of The Institute of Directors in Ireland and noted that this was the first IoD AGM to have virtual attendees.

The President read the following apologies which had been received:

**Apologies:**

Gary Kennedy  
John Reynolds  
Michael Somers  
Maura Quinn

Part of the IoD International Network  
Chief Executive: Maura Quinn. Company Secretary: Liam Daniel  
Directors: H Lorton (President), L Daniel, D Flinter, G Kennedy  
HA McSharry, H Nolan, I Reynolds, J Reynolds, G Slowey, M Somers

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The President sought approval for the notice of the AGM:

This was approved unanimously.

- 1. To seek approval for the Minutes of the AGM of 25<sup>th</sup> May 2019, having been previously circulated and not having received any comments thereon.**

This was agreed unanimously.

The President subsequently signed the minutes of this meeting.

- 2. The Report of Council and Financial Statements for the year ended 31<sup>st</sup> December 2019 and the Auditors' Report.**

- i. Report of Council, having been previously circulated electronically with hard copies available at the meeting, was taken as read. All agreed.
- ii. Auditors' Report of BDO, auditors to the Institute of Directors in Ireland, having been received was agreed to be taken as read. All agreed.
- iii. The President opened the Reports and Financial Statements for discussion. There were no comments.

As no one wished to say anything further, the President proposed the motion:

**"That the Report of the Council and Financial Statements for the year ended 31<sup>st</sup> December 2019, as submitted to the meeting, be, and are, hereby adopted."**

**Proposed:** Liam Daniel  
**Seconded:** Thora Mackey  
This was unanimously agreed.

- 3. To elect the following Council Member: Gervaise Slowey**

**Proposed:** Harry Lorton  
**Seconded:** Heather Ann McSharry  
This was unanimously agreed.

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#### **4. “That the Council be authorised to fix the auditors’ remuneration.”**

**Proposed:** Liam Daniel  
**Seconded:** Imelda Reynolds  
This was unanimously agreed.

#### **5. President’s Address**

The President reiterated his remarks which appear in the Annual Report 2019. He said that 2019 had been an excellent year for the IoD and 2020 had begun very positively, both for the IoD and for the country, albeit with a degree of political uncertainty and the challenges of Brexit. However, no one could have predicted the immediate impact of Covid-19.

He said that the IoD had reacted very well to the challenge and swiftly pivoted from physical to virtual offerings and activities which have been very well received by the members. He gave credit to Maura Quinn, Thora Mackey and the entire team of IoD Ireland and offered the Council’s thanks to them for all their efforts.

The President then paid tribute on behalf of the Council and Executive to the two outgoing Council members, Michael Somers and Heather Ann McSharry.

He extended his sincerest thanks to Michael Somers as his predecessor and thanked him for all his work on Council over the years.

He expressed his deep gratitude to Heather Ann McSharry for her service on Council and for her wisdom and forward-looking approach which had been invaluable to the IoD.

Heather Ann McSharry thanked the President for his remarks and said that it had been a pleasure to serve on Council and that she wished the IoD well. She said that the past few months since the onset of Covid-19 proved how relevant the IoD is and that she hoped that would continue. She concluded by offering her continued support in the future.

#### **Any Other Business**

There being no other business, the AGM was formally closed.

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