**MARKETING INSTITUTE OF IRELAND COMPANY**

**LIMITED BY GUARANTEE**

(the “Institute”)

Minutes of the Annual General Meeting of the above named Company held virtually, via Zoom on 25th November 2021 at 5.00 p.m.

**PRESENT:**

Alan Cox

Allen Kiernan

Anthony Neville

Aoife Moreton

Barry Dooley

Cecilia McLernon

David Field

Deirdre Wafer

Eileen Moloney

Etain Kidney

Gary Joyce

Gerard O'Neill

Grainne Phelan

Jenny Bishop

Jerry Crowley

John McGuire

John Trainor

Liam Mc Donnell

Marie Therese Campbell

Michelle Nolan

Pat Kinsley

Patrick Mannion

Tom Trainor

Tom Kinsella

**IN ATTENDANCE:**

Patricia Lloyd – HLB Sheehan Quinn

Mark Butler – HLB Sheehan Quinn

Victoria Barrett – CLS Chartered Secretaries

1. **Chairperson**
   1. Gerard O’Neill, Chairperson of the Board, assumed the Chair.
2. **Constitution of the meeting**
   1. It was noted that notice of the meeting had been given to all persons entitled to receive same and that a quorum was present. Notice convening the meeting was taken as read.
3. **Chairperson’s Opening Remarks**
   1. The Chairman welcomed all in attendance and informed the Meeting that the procedure for voting would be by a show of hands.
4. **Minutes of the Last Meeting**
   1. The Chairperson noted that the minutes of the last Annual General Meeting held on 26th November 2020 had been made available to all Members prior to the Meeting. On the proposal of Patrick Mannion and Seconded by Tom Kinsella, the minutes were noted and approved as an accurate record of the last meeting.
5. **Minutes of the Extraordinary General Meeting**
   1. The Chairperson noted that the minutes of the Extraordinary General Meeting held on 11th March 2021 had been made available to all Members prior to the Meeting. On the proposal of Liam McDonnell and Seconded by Pat Kingsley, the minutes were noted and approved as an accurate record of the meeting.
6. **Statutory Financial Statements**
   1. The Chairperson presented to the meeting the statutory financial statements and the report of the directors for the year ended 30 June 2021.
   2. Mr. David Field, Chief Executive Officer, took the Meeting through the headline figures in the accounts.
   3. After a careful consideration of the contents of the financial statements for the year ended 30 June 2021, on the proposal of Pat Kingsley and Seconded by Gary Joyce, it was resolved:

"That the statutory financial statements and the report of the directors for the year ended 30 June 2021 are hereby received and considered."

1. **Reappointment of Auditor**

On the proposal of Patrick Mannion and Seconded by Liam McDonnell, it was resolved:

“That HLB Sheehan Quinn be reappointed as auditor to the Company for the year 2021 to 2022.”

1. **Remuneration of Auditor**

On the proposal of Deirdre Wafer and seconded by Allen Kiernan, it was resolved:

“That the remuneration of the Auditors for the year 2021 to 2022 be and is hereby agreed.”

1. **Retirement by Rotation**
   1. On the proposal of Etain Kidney and Seconded by Marie Therese Campbell it was resolved:

"That Cera Ward who retires by rotation and is eligible for re-election be and is hereby re-elected as a director of the Company."

* 1. Upon the proposal of Barry Dooley and Seconded by Pat Kingsley, it was resolved:

"That Thomas Kinsella who retires by rotation and is eligible for re-election be and is hereby re-elected as a director of the Company."

1. **Re-Election of Directors Co-Opted to the Board During the Year**
   1. On the proposal of Deirdre Wafer and Seconded by John McGuire, it was resolved:

"That Gary Joyce, who was co-opted to the Board on 22nd June 2021 be and is hereby re-elected as a Director of the Company in accordance with Regulation 52 of the Constitution .”

* 1. On the proposal of Barry Dooley and Seconded by John McGuire, it was resolved:

"That Allen Kiernan, who was co-opted to the Board on 21st September 2021 be and is hereby re-elected as a Director of the Company in accordance with Regulation 52 of the Constitution.”

1. **Chairman’s Address**
   1. The Chairman addressed the Meeting and noted that as a result of the COVID-19 Pandemic the Institute had responded successfully to the challenges it posed and pivoted to a new way of operating as a thriving professional body with a renewed focus and energy and confidence in the direction in which the Institute is going. Part of that is due to the adoption of the Strategy which was launched in May 2021. The Strategy contains 5 strategic objectives, Education and Life-Long Learning, Membership Experience, Voice of Authority, Brand Re-vitalisation and High-Performance Organisation. The Chairman commented on the professionalism and dedication of the team and the CEO in embracing the Strategy. The Chairman welcomed the two new Directors to the Board and thanked the Board for their commitment to the Institute. The Chairman informed the Meeting that the Board are focused on governance, risk and ensuring tight financial control. Also, the Board is committed to ensuring that the targets set as part of the Strategy are met. The Chairman thanked all those at the Meeting for their attendance
2. **Any Other Business**

Alan Cox congratulated all on the Board and the Executive for the great job they are doing and for the energy and vision coming from the Institute.

* 1. There being no further business, the meeting then concluded.

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**Chairperson Date**