

<p>Minutes</p> <p>2019 Annual General Meeting</p> <p>Sport HQ, National Sports Campus, Dublin 15</p>	<p>Meeting Date:</p> <p>21st July 2019</p>
<p>Attendees:</p>	<p>Ger Rellis – Chair (GR), Marisa Duffy – Deputy Chair/DP GC (MD), Amanda Kinahan – Company Secretary/Muckross GC (AK), Natasha Preston (NP) – Board Member/Excel GC, Tom Dillon (TD) – Board Member/Phoenix GC</p> <p>Imelda McLoughlin – Athlone GC, Marie Brennan – Athlone GC, Janet Hawkins – Coolmine GC, Colm Murray – DP GC, Mary Murray – Eccles GC, Inna Korobchynska – Excel GC, Igor Korobchynski – Excel GC, Marcelo Orsi – Greystones GC, Ana Ignatescu – Greystones GC, Linda Dempsey – Janz GC, Flavius Koczi – Janz GC, Alexandra Eremia – Janz GC, Paulina Wiktorczyk – Janz GC, Daire de Hora – Janz GC, Stefan Bodgan – Leap GC, Sam Johnson – Muckross GC, Aimee Burke – Muckross GC, Jamie Mullen – Sugarloaf GC, Shane O’Connor – Muckross GC, Roddy Guiney (Independent Board Member candidate), Lynne D’Arcy (Independent Board Member candidate)</p> <p>Staff: Ciaran Gallagher - CEO (CG), Deirdre Farren (DF)</p>
<p>Apologies:</p>	<p>Mariea Sheehy, Aoife Magee, Tim O’Donovan, Rachel O’Byrne, Andy Smith, Emma Hamill, Tash Day, Elaine Dilworth, Claire Lindsay, Ruth Larragy, Avril Morrison, Laura Farrell, Eleanor Farrell, Claire Mulvey, Layla Crosbie, Molly Leonard, Roisin Collins, Isaac Cairns, Lisa Boyle, Julie Masterson, Louise Masterson, Eileen Murphy, Monika Corley, Mandy McMaster, Sinead Ahern, Jekaterina Gielecinska</p>
<p>Minutes taken by:</p>	<p>CG</p>

	Agenda Item	1: Introduction & Welcome
	Discussion	GR welcomed the members to the 2019 Gymnastics Ireland AGM stressing its importance in terms of the election/appointment of a new Board for the next 3 years.
		2: Apologies

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Agenda Item	
Discussion	GR referred to a list of apologies that would be included in the minutes.
Agenda Item	3: Minutes of the last meeting and matters arising
	No matters arising from the minutes of the 2018 AGM
Discussion	Pro; Natasha Preston Sec; Tom Dillon
Agenda Item	4: Chairpersons Report
Discussion	<p>GR provided a verbal report paying tribute to his colleagues on the Board and the GI staff team for their dedication and hard work since the last AGM. He referenced the importance of this AGM in terms of the culmination of a comprehensive 5 year governance restructure programme that had included modernizing the Board structure to balance representation with competency and independent directors in addition to the completed implementation of the governance code on target by year end 2018. He highlighted that one of the principals of good governance relates to Board turnover/term limits to ensure Boards are constantly evolving & progressing organisations such as GI through ensuring a regular balance of experienced and new Board members. With this in mind he highlighted that he along with Marisa Duffy, Natasha Preston, Tom Dillon would be stepping off the Board due to hitting max term limits as per the new Board structure launched at the 2016 AGM following the governance restructure EGM. He also highlighted Rob Fuller would be standing down as a Board member. He highlighted his huge pride in everything that GI has achieved over the past 14 years and again paid tribute to the members who had been part of creating what he referred to as one of the leading sports governing bodies in Ireland. Other matters he specifically highlighted as standout for the year included...</p> <ul style="list-style-type: none"> • Excellent international results across a number of disciplines including Rhys McClenaghan winning Silver & Gold on the World Cup circuit following a return from injury plus being named 2018 RTE Young Sportsperson of the Year. He also referenced Emma Slevin as being Ireland's first finalist at the World Youth Olympic Games. • New commercial partnership with Quatro as our new kit partner. • The excellent standard of the GI events programme covering the National Series events through to

	<p>'The Floor' and GymSTART participation events.</p> <ul style="list-style-type: none"> • For the 2nd year in a row GI had won a Sport Industry Award with GymABLE winning the 2019 Inclusivity award at this year's event in addition to the 'Inclusive NGB' award at the 2018 Cara Awards. • Gymnastics Ireland selected by Sport Ireland for a random pulse audit by Deloitte which he welcomed as part of the process of ensuring GI's governance structures, policies and practices remained top level. He highlighted that Deloitte were mid-process and due to complete the same in coming weeks with a report to be produced for the new Board to action by year end 2019.
<p>Agenda Item</p> <p>Discussion</p>	<p>5: Directors & Auditors Report on Financial Statements for the year end 31st December 2018</p> <p>CG reported the following...</p> <ul style="list-style-type: none"> • Directors & Auditors Report on Financial Statements for the year end 31st December 2018 <ul style="list-style-type: none"> ○ Published online & issued to clubs 14th June 2019 ○ Deadline for queries 12th July 2019 ○ No queries received by deadline <p>As there were no queries received CG highlighted a number of points relating to the income & expenditure account and balance sheet...</p> <p>INCOME & EXPENDITURE ACCOUNT</p> <ul style="list-style-type: none"> • Income: €2,453,022 • Expenditure: €2,247,596 • Surplus: €205,506 <p>CG highlighted that while the 2018 year end surplus position was very healthy that due to the rapid growth of the events programme and in order to ensure that events could work to schedule and cope with these large numbers €200k had already been invested in early 2019 in additional events equipment which members would have seen at the recent National Series & participation events. CG highlighted this investment in additional was largely the main reason why all events to date for 2019 had finished on schedule and that previous event over-runs had been down to lack of equipment for number of entrants. CG highlighted that this would positively impact the assets on the 2019 Balance Sheet however referred to the following in relation to the 2018 balance sheet...</p> <p>BALANCE SHEET</p> <ul style="list-style-type: none"> • Fixed assets: €390,914 • Net assets: €364,608 • General fund: €549,725

Agenda Item	6. Appointment of Auditors for incoming financial year
Discussion	The membership unanimously agreed to appoint Power & Associates as the company auditors for 2019 and approved the Board to agree remuneration for same which was expected to be circa €4000.
Agenda Item	7. CEO & Anti-Doping Report
Discussion	CG gave a presentation on activities and matters of importance from the previous AGM in June 2018 – July 2019 including an Anti-doping report from Dermot Howlin , Gymnastics Ireland Policy, Welfare & Compliance Manager. To view a full copy of the CEO presentation please click on the link below... https://s3-eu-west-1.amazonaws.com/gymnasticsireland/downloads/2019-AGM-Presentation_compressed.pdf
Agenda Item	8. Presentation of Motions for consideration by the membership present
Discussion	GR confirmed that no motions had been received by the deadline.
Agenda Item	9. Election & ratification of officers to the Board as per clause 43 of Constitution
Discussion	GR reported in line with the constitution full documentation in relation to the election/appointment process had been circulated including a GI governance brief, Board role descriptions and nomination form. He also highlighted that again as per the constitution the Nominations Panel (NP) had been appointed by the Board as follows... <ul style="list-style-type: none"> • One former Board member not seeking election or appointment: Pauric Dooley (Former GI Board member from Supersonic GC) • One current Board member not seeking re-election or appointment: Ger Rellis (outgoing Chair)

- One independent person with relevant sector experience/qualifications: Conn McCulskey (CEO Ireland Active)

GR highlighted that the role of the nominations panel was twofold as follows...

1. To vet candidates for election via their nomination form against the Board role descriptions to go forward for election by the members at the AGM for the following positions...
 - I. Deputy Chair
 - II. Company Secretary
 - III. 2 x membership representative board members
2. To appoint the following Board members via their nomination form against the Board role descriptions to go forward for ratification by the membership at the AGM as follows...
 - I. Chair
 - II. 2 x general Board members
 - III. 2 x independent Board members

GR confirmed that the NP had met to conduct its business on Wednesday 3rd July and communicated the outcome to clubs on 4th July directly via email in addition to publishing online as per the above including the candidate background information received for each. Please see online published information via <https://www.gymnasticsireland.com/news/2019/announcement-of-board-nominations-for-2019-agm-3> .

GR then confirmed the following...

- Appointed Board positions for ratification
 - Chair: Shane O'Connor (Muckross GC)
 - Board Member: Ruth Larragy (Excel GC)
 - Board Member: Andrew Coulter (Renmore GC)
 - Independent Board Member: Roddy Guiney (Chair Wilson Hartnell & Federation of Irish Sport)
 - Independent Board Member: Lynne Darcy (Marketing Manager ESB)

	<p>GR asked the membership present for a show of hands for ratification of the appointed Board members which was unanimous.</p> <ul style="list-style-type: none"> • Board positions for election by members present <ul style="list-style-type: none"> ○ Deputy Chair: Mairead Kavanagh (Douglas GC) ○ Company Secretary: Amanda Kinahan (Muckross GC) ○ Membership representative Board member: Colm Murray (DP GC) ○ Membership Representative Board Member: Flavius Koczi (Janz GC) <p>GR confirmed that no elected positions were opposed (i.e. only one candidate had been received for each position) and asked the membership based on this to elect each candidate which they did so unanimously with a show of hands.</p> <p>GR congratulated the new Board and handed the floor to the incoming Chair Shane O'Connor (SOC) to say a few words. SOC stated that through his involvement in the wider sports sector he had been a huge admirer of Gymnastics Ireland as what he considered a leader in the sector. He highlighted that he has children involved in the sport through Muckross GC and that he strongly believes gymnastics is the foundation sport. He stated he hopes to bring his experience in IT & Risk for a large financial multi-national based out of the IFSC in addition to his sporting experience as a former winter Olympian plus his involvement in both the Olympic Federation of Ireland and the government Sports Leadership Group to GI. He closed by commending the great work done by GR and the outgoing Board over the years and stated he looked forward to working with both the incoming Board in addition to the GI staff team over the next 3 years.</p>
<p>Agenda Item</p> <p>Discussion</p>	<p>10. Close of meeting</p> <p>GR again thanked his outgoing Board members highlighting that in reality they were going nowhere and would still be active members of the GI community through either their clubs or various different roles in the organization. He wished the incoming Board the best of luck then thanked the members present at the AGM, inviting them for tea/coffee and refreshments as he closed the 2019 AGM.</p>