



Minutes of the 56th Annual General Meeting
of Canoeing Ireland - 24th June 2017
National Sports Campus, Blanchardstown, Dublin.

1. President's Opening Address

The 56th Annual General Meeting of Canoeing Ireland was opened by the President, Paul Donnelly at 2.10pm. The following Board members were present – Paul Donnelly (President), Brian Ogilvie (Honorary Secretary), Adrian Shanahan (Honorary Treasurer), Ike Jacob (Executive Member), Evan Roberts (Munster Representative), Paul Pierce (Connacht / Ulster Representative). Paddy Boyd (Interim CEO) was also in attendance.

A minute's silence was held for Mr. Eamonn O'Donohoe who passed away tragically earlier this year.

The President welcomed all members to the AGM and iterated that everyone was here for the common good of canoeing. He stated that hard decisions have been made which may not be popular and that the organisation which is at an all-time low and needs the support of its members.

The President thanked the Board members for their work and in particular Executive member Ike Jacob.

2. Apologies and Correspondence

The Honorary Secretary informed the meeting that apologies were received from Colm Slevin (Executive Member) and that no correspondence was received.

3. Adoption of the Agenda for the 56th Annual General Meeting

The following Agenda for the meeting which had previously been circulated to Members was proposed by Paul Donnelly (President) and seconded by Paul Pierce (Connacht / Ulster Representative) and approved by the meeting.

1. President's opening address.
2. Apologies and correspondence.
3. Adoption of the Agenda for the 56th Annual General Meeting.
4. Adoption of Standing Orders for the 56th Annual General Meeting.

5. Confirmation of the Quorum for the 56th Annual General Meeting.
6. Minutes of the 55th (2016) Annual Delegate Meeting.
7. Presentation and adoption of the Board Report & Review.
8. Presentation and adoption of the draft Audited Accounts for 2016.
 - 8a. Response to member's queries.
 - 8b. Analysis of Audited accounts 2011-2016.
9. Motions received.
10. Nominations and election of members to the Board of Directors.
11. Appointment of Auditor.
12. AOB.
13. President's closing address.

4. Adoption of Standing Orders for the 56th Annual General Meeting

Under rule 10.7, the standing orders are adopted by the Board.

5. Confirmation of the Quorum for the 56th Annual General Meeting

The Honorary Secretary confirmed that 38 members were present at the time when the meeting proceeded to business. This exceeded the 20 members of which 5 were member clubs present in person required for a quorum.

6. Minutes of the 55th (2016) Annual Delegate Meeting

The minutes of the 55th (2016) Annual Delegate Meeting which had been circulated to Members were proposed by Mark Clinton (SLCC), seconded by Eamon Devoy (CPCC) and approved by the meeting with the following amendments:

- Expunge 7a - 'The report was welcomed as a comprehensive, informative and frank review of the year's activities and the many positive developments outlined were commended.' (Raised by Noel Tallon)
- 7b – Include wording 'The Board accepted this criticism'. (Raised by Noel Tallon)
- 7b – The cost and maintenance of sprint buckets to be included. (Raised by Noel Tallon)
- 7d – Amend 'Non-publication of Board minutes on the website was raised and difficulties experienced were outlined ...' to 'Non-publication of Board minutes on the website was raised, discussed and difficulties experienced were outlined...'. (Raised by Karl Dunne)
- 8 – Include 'A treasurer's report was not presented and back-up financial records were not to hand as documents were left at home. The A/Hon Treasurer undertook to issue the accounts report within 3 months. This report was not published.' (Raised by Noel Tallon, Karl Dunne)

- 8b – Amend ‘The increase in membership despite the absence of a corresponding increase in membership fees’ to ‘The increase in membership despite the reduction in membership fees’. (Raised by Noel Tallon)
- 9h – Include that the rule was adopted. (Raised by Adrian Barber)
- 11 – Adrian Shanahan omitted under nominations. Include ‘Adrian Shanahan: Proposed by Kilkenny Aqua Canoe Club, seconded by Balto Kayak Club.’ (Raised by Dave Farrell)
- Page 6 – Remove ‘The meeting concluded at 7pm (Raised by Brendan O’Brien)
- Page 6 – State who took the minutes. (Raised by Brendan O’Brien)

7. Presentation and Adoption of the Board Report and Review

The Board Report to the 2017 AGM which was circulated in advance of the AGM was presented to members. The report was proposed by Paul Donnelly (President), seconded by Adrian Shanahan (Honorary Treasurer), approved and adopted by majority vote.

Matters arising:

- a. The issue of insurance and professional indemnity for instructors in a club environment was raised. The Board agreed to clarify the insurance cover for instructors and coaches and publish concise details about insurance cover and indemnity on the Canoeing Ireland website.
- b. The number of Board resignations since the last ADM and gender make-up of the Board was raised. The Board confirmed that three Board members had resigned – the Leinster Representative, the Dublin Representative and the Olympic Discipline Representative. The Board also stated that it had actively sought female Board members to address the current gender inequality.
- c. A question was raised about the nature of the responsibility that the slalom committee has for Olympic and international events and athletes. It was noted that the individual discipline committees operated under the terms of reference for the discipline. Accountability lies with the Board, but responsibility is with the technical committee. The Olympic representative on the Board attends the discipline meetings. The technical committee is responsible for management of the the high-performance grant. A further discussion ensued about the decline in the grant and the reasons were explained to the meeting.
- d. A question was asked about the current state of Canoeing Ireland and the future of the organisation. The President responded by iterating the ongoing and future developments are included in the report.

8. Presentation and Adoption of the Draft Audited Accounts for 2016

The Honorary Treasurer presented the 2016 Draft Audited Accounts which had previously been circulated to members. Noel Tallon (LUKC) addressed the members asking that they do not approve the draft audited accounts. Mark Clinton (SLCC) advised members that the Mid-Term Review was due at the end of July and not approving the accounts would only lead to further difficulties. The adoption of the accounts was proposed by Paul Donnelly (President), seconded by Adrian Shanahan (Honorary Treasurer), approved and adopted by majority vote. Three members abstained from voting.

Questions were invited from the members and the following queries were raised:

- a. Will Sport Ireland sponsor and support Canoeing Ireland? – the Interim CEO explained that Canoeing Ireland is a going concern and has the current support of Sport Ireland.

b. Is Canoeing Ireland insolvent? - the Board stated that Canoeing Ireland is not insolvent and that the projected income for 2017 would show a likely end-of-year positive operational surplus.

c. If there is a sale of assets, will they be sold in line with the fixed assets policy? – The Board confirmed that if any assets were to be disposed of that the process would be conducted in an appropriate manner.

d. Why have staff costs risen? – it was explained that an additional staff member was recruited in March 2016.

e. What is the current overdraft? The overdraft at the time of the AGM is circa -€48,000, but this changes on a day-to-day basis.

f. Why is there a fall in training income from €152k to €81k? The Board advised members that a one-off income of €66k from commercial training activity was included in the 2015 income which was not repeated in 2016. The normal beginner courses and skills training and assessment income for 2015 amounted to €86k.

8.1 Response to Member's Queries

The response to member's queries which were published prior to the meeting were read to the meeting.

8.2 Analysis of Audited Accounts 2011 – 2016

A six-year analysis of audited accounts were published prior to the meeting with the purpose of providing members with a clearer insight into the fiscal changes which have impacted the accounts over that period.

9. Motions Received

The Honorary Secretary confirmed that no motions were received from members. The Board motions to the 2017 AGM to amend the Irish Canoe Union Constitution and the Canoeing Ireland Rules which were published prior to the meeting were read to the meeting and discussed.

a. The revised Constitution has been examined by the Sports Exemption Section of the Revenue Commissioners who advise that it is necessary to make amendments to clause 3 of the Constitution to avoid future difficulties arising for the company in having its sporting tax exemption confirmed. The following revision is proposed:

3. "The objects for which Irish Canoe Union is established:

3.1. The main objects for which Irish Canoe Union is established are to:

(i) govern, organise, control and regulate paddle sports in all its forms the sport and recreation of canoeing and kayaking (hereinafter referred to as "canoeing").

(ii) promote, develop, and advance the sport and recreation of canoeing in Ireland.

3.2 In furtherance exclusively of the foregoing main objects, the Company shall have the following subsidiary objects:

- (i) provide a positive and safe environment for all its members and in particular to maintain a child centred focus which emphasises the overall development, safety, health and welfare of children at all levels within the sport and recreation of canoeing.
- (ii) promote the teaching and practice of canoeing in accordance with current best practice.
- (iii) develop, promote, and adopt a drug free policy within the sport and recreation of canoeing and in particular to support Sport Irelands National Anti-Doping Programme.
- (iv) stimulate public and national and local government opinion in favour of providing and enhancing canoeing facilities.
- (v) develop, promote and adopt policies aimed at protecting the natural environment and in particular those areas of the natural environment which facilitate the activities of canoeing and canoeists.
- (vi) draw up, publish and enforce uniform rules and regulations for the control and regulation of canoeing in Ireland and to deal with any infringements thereof”.

Motion was carried by majority vote.

b. To strengthen the governance capacity of the Board, the following amendments are proposed to the Constitution and Rules:

Amend Art 36 of the Constitution to read as follows:

“36. The Board shall consist of the following elected and/or approved and appointed members in accordance with the Rules:

- (i) A President who shall act as Chairperson
- (ii) An Honorary Treasurer
- (iii) An Honorary Secretary
- (iv) Two general Executive members
- (v) One Dublin Representative
- (vi) One Leinster Representative
- (vii) One Munster Representative.
- (viii) One Connacht/Ulster Representative
- (ix) One Olympic Discipline Representative
- (x) One Non-Olympic Discipline Representative
- (xi) One Training Coaching and Accreditation Representative
- (xii) Two Independent Directors appointed by the Board”

Insert a new Art 42 in the Constitution and a new Rule 11.20 in the Rules as follows:

“Independent Directors shall be appointed by the Board from time to time to bring specific expertise to the Board for the strategic development of the sport. Independent Directors shall hold office until the next Annual General Meeting at which such Annual General Meeting that Independent Director shall retire and may be reappointed by the Board”.

Motion was carried by majority vote.

c. To strengthen the governance and management of the company, the following amendments to Article 39 of the Constitution and Rule 7 of the Rules are proposed:

Art 39 “Board members (including the Chairperson) shall not be eligible for appointment to any paid executive office in Irish Canoe Union and if the holder of any of such paid office shall become a Board member his office shall at once be vacated. within one year of vacating their position on the Board.”

Rule 7 “Board members (including the President) shall not be eligible for appointment to any paid executive office in Canoeing Ireland and if the holder of any of such paid office shall become a Board member his office shall at once be vacated within one year of vacating their position on the Board”.

Motion withdrawn due to members not reaching agreement on wording.

d. To tie in with the revision of membership fees, the following amendments are proposed in Article 6 of the Constitution and Rules 4 and 5.5 of the Rule Book:

Art 6. The following shall be the classes of members:

- (i) Clubs enrolled with Canoeing Ireland;
- (ii) Registered members of clubs enrolled with Canoeing Ireland;
- (iii) Individuals enrolled independently with Canoeing Ireland;
- ~~(iv) Individuals enrolled with the Canoeing Ireland Training and Development Unit;~~
- (v) Honorary Members as determined by the Board
- (vi) Directors of the Board not otherwise Members of Canoeing Ireland

Rule 4 MEMBERSHIP

Members of Canoeing Ireland are such bodies and persons who are admitted to membership as contained in the Constitution and are specifically;

- a) Clubs enrolled with Canoeing Ireland
- b) Registered members of Clubs enrolled with Canoeing Ireland
- c) Individuals enrolled independently with Canoeing Ireland

- d) ~~Individuals enrolled with the Canoeing Ireland Training and Development Unit~~
- e) Honorary members as determined by the Board
- f) Directors of the Board not otherwise Members of Canoeing Ireland

No person or club shall be admitted or remain a member of Canoeing Ireland unless approved by the Board.

RULE 5 MEMBERSHIP APPLICATION AND RULES

5. Individual Members, Members of enrolled Clubs ~~and Members of the Training and Development Unit~~ shall be deemed members once the appropriate fee has been paid by them or on their behalf to Canoeing Ireland.

Motion was carried by majority vote.

e. To regulate applications for membership of Canoeing Ireland, the following amendment is proposed to Rules 5.4 of the Rule Book:

RULE 5 MEMBERSHIP APPLICATION AND RULES

4. Clubs in applying for, or renewing their membership online shall submit their full roll of members. Clubs must have a minimum of five members to apply for or renew membership. New Clubs seeking membership must submit their club constitution for review and approval.

Motion was carried by majority vote.

10. Nominations and Election of Members to the Board of Directors

a. President: Paul Donnelly was nominated by Wildwater Kayak Club and seconded by Laois Kayak and Canoe Club – elected by majority vote of the meeting.

b. Honorary Treasurer: As no nomination was received, the co-option of an Honorary Treasurer was passed to the incoming Board.

c. General Executive Member: As no nomination was received, the co-option of a General Executive Member was passed to the incoming Board.

d. Leinster Representative (1-Year Term): Bryan Fennell was nominated by Tullow Kayak Club and seconded by Lacken Kayak Club – elected by majority vote of the meeting.

e. Munster Representative: Evan Roberts was nominated by Phoenix Kayak Club and seconded by Wes Cork Kayak Club - elected by majority vote of the meeting.

f. Olympic Discipline Representative (1-Year Term): – As no nomination was received, the co-option of an Olympic Discipline Representative was passed to the incoming Board

g. Non- Olympic Discipline Representative: As no nomination was received, the co-option of a Non-Olympic Discipline Representative was passed to the incoming Board

h. Training, Coaching and Accreditation Representative (1-Year Term): Colm Slevin was nominated by the Training and Development Unit – elected by majority vote of the meeting.

11. Appointment of Auditor

On proposal by the Board, the meeting unanimously approved the reappointment of OSK Audit Limited as company Auditors.

12. AOB

a. Dave Farrell (Individual) thanked those who were involved in organising and running Club Championships which was held in Clonmel.

b. Maria McGovern (WWKC) raised the matter of child protection and stated that it should be addressed by Canoeing Ireland as a priority.

13. President's Closing Address

Paul Donnelly thanked the members for their attendance and contribution to the meeting and looked forward to working with the new Board in the coming year. An open day will be arranged to discuss the Strategic Plan and how best to engage members as volunteers. The president acknowledged the success and achievements of our athletes and in particular Jenny Egan who was present at the meeting.

The meeting concluded at 5.30pm

Minutes recorded by Honorary Secretary Brian Ogilvie