

# AGM 2017



## AGM Minutes

<b>Date / Time / Venue</b>	IASW AGM, Friday 12 May, 2017 5:00pm – 6:30pm The Radisson Blu Hotel, Athlone, Co. Westmeath	
<b>In Attendance</b>	See red hardback note book in IASW offices	
<b>Apologies</b>	See red hardback note book in IASW offices	
<b>Agenda Item</b>		<b>Action</b>
<i>Welcome &amp; Opening</i>	Frank Browne, Chair formally welcomed the attendees.	
<i>Apologies</i>	See above.	
<i>Adoption of Standing Orders</i>	Proposed: John Brennan Seconded: Elizabeth Hamilton All in favour  John Brennan was appointed to act as time-keeper and to ensure the standing orders were adhered to.	
<i>Correction of Minutes</i>	None	
<i>Adoption of Minutes</i>	Proposed: Aileen Dunne Seconded: Ruth Murray All in favour	
<i>Honorary Membership</i>	Frank, in his role as the Chair of the Board bestowed Honorary membership onto: Donal O'Malley (Former Chair & IASW Board Member since 2008) and Marie Therese Mulholland (Former President & Board Member). Marie Therese was unable to attend the AGM; however, her certificate of honorary membership was sent to her in advance of the AGM.	
<i>Adoption of 2016 Financial Accounts</i>	<p>In the AGM pack, all participants received a signed copy of the 2016 End of Year Audited Accounts, along with a letter of explanation from auditors (J. Meade &amp; Co.). John Meade of J. Meade &amp; Co (auditors) gave a short presentation on the accounts. John invited questions from there floor.</p> <p>John discussed the financial deficit that the association has incurred each year since the formation of the Company Limited by Guarantee in 2012. John advised the it is likely that the association will run at a loss again in 2017 since admin costs will not decrease in 2017, therefore we must increase our income streams. John discussed the Board of Directors plans to recoup some of these funds over the course of the next 12-24months, which may include: increasing membership fees, developing a membership strategy to increase the number of members overall, increasing the price of CPD training for non members, increasing the number of advertisements, etc.</p> <p>The account for the Audit Period Ended 31<sup>st</sup> December 2016, were Proposed by: Anette O'Callaghan</p>	

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<p><i>Adoption of Auditors</i></p>	<p>Seconded by: Elizabeth Hamilton All in favour</p> <p>It was proposed by the Board of Directors that John Meade &amp; Company continue to provide accounting and auditing services to IASW for the 2017-2018 term. J. Meade &amp; Co. have been auditing our accounts for over 10 years and always provide the association with a cost effective and professional service. In addition, they also provide the board and office with support in relation to matters pertaining to; Limited Company (CRO), Payroll, HR/Employment &amp; Insurance / Legal.</p> <p>The decision to approve J. Meade &amp; Company as the 2017-2018 Auditors, was Proposed by: Frank Browne Seconded by: Aine McGuirk All in favour</p>	
<p><i>Adoption of 2016-2017 Annual Report</i></p>	<p>In the AGM pack, all participants received a copy of the 2016-2017 Annual Report.</p> <p>Nerilee Ceatha requested that the following line be removed from the Chair Report: <i>"Unfortunately, as a result of having to provide maternity administration cover for Danielle we have still not broken even."</i></p> <p>Frank agreed to this proposal and Danielle will remove the line and update the report accordingly.</p> <p>The decision to approve the 2016-2017 Annual Report was Proposed by: Frank Browne Seconded by: Aine McGuirk All in favour</p>	
<p><i>Election of the Board of Directors</i></p>	<p>Frank took the opportunity to thank all the Directors for all their work on the Board during their term of office. Two Directors: Donal O'Malley (9 years' service) &amp; Billie Anne McCauley (8 years' service) will resign from the board at today's AGM.</p> <p>In accordance with Association's Memorandum &amp; Articles of Association, all the Board retired from office at this AGM and offered themselves for re-election by the Members.</p> <p>The office received nomination papers to stand of election for the IASW Board of Directors, from the following IASW Members;</p> <ol style="list-style-type: none"> <li>1. Role of Chair &amp; Director: Frank Browne</li> <li>2. Director of the Board: John Brennan</li> <li>3. Director of the Board: Aine McGuirk</li> <li>4. Director of the Board: Joe McCarthy</li> <li>5. Director of the Board: Zoe Linnane</li> <li>6. Director of the Board: Hilda Loughran</li> <li>7. Director of the Board: Conor Boksberger</li> </ol>	

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<p>Motions</p>	<p>8. Director of the Board: Anette O'Callaghan 9. Director of the Board: Elizabeth Hamilton 10. Director of the Board: Ruth Murray</p> <p><i>*Biographies for all the nominees excluding Conor Boksberger were included in the attendee's AGM pack.</i></p> <p>Frank proposed to the attendees that all ten directors (listed above &amp; below) be elected together by a show of hands, rather than individually voting in each director. Proposed by: Frank Browne Seconded by: Amanda Casey Votes in favour @35 Absentions @ 2 Carried</p> <p>The following Directors were elected by a show of hands. There were no objections and one abstentions. The following Directors were duly elected unanimously:</p> <ol style="list-style-type: none"><li>1. Frank Browne – Director</li><li>2. John Brennan</li><li>3. Hilda Loughran</li><li>4. Anette O'Callaghan</li><li>5. Elizabeth Hamilton</li><li>6. Joe McCarthy</li><li>7. Aine McGuirk</li><li>8. Ruth Murray</li><li>9. Zoe Linnane</li><li>10. Conor Boksberger</li></ol> <p>Proposed by: John Brennan Seconded by: Aine McGuirk Votes in favour @36 Absentions @ 1 Carried</p> <p>* Memo &amp; Arts: <b>COMPOSITION OF BOARD OF DIRECTORS</b> <i>Article 40. The position of Chair shall be filled by election at the AGM. If this position is not filled at the AGM then the members of the Board may elect from amongst themselves a Chair.</i> <i>Article 41: The Secretary of the Company, Treasurer &amp; Vice Chair shall be appointed by the Board on such terms and conditions as they see fit. A person other than a Member of the Company shall be entitled to be appointed as Secretary.</i></p> <p>Frank Browne was the only nominee who submitted a nomination form for the role of Chairperson. There was no request for a ballot, therefore Frank was elected by a show of hands. The vote was 33 in favour, 2 not in favour and 1 abstention. Frank was duly elected as the Chair.</p> <p><b>MOTION 1</b> <b>Existing Rule:</b> Section 3: Council &amp; Special Interest Groups 3:2:10 Special Interest Groups, Associate Groups and Committee</p>	
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	<p><i>shall adhere to the Association's Guidelines for Financial Management &amp; Event Planning.</i></p> <p><b>Amendment to the Rule:</b>          3:2:10 Special Interest Groups, Associate Groups and Committee shall adhere to the Association's Guidelines for Financial Management, CPD Funding &amp; <b>Group Protocol</b>.</p> <p><b>Explanation:</b> Where relevant, to ensure that new guidelines, policies, protocols etc. encompass all members of Council; Special Interest Groups, Associate Groups and Affiliated Groups. The Group Protocol <b>was discussed at Council meetings during the year</b> and was widely supported, this motion followed a previous motion of 2016, which would have required all members of SIGs to be IASW members. The Group Protocol will require all members of the SIG committee who make the day to day decisions for the SIG to be members. Currently only the Chair and Sec are required to be members. There are other requirements within the SIG protocol which mirror the best practices of limited companies and the IASW Board, allowing rotation from the committee after continuous term of 6 years for general committee members. Also, there is a requirement that the re-election to the role of Chair or Sec. should only be for three years. IASW Board believes succession planning is important and key roles of Chair and Sec should have a clear time span for those volunteering for the role. The IASW Board believes that the SIGs are a vital element within the IASW and it is crucial that the committee members are IASW members and have an understanding of the IASW as a whole.</p> <p>Proposed by: The IASW Board of Directors Seconded by: Frank Browne</p> <p style="text-align: center;"><b>NOT CARRIED</b></p> <p style="text-align: center;"><b>VOTES: FOR @ 14 AGAINST @ 19 ABSENTION @ 3</b></p> <p><b>MOTION #2</b>  <b>Existing Rule:</b> <i>Section 3: Council &amp; Special Interest Groups</i>          3:2:3 <i>Application to form a Special Interest Group shall be approved by the Board of Directors, Special Interest Groups shall operate to the agreed policy and procedures of the Association.</i></p> <p><b>Amendment to the Rule:</b>          3:2:3 Application to form a Special Interest Group shall be approved by the Board of Directors, Special Interest Groups shall operate to the agreed policy and procedures of the Association, including but not limited to; the Guidelines for Setting up a Special Interest Group.</p> <p><b>Explanation:</b> To ensure newly formed Special Interest Groups operate in accordance with the Guidelines for Setting up a Special Interest Group, in the best of interest of good governance &amp; financial practices, understanding roles &amp; responsibilities of committee members, and have effective meetings. The newly</p>	
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formed special interest groups will follow the SIG protocols.  
Proposed by: The IASW Board of Directors Seconded by: Frank Browne

### FELL WITH MOTION #1

#### MOTION #3

**Existing Rule:** *Section 2: Ethics & Values*

- 2:1. Members are required to adhere to the following:
- a. IASW Code of Ethics and Code of Practice
  - b. IASW Rules and Byelaws
  - c. In addition, members who are registered as social workers will be required to adhere to the CORU/ Social Workers Registration Board's *Code of Professional Conduct and Ethics*.

**Amendment to the Rule:**

- 2:1. Members are required to adhere to the following:
- a. Members who are registered as social workers will be required to adhere to the CORU/ Social Workers Registration Board's *Code of Professional Conduct and Ethics*.

**Explanation:** Both these documents (a) and (b) have been reviewed by a working group and were deemed to be outdated in terms of best practices and in the light of the CORU code which addresses all important points within the previous IASW documents. All social workers must abide by CORU Code of conduct and ethics for social workers. This document is to be reviewed and IASW will play an active part in this process. IASW may develop an updated code of conduct and ethics in addition to the CORU code of conduct and ethics following the recommendations of any subsequent working group.

Proposed by: The IASW Board of Directors Seconded by: Aine McGuirk

### MOTION WITHDRAWN BY THE BOARD

#### MOTION #4

**Existing Rule:** *Section 1: Membership*

*Criteria*

*1:2. Members of the Association shall be subject to the Association's code of ethics and practice and the Association's Rules and Byelaws and/or CORU Code of Professional Conduct and Ethics of Social Workers, and a breach of these may result in termination of membership under Article 5 of the Articles of Association*

**Amendment to the Rule:**

1:2. Members of the Association shall be subject to the CORU Code of Professional Conduct and Ethics of Social Workers, and a breach of this may result in termination of membership under Article 5 of the Articles of Association.

**Explanation:** Both these documents (a) and (b) have been reviewed by a working group and were deemed to be outdated in terms of best practices and in the light of the CORU code which addresses all important points within the previous IASW documents. (All social workers must abide by CORU Code of conduct and ethics for social workers. This document is to be reviewed and IASW will play an active part in this process. IASW may develop an updated code of conduct and ethics in addition to the CORU code of conduct and ethics following the recommendations of any subsequent working group.

Proposed by: The IASW Board of Directors Seconded by: Aine McGuirk

**MOTION WITHDRAWN BY THE BOARD**

**MOTION #5**

IASW calls upon the Government to fund and legislate for a statutory social work service for vulnerable adults, including those with a mental health, intellectual or a physical disability, etc. HSE National Safeguarding Office defines a vulnerable person as; "an adult who may be restricted in capacity to guard him or herself against harm or exploitation or to report such harm or exploitation"

**Explanation:** Ireland does not have a statutory social work service for adults; as a result many vulnerable persons can fall within the gaps of care. The Assisted Decision Making (Capacity) Act 2015 and Safeguarding (Bill) 2017 will require quality services for vulnerable people. There is evidence within the UK of how social workers can address these requirements. Undertaking capacity assessments and care co-ordinating for vulnerable persons. Clearly primary care teams in particular will need to be fully staffed in terms of the recommended numbers of social workers and enhanced following a review of the assessed needs.

Proposed by: The IASW Board of Directors Seconded by: Frank Browne

**VOTES: FOR @19 AGAINST @ 4 & ABSENTIONS @ 1  
MOTION CARRIED**

**MOTION #6**

**Resolution:**

That the Constitution be approved and adopted as the new Constitution of the Company in substitution and to the exclusion of all existing Memorandum and Articles of Association.

**Explanation:**

The company's name was automatically changed on 1<sup>st</sup> December 2016. This did not include updating the company's name on its existing Memorandum and Articles of Association.

Under the 1963 – 2013 Acts, a CLG has a separate memorandum

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<p><i>Any Other Business</i></p>	<p>and articles of association. Under the 2014 Act, a CLG has a constitution which is a two-part document containing a memorandum and articles. Although not required, it is recommended that a CLG adopts a new constitution which is based on the new 2014 Act as opposed to their existing memorandum and articles based on the 1963 – 2013 Acts. This allows the CLG access new provisions in the 2014 Act which are not available under the 1963 – 2013 Acts and ensures that the current memorandum and articles of association do not conflict with any mandatory rules under the 2014 Act.</p> <p>Proposed by: The IASW Board of Directors Seconded by: Aine McGuirk</p> <p><b>VOTES: UNANIMOUSLY CARRIED</b></p> <p><b>MOTION #7</b> <b>Received from: Social Workers in Foster Care Special Interest Group</b></p> <p>That this association calls on the Minister for Children &amp; Youth Affairs to establish a Working Party to review Foster Care provision and progress the further development of the service for children in care, based on the recommendations of the SWIFC/IASW discussion document – “Foster Care: Envisioning the Future” published in March 2017</p> <p>Explanation: The context for the SWIFC motion arose from a range of proposals the committee considered for promoting the recommendations within the discussion document. It was felt that a motion at the AGM would draw attention of the membership to the document and the issues highlighted within it and also reinforce the IASW board’s mandate to lobby Government, specifically the Minister, on the recommendations it sets out.</p> <p>Proposed by: Cahal McHale      Seconded by: Karen Hope</p> <p><b>VOTES: UNANIMOUSLY CARRIED</b></p> <p>Frank Browne, Chair of IASW took the opportunity to thank the Staff and Board for all their hard-work. A token of appreciation was presented to the Staff members.</p> <p>The AGM Closed at 6:30pm</p>	
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