



Croí Laighean Credit Union AGM Minutes 2023

Annual General Meeting of Croí Laighean Credit Union was held virtually by zoom webinar on the 5th December 2023.

1. AGM Commencement

The AGM commenced at 7:00pm.

2. Attendance

Total Attendance

Total attendance 106 (Board of Directors, Board Oversight Committee, Staff & Members)

Board of Directors

Josephine O' Neill, Eamonn O' Farrell, Aida Best, Finola Mullaniff, Nicola Kiely, Kenn Larkin, Bryan Little, Carita O'Leary, Michael Garry

Board Oversight Committee

Michael Whelan, Eugene Kearney, and Eoin O'Shea.

Visitors

Diarmaid O'Keeffe, EisnerAmper Ireland.

3. Apologies

No Apologies.

4. Welcome

- Josephine O'Neill Chair welcomed everyone to Croí Laighean Credit Union's fourth virtual AGM.
- Josephine advised that Paul Kennedy, CEO would present the agenda for the evening.

5. Agenda

- Paul Kennedy introduced himself as CEO of Croí Laighean Credit Union.
- Paul welcomed everyone to Croí Laighean Credit Union's fourth virtual AGM which has been facilitated by a change in legislation to allow Credit Union's to hold virtual AGMs.
- Paul advised all participants are muted, and cameras were turned off for the duration of the AGM. The meeting would be recorded for the purpose of minute taking in the future.
- Paul advised the business of the AGM is about considering and approving accounts and getting the elections of Auditors, Board of Directors and Board Oversight. Questions on accounts and financials would be taken at the end of the CEO report. All other questions would be answered at the end of the AGM.
- Paul advised all questions would be taken through the Q&A function on Zoom Webinar. When asked to propose or second an item to use the raise hand function in Zoom Webinar. A poll would be issued in Zoom Webinar for voting.
- There was a moment's pause to remember all deceased members. Paul took a moment to remember Croí Laighean Credit Union's Chair Martin Maloney who passed away during the year.
- The agenda for the AGM was shown on screen.

6. Quorum

- Paul advised the required quorum is 30 and he was happy to proceed with AGM given evidence of same.
- Proxies for groups and organisation had been taken and verified and they are accepted as part of the quorum.

7. Adoption of Standing Orders

- Paul advised standing orders were available on the Croí Laighean Credit Union website. The standing orders were adopted on a proposal by Caroline Daniels and seconded by Eugene Kearney.

8. Minutes of the 2022 Croí Laighean Credit Union AGM

- Paul advised minutes were available on the Croí Laighean Credit Union website. Minutes were taken as read. There were no matters arising. The minutes of the 2022 AGM were adopted on a proposal by Theresa O'Neill and seconded by Lisa Moore.

9. Adoption of Croí Laighean Credit Union Rules

- Paul advised of a resolution of an amendment to the Croí Laighean Credit Union Rules. The resolution was shared on screen it stated that “The Board of Directors of Croí Laighean Credit Union amends Rule 40(2) by substituting “nine” where it appears and replacing it with “eleven”. The new rule would read (2). At the time of adoption of these rules, the Board of Directors shall consist of “eleven” members; all of whom shall be members of the Credit Union.”
- An electronic poll was launched in Zoom Webinar to adopt the rule change. The rule change was adopted unanimously. The result of the poll was shared on screen.

10. Reports

Chair Report

- Josephine introduced herself as the Chair of Croí Laighean Credit Union. Josephine advised that for 2022 and 2023 she was very proud to be elected as Vice-Chair by my fellow Board members. But she did not realise at the time how much this role would change for her during the year and how challenging the position would turn out to be.
- Josephine advised that during the year the Chair, Martin “Muller” Maloney sadly passed away after a very short illness. Josephine advised that a commemoration piece has been included in the annual report to pay tribute to the amazing contribution Martin made to the credit union, Josephine advised that everyone at Croí Laighean Credit Union will miss him greatly.
- Josephine advised that she took the Chair role on a temporary basis, trying to steer the ship for a brief period and maintain business as usual for Croí Laighean Credit Union. Josephine advised she was hugely grateful to everyone in Croí Laighean for supporting her in this role and it convinced her to take on the role for the year ahead, something she is very excited to do, leading the implementation of the new strategic plan for the years ahead.
- Josephine advised she is hugely proud of the overall team this year in maintaining the focus on the business in terms of the financial results, community support, lending growth, organisational culture development and strong governance, while also working towards the goal of implementing the new Temenos banking system.
- Josephine advised that Paul Kennedy, CEO will go through all of this in more detail in his report.
- Josephine advised that despite sadness being so fresh, she is immensely grateful for the work her fellow board members had done during the year, leading Croí Laighean Credit Union to continued success and always remaining at the “Heart of the Community
- The report was adopted on a proposal by Lisa Brazil and seconded by Sarah McCreddin.
- Paul Kennedy reported that Josephine alluded to the fact that Croí Laighean's Chair, Martin Maloney, passed away during the year. Josephine assumed the role of

temporary Chair and was subsequently supported by a unanimous vote from the Board as the new Chair. Paul noted that she has demonstrated leadership and stability, which the credit union needs after a challenging year. He also congratulated Josephine, and he looks forward to working with her.

CEO Report

- The report was presented by the CEO Paul Kennedy
- Paul advised that a new strategic plan has been rewritten and approved. The previous plan was last updated in 2018. This revision is necessary as the credit union prepares for the future and moves towards the Go Live phase with the Temenos Community banking platform. The plan includes some very ambitious targets.
- Paul confirmed there was a very successful board drive attracting five new volunteers.
- Paul confirmed that €128,746 was donated to the local community.
- Paul advised that a culture engagement survey was conducted during the year 98% of the team feel that Croí Laighean Credit Union is a great place to work.
- Paul confirmed an operating profit growth of € 1,725K this is primarily driven by an increase in income as there is not any major change in expenses.
- Paul confirmed loan book growth of €10M which is a 13% increase on 2022. This gives an extra €600K on loan interest income. He advised that this is a very positive result in terms of lending.
- Paul advised that the main change is in investment income with the change in ECB rates. The rates on short term deposit rates have increased for 0% to around 3.5% - 4%. This has resulted in investment income nearly doubling year on year.
- Paul presented the main expenditure items with staff costs the largest this is because there is continued investment in services to members. The overall staff number is 63 people of which 43 people are member facing in terms of growth, on the phone or in branch. The remainder work in Governance, Regulations, Marketing, Finance or other services. Computer maintenance is the next higher cost due to the IT project and the implementation of the Temenos Community Banking Platform. Go Live for this project is expected to be in 2024. There are currently costs for two IT systems the new system which is been tested and the current operating system. Once the new systems goes live this will reduce the computer maintenance cost as there will be only one system. There is also significant cost in term of the overall IT networks and virus protection. Member insurances is the third highest cost when the loan book is growing there are more loans to protect therefore the value of this will increase.
- Paul confirmed that during the year it was decided to exit the Irish League of Credit Union pension scheme. Paul advised that with defined benefit when the person retired the benefit must be given to them so there will be a constant call in relation to the overall pension. Paul advised that it was felt that there was no risk to Croí Laighean Credit Union to exit this scheme.
- Paul advised that overall regulatory expense have fallen below what was expected.

- Paul advised that Bad Debt provisions is €295K this may look like an increase because of the increase in the overall loan book bad debt provisions needs to increase in line with the overall loan book growth.
- Paul reported that it was a successful year for Croí Laighean, with over €45M in loans issued. Growth was observed in most categories, with the motor category experiencing the most significant increase due to the PCP Buster product which has led to overall growth of €3M in this category. Home category has also increased. There has been a slight drop in mortgages however during 2023 a lower mortgage interest rate was announced. As other financial institutions are increasing their rates the lower the rate has resulted in members looking to switch their mortgage to Croí Laighean.
- Paul presented the Balance Sheet he noted that loans have grown by about €10M this is high endorsement of the lending product the Croí Laighean have in the market. This have been funded by a drop in investments which has gone from €162.95M to €153.83M. Members savings have not increased dramatically. Members share has remained static, but the level of current accounts has increased during 2022/2023. Total reserves for 2022/2023 are €30.92M. Total reserves over assets is now 12% this would be an industry norm for a credit union of Croí Laighean's size. Paul noted that Croi Laighean is continuing to look to grow with strong reserves for the future. Paul noted that overall, the Balance Sheet was strong.

The reported was adopted on a proposal by Liz Rickard and seconded by Theresa O'Neill.

Auditors Report

- The report was presented by Diarmaid O'Keeffe from EisnerAmper Ireland
- Diarmaid reported EisnerAmper Ireland audited the financial statements of Croí Laighean Credit Union for the financial year ended 30th September 2023. The financial statements comprise the Income and Expenditure account, Balance Sheet, Statement of Changes in Reserves, Statement of Cash Flows and the notes in the Financial Statements including a summary of significant policies.
- Full auditors report is set out in the annual report. In summary, it is the opinion of the auditors that the financial statements give a true and fair view of the Credit Unions affairs, and the financial statements have been properly prepared so as to conform with the requirements of FRS102 and the Credit Union Act 1997 as amended.
- Diarmaid thanked the Board, Management, and staff for their assistance during the audit.

The reported was adopted on a proposal by Ciara Johns and seconded by Marina Colleran.

- Paul thanked Diarmaid and his team for the work they have completed and their audit opinion.

Declaration of Dividend

- CEO Paul Kennedy presented a recommendation from the Board for no dividend to be paid. The reserves have now got to a position of 12% which is industry norm for a credit unions the size of Croí Laighean and the Board are looking to grow reserves further and will continue to put surplus into reserves.

An electronic poll was launched in Zoom Webinar for the declaration of dividend. The declaration was passed by majority of 91%. The result of the poll was shared on screen.

Board Oversight Committee Report

- The report was presented by Michael Whelan.
- Michael introduced himself as Chair of the Board Oversight Committee.
- Michael outlined the function of the Board Oversight Committee is to assess whether or not the Board of Directors have operated in accordance with Part IV and IV (A) of the Act.
- Michael confirmed the Board Oversight Committee is satisfied that the actions and decisions of the Board of Directors were compliant with current rules and regulations.
- Michael thanked the directors, the management team and staff for their courtesy, assistance, and co-operation during the year. Michael also thanked his fellow committee members, Eoin O'Shea and Eugene Kearney for their commitment and dedication during the year. Michael paid tribute to Martin Maloney who passed away earlier this year, Michael wished his family and friends well.

The report was adopted on a proposal by Caroline Daniels and seconded by Ian Stewart.

Nomination Committee Report

- The report was presented by Aida Best.
- Aida explained the role of the committee is to ensure that the Board of Directors and related committees have the necessary skills and knowledge to direct the course of Croí Laighean Credit Union on behalf of the members induct new board members and ensure a succession plan in place for the Board.
- Aida advised Croí Laighean are currently seeking new energetic members to join their voluntary Board, who meet virtually on a monthly basis. This is an opportunity for any individual looking to gain valuable hands-on board experience to help fast track their career and personal development.
- Aida advised that the Nominations Committee has put together an exciting director program which focuses on training, development, and progression. New Board members have slotted in seamlessly in the past 12 months and the Nominations Committee are looking forward to welcoming and integrating our new Board members joining us this year.
- Aida thanked the management team and staff for their courtesy, assistance, and co-operation during the year. Aida also thanked her fellow committee members,

Joesphine O’Neill and Eamonn O’Farrell for their commitment and dedication during the year.

The report was adopted on a proposal by Finola Mullaniff and seconded by Sarah Jane Brennan.

11. Announcement of Election Results

11.1 Election of Auditors

An electronic poll was launched in Zoom Webinar for the election of Eisner Amper Ireland as Auditors. Eisner Amper Ireland was elected as Auditors. The result of the poll was shared on screen.

11.2 Election of Board of Directors

An electronic poll was launched in Zoom Webinar for the election of Michael Garry Kenn Larkin, Bryan Little, Eamonn O’Farrell, Carita O’ Leary, Josephine O’Neill John Whelan to the Board of Directors. Michael Garry, Kenn Larkin, Bryan Little, Eamonn O’Farrell, Carita O’ Leary, Josephine O’Neill, John Whelan were elected to the Board of Directors. The result of the poll was shared on screen.

11.3 Election of Board Oversight Committee

An electronic poll was launched in Zoom Webinar for the election of Shauna McGrath to the Board Oversight Committee. Shauna McGrath elected to the Board Oversight Committee. The result of the poll was shared on screen.

12. AGM Close

Paul Kennedy announced the AGM was now closed.

13. Thank You

Paul Kennedy thanked members for coming, AVC for their support, management team, staff, board, and board oversight for their work during the year.

The AGM concluded at 7.30pm.