

**DRAFT Minutes of IFCI Ltd. Steering Committee Meeting
Tuesday 31st July 2007, at ENFO, 17 St. Andrew Street, Dublin 2**

Present: Ruth McGrath (Chairman), Anja Murray, Caroline Lewis, Tony Mannion, Alistair Pfeifer, Fran Igoe, Declan Little (Secretary).

Apologies: Barbara Maguire, Tara Ryan.

Observers: Mary Flaherty (Facilitator), Tony Lowes (FIE), Brian Tobin (Administrator) Sasha Bosbeer (nominee to SC).

1. Co-options

The co-option of Sasha Bosbeer to the Steering Committee was proposed. Peter Sweetman had also been proposed for co-option to the Social Chamber on behalf of Bellinaboy Residents group. However, the nomination of Sasha Bosbeer preceded this, and with this co-option the maximum number allowed had been reached. It was noted that the AGM was to be held soon, and Peter Sweetman could go forward for election at that time. Caroline Lewis requested that it be noted that the FSC had raised concerns regarding the apparent self-selection of SC members. However, it was also noted that in the interim there had been several nominations and elections.

Dr Bosbeer was co-opted by the SC.

Proposed: Declan Little

Seconded: Tony Mannion

2. Minutes of Last meeting

Caroline Lewis requested that it be noted that she did not believe that there had been a quorum at the SC meeting of 1st June 2007. The members of the SC present at the July meeting noted that the reference to a quorum in the Memorandum and Articles of Association was anomolous, and those present were of the view that a quorum had been present. It was also noted that almost all items on the previous agenda were due to be discussed again that day. The minutes were adopted by the SC.

3. Facilitation

On foot of the facilitation report summary presented by Mary Flaherty, there was unanimous agreement among the members of the SC that facilitation was the way forward. The way in which this will operate in practical terms needs some more work. Mary Flaherty and the Chairperson will cooperate on this, and it will be discussed further at the next SC meeting.

4. Code of Conduct

The Code of Conduct was discussed, and an amendment was agreed to Item 1. With regard to Item 2, an extract from the FSC National Initiatives Manual was discussed. The revised wording for Items 1 and 2 was to be attached to the minutes as an Appendix (see below). It was noted that the Code of Conduct had been under discussion for several meetings, and SC members were requested to consult with their organisations on the revised wording if necessary so that this could be finalised at the next SC meeting.

5. EGM/AGM

The M&AoA contain a number of anomalies. Also Article 31 should be amended so that an independent chairperson for meetings can be appointed if required.

Action: Caroline Lewis will address new wording for the Articles in question and check for any anomalies in the Memorandum and Articles of Association, and circulate proposals to the SC within the week for comment, as any proposed amendments would require an EGM to be held on the same day as the AGM, and would need to be sent out along with notices for AGM.

The AGM is to be held in Limerick on Saturday 8th September 2007, location to be arranged. Notices to go out by 15th August.

6. Company Officers, Directors, Chairperson, and Secretary

Declan Little confirmed that he was stepping down as Secretary. Ruth McGrath again indicated a wish to step down as Chair, but agreed to continue with AGM arrangements. Should any correspondence in the form of grievances be received, these are to be held over until the next Steering Committee meeting after the AGM. It was suggested that the requirement that grievances be dealt with in the first instance by the Chair could be amended, and that this would remove some of the more stressful elements associated with the role. This can be discussed at a Steering Committee meeting.

Appendix - Proposed New wording of Code of Conduct:

Existing Point 1:

Respect the views expressed by others even if they disagree with them wholeheartedly. This does not mean they must accept these views but reasoned debate and persuasion is preferable to outright rejection without any discussion.

Replace with:

Respect the views expressed by others even if they disagree with them wholeheartedly. This does not mean they must accept these views but reasoned debate and persuasion is preferable to outright rejection.

Existing Point 2:

Abide by decisions arrived at and agreed by the Steering Committee as they are final and binding. Individual members of the Steering Committee are not permitted to dispute such decisions in public thereafter as this undermines the process. Steering Committee members who dispute decisions already made will be subject to sanction.

Replace with new wording from FSC National Initiatives Manual:

“IFCI Steering Committee members are expected to endorse IFCI’s position and system, but they may also have personal opinions and preferences on how issues should be resolved. They are free to explain and justify these opinions, but should then make it clear that they are speaking as individuals, or as members of other organisations, and are not speaking for IFCI.”