

**MINUTES OF THE 53<sup>rd</sup> A.G.M. OF THE HEALTH SERVICES STAFFS CREDIT UNION LIMITED,  
HELD ON THE 13<sup>th</sup> December 2023 (Hybrid)  
Radisson Blu Hotel and Online**

The meeting was called to order at 6.30pm by Mr. Damian Mc Keown, Chairperson. Mr. Mc Keown read the invocation and asked that we remember the deceased members who died during the year.

No proxy votes were received.

Mr. Mc Keown ascertained there were a quorum present, and the meeting could proceed.

**Members attending online:**

Mr. Mc Keown outlined how members joining the meeting online about how to interact with the meeting:

- Asking Questions
- Proposers, seconder, and report / motion approvals
- Voting in officer elections

**Agenda:**

The agenda and order of business were approved on the proposal of Mr. Mc Keown proposed and were seconded by Mr. Brendan Fagan. The meeting agreed unanimously.

**Standing Orders:**

Standing orders were approved on the proposal of Mr. Mc Keown and were seconded by Ms. Louise Mc Quillan. The meeting agreed unanimously.

**Minutes of the 2022 AGM:**

The minutes of last year's AGM held on 18<sup>th</sup> January 2023, having been circulated were taken as read. Mr. Damian Mc Keown proposed the adoption of the minutes, and they were seconded by Mr. Brendan Fagan. The meeting agreed unanimously.

Matters Arising:

There were no matters arising.

**Nominations Committee Report**

This report was presented by the chair of the Nominations Committee, Ms. Amanda Butler.

Matters Arising:

There were no questions from the floor.

There were no questions from the members online.

**Proposed by:** Amanda Butler    **Seconded by:** Antoin Mullen    **Adopted Unanimously**

**Elections:**

Members attending the meeting in person were instructed to complete the ballot papers provided at arrival and members attending online were instructed to vote online. Results of the elections will be released later in the meeting.

Appointment of Auditors:

The Board proposed that Grant Thornton be appointed Auditors for the coming year.

Election to the Board Oversight Committee:

There is 1 candidate seeking election for 1 vacancy on the Board Oversight Committee, Mr. John Keppel.

Election to the Board of Directors:

There are 3 candidates seeking election for 3 vacancies on the Board of Directors, Mr. Damian Mc Keown, Mr. Shane Hamilton, and Ms. Mairead O Carroll.

**Tellers**

As chairperson, Mr. Mc Keown proposed the following as tellers for the election: Mr. David Hosford, Ms. Mary Peters, and Mr. John Molloy.

**The Chairperson's Address:**

The Chairperson, Mr. Damian Mc Keown, presented his report to the meeting.

Matters Arising:

Questions from the floor:

1. A member from the floor asked why there is a dividend being proposed this evening, but there is no interest rebate being proposed.  
Mr. Hosford, CEO, gave a brief explanation regarding the liquidity requirement for lending over 5 years. If lending over 5 years reached 29% of the overall loan book, we would be required to increase liquidity to 30% (currently 25%). To increase liquidity, we would require more savings, however with the share cap introduced a few years ago, and a low return on investments, it was difficult to increase liquidity. However 2 years ago, the market flipped with inflation, covid and the war in Ukraine. Our loan demand continued to increase and to meet that demand we needed to increase our savings. To do this, we need to encourage people to save with us and the Board agreed to reward the savers with a dividend. It was felt we reward borrowers with attractive loan rates. The focus now needs to be on getting savings in.
2. A member from the floor asked if the share max of €40,000 had been lifted. Mr. Mc Keown confirmed that we would be happy to take in savings up to €100,000 now.
3. Mr. J Bruton asked in the involvement in mortgages has put pressure on the credit union. Mr. Hosford said no, and he explained that during covid a new product, the special rate large home improvement loans, was hugely attractive and popular and took up the vast majority of the over 5-year loan book. There is a big demand for mortgages from our members, but we are restricted to max figure of 15% of our assets being given out in mortgages which equates to €60m.
4. A question from Ms. J Byrne, an online attendee asked when mortgages might be reintroduced. Mr. Mc Keown confirmed that the Board and management are looking at reintroducing the large home improvement loans however it is hoped when the Mortgage CUSO have a product, this may assist with the reintroduction of mortgages. The focus in the new year will be on getting more savings in so we can

meet the demand. Mr. Hosford added that it is hoped mortgages will be back in 2024, but it is too early to say at this stage. He added that this is a problem a lot of credit unions would love to have. Loan demand has increased, €6.5m already since the 1st October, but we need savings to meet that demand.

**Proposed by:** Damian Mc Keown **Seconded by:** Kieran Carroll **Adopted Unanimously**

### **Raffle 1:**

The first 10 in person winners were announced. The first 10 online winners were announced.

### **Directors Report and Statement of Liabilities:**

This report was taken as read.

**Proposed by:** Damian Mc Keown **Seconded by:** Sean Lattin **Adopted Unanimously**

### **Auditors Report**

The Auditor, Ms. Denise O Connell, from Grant Thornton presented the report and financial accounts for financial year ended September 2023.

### Matters Arising:

Questions from the floor:

1. Mr. Fl Black asked if the increase in the costs of DBI reflect an aging membership. Mr. Hosford confirmed that it was, but that is also reflects an increase in claims during covid.
2. Mr. D Mc Callion asked in relation to the Credit Risk Disclosure and over 5-year lending, if some would be able to expand on this and advise what is secured and what is unsecured. Mr. Hosford explained that the total loan book was €271.9m at year end. €72.1m of this loan book relates to over 5-year lending. From this €72.1m, €55.7m relates to large home improvement loans which is unsecured. The balance would relate to mortgages which is secured debt. Mr. Hosford noted that this information could be included in the annual report going forward if required.
3. A member from the floor asked if there should be other auditors included in the election process to be prudent. Mr. Hosford confirmed that the auditors are appointed on a 5-year contract after a tender process. The tender process is due to begin again in 2024, when the Board will go out to tender for this position again.
4. Ms. A O Donohoe noted that the value of the education bursary is small compared to the bad debts and asked if the bursary could be increased to help more members. Mr. Hosford agreed that this is something the Board and Management could look at. Mr. Mc Keown added that the credit union also donates generously to various charities across the country.
5. A member of the floor asked the Board to consider a donation to a charity that looks after deaf, dumb, and blind people. Mr. Hosford noted this.

**Proposed by:** Damian Mc Keown **Seconded by:** Sean Lattin **Adopted Unanimously**

### **Declaration of Dividend:**

The Board of Directors recommended a dividend of 0.3% to the value of €1,093,673.

Matters Arising:

1. Mr. S Redmond noted that at the Irish League of Credit Unions AGM, there was a change in the standard rules and asked if the decision not to pay a rebate stemmed from there? Mr. Hosford noted that the rules instructed that before a rebate can be paid out, a dividend must be paid. The change introduced at the ILCU AGM means that this is no longer the case. A credit union can pay both or just one or the other.
2. Ms. A. Osaya asked which members receive a dividend – savers or borrowers? Mr. Hosford confirmed that the dividend is paid to savers. He also noted that an interest rebate was paid out in previous years, just not this year.

The dividend was proposed by Damian Mc Keown, seconded by Sean Lattin, and agreed unanimously, both in person and online.

**Motion for Proposed Rule Amendment of Rule 30 (1)(A)**

Mr. Mc Keown introduced the proposed rule amendment which enables a credit union to pay an interest rebate without the need to pay a dividend first.

**Proposed by:** Damian Mc Keown    **Seconded by:** Declan Finlay    **Approved Unanimously**

**Report of the Board Oversight Committee**

This report was presented by Mr. John Keppel, chairperson of the Board Oversight Committee

Matters Arising:

There were no matters arising.

**Proposed by:** John Keppel    **Seconded by:** Jane Joyce    **Adopted Unanimously**

**Credit Committee Report**

This report was presented by Ms. Anna Byrne on behalf of the committee.

Matters Arising:

There were no matters arising.

**Proposed By:** Alan Duff    **Seconded by:** Kieran Carroll    **Adopted Unanimously**

**Report of the Credit Control Committee**

This report was presented by Ms. Orla Fitzpatrick on behalf of the committee.

Matters Arising:

1. Mr. T Walsh asked if a member is in difficulty and they contact the office, would the member have a negative credit report. Mr. Hosford advised that if an account goes into arrears for a certain amount of weeks, it will affect the credit report of the member on the CCR. The sooner a member makes contact with the office, the sooner we can help and try avoiding these arrears mounting up and affecting the credit report.

**Proposed By:** Orla Fitzpatrick   **Seconded by:** Martin Farrell   **Adopted Unanimously**

### **Membership Report**

This report is in the Annual Report and was taken as read.

There were no matters arising.

**Proposed By:** Damian Mc Keown   **Seconded by:** Lousie Mc Quillan   **Adopted Unanimously**

### **CEO Presentation:**

Mr. Sean Hosford, CEO, presented an overview of the last 12 months. The highlights of his report include:

- Key figures from the financial year 2022/2023.
- A credit union sector comparison
- Liquidity and the plan to improve the situation.
- Strategic objectives for the coming year
- And update on the credit union sector following the transfer of engagements.
- New legislation to be introduced next year.

### Matters Arising:

1. Mr. J Bruton asked if the new legislation coming in next year in relation to shared services between credit unions would undermine the common bond. Mr. Hosford said in his personal view, that it would. If there is a credit union in Dublin 8 that cannot provide a certain service, would that credit union send that member to HSSCU who do offer that service? It is unlikely. At the moment, Mr. Hosford is not sure how this would work, but questioned if it is fair on a member to be penalised and not offered a service or product just because of where their common bond is.
2. Mr. S Lattin commented that with all the new technology coming down the line, that he has every confidence in the HSSCU carrying on the good work they do and added that HSSCU will always have the support of its members.
3. Mr. T Walsh asked if HSSCU is losing its ethos by expanding. Mr. Mc Keown said that every decision that has made is made with the best interest of the member at heart. The Board are fully committed to the credit union ethos. HSSCU is not about profit making, but there for our members and will always do what's right by our members no matter how big we get.
4. Mr. P O Neill wished to comment that every member should be proud to be a member of HSSCU. The updates this evening were all very positive. He noted that the Board are all volunteers, and most would not know or appreciate the work that they do for the members and all on their own time. Keeping the board filled can be a challenge for credit unions.
5. There was a question from the floor if there was any progress on getting additional volunteers for the Director Mentor Programme. Ms. Butler noted that there were 6 people on the Director Mentor Programme this year. There were initially 4 candidates put forward for the election, with 3 positions available, however, 1 person had to pull out for personal reasons at the last minute. She added that a skills

gap had been identified on the Board and if anyone is interested in putting their name forward, please contact the credit union via [info@hsscu.ie](mailto:info@hsscu.ie). Mr. Mc Keown added that HSSCU is considered one of the top credit unions in the movement and held with high regard by the Central Bank. There has been lots of changes. The Nominations Committee have done a lot of work, and it was unfortunate that this year, one candidate had to step down. But members should not worry, there are 106 staff in the credit union who know what they are doing, a top-level management team who are always looking to the future, not the past and there are 5 committees made up of directors who work very hard and meet regularly. He finished by saying that the Board are always looking for volunteers and that members should reach out if interested.

6. Ms. Olaya noted an issue with the deduction set up for the repayments on her loan and the frustration this led to. Mr. Hosford asked her to come to him after the meeting and he would get her details and look into the matter.
7. A member online asked how decisions are made about donations each year and noted that donations had been made to GAA clubs, tidy towns etc. Mr. Hosford confirmed that HSSCU gives to lots of local charities. A request is received into the office and a decision is made in house. A budget is set each year and some of the money is apportioned to national charities and some to small local charities.
8. Mr. D Mc Callion noted that there are €200m worth of investments maturing in the next couple of years and asked if now is the time to lock money into longer term investments, especially with talk of a change in the ECB rates next year. Mr. Hosford noted that the issue at the moment is that we need liquid funds to meet the loan demand and to allow us to get back into over 5-year lending. The less we have in investments and the more we have out on loan, the better. It is a challenge, and nobody can foresee just how quickly things can change. It is expected that rates may come down though.
9. A member on the floor asked if it was possible to move the AGM to a Saturday as there are some elderly people in attendance and there is a concern some might fall as they leave the AGM as it is so dark out. Mr. Hosford said that this feedback would be taken on board.

### **Election Results**

The following directors were deemed elected:

- 1) Ms. Mairead O Carroll
- 2) Mr. Damian Mc Keown
- 3) Mr. Shane Hamilton

The following Board Oversight Committee member was deemed elected:

- 1) John Kepple

The following Auditor was deemed elected: Grant Thornton

### **Raffle 2:**

The next 10 in person winners were announced. The next 10 online winners were announced.

The meeting concluded at 8.35pm with Mr. Mc Keown thanking all the members for attending the AGM and also wished to thank all those involved in organising the meeting this evening including her colleagues on the Board, Ms. Catherine Byrne, AVC and New Era.