

# ANNUAL GENERAL MEETING

**Monday 13<sup>th</sup> December 2021**

Notice is hereby given that the Annual General Meeting of the Railway Preservation Society of Ireland will take place at 7:00pm on Monday 13<sup>th</sup> December online via Zoom.

Admittance details will be advised on the Members Area ("AGM Details" menu) of the Society's website prior to the meeting.

## ***Agenda***

1. Apologies
3. Minutes of February 2021 AGM (already circulated)
4. Chairman's Report " "
5. Secretary's Report " "
6. Treasurer's Report " "
7. Appointment of Auditors
8. Reports of Operations Officers
9. Reports of Locomotive and Carriage Officers
10. Election of the Board for Incoming Year
11. Resolution to change Article 37
12. Any Other Business (at Chairman's discretion)

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## ***Board Nominations***

<b>Chairman</b>		John McKegey	
<b>Vice Chairman</b>			<i>(vacancy)</i>
<b>Secretary</b>		Paul McCann	
<b>Treasurer</b>			<i>(vacancy)</i>
<b>Directors (9)</b>	1.	Mark Bailey	<i>(co-opted member)</i>
	2.	Mervyn Darragh	<i>(sitting member)</i>
	3.	Sue Harpur	<i>(co-opted member)</i>
	4.	Mark Kennedy	<i>(sitting member)</i>
	5.	Fergus McDonnell	<i>(sitting member)</i>
	6.	Joe McKeown	<i>(sitting member)</i>
	7.	Phillip Newell	<i>(sitting member)</i>
	8.	Peter Rigney	<i>(sitting member)</i>
	9.		<i>(vacancy)</i>
<b>External Directors</b>		Dermot O'Hara	<i>(appointed)</i>

*Paul McCann*  
*Honorary Secretary*

## Resolution

It is proposed that the text of Article 37 be amended from:

*Until otherwise determined by a General Meeting the Directors of the Board shall consist of the President and the Chairman, Honorary Secretary, Honorary Treasurer and not more than twenty other elected members; the Chairman, Honorary Secretary, Honorary Treasurer and other elected members to be elected by the members of the Company as hereinafter provided.*

to:

*Until otherwise determined by a General Meeting:*

- (a) The Directors of the Board shall consist of the Chairman, Honorary Treasurer and not more than ten other elected members; to be elected by the members of the Company as hereinafter provided. The Board shall, at the first meeting after the Annual General Meeting, appoint a Company Secretary. The Board may co-opt not more than three independent members and the term of office for each will be specified at the time of appointment. This will not exceed the provisions which apply to other members, as set out in clauses 37(b) and 37(c).*
- (b) Save as provided in clause 37(c) the term of office of a board member shall be three years. No member may serve more than two consecutive terms from the General Meeting when this clause comes into effect. Each board member not having served six consecutive years shall be eligible to be nominated to the Board.*
- (c) Transitional measure. When nominations are received for board vacancies at the first General Meeting after this article comes into effect, the Secretary shall arrange for the nominations to be given to the President who shall in the presence of the Society's legal advisor draw lots to ensure that at least one third of the nominations shall be for one year, one third for two years and one third for three years. In determining fractions, the President shall err on the side of continuity of the board membership.*
- (d) The Board may entrust the conduct of current business to a Committee (to be known as the General Purposes Committee) consisting of the Chairman, the Secretary and two other appointed members of the Board; one being from the Belfast Management Committee and one being from the Dublin Management Committee with the General Manager in attendance. This committee will determine the agenda for Board meetings.*