

**MINUTES OF THE 2020 ANNUAL GENETAL MEETING (AGM) OF THE MEMBERS OF THE  
INSTITUTE OF DIRECTORS-GHANA HELD VIRTUALLY VIA ZOOM ON THURSDAY, THE 16<sup>TH</sup>  
DAY OF NOVEMBER 2021 AT 16.00HRS GMT**

**COUNCIL MEMBERS PRESENT ONLINE**

1.	Mr. Rockson Kwasi Dogbegah	President/Chairman
2.	Lady Rev (Mrs) Angela Carmen Appiah	Vice President
3.	Mr. Fred Aryeetey	Chief Executive Officer
4.	Mrs. Belinda Dede Tandoh	Council Member & Chair of Audit Committee
5.	Mrs. Mary Asare Yeboah	Council Member
6.	Mr. Enoch Larbi Aboagye (Esq)	Council Member & Chair of GLE <sup>1</sup> Committee
7.	Mr. Kwame Amoako (Esq)	Council Member
8.	Professor Bright Kobla Aheto	Council Member
9.	Professor Albert Puni	Council Member
10.	Ing. Benard Richard Aniagyei	Council Member
11.	Dr. Frank Boateng	Council Member

**IN ATTENDANCE ONLINE**

1.	Ms. Stephannie Cofie	Member/Council Secretary
2.	Mr. Patrick Quansah	Representative of EGNL Chartered Accountants
3.	Mr. Noah Boahen	Member/Technical Person from GP studios

**MEMBERS/PROXIES ONLINE**

Members in attendance: **51**

Proxies: **0**

**OPENING OF THE MEETING**

In accordance with s18(1) of the Institute's Constitution the President, Mr. Rockson Dogbegah, Chaired the meeting. He extended a warm and hearty welcome to members present at the AGM. The Chairman after confirming the meeting was quorate, called the meeting to order.

It was noted that the meeting was being held virtually and transmitted concurrently for all members present.

<sup>1</sup> GLE – Governance, Legal and Ethics Committee

The Chairman invited Mrs. Angela Carmen Appiah, Vice President to explain procedures for handling matters on the agenda of the meeting. She described how members can access the messaging platform and take part in the questions and answer session that will follow each agenda item.

Mr. Noah Boahen, the technical person from GP studios was also invited to take members through the voting processes of the meeting. This was done methodically. No proxy forms were recorded into submission.

### **RECORDING THE LEGALITY OF THE MEETING**

It was noted that the notice of the meeting had been published in the Daily Graphic and the Institute's website on Monday, October 18<sup>th</sup>, 2021. Also, Notice of the AGM, inclusive of the Annual Integrated Report, and Proxy Form were circulated to members via their emails. It was noted that the general meeting had been convened in accordance with the Institutes Constitution, and other regulatory requirements

The Notice to the meeting as circulated was read out by the Council Secretary and can be found on page 11 of the 2020 Annual Integrated Report.

The Chairman also informed members that the Register of Members was before him and accessible electronically on the Institute's website.

### **PRESIDENT'S STATEMENT**

The Chairman addressed members and briefed them about the performance of the Institute in the Year ended 2020. He further informed members of the achievements of the Institute during the Fiscal Year 2020. He then explained the Institute's policy being adopted for growth in the coming year. The full report of the Chairman can be found on pages 13-18 of the 2020 Annual Integrated Report.

Additionally, the Chairman read out the report of the Council to the Members from pages 38-40 of the same 2020 Annual Integrated Report.

### **AGENDA ITEMS**

The meeting then took up for consideration the items on the agenda.

#### **AGENDA ITEM 1.**

#### **RESOLUTION TO RECEIVE AND CONSIDER THE AUDITED FINANCIAL STATEMENTS TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON FOR THE YEAR ENDED 31<sup>ST</sup> DECEMBER 2020**

The 2020 Audited Financial report, consisting of the income statement, the balance sheet, cash flow statement, and notes to the financial statements as well as the report by the board of directors, attached to them were presented.

It was recorded that the annual accounts of the Institute had been prepared in accordance to IFRS and Section 133 of the Companies Act 2019 (Act 992)



It was noted that the Institute's 2020 Audited financial Report had been available on the Institute's website and circulated to members together with the AGM Notices via email. The complete financial statements can be found on pages 34-60 of the 2020 Annual Integrated Report.

#### *AUDITORS REPORT*

The Chairman requested Mr. Patrick Quansah, representative of EGNL Chartered Accountant to read the Auditors reports. It was noted that there were no key audit matters to bring to members attention.

#### *DISCUSSION OF THE ANNUAL AUDITED FINANCIAL STATEMENT*

Mr. Samuel Obour moved the motion to discuss the Financial Statement and was seconded by Mr. Samuel Nana Yaw Simpson.

The Chairman then invited from members any comments or questions to the Audited financial Statement of the Institute. Thereafter, comments were noted from few members and Council, Management and the Auditors were commended for good work done.

With no further comments or queries from members, Mr. Osman Abdel-Rahman moved the motion that,

"Members of IoD-Gh hereby accept and adopt the Reports of the Directors, Auditors and the Financial Statements as discussed for the year ended 31<sup>st</sup> December 2020".

This was seconded by another member.

With no objection raised the motion to adopt the Audited Financial Statement together with the report of the Directors and Auditors for the Financial year ended 31<sup>st</sup> December 2020".  
was unanimously carried.

#### AGENDA ITEM 2

#### **RESOLUTION 2 – RE-APPOINTMENT OF MESSRS. ENGL AS AUDITORS OF THE INSTIUTE OF DIRECTORS-GHANA. EFFECTIVE NOVEMBER 16, 2021.**

The Chairman, then took for consideration Agenda item No. 2. of the Notice regarding the re-appointment of Messrs EGNL as auditors of the Institute effective November 16, 2021. Members were requested to move and second the proposed resolution as an ordinary resolution.

Mr. Kwame Adjei moved the motion that.

"Messrs EGNL Chartered Accountants be re-appointed as external auditors of the Institute of Directors-Ghana from the next financial year"

The motion was seconded by Madam Mary Asare Yeboah.

There were no questions put forward by members, no objections, and no abstention within the allotted time. It was therefore,

**"RESOLVED THAT.** Messrs ENGL be and are hereby re-appointed as external auditors of the Institute of Directors-Ghana, from the end of this AGM up to the end of the next AGM to be held in the fiscal year 2022"



**AGENDA ITEM 3**

**RESOLUTION 3 – AUTHORIZATION OF COUNCIL BY MEMBERS TO FIX THE REMUNERATION OF THE AUDITOR FOR 2021.**

The Chairman, then took for consideration Agenda item No. 3. of the Notice regarding the fixing of the remuneration of the Auditors for the year 2021. The Governing council had requested authorization of the general meeting to allow them to fix the remuneration of the auditors.

Mr. Osman Abdel Rahman moved the motion, that the general meeting authorise Council to fix the remuneration of the Auditors for the financial year 2021. The motion was seconded by Madam Ramatu Yawson.

The Chairman then invited from members any comments or questions regarding the motion.

No questions, objection or abstention were put forward by members within the allotted time.

The general meeting concluded the motion as carried and,

**“RESOLVED THAT**, authorization be and is hereby given to the Governing Council to fix the remuneration of the Auditor for the Financial year 2021”.

**END OF THE MEETING**

Noting that all items on the agenda have been transacted, the Chairman proceeded to.

**MATTER(S) OF NOTING TO THE MEETING**

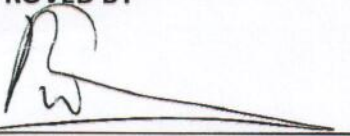
Members were informed that the 2021 AGM will be held in the early part 2022 and were entreated to take note.

**VOTE OF THANKS**

The chairman expressed gratitude to each person in attendance, on behalf of the Governing Council and for their active participation in the AGM.

The chairman announced the meeting closed at 17.18HRs.

**APPROVED BY**



**ROCKSON K. DOGBEGAH (FIoD)**

**CHAIRMAN/PRESIDENT**

**COMPILED BY**



**STEPHANNIE COFIE (MIoD)**

**SECRETARY**