



**Opportunity  
Knox**

**Company Registration Number (CRO): 574339**  
**Tax Registration Number: 03453817 KH**  
**Registered Charity Number (RCN): 20106164**  
**Revenue Charity Number: (CHY3): 21754**

**Registered Offices at: "Cluain Caoin", Lower Kilmacow, via Waterford, Co. Kilkenny, X91 E37V**

<b>Opportunity Knox Charity Company Limited by Guarantee</b>	
<b>Notice and Agenda of Extraordinary General Meeting of the Board of Directors.</b>	
<b>Date:</b>	<b>Saturday, January 14<sup>th</sup> 2023</b>
<b>Time:</b>	<b>10.30 a.m.</b>
<b>Venue:</b>	<b>Our Registered Offices, Kilmacow, via Waterford X91 E37V</b>

**Agenda:**

1. **Welcome**
2. **Review of the minutes signed at the end of the last AGM**
3. **Matters Arising**
4. **Review of the Objects of the Charity**
5. **Review of the Roles of the Chairperson, Secretary and Directors both as Directors of the Company and as Trustees of the Charity**
6. **Declaration of Conflicts of Interest**
7. **Charity Classification**
8. **Review of difference between Complex and non-Complex Charities**
9. **Board Appraisal of Key Aspects of the Charity**
  - a. **Advancing Charitable Purpose**
  - b. **Behaving with Integrity**
  - c. **Leading People**
  - d. **Exercising Control**
  - e. **Working Effectively**
  - f. **Being Accountable and Transparent**
10. **Risk Management Register and Categories**
  1. **Governance**
  2. **Strategic**
  3. **Compliance**
  4. **Operational**
  5. **Financial**
  6. **Environmental**
  7. **Reputational**
11. **Completion of Board Meeting Evaluation and Feedback Forms**
12. **Compiling and Signing the Minutes of this EGM**
13. **Meeting Adjourns**



**Opportunity  
Knox**

**Company Registration Number (CRO): 574339**  
**Tax Registration Number: 03453817 KH**  
**Registered Charity Number (RCN): 20106164**  
**Revenue Charity Number: (CHY3): 21754**

**Registered Offices at: "Cluain Caoin", Lower Kilmacow, via Waterford, Co. Kilkenny, X91 E37V**

<b>Opportunity Knox Charity Company Limited by Guarantee</b>	
<b>Notice and Agenda of Extraordinary General Meeting of the Board of Directors.</b>	
<b>Date:</b>	<b>Saturday, January 14<sup>th</sup> 2023</b>
<b>Time:</b>	<b>10.30 a.m.</b>
<b>Venue:</b>	<b>Our Registered Offices, Kilmacow, via Waterford X91 E37V</b>

## **Minutes of the Meeting**

### **Welcome**

The Chairperson Harry Knox thanked the Trustees for attending the meeting today. They had already had many discussions over the phone and through email about all of the items of the agenda today and these discussions have led to several documents being drawn up for consideration and discussion. The documents can be tweaked if necessary and amended before they are agreed to and signed off on today. He thanked Marie O Mahony for devoting her time to present everyone with a comprehensive Board pack to today's meeting. He emphasised though that all 4 Trustees worked as a team in preparation for this meeting.

### **Review of the minutes signed at the end of the last AGM**

The Chairperson drew attention to the minutes of the AGM to remind the Board that we had set out to make decisions at this EGM that would bring us into full compliance with the Standards set out by the Charities Regulatory Board for all Charities in Ireland. He said that the majority of Charities were in compliance with the Code of Governance and we are coming to the table a bit later than others. This was probably due in the main to lack of activity in our operations in Uganda and India due to two years of lockdowns for practically the whole of the years 2020 and 2021. All our schools were reopened on January 3<sup>rd</sup> 2022 and the children had recommence their education in the 3 Primary and 4 Second

### **Matters Arising**

This EGM has been called to make decisions that bring us right up to date with having our Charity fully compliant with the Charity Regulator and in doing that we have had an opportunity to have a detailed look at our Charity and to focus on doing the most good we can accomplish in the remaining 2 years.

### **Review of the Objects of the Charity**

The Objects of the Charity are printed in each Annual Report we give to our donors and that we publish on the website. After achieving much of what we had hoped to do at the beginning expressed through our Subsidiary Objects, such as choosing families, supplying mattresses and blankets etc. to those families we have now settled more or less confining ourselves to achieving the main object which is:

***“The main object for which the body is established is the promotion of education at primary, secondary and college level for the children from poor families in defined areas in Uganda and in the State of Tripura in North East India”.***

This currently consists of paying the school fees, porridge lunches, writing materials, school uniforms and school bags for the children of 60+ families who were chosen by visiting the families in their homes and accepting those whose story we listened to and then applied our set of Criteria for Acceptance into our sponsorship program. We have helped over 70 families in all during the past 7 years, some of which have moved out of Tiira Village and others have been dropped for reasons such as been unwilling to follow the duties and responsibilities associated with being a sponsored family e.g. encouraging their children to attend school regularly etc.

#### Governing Document –Is it fit for Purpose ?

The Agreed Memorandum of Understanding and the Constitution of Opportunity Knox continues to be relevant to our Charity. We felt at the time that a much similar document would have been more appropriate but from what we understood from the Regulator’s Office at that time, that we would have great difficulty in amending or dropping large sections of it. It was a case of one size fits all. But that has not inhibited us in following our vision of helping the poorest families. It contains our Main Object and Subsidiary Objects along with setting the number of Trustees at 4 to oversee the Charity, the charity would not own any physical assets, none of the Trustees would not get any expenses or remuneration for duties carried out in Ireland, the Trustees would donate sufficient funds to cover all administration work in Ireland and Abroad, and Trustees who visit abroad to oversee the work of the charity would get their airfares and living expensed reimbursed from the Trustees own Donations.

#### Roles of the Chairperson, Secretary and Directors/Trustees in the Company and the Charity

The Chairperson referred to a document drawn up by the Secretary and himself from reading the Companies Act the Guidelines from the Charity Regulator’s Office. People read it and found it easy to understand. This document is attached to these minutes. It will be referred as an agenda item at all future General Meetings of the Board.

#### Declaration of Conflicts of Interest

We are obliged to declare any situations where a Conflict of Interests might occur and where a personal benefit or advantage might be conferred on a member of the Boar of Opportunity Knox. The Board does not consider that there has been any such Conflict of Interest for any Trustees during the past 7 years. Indeed, each Trustee has donated substantial financial donations to the Charity to ensure that the Charity can fulfil its mission and that no overhead expenses have been taken from the Public Donations. This Board has confirmed that will continue to be the case , and that it will be examined again as an Agenda item at each Annual General Meeting.

#### Charity Classification

Since the middle to 2022 Charities have been asked to subscribe to a system of Classification that will make it easier for people who accesses the Register of Charities on the Regulators website to more clearly identify the Role of a particular charity and to see what other Charities might be carrying out the same or similar good works.

Board members had been sent the Charity Classification Guide as part of the Board documentation for this meeting and had been asked to produce ideas of which category or categories of charity we best slot into. There are just 10 Primary Classifications. Because our activities are entirely abroad the Guide says our **Primary Classification is International**. It was agreed that 2 Secondary Classifications that apply to us are; **Infrastructure –sustainability and development**; as well as, **Humanitarian**. We are also allowed to select a 2<sup>nd</sup> Primary Classification equal to the first. We decided on **Education and Research**. We chose **Education Supports** along with 2 Sub Classifications; **Educational bursaries or funding**; and **Student Services**. We chose **Primary Level** as our other **Secondary Classification two**.

The Board found it a bit confusing in making these determinations but the Charity Filer will update our records on the Regulators Website with these details.

### Review of difference between Complex and non-Complex Charities

We reflected on our decision at the AGM that we were a non-Complex Charity and had a look at the additional standards needing to be reached if we were classified as a Complex Charity. We looked at the guidelines for both Complex and non-Complex Charities and agreed we were a Non-Complex Charity.

### Board Appraisal of Key Aspects of the Charity

Having agreed on this we proceeded to fill in the document entitled "Board Appraisal of Key Aspects of the non-Complex Charity standards. We rated our achievement of purpose to the attainment categories for each of the six standards:

**1. Advancing Charitable Purpose, 2. Behaving with Integrity, 3. Leading People, 4. Exercising Control, 5. Working Effectively and 6. Being Accountable and Transparent.**

We added comments as appropriate to each question.

### Risk Management Register and Categories

The Secretary compiled all of our ideas expressed in phone conversations and emails communicated over the past two months. We considered Risks in the following categories and agreed with minor tweaking what was in her policy document. These were the seven types of risk that need to be managed; *Governance, Strategic, Compliance, Operational, Financial, Environmental & Reputational.*

### Completion of Board Meeting Evaluation and Feedback Forms

We completed the Board Meeting Evaluation and Feedback Forms by consensus and filled them in as a record of this meeting.

### Compiling and Signing the Minutes of this EGM

We compiled the minutes of this EGM using an appropriate template. We agreed that all of the Board would sign each of the documents, so that there would be no confusion between the final documents and earlier draft versions and as evidence of all of us agreeing on their contents.

### Meeting Adjourns

Having covered the entire Agenda items, with two refreshment break in between the start and the finish of the meeting, we adjourned at 4.45 p.m. and everyone believed we had accomplished a lot and that it would stand to us for the remaining two years of the Charity.

Date: 14<sup>th</sup> January 2023

Signatures: A Barry Kint

Usula Knox

Signatures: M Mahony

John Carey

**Opportunity Knox Charity is a "No Overheads" Charity; Trustees pay all administration & travel expenses.  
Website: [opportunityknox.ie](http://opportunityknox.ie) Email: [info@opportunityknox.ie](mailto:info@opportunityknox.ie) Registered Charity Number.: 20106164  
To donate using Banking Online or Credit Card/PayPal visit: [Opportunityknox.ie/contribute/](http://Opportunityknox.ie/contribute/) to see options.**