

MINUTES

A Special Meeting of the **BOARD OF DIRECTORS** **THE GOVERNING COUNCIL OF THE CAT FANCY**

Friday 10 September 2021 by videoconference

Present: Mr Sean Farrell - Chair
Dr P Collin - Vice-Chair

Mrs Lynda Ashmore
Ms Sandra Devereux
Mrs Rosemary Fisher
Mrs Shelagh Heavens
Mrs Jen Lacey
Mrs Lisa Robinson-Talboys
Mr Peter Williams

Mr Steve Crow
Mrs Hilary Dean
Mr Thomas Goss
Mrs Catherine Kaye
Mrs Elaine Robinson
Ms Lyndsey Robinson

BD4130 MEETING INTRODUCTION

1. The Vice-Chair had called the meeting for 5pm at 9.32am that morning as allowed by Article 10 within the Articles of Association. He was concerned at the lack of confidence that was being expressed in the current electoral process on social media. There had also been an exchange of Board emails raising queries and expressing concern that Board members were aware of problems but there had been a complete lack of information on any course of action to resolve them.
2. The Chair confirmed and set the parameters for the meeting as 'discussion without voting'.
3. The meeting opened at 5.10pm and the Chair requested that the discussion to be held remained confidential.
4. **Apologies for absence.**
None had been received. John Hansson and Heather McRae were not present. Both were thought to be away from home and it was probable that messages left had not been picked up.

BD4131 DECLARATION OF INTERESTS

1. SH and KK noted specific interest and volunteered to leave the meeting if so requested.
2. It was mentioned at this time and repeated during the debate that all Board members had an interest in the outcome of the election whether they were standing, had intended to stand, were nominators and/or had partners, relatives and friends who were candidates. This was one reason why decisions could not be made, another was that the election was for Council delegates to make their choices on future Board members and Board intervention in that process could not be made without Council direction.

BD4132 STATEMENT FROM THE CHAIR

1. SF stated that all delegates had received information about the Board and FC elections with their Council packs. There was some detail of the nomination process and the Civica timetable for this with deadlines stated.
2. He reminded Board members that statements from candidates had been part of the election process for many years (min. ref. C1952 from 2008). However, he agreed there was some ambiguity as this was not written into the Byelaws. Instructions given for elections held at meetings (2016-19) were different from those issued by Civica.
3. Therefore when four of eight candidates did not meet deadline requirements he had sought legal advice, as he was unsure whether this meant disqualification from the election for these candidates, or if action had to be taken only on the publication of their statements. The intention was to avoid legal challenge.
4. The advice received was that it was safer to allow all candidates to continue to stand, but that given there was a clearly stated deadline then the statements should not be officially published. Permission had been given for them to be published by candidates via their own social media pages.
5. There had been a pause in the election process while waiting for the solicitor's response. Once this had been received the election had been postponed for a few days to enable the four candidates concerned an opportunity for self-publication. It was then restarted and voting was now in progress.

BD4133 A SUMMARY OF QUERIES AND COMMENTS FROM BOARD MEMBERS

1. It was commented that the Chair should have reported the problem to the Board immediately it became apparent. Board members were not in a position to take decisions, but could have advised from their own long experience.
2. Several Board members expressed this opinion and there were some strong objections to the Chair withholding information over a long period. It was felt that as there were no legal challenges or GDPR issues that the level of confidentiality was excessive. In response the Chair commented that he did not want to involve the Board because of the need to keep members who were candidates out of discussion on the electoral process and potentially intervening to give opinion on the actions of others who were standing.
3. Another point made and stressed by several was that the list of nominated candidates should have been put on hold while a check was made on the eligibility of those without statements. Delegates could have been informed of a problem causing a delay. It was this separation of the candidate listing that had caused most disadvantage to the four concerned.
4. The Chair was of the opinion that not to publish the names of the four who had complied at the stated time would have disadvantaged them. There was considerable disagreement on this point, and it was observed by some that the four who had complied were now potentially disadvantaged by this course of action as the remainder were now perceived, as 'victims' by some, and so gained support via sympathy. It was felt by some that this may have compromised the election.

5. One member, supported by others, expressed disgust that some members of the Board had involved themselves in the social media discussion taking place and were instrumental in exacerbating the problem. This in itself was opined as an intervention in the electoral process.
6. The Vice Chair said that he recognised that events within the nomination process could not be changed, but the perception of those on social media was important and the Board should consider this an issue that needed to be addressed, as delegates should be aware that concerns were being taken seriously and efforts were being made to address them. His own opinion was that matters could be ameliorated by publication of the election statements that had missed the deadline. However, the election itself had been compromised.
7. A response to the allegation of unnecessary comment on social media was that there was actually no whistle blowing process within the Board for action to address a perceived injustice. There was recourse to the Chair, and this had been done, but it was felt that the Chair's response that if a decision was unacceptable there was the option of resignation was unhelpful. The Chair apologised if that was understood as he had said only that other options were available. He had not stated what these were, but resignation was not one of them. However, it was felt by the Board member who received the email that the implication remained and perception was important, although another Board member stated this was not how she had interpreted the Chair's comment.
8. There was further comment on the point that at this stage of the process the Board could not take action. Ultimately it would be Council that would express a view, and there was no time for this until after the election was completed and the the results declared, as the Chair had given the go ahead for voting to commence.
9. Several Board members spoke in favour of overriding the legal advice and publishing the missing statements. It was pointed out by a number that it was guidance rather than mandatory, as no laws were being broken, and was thought a set aside could be a damage limitation exercise in the circumstances that existed. The Chair's assessment of this was that changing the stance after the commencement of voting brought a risk of legal challenge because it could be construed as interfering.
10. It was requested that whatever was done Board members should commit to not adding any additional comment on social media. There was a response that if the Chair had taken seriously the concerns expressed and not sent discourteous emails this may not have happened. It was a question of fairness and justice for everybody, with the Chair responding that once the legal advice was taken it was fair to all to adhere to it. To do otherwise was an intervention in the process. There was disagreement as some members were of the opinion the Board could consider the advice and the concerns expressed and publish all the statements as requested, with an acknowledgment of this.
11. A suggestion that the four candidates with statements published should be invited to say whether they thought the others should be received some favour. However, it was clear there would not be unanimity and there was a return to the point that the candidates should not be asked to express views. Ultimately, the decision on this had to rest with the Chair as the Board could not make an intervention.
(The VC left the meeting at 5.55 approx)
12. An opinion was expressed by one Board member that the comments of two Board members in particular on social media were responsible for the need for this meeting, followed by a repeat of the view that justification for social media action was the Chair's initial offhand response (as in point 10).
13. It was confirmed that minutes of the meeting in the usual format were required to give transparency, as the meeting had taken place and delegates and others would wish to read detail of what was discussed.
(SH left the meeting 8 minutes before the end at 6.02)
14. There followed several more minutes of discussion in which points made previously were repeated:
 - The Board should have been informed of the problems
 - Board members gave further opinion on the publication of the non-published statements including that damage had been done to all candidates standing, whether statements were published or not.
 - Unfairness resulted not only from non-publication of the statements, but by publishing some the names of some candidates before those of the others whose statements were late.
 - The Board could not be part of the decision making process for matters pertaining to the election
 - The Chair should make a decision taking the points made into consideration
 - The Chair reiterated he had independent legal advice and he felt it would be wrong to ignore it. He felt at the time would be inappropriate to the involve the Board to seek their opinion and did not wish the election or GCCF to be open to legal challenge by ignoring the solicitor's opinion.
15. It was suggested that at the next Board meeting there should be an agenda item on having a review of the entire electoral process. It was agreed this was necessary to establish clarity for future elections whether they were carried out at a meeting or by an outside agency. Proposals could be drafted, and it would be for Council to decide what was required.
16. Also, it was Council's remit to determine if these elections were flawed to the extent that the results could not be accepted and a re-run was necessary.
17. It was agreed there could be investigation with Civica on issues raised concerning their mailing processes.

DATE & TIME OF NEXT MEETING

Friday, 1 October 2021 at 11am

The meeting finished at 6.10 pm.