



## The Large Munsterlander Club

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**Minutes of the Special General Meeting held on Sunday 12<sup>th</sup> November 2023 at 1.30pm, at the Chilterns Neuro Centre HP22 5LX and via Zoom.**

**Members present:**

Committee members: Peter Disney (Chair)(PD), Andy Graham (AG) (Secretary), Karen Caile (Treasurer), Jo Bargman (JB), Chris Bargman, Aly Prowse, Sarah James, Helen Evans, Nicky Logie, Erin Logie, Jack Waddington

Non committee members: Alison Webb, Andrew Gregory, Anthony Murrell (AM), Carol Gregory, Caroline Dibden, Carolynne Trowsdale, Cathy Graham, Ceri Simpson, Christine Ogle (CO), Dennis McLellan, Fiona Braidwood, Helen Kitchen, Ian Kitchen, James Webb, Jan Powell, Jayne Jenks, Kate Webb (KW), Lesley Johnston, Lesley Weare, Lorraine Wilkins, Lynn Whiting, Nadine Arnold, Nicola Putnam, Paul Weare, Phil Wilkins, Robert SK (RSK), Rosemarie Barber (RB), Sarah McLellan, Stephen King, Victoria Wilkins (VW).

**Voting members present:**        Votes 1-10 : 40 being 12 In person & 28 via Zoom  
  Vote 11 : 39 being 12 In person & 27 via Zoom  
  Votes 12-17 : 38 being 12 In person & 26 via Zoom

**Independent Adjudicator:** Eileen Inman

**1 Apologies**

Jenefer Farncombe, Jean Stone, Ruth Jepson, Gillian Patrick, Jo Gosling, Karen Saynor, Rachel Newman, Jenny Moore, Fiona and John MacGregor, Lin & Andy Robins, Wendy Lacy

**2 P Disney - Opening remarks**

PD mentioned: -

- thanking members present and online for their attendance
- thanking the Chilterns Neuro Centre for their hospitality and providing the venue
- thanking AG for arranging the SGM and setting up the venue
- thanking JB for an amazing selection of cakes for our refreshment break!
- the close collaboration with the RKC in all matters leading up to the SGM
- that the questions and answers meeting held in September did generate several changes to the proposed rules, and (in answer to a point by RSK) that the version reviewed by the RKC was prior to the Q&A amends and that these amends only clarified points.
- that everyone will have the floor to speak if they need to
- that the meeting would review the rules section by section followed by a vote, and that where any wording amendments are required to the version sent in the notice, the amend will be proposed and seconded and voted as a new proposal followed by a vote to adopt or not.
- that there were wording amends for section 5/6/10/15 that would need to follow this process
- that the meeting was being recorded for the purpose of drafting minutes only
- how the simple majority voting would work

**Opening comments from the floor**

RSK – checking that the SGM would be held under the current rules (PD confirmed, with the addition of virtual attendance and voting as permitted by the RKC)

RSK – concerned that the change from email voting to online voting may change the approach to making amendments – PD clarified as per the opening remarks

RSK – concerned that the virtual meeting approach and voting by telephone was not as secure as it could be, and care needed in setting a precedence. AG responded reminding the meeting that this was the club's first hybrid meeting and would learn from any improvement to make for future meetings, and that

many of the members attending online may not have been able to attend in person.

RB – commented that she appreciated being able to attend online – a wonderful innovation.

KW – also pleased to not have to trek “half-way across the country”

VW – clarified that the outcome of votes needed to be announced vote by vote (RKC rule)

### **TEST VOTING**

The meeting held a full test vote for a “YES” and a “NO” and agreed how to accept votes from two members attending by phone and two members sharing a device.

### **3 Discussion and voting of proposed changes.**

#### **3.1 Proposal 1 - To add rule 2d to the Proposed Rules**

PD read out and explained the proposed wording.

No comments from the floor.

Vote result 37 for out of 40 voting members – proposal carried

#### **3.2 Proposal 2 - To replace current rule 3a with proposed rules 3 and 4, and to replace current rule 3b with proposed rule 5**

PD read out and explained the proposed wording.

Comments from the floor:-

CO – questioned if the Patron should be listed within the committee make up. PD confirmed that RS08 says “may, not shall”.

VW – recommended that the appointment should be subject to ratification by the membership at a general meeting. AM agreed with this point.

A wording amendment “This appointment will be a matter for discussion and ratification at an SGM or AGM” was proposed by VW and seconded by CO, voted and carried by simple majority

Vote result 39 for out of 40 voting members – proposal with amended wording carried

#### **3.3 Proposal 3 - To replace current rule 5 with proposed rule 9 and to add proposed rule 10**

PD read out and explained the proposed wording.

Comments from the floor:-

VW – pointed out that the proposed rule 8 was missing from the schedule of changes and needed incorporating.

A lengthy discussion followed on the need to reflect GDPR within this section. AM best summarised reminding everyone that the RKC, LMC indeed everyone must abide by GDPR and the proposed rules do not therefore need to be amended.

Vote result 37 for out of 40 voting members – proposal carried including proposed rule 8

#### **3.4 Proposal 4 - To replace current rule 7 with proposed rule 11**

PD read out and explained the proposed wording.

No comments from the floor.

Vote result 36 for out of 40 voting members – proposal carried

#### **3.5 Proposal 5 - To replace current rule 4C with proposed rules 13 and 14 &, to replace current rule 4a (part) with proposed rules 15 and 16**

PD read out and explained the proposed wording, and a proposed amendment by the Chair and seconded by the Hon Sec to clarify the voting rights of the Chair.

The amended wording was voted and accepted by simple majority.

Comments from the floor:-

RSK asked about the status of the committee code of conduct, PD explained that this along with the committee handbook was in progress of being drafted.

VW reminded the meeting that co-option for committee members was only for defined roles.

Vote result 33 for out of 40 voting members – proposal with amended wording carried

#### **3.6 Proposal 6 - To replace current rule 4a (part) with proposed rule 19, and to replace current rule 4g with proposed rules 20 and 18**

PD read out and explained the proposed wording, and a proposed amendment by the Chair and seconded by the Hon Sec to clarify the voting rights of the Chair.

VW pointed out that rule 20 also required the text "The Member must be proposed and seconded by a fully paid-up Member of the Club." To be added. Proposed by VW and seconded by CO. The amended wording was voted and accepted by simple majority. No comments from the floor. Vote result 36 for out of 40 voting members – proposal with amended wording carried

**3.7 Proposal 7 - To replace current rule 6 with proposed rule 26**

PD read out and explained the proposed wording. No comments from the floor. Vote result 36 for out of 40 voting members – proposal carried

**3.8 Proposal 8 - To replace current rule 8b with proposed rule 28**

PD read out and explained the proposed wording. No comments from the floor. Vote result 38 for out of 40 voting members – proposal carried

**3.9 Proposal 9 - To replace current rule 10b with proposed rule 29**

PD read out and explained the proposed wording. No comments from the floor. Vote result 37 for out of 40 voting members – proposal carried

**3.10 Proposal 10 - To replace current rule 10c with proposed rule 37 and to replace current rule 10e with proposed rule 39 &, to replace current rule 10d with proposed rule 43 and to add proposed rules 40, 41 and 44 &, to replace current rule 12 with proposed rules 45 and 46 and to add proposed rule 47**

PD read out and explained the proposed wording, and a proposed amendment by the Chair and seconded by the Hon Sec to clarify the voting rights of the Chair. There followed a general discussion regarding email voting not being secure. CO proposed and RSK seconded a further wording amendment being to remove the "email voting" from rule 37 and 44. The amended wording was voted and accepted by simple majority. No comments from the floor. Vote result 34 for out of 40 voting members – proposal with amended wording carried

**3.11 Proposal 11 - To replace current rule 10e with proposed rule 49 and to add proposed rule 48 &, to add proposed rules 52 and 53**

PD read out and explained the proposed wording. Comments from the floor:- There was a broad discussion regarding the quoracy for an SGM. It was agreed that the quoracy should be the same however an SGM is called and that the higher threshold of 25 members plus two officers should be proposed. The removal of voting by email at an SGM was also agreed to be removed in the proposed wording. The amended wording was proposed by PD and seconded by VW and carried by simple majority. Vote result 36 for out of 39 voting members – proposal with amended wording carried

**3.12 Proposal 12 - To add proposed rules 57,59 and 63 &, to remove 4e (part) and 4h, and to replace current rule 4g with proposed rule 64**

PD read out and explained the proposed wording. Comments from the floor:- There was a lengthy discussion over the situation where a committee member does not attend 3 meetings for a legitimate reason and would be unable to stand for re-election at the AGM. The counter discussion was that the proposed rules allowed for discretion other than where there were no apologies given and no reasonable cause for non-attendance. No conclusion was reached, and the meeting voted on the proposed wording. Vote result 35 for out of 38 voting members – proposal carried

**3.13 Proposal 13 - To replace current rule 13 with proposed rule 65**

PD read out and explained the proposed wording. CO was concerned that the wording opened up the risk of the club spending funds where it has not in the past. PD reiterated that the wording was simply a clarification to enable expenses that had been approved in advance by the committee to be settled, and this could now be by members other than the

Hon Treasurer which was a limitation in the current wording. Other members were comfortable that the preapproval by the committee was a sufficient financial safeguard.

Vote result 32 for out of 38 voting members – proposal carried

**3.14 Proposal 14- To replace current rule 10a with proposed rules 67 and 68**

PD read out and explained the proposed wording.

No comments from the floor.

Vote result 36 for out of 38 voting members – proposal carried

**3.15 Proposal 15 - To add proposed rules 69 and 70**

PD read out and explained the proposed wording including a wording amend to ensure the wording from RKC RS08 is used. The amended proposal was proposed by PD and seconded by AG and the vote carried by a simple majority.

No comments from the floor.

Vote result 33 for out of 38 voting members – proposal carried

**3.16 Proposal 16 - To replace current code 7 and 10 with proposed code 7 and 10**

PD read out and explained the proposed wording.

AM remarked that the wording would be better if the “clean up” referred to “all or any” place. This was accepted in principle, but other members reminded the meeting that the proposed wording was correct as the rule could only be enforced by the RKC. The proposed wording was not changed.

Vote result 38 for out of 38 voting members – proposal carried

**3.17 Proposal 17 - To rename the Guideline for Owners as the Code of Conduct for Members and to replace current guides 4,5 and 6 with proposed code 4a,b,c, and to replace current guide 9 with proposed code 7.**

PD read out and explained the proposed wording.

No comments from the floor.

Vote result 37 for out of 38 voting members – proposal carried

**4 Concluding remarks**

PD stated that all 17 proposals had been carried, and that the next step was to send the proposed rules to the RKC for ratification and until then the current rules apply. Minutes will be prepared for approval at the next general meeting.

PG thanked everyone for attending a lengthy meeting.

RB and RSK said their thanks for a good, kind, and informative meeting .

PD closed the meeting.

**Approved by the LMC committee.**



Peter Disney – Chair  
**18<sup>th</sup> December 2023**

**Approved by the LMC membership**



Peter Disney – Chair  
**14<sup>th</sup> April 2024 AGM**