

## CYMDEITHAS Y MERLOD A'R COBIAU CYMREIG THE WELSH PONY AND COB SOCIETY

**Summary Minutes of the online Council meeting held at 9.30pm on Wednesday 3<sup>rd</sup>  
June 2020**

**Present:** **Via laptop/pc** President - Brian Foster, Colin Thomas, Wyn Jones, Geraint Davies, Elgan Evans, Liz Hampson, Gwyn Jones, Roger Davies, Sharon Charlton,

**Via mobile phone or landline** Daydre Chambers, Debbie Jones, Dilwyn Roberts, Daniel Morgan,

**Apologies:** John Welsh, CR Davies (President Elect), Barry Hall

**In Attendance:** **Via phone** Gemma Bassett-Burr (Office Manager)  
**Via laptop** Meirion Davies (Company Secretary)

**Minute Taker:** Gemma Bassett-Burr (Office Manager)

The meeting commenced at 9.44.

A trustee declared as her phone was unlikely to last the length of the meeting she requested if she could give her view on the pressing matter of the AGM  
All trustees accepted this request  
She felt that the AGM should be postponed until everyone can attend and not held online.  
Her opinion was recorded.

The Chair welcomed everyone and thanked them for their continued efforts to hold meetings virtually and attend online.

### **Declarations**

None

### **Suspension of Standing Orders**

In order to discuss the changing situation regarding the AGM because of government restrictions a proposal to suspend standing orders was put forward.

**Proposed and Seconded All in favour.**

### **2020 AGM**

The Company Secretary noted that over the past three months since the pandemic effect the situation was one of uncertainty and restrictions. During this period the Society solicitors had advised and the Society has followed their advice. It was noted that many charities and companies are in the same predicament.

Currently the Society has until the 3<sup>rd</sup> of July 2020 to hold an AGM under the 15-month rule. The option of an Online AGM with the amount of people to attend is going to be impractical even though there are no votes or resolutions to require interactivity. The accounts and minutes have been approved by the trustees and there have been no AOB items received from the membership within the given deadline.

The current Articles of Association make no provision for an online AGM, so it could be challenged and on reflection is not an option.

The second option is a very recent development. A bill has been put forward to Parliament which would allow an extension period to hold AGM's until the 30<sup>th</sup> of September 2020. The second reading due to be held today, then to committee, a third reading before passing through the House of lords and on for Royal Assent. This would allow an extension for the AGM to be held in the normal fashion. This should become law soon, however the risk is that the Society only has a month for this to be passed. If following this option, the Trustees must convey their decision to the membership online and ask those members to inform as many who are not online as possible.

The notice of an AGM in late September could be absorbed within the mailing activity and costs of the Autumn Mailing.

Should it still not be possible to hold the AGM in September due to the ongoing restrictions on gatherings, an extension on the period would probably be granted. If this is possible the Society solicitors suggested that consideration be given to holding the 2021 AGM in September so as not to penalise the joining trustees with a curtailed first year on Council.

The Chair noted that a great deal of consideration and discussion had taken place with Society solicitors and the Charity Commission about the situation the Society finds itself in, and the articles have been referred to diligently looking at every option to protect the membership and the trustees.

The Company Secretary wished to reiterate that there is a risk if the bill doesn't pass by July 3<sup>rd</sup> 2020. He asked the trustees for their thoughts on the options and situation. In the worst case scenario that it was not possible to hold an AGM at all until possibly March 2021 then the effect on Council needs to be considered as effectively 10 new trustees could join Council in one day, possibly losing a lot of experiences as others will have approached the end of their term. During this difficult time the delay does offer the positive benefit of stability and a functioning Council who are meeting regularly online to govern the Society's business and memberships interests. The Company Secretary noted that he felt strongly that the legal guidance should be shared in a non-compromising way with the membership to explain the difficult situation.

The Chair asked trustees for questions on the options.  
A trustee asked why a mail out was required.

The Company Secretary responded that this was a requirement for inclusivity and to treat all members fairly; because not everyone is online so with any future announcements the Society needs to encourage those online to spread the word.

Trustees then voiced their opinions individually and unanimously agreed that the AGM be postponed until September 2020.

It was proposed that the Society postpone again holding the meeting until September  
**Proposed and Seconded All in favour**

This will be reviewed in late August 2020  
**Proposed and Seconded All in favour**

The Company Secretary requested that an announcement be held back to allow him to contact those who have stood for election so that they are informed first. A statement will

also need to be prepared for the website / social media to go out as soon as possible to include facts from the legal advice. The trustees to approve the statement.

The role of President and the term of Office may have to be looked at as President-Elect may well not have a full year of Office. This would need some consideration.

## **AOB**

The Company Secretary took the opportunity of the meeting to update Council on certain developments.

The Office is extremely busy. A large number of transfers are being received on a daily basis and there doesn't seem to have been a lull as the trade of ponies has obviously been quite vibrant.

The DNA profiling with the new company is working well and there has been a wave of stallion licenses.

The Company Secretary requested that the pricing of services be reviewed. He outlined some anomalies where non-members pay the same fees as members and decisions need to be taken on the freezing of some charges. A suggested revised price list will be circulated.

The Company Secretary has re-negotiated on two existing contracts and secured savings of [REDACTED] and [REDACTED] respectively.

The Chair of Judging and Showing asked if there had been any feedback from the Judges on the 2020 handbook. The Company Secretary noted that two members had raised points for discussion which would be passed on to the relevant committees for their next meetings. The President had also noted two points which need clarification, and which will be discussed.

It was noted that the 'Cancellation of the Judges assessment' letters had been sent that morning.

The Chair wished to thank the Company Secretary for all his work during this time on the AGM and the Sales especially and working above his hours and obtaining the savings for the society.

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Meeting closed 10:45am