



BOD AGM Minutes

16th November 2019

Present: As per attendance sheet.

Apologies: Debbie Davidson

Speaking Rights: N/A

Next Meeting: Saturday 13th November 2021, venue and time to be announced

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1. Meeting commenced at *1.20 p.m.*
 2. In keeping with the suggestions made by New Zealand Companies Office, we are allowing members who wish to attend the meeting to do so via phone. Attendees by phone are: Hannah Grant, Kim Dunnitt-Smith, Glenys Dittmer, and Jean Tarrant. Passed by all attendees.
 3. *Fiona Maclean* moved and *Colleen Durham* seconded the previous minutes are a true and accurate record.
 4. **Matters Arising**
 5. **Chairman's Report** *Jean Tarrant* Moved and *John Maclean* Seconded
 - This report was circulated in the AGM mail out.
 6. **Balance Sheet** - *John Maclean* Moved and *Sandi Mackay* Seconded
 - The balance sheet was circulated with the AGM mail out.
 7. **Corporate Services** - *Sandi Mackay* Moved and *John Maclean* Seconded
 - Full report was circulated in the AGM mail out.
 8. **Director of Judges Report**
 - No report supplied
 9. **Director of Marketing and Promotion**
 - No report supplied as this position remains empty
 10. **Director of Finance Report** *John Maclean* Moved and *Sandi Mackay* Seconded
 - Report circulated with AGM mail out.
 11. **Director of Strategic Planning Report**
 - This position is currently vacant
 12. **Directors at Large Reports**
 - No reports supplied - due to Covid 19
 13. **Scrutineers Appointed**
 - Not needed - no postal votes received, and voting to be by show of hands in the interest of expediency.

14. Election of Executive Officers

- Jean Tarrant confirmed as the Chairman
- No applicants for Vice Chairman
- No applicants for 2nd Vice Chairman
- Fiona Maclean confirmed as General Secretary

As there was only one applicant for each position, each applicant is automatically appointed.

15. Remits

- Constitution Rule: Various

To Now Read:

Consistent numbering system throughout the document, for example:

1

1.01

1.01.01 et cetera

Rational:

Makes referencing of sections easier.

(Jean Tarrant, Sandi Mackay, Colleen Durham, Kim Dunnet-Smith, John Maclean)

10 for, 0 against, 0 abstained.

Passed

- Constitution Rule: Various

To Now Read:

Notices for AGM, special meetings, etc, shall be via the Catz Inc. website in the events and show calendar.

Rational:

Emails are not being read by many of our members. This makes the current method of notification by email hit and miss.

(Sandi Mackay, Kim Dunnet-Smith, John Maclean, Colleen Durham, Jean Tarrant)

10 for, 0 against, 0 abstained.

Passed.

- Constitution Rule Number 1

NAME: The name of the society is Catz Incorporated, hereinafter referred to as 'the Society' or "Catz"

To Now Read:

1. NAME: The name of the society is Catz Incorporated, hereinafter referred to as 'Catz Inc'

Rationale:

Keeping Catz Inc. as the societies name and removing and clarifying the document.

(Jean Tarrant, John Maclean, Sandi Mackay, Colleen Durham, Kim Dunnet-Smith)

10 for, 0 against, 0 abstained

Passed.

- Constitution Rule Number 4.1c

A VOTING Card will be issued to each member, upon which the members' unique number shall appear, OR the Chairman may elect to request members to use their membership Cards as Voting Cards.

To Now Read:

c) voting will be done by a show of hands

Rational:

A better voting system, and many members misplace their membership cards throughout the year.
(Sandi Mackay, Jean Tarrant, John Maclean, Colleen Durham, Kim Dunnett-Smith)
10 for, 0 against, 0 abstained
Passed

- **Constitution Rule Number 4.1 o**

The quorum for any General Meeting of Catz shall be at least 10 members. If during the meeting, the voting strength of those present falls below 10, the meeting shall be adjourned indefinitely and all business transacted prior to the adjournment shall be deemed to have been lawfully and legally transacted.

To Now Read:

The quorum for any General Meeting of Catz shall be at least 10% of eligible members. Of this number, 20% could be via phone or computer link. If during the meeting, the voting strength of those present falls below this, the meeting shall be adjourned indefinitely, and all business transacted prior to the adjournment shall be deemed to have been lawfully and legally transacted

Rational:

As membership numbers change up or down we want the minimum members required to reflect this without having to change the constitution.

(Sandi Mackay, Jean Tarrant, John Maclean, Kim Dunnett-Smith, Colleen Durham)

Ammended to read:

The quorum for any General Meeting of Catz shall be at least 10% of eligible members. Of this number, 30% could be via phone or computer link. If during the meeting, the voting strength of those present falls below this, the meeting shall be adjourned indefinitely, and all business transacted prior to the adjournment shall be deemed to have been lawfully and legally transacted.

9 for, 0 against, 1 abstention.

Passed.

- **Constitution Rule Number 8.2**

No fewer than five meetings shall be scheduled annually. The Board of Directors shall determine when to schedule meetings to best fulfill the needs and objects of Catz.

To Now Read

The Board of Directors shall determine when to schedule meetings to best fulfill the needs and objectives of Catz Inc.

Rational

The number of meetings needed should be set by the Board of Catz Inc. as and when needed, not by an arbitrary value in the constitution.

(Sandi Mackay, Kim Dunnet-Smith, John Maclean, Colleen Durham, Jean Tarrant, Fiona Maclean)

10 for, 0 against, 0 abstained.

- **Constitution Rule Number 8.3**

The dates, time, and places of all meetings of the Board of Directors shall be notified to all affiliate member clubs by the General Secretary or Assistant, as soon as practicable after they have been set by the Board of Directors. If applicable or able, a list of meetings including dates, times and places shall be published in any official publication due for release by the Society or included in the official web site of the Society.

To Now Read:

The dates, time, and places of meeting of the Board of Directors shall be displayed on the Catz Inc. website, as soon as practicable after they have been set by the Board of Directors.

Rational:

Communication is becoming hit and miss with members, as email addresses are not always updated, and the website now has an events and show calendar available.

(Sandi Mackay, Kim Dunnet-Smith, John Maclean, Colleen Durham, Jean Tarrant, Fiona Maclean)

10 for, 0 against, 0 abstentions

Passed

- **Constitution Rule Number 8.5**

The quorum for meetings of the Board of Directors shall be five members.

To Now Read:

The quorum for meetings of the Board of Directors shall be 75% or the next whole number down of the number of board members.

Rational:

Not all board positions are filled.

(Fiona Maclean, Kim Dunnet-Smith, Sandi Mackay, John Maclean, Colleen Durham, Jean Tarrant)

Constitution Rule Number 12

Judges Guild

To Now Read:

Judges Guild:

The judge's guild will maintain its own rules that the Board of Directors has only minimum input to.

Rational:

Judges are independent and should operate under their own rules

(Fiona Maclean, Kim Dunnet-Smith, Sandi Mackay, John Maclean, Colleen Durham, Jean Tarrant)

10 for, 0 against, 0 abstained.

Passed

- **Constitution Rule Number 13**

Complaints and Discipline (complete section)

To Now Read:

Complaints and Discipline:

Catz Inc shall have a clear and fair complaint process. Any conflict in interest must be advised and accepted by either both the complainant and complaineo or the Board of Directors with the conflict noted on all correspondence

Rational:

Current complaint process is not fair or usable and does not meet the foundation policies.

(Sandi Mackay, Kim Dunnet-Smith, John Maclean, Colleen Durham, Jean Tarrant)

10 for, 0 against, 0 abstained

Passed

- **Constitution Rule Number 20**

INTERIM EXECUTIVE MANAGEMENT AND ESTABLISHMENT PERIOD

To Now Read:

20. Events affecting Catz Inc operation

20.1 where an event affects the AGM/special meeting, the AGM/special meeting can be delayed or cancelled

20.1.1 if the AGM is delayed the Board of Directors will set the new date and notice timing can be reduced to allow the new date

20.1.2 if the AGM is cancelled, the Board of Directors will set the new date for the following year and the status quo will remain.

20.2 where an event affects a Board of Directors meeting, the Board of Directors meeting can be delayed or cancelled.

20.2.1 if the Board of Directors meeting is delayed, the Board of Directors will set the new date and notice timing can be reduced to allow the new date

20.2.2 if the Board of Directors meeting is cancelled, the Board of Directors can set the new date or wait for the next meeting and the status quo will remain.

Rational:

No longer relevant but unforeseen events are, for example pandemics.

(Kim Dunnet-Smith, Sandi Mackay, John Maclean, Colleen Durham, Jean Tarrant)

10 for, 0 against, 0 abstentions.
Passed.

16. Any Other Business

- Membership fee review: Leave pricing as is.
10 for, 0 against, and 0 abstention.
- Registration fee review: Catz Incorporated has no facility for charging people for reprints of Prefix registration. Currently members are being charged at \$50.00 which is excessive for a simple reprint. Motion: to charge a fee of \$10.00 for reprint of an existing prefix certificate with no modifications.
10 for, 0 against, 0 abstentions.
Passed.

17. 2021 AGM

- Date set for 13th November, 2021
- Venue to be confirmed

Meeting closed at 1:41 p.m.