

## Council Meeting - Saturday 27<sup>th</sup> March 2021 & General Meeting - 17<sup>th</sup> April 2021

### **Making statements and raising questions for the Council Meeting**

Any Council Member or guest attending the meeting who wishes to make a statement or raise a question for the online meeting will need to have sent it in ahead of the meeting to the Meeting Manager setting out briefly their statement or the question they wish to ask, by not later than noon on 17th March 2021. The form for submitting statements or questions is available online at: [QSR form](#)

### **Responses to statements and questions**

In most cases the Meeting Manager will endeavour to obtain a reply to both statements and questions ahead of the meeting so they can also be made available online for fellow Council Members. Below are the responses so far.

## 16

### **Former directors complain that some members do not know of the meeting!**

You may have received a message circulating from George Wilder and Richard Colston (two of the former directors who resigned on 7th April) saying they are **very concerned the views of some longstanding members have not been considered by their CRBs, and also that many members do not know of the meeting on 17th April!** The seven Council Members (SCM) who have called the valid General Meeting themselves when the directors failed to do so think their complaint is priceless when they failed to respond to the formal call for the General Meeting from seven Council Members. They failed to post a notice of the meeting on the Club's website and in the April issue of Safety Fast! and then they did all they could to frustrate and block the SCM's efforts to get notice of the meeting to all members including taking out a paid-for advert with an announcement of the meeting from the April issue of the Club magazine and their removing links on the Club's website to CRB websites that mentioned the meeting. So their claim that "many members do not know of the General Meeting on 17th April" is quite disgraceful in the light of their deliberate blocking actions?

Paul Snee, Chairman, Caledonian Centre  
David Coultard, Chairman, Cockshoot Cup  
John Watson, Chairman, MGB Register  
Paul Goodman, Treasurer, NW Centre  
Danny Cusworth, Secretary, Speed Championship  
Noel Lindford, Secretary, Tyne-Tees Centre  
Victor Smith, Chairman, V8 Register  
Released with the approval of the co-signatories on 16<sup>th</sup> April 2021.

## 15

### **Support from David Wood**

From: David Wood  
Sent: 21 March 2021 17:07  
To: Victor Smith  
Cc: Robert MacGillivray; paulsnee@btinternet.com; noel.lindford@btinternet.com; anthony@scrutonvillage.co.uk; david@rainsbury.com; paul.goodman7@ntlworld.com; John Watson; John Cumming RV8; Ron Gammons #1; Lorraine; Dave Tynan; colin.withers@btinternet.com; howard@poolandspaadvice.co.uk; petercookdr@btinternet.com; roy.locock@btinternet.com; Chris Hunt Cooke  
Subject: Club concerns

Once again many thanks to yourself and the whole team for trying to get this current abysmal situation under the control of a new EC, this time made up of people who are more representative of the ethos and long standing aims of the Club. I am saddened by the lack of empathy the current EC have given to Ineke and her colleagues given her personal situation. But I don't think this is the only reason we need to oust them, in fact I have questioned why so many CRBs voted for the current Chairman less than two months ago, as he has never filled me with confidence.

I am also sorry to hear of the costs associated with the legal advice you have been forced to bear, but surely there must be a number of Club Members who are former solicitors and would be willing to give you all some free advice. The membership must be full of both retired and other professional people happy to fight the cause. However, if you do have to continue to fund the situation, I will also agree to give similar support of £500.

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I will compile a short email to the 7 current EC and will be more than happy to help in any other way I can to remove these EC members from office.

### 14

#### Support from John Thompson, Chairman ZR/ZS/ZT Register

From: John Thompson, ZR/ZS/ZT  
Date: 21 March 2021 at 17:07:52 GMT  
Subject: MGCC Call for a Council meeting by 7 CRBs

To CRB Chairmen/Council Representatives  
The ZR/ZS/ZT Register has watched with great concern the situation that has been developing within the club over the past couple of months.

Having read all the correspondence from various parties during this period we agree a Council Meeting or EGM should take place to discuss this situation properly. However, it is our opinion that any such meeting should firstly be held after any outstanding proceedings have been completed. This would allow all the facts to be taken into consideration before any conclusions are drawn. Secondly, owing to the serious nature of this situation we would prefer any meeting to be delayed to such a time that it can be held in person. However, **if a quicker resolution can be achieved online then that would be acceptable.**

We recognise the seriousness of enforcing the Government's Covid regulations at the present time. We still hope for an amicable conclusion so that as the restrictions are eased we in the CRB's can get back to carrying out our main purpose to the benefit of our members.

Regards  
John Thompson, Chairman ZR/ZS/ZT Register

### 13

#### Response from Ian Trevena, SUV Register

From: Ian Trevena  
Sent: 21 March 2021 15:00  
Subject: Update and response to the statement issued by the new Company Secretary  
Having read through all of this, and the previous emails, I'd like to **confirm that the SUV Register still stands behind you and your motions.** Several things concern me – not least, as mentioned, that a sub-committee of the EC containing only EC members is laughable.

One thing that stood out previously was the assertion that Council/AGMs could not be virtual as a 'physical location' needs to be informed. Does this mean that the Chairman's appointment in the online Annual General Meeting was also invalid then?

### 12

#### Response from the new company secretary

From: Edward Vandyk  
Sent: 22 March 2021 16:29  
To: Victor Smith  
Subject: Reminder email to Luran and Gemma on 18/3/21

Thank you for your e-mail. I do understand your need for a record of events. I will provide the answer to the questions you pose within the next 48 hours.

Yours sincerely,  
Edward Vandyk  
Company Secretary  
MG Car Club Ltd

From: Victor Smith <victorsmithv8@outlook.com>  
Sent: 18 March 2021 17:32  
To: Edward Vandyk <Edward@vandyk.co.uk>  
Subject: Your e-mail to Luran and Gemma 18/3/21

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Edward,

As you have noted the contents of the email would you please let me know why the Notice has not been posted promptly on the Club's Website and included in the copy for the April issue of the Club magazine?

Regards

Victor Smith

Chairman and Council Member for the V8 Register

From: Edward Vandyk

Sent: 18 March 2021 17:28

To: Victor Smith

Subject: Your e-mail to Lauran and Gemma 18/3/21

Dear Victor,

Thank you for your e-mail received earlier today, copy below, **the contents of which I have noted.**

Yours sincerely

Edward Vandyk

Company Secretary

MG Car Club Ltd

From: Victor Smith <victorsmithv8@outlook.com>

Sent: 18 March 2021 17:32

To: Lauran and Gemma,

Subject: Posting the notice of the General Meeting on the Club website

We are very concerned that we have had no confirmation from you that a copy of the formal notice of the General Meeting we called on Thursday 11th March 2021 has been posted on the Club website to provide proper notice of the meeting to all Members. We also required a copy to be published in the April 2021 issue of Safety Fast! I would urge you to recognise that proper notice must be given as required by company law and the Club's Articles. It's now a week since our formal call was made. Please confirm by return the Notice will be posted on the Club website today and a copy included in the April issue of the Club magazine. A PDF copy is attached.

Sent on behalf of the seven Council Members who have called this General Meeting

Paul Snee, Chairman, Caledonian Centre

Paul Goodman, Chairman, Cockshoot Cup

John Watson, Chairman, MGB Register

David Rainsbury, Treasurer, NW Centre

Danny Cusworth, Secretary, Speed Championship

Noel Lindford, Secretary, Tyne-Tees Centre

Victor Smith, Chairman, V8 Register

### 11

#### Response from Peter Birchill, Chairman MG Cup

From: Peter Burchill

Sent: 20 March 2021 08:34

To: Edward Vandyk;

Subject: To all CRB Committee Members

Thank you for your letter. Maybe all the CRB members should resign and explain to all the members why the Club is imploding. The course of action is simple but the Club have now put its walls up. Have we regressed to the times that destroyed the car industry with rule and regulation that protects the fat cat, and give infinite power to non-elected employees to act in such a way to destroy the MG Car Club.

Absolutely disgraceful behaviour. Friendly Club it is not that's see the result on membership from the abuse of power with in.

### 10

#### Response to the Company Secretary from Mike Longman, Y Register

This response follows the statement circulated by the new Company Secretary to all Council Members on Friday 19<sup>th</sup> March 2021. See the Statement and Responses

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I was somewhat surprised to receive your letter and must say that I don't totally understand it. I do however have two comments;

1. As Company Secretary you will be aware that the disciplinary process of any company is part of the legal process of the Country. Information I am receiving is that the Disciplinary Panel wasn't properly convened and pre judged the case prior to the hearing without considering the employees side of the situation. As a onetime union branch secretary I must express my utter contempt for such action which makes a mockery of the British Legal System and brings the MG Car Club into disrepute.
2. My last duty before retiring (nearly ten years ago) was to review my organisation's Emergency Pandemic Response Plan. The objective of this plan was to allow the organisation to adapt and continue to function at an extended level during a pandemic, maintaining its normal services and providing additional ones. I am shocked that you are apparently saying that the MG Car Club cannot function in the current situation because the Council have to meet in person in the same room and you will not accept a virtual presence of members. Operating during a pandemic requires flexibility as shown by the Government and public bodies which are quite happy to meet in virtual 'rooms'. I haven't the words to describe the Club's attitude.

Mike Longman  
Y-Register

### 9

#### Statement from Jim Andrews, Chairman SVW Register

For those not following the submissions on the micro-website set up for this Council meeting, I have placed below the Statement and Question submitted by the SVW Register below for your information. We are very concerned regarding the entrenched views and actions being taken by the current Executive Committee, hopefully this Council meeting will enable us to proceed to a resolution of the current problem. Looking forward to seeing you all again if only on screen.

#### **STATEMENT BY THE SVW REGISTER COMMITTEE**

The SVW Register reluctantly supports the action being taken to bring the current regretful situation to a conclusion as soon as possible to prevent further damage being made to the Club. We would have hoped that the Executive Committee would have reconsidered their decision to dismiss a member of staff especially considering the considerable number of members expressing concern at their actions. Alas they have not yet reconsidered, and if they have not done so during the appeal process the matter should proceed to Council to resolve.

The current Executive Committee have lost considerable credibility by adopting what appears to be "No Reply" policy to members' correspondence. They have refused to justify their decision to dismiss a member of staff despite repeated requests. Unless they have some critical information that they are not disclosing their positions are becoming untenable.

Our preference would be for a normal attendee Council Meeting as proposed by the Executive Committee (Gemma email 10 March 2021) but as the situation has to be concluded as a matter of urgency, we will have to accept the limitations of a Zoom meeting. We would prefer if Council simply voted to require the EC to reverse its action, or that Ineke is reinstated on appeal, but if the EC remain resolute, we can see no way out besides either accepting Ineke's dismissal with all the resultant bad blood or a vote of no confidence of the current EC.

#### **SVW REGISTER QUESTION**

The Register was surprised and concerned to hear that disciplinary interviews are being conducted by third party advisers rather than by management and/or Directors. Whilst acknowledging the need to avoid the risk of wrongful dismissal, this approach is likely to have been costly at the same time as preventing the employee hearing from and appealing to her direct superiors.

Would the Executive Committee inform Council of the current and forecast expenditure for HR and legal consultancy and any other costs involved.

#### **Response from Victor Smith, V8 Register**

Jim,

We welcome your statement and think you have a very good question from the SVW Register. We too were surprised that an HR consultancy were engaged by the Club some years ago to provide an HR Dept service and were brought in right from the beginning of the disciplinary process to carry out an investigation and report. We were even more surprised that they were writing on the Club's headed

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paper "for and on behalf of the Club" none of which seems to be good management practice. We understand that no one apart from the general manager and the Club's Officers (Chairman, Vice Chairman & Treasurer) has seen the instructions given to HR Dept or their disciplinary investigation report.

We believe that Ineke Sherman objected to the HR Dept handling the dismissal appeal and that the Executive Committee agreed to engage another HR consultancy to handle the appeal. We understand the appeal meeting was held during the last week but may need another meeting before a report is prepared and sent to the Club by the HR consultant following which a decision by the Executive Committee is expected to be made.

We are aware that they were very surprised by the strong reaction against the disciplinary action carried out.

We are also very concerned by the costs associated with the dismissal process and appeal.

### 8

#### Statement from Roger King, Chairman, Midlands Centre

The Midlands Centre is extremely concerned about the current situation the MG Car Club finds itself in. We cannot comprehend how the disciplining of Club employees, including the dismissal of a well respected member of staff, has escalated to the level of board resignations and the consequent calling of a motion of no confidence in the remaining directors. Clearly we deserve comprehensive answers on the reasons and timetable of events that have led up to this.

We are a club that prides itself in being "The Marque of Friendship". That does not mean a reference to just our membership, but a management style that extends to those we employ. How ironic (but very welcome) that the Board commissioned a Club sub-committee that is currently completing work on extending this value further and **has identified eight other parameters that complement Friendship, including Helpful, Respectful, Transparent, and Accountable**. Although not yet adopted by the Board are we able to say that these ideals have been demonstrated recently? Can we proffer them to a wider audience when we ourselves are embroiled in a self-created schism that appears to pay lip service to the values we wish to promote? We are not a business but a club where perhaps **two additional values might have been added; Tolerance and Understanding. Was it really necessary to dismiss the employee in question by a board using a chairman's casting vote especially bearing in mind the desire to embrace a comprehensive set of values?** Perhaps the CEO of a major business can be dealt with in this way, but within the MG Car Club? The person concerned might have been guilty of misconduct and deserving of a strongly worded letter, but surely not gross misconduct and then her being dismissed from our employ?

Were the directors who felt they had cause to resign treated with respect and furnished with the full facts? Accountable and transparent? For the values referred to above must apply to everything the Club does, from the Board, to management and members. It would seem not, but we await a response from the current Board.

We have work to do collectively to resolve this matter as we approach the centenary of the MG marque. We are custodians of a unique brand's heritage and what we decide must reflect this for we need to go forward united and focussed on a soon to be hundred year history.

Roger King, Chairman Midlands Centre

### 7

#### Comment

Comment from a Club member:

"Peter Cook excepted, I am appalled at the behaviour of the current directors. Thug-like management, especially of employees, can never be condoned and is not in the spirit of the Club. Their list of misdemeanours is long, rendering the directors utterly unfit to hold office. I am 100% in favour of all of the motions proposed."

### 6

#### Q&A announcement from Club Office on

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The Q&A announcement was sent out on 11<sup>th</sup> March 2021 by the communications administrator to all Council Members.

### Response from the three former directors

In a paper released today they respond to each of the questions and answers in that announcement.

Dear CRB Chairmen and fellow Committee Members,

As you become increasingly aware of the serious circumstances that were encountered at Kimber House in December, and the subsequent dismissal of a valued member of staff, we feel as three former-Directors it is important to give you clarity on the details of the events and the mitigating circumstances that were not taken into consideration in the draconian decision to dismiss Ineke Sherman. We have previously provided a statement which was sent to the CRBs on 27<sup>th</sup> February 2021 and are attaching a copy again. Throughout this process the Officers and Management of the MG Car Club have hidden behind a veil of 'confidentiality' and failed to provide any substantial details. At the same time, they have been disingenuous in suggesting that there is 'inaccurate' information in the public domain, but again failing to clarify what is inaccurate. This extends to a statement released by Kimber House to the CRB Chairpersons on [9<sup>th</sup> March 2021](#) which appears to raise many issues but answers very few. Hence, we would like to clarify for you many of the questions/answers in that statement. Our answers are in BLUE. Signed: Lorraine Noble-Thompson, David Tynan & Colin Withers

Date: 18<sup>th</sup> March 2021

See a copy of the Q&A document and responses:

<https://www.v8register.net/meeting/files/210318-Q&A-announcement-from-EC-and-ex-directors-reply.pdf>

## 5

### Question and Response

#### SVW REGISTER QUESTION

The Register was surprised and concerned to hear that disciplinary interviews are being conducted by third party advisers rather than by management and/or Directors. Whilst acknowledging the need to avoid the risk of wrongful dismissal, this approach is likely to have been costly at the same time as preventing the employee hearing from and appealing to her direct superiors. Would the Executive Committee inform Council Members of the current and forecast expenditure for HR and legal consultancy and any other costs involved.

#### Reply for the seven Council Members calling the meetings

This is a question you need to send to the Club Chairman, Keith Williams at his email address below. Sadly you may also get no reply from him or any other member of the EC.

[keith.williamsmgcc@btinternet.com](mailto:keith.williamsmgcc@btinternet.com)

## 4

### Statement and Response

#### STATEMENT BY THE SVW REGISTER COMMITTEE

The SVW Register reluctantly supports the action being taken to bring the current regretful situation to a conclusion as soon as possible to prevent further damage being made to the Club.

We would have hoped that the Executive Committee (EC) would have reconsidered their decision to dismiss a member of staff especially considering the considerable number of members expressing concern at their actions - Alas they have not yet reconsidered, and if they have not done so during the appeal process the matter should proceed to Council to resolve.

The current EC have lost considerable credibility by adopting what appears to be "No Reply" policy to members' correspondence. They have refused to justify their decision to dismiss a member of staff despite repeated requests. Unless they have some critical information that they are not disclosing their positions are becoming untenable.

Our preference would be for a normal attendee Council Meeting as proposed by the EC (Gemma's email 10<sup>th</sup> March 2021) but as the situation has to be concluded as a matter of urgency, we will have to accept the limitations of a Zoom meeting.

## **Council Meeting - Saturday 27<sup>th</sup> March 2021 & General Meeting - 17<sup>th</sup> April 2021**

We would prefer if Council simply voted to require the EC to reverse its action, or that Ineke is reinstated on appeal, but if the EC remain resolute, we can see no way out besides either accepting Ineke's dismissal with all the resultant bad blood or a vote of no confidence of the current EC.

From Jim Andrews, SVW Register – 18<sup>th</sup> March 2021

### **Reply for the seven Council Members calling the meetings**

Throughout approaches have been made by a trained mediator to the Club Chairman to try and find a sensible resolution to these difficulties and thereby enable him to retain some dignity. So far those approaches have not made any meaningful progress. Earlier in January and February 2021 four "olive branch" approaches were made by the Club President and Vice Presidents, but with no engagement by the Club Chairman or fellow EC members. With other concerns over the management and governance of the Club the situation has to be concluded as a matter of urgency for the safety of the Club.

## **3**

### **Statement and Response**

#### **South-East Centre Committee View in a letter circulated to CRBs**

Dear CRB Chairman and committee members,

The South East Centre committee has discussed the issues raised by the calling for a Council meeting and an EGM formally on three separate occasions. We note that the calling notice was raised by the requisite number of CRBs.

It is our view that any meeting of Council and/or an EGM should be deferred pending completion of the proceedings currently in progress, so that full information is available on which to base any reasonable conclusions.

The Centre acknowledges the serious nature of Covid regulations and their compliance.

Yours sincerely

On behalf of all of the committee

Chris Leigh, Chairman SE Centre

Austin J Banner, Secretary SE Centre

Dated: March 2021

Received by email on 16th March 2021 @ 23.20

### **Reply for the seven Council Members calling the meetings**

These views do of course conflict. The employee concerned may well exercise her right to take the matter to an industrial tribunal for resolution, and owing to delays caused by the Covid lockdown it could be over a year before the hearing takes place. We deal with the question of full information below, and agree that an in person meeting would be far better.

## **2**

### **Statement and Response**

#### **South East Centre - further letter to all CRBs**

Dear CRB Chairman and committee members,

Whilst we like most people have great sympathy with any employee who is disciplined when only trying to help others, we are also very mindful that due to legal constraints and reasons of proper confidentiality we have only been able to hear views from one side of the argument.

We therefore have many concerns including:

- That there is insufficient information at this stage to come to a reasonable conclusion on the way that the executive committee dealt with the employee's alleged Covid regulation breach.
- That it is possible that the information that has been provided to date may not reflect adequately any risks that may have been taken in relation to Covid transmission.
- That any attempt to censure or replace the executive committee is premature and inappropriate.

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- That the meetings that have been called by representatives of 5 CRBs may not be legitimate or constitutional, but are in any case premature.

Yours sincerely

Chris Leigh, Chairman SE Centre

Austin J Banner, Secretary SE Centre

Dated March 2021

Received by email on 16th March 2021 @ 23.20

### Reply for the seven Council Members calling the meetings

We too would like to hear the views of the Executive Committee (EC), but they have not responded to any message sent to them by ourselves or anyone else. Their PR statements cite confidentiality issues, without explaining what these might be, which is difficult to imagine since everything that was made available to the EC meeting that decided on disciplinary action is now known. If further relevant information was not made available to that meeting, the question is why not?

Our view is that confidentiality is simply a smokescreen to hide behind and all information is now available. There is no substantial dispute we are aware of about what happened and it is set out here: <https://www.v8register.net/meeting/200417-general-meeting-index.htm#why>

There is no doubt that Ineke breached Government guidelines relating to the need to self-isolate after foreign travel and disobeyed instructions given to her, and this warranted disciplinary action. The unresolved issue is whether the disciplinary action taken by the EC was just and proportionate, and in considering this it should be born in mind that four out of eight EC members considered that it was not, and three felt strongly enough to resign.

Since we very much doubt there is any further information to come out, we do not believe that it is premature or inappropriate to pass judgement on the actions of the four members of the EC responsible.

The Council Meeting and the General Meeting have been called by representatives of seven CRBs in accordance with the Club's Articles and company law. Legal advice confirms they are valid calls. Sadly the Executive Committee has failed to respond to our valid call for a General Meeting made on Thursday 11<sup>th</sup> March 2021 and we have had no confirmation that the Notice will be posted on the Club website or in the April issue of Safety Fast! On our seeking confirmation from Club Office staff as to when the Notice will be posted they have replied they are awaiting instructions from the Executive Committee. We are advised the Executive Committee are in breach of the companies act.

If you also subscribe to the above we suggest that you inform HQ and that you attend the meeting called for the 27th March for which you will need to register at

<https://www.v8register.net/meeting/200327-council-meeting-registration-form.php>

by noon tomorrow (17th) as per Victor's email of 16th March at 14.04 where other links are provided.

### Comment

Note, the deadline for registrations to attend the Council Meeting has been extended to 20<sup>th</sup> March 2021.

<https://www.v8register.net/meeting/200327-council-meeting-index.htm#reg>

## 1

### Statement and Response

#### Statement from the Magnette Register

The Magnette Register has discussed the issues which have given rise to this Council meeting and prepared the statement below, which was circulated to CRB chairs, the President and MGCC Chairman on 9th March. The Register has a regular, long-prearranged committee meeting at 10:00 on 20th March which will be attended by Richard Colston, our newly appointed director contact. We will discuss the matter further then and may consequently revise our position, but it is unlikely we will have the opportunity to make any revisions to the statement below before the 12:00 deadline.

#### STATEMENT BY THE MGCC MAGNETTE REGISTER COMMITTEE

The MGCC Magnette Register committee has noted with concern the events leading to the dismissal of Ineke Sherman and to subsequent developments in the Club. The committee met initially on 7th February to discuss its position and wrote to the chairman on 8th February. The committee has subsequently communicated by email and I now write to set out the committee's agreed position.

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We fully recognise the situation must be dealt with according to the applicable law and good HR practice. It is equally important to consider the purpose and nature of the MG Car Club, its relationship with its employees and the circumstances of the individuals involved. It is essential that the matter is handled fairly, justly and sympathetically.

The Magnette committee has seen the correspondence and requests made by the group comprising the Caledonian, Tyne-Tees and NW Centres, the V8 and MGB Registers and the Cockshoot Cup and Speed Championship Branches. The issues this group has raised are very concerning and we consider it important that the Executive and the General Manager provide a full explanation of the decisions and actions that have been taken. In the light of such an explanation, Council members can debate the issues and reach an informed conclusion. Until then, we consider it premature to propose further courses of action.

A Council meeting provides a suitable forum for dealing with these issues. We recognise that a meeting of this size will present challenges at a time when members are unable to meet physically so the management and chairing of the meeting will need to be carefully considered. Above all, it must be run in a spirit of cooperation rather than confrontation. With this in mind, we have concerns that the current proposal is for a no-confidence debate. We consider it would be more productive to have all arguments presented, followed by questions and a vote on whether the Council approved or disapproved of the actions that had been taken. If it disapproved, the Executive should be ready to propose an alternative way forward.

We therefore support the proposal for a Council meeting on 27<sup>th</sup> March, subject to the concerns outlined above. However, we recognise the difficulties and risks involved in holding such a meeting, which might be avoidable if a full and satisfactory explanation of the Executive's position could be provided before the date of the meeting.

Paul Batho  
On behalf of the MGCC Magnette Register committee  
9<sup>th</sup> March 2021

### Reply for the seven Council Members calling the meetings

- **Attempts have been made to resolve these difficulties through discussion with the Club Chairman.** Recently three approaches have been made by a trained mediator to the Club Chairman to try and find a sensible resolution to these difficulties and thereby enable him to retain some dignity. So far those approaches have not made any meaningful progress. Earlier in January and February 2021 four "olive branch" approaches were made by the Club President and Vice Presidents, but with no engagement by the Club Chairman or fellow EC members. The Council Members are doing all they can to avoid any reputational damage for the Club. They are acting within their democratic function and powers as Council Members in the Club's Articles.
- **Failure of the Executive Committee to reply to any communications**  
The Club Chairman has not replied to any of more than 10 formal documents or chaser emails we have sent to him and/or the Executive Committee since 31<sup>st</sup> January 2021.
- **Failure to post a copy of the formal Notice of the General Meeting**  
Seven Council Members issued a formal call on Thursday 11<sup>th</sup> March 2021 for a General Meeting in 17<sup>th</sup> April 2021 and sent a formal document to the Executive Committee with the requirement that it must be posted on the Club website and in the April issue of Safety Fast! to give all Club members proper notice of the meeting as they are entitled to attend. Again there has been no reply from any member of the Executive Committee and we have not seen a copy of the Notice on the Club website. Their disdain over the last couple of months for a group of Council Members and now for our call for this meeting is disgraceful as is their seeming disregard for their obligations in respect of that Notice under company law.

On Friday 12<sup>th</sup> March 2021 we sent a copy of the formal Notice of the General Meeting to Andy Knott so it could be included in the April issue of Safety Fast! We also contacted Luran Gallacher and Emma Bray, as we understand they both maintain the Club website, requesting their confirmation that the formal Notice of the General Meeting would be promptly placed on the Club website as it is essential to ensure the necessary period of notice is given to all Club members of the General Meeting as they are entitled to attend such meetings, although only Voting Members representing their CRBs can vote at those meetings. Their reply was they were "awaiting instructions

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from the directors". On visiting the Club website we cannot see the Notice of the General Meeting we have called has been posted there. We have sent the Executive Committee a copy of that Notice as a PDF requiring them without further delay to instruct the Club Office staff members who maintain the Club website to post it promptly on the Club website and ensure a copy is included in the April issue of the Club magazine. Again there has been no reply.