

Special Meeting of the Board

Manor House, Grange Road, Malvern

Thursday 1st December 2011 6.30pm

Present: Mrs S Adeney, Rev'd C Attwood, Mrs J Campbell, Mr R Chamings, Mr M Cordey, Mr R Cousins, Mr S Ginn, Mr D Hawkins, Mr T Musgrove (Vice Chairman), Mrs E Newman, Mr B Pilcher (Chairman), Mr C Rouse, Mr C Smith, Mr J Tretheway, Mr P Tuthill, Mr P Watson, Mr T Yapp.

In Attendance: Director, Conservation Officer, Administrative Officer, 5 members of the public.

1. APOLOGIES FOR ABSENCE

Mrs L Deller, Mr R Hall-Jones, Mrs G Rees, Mrs B Nielsen, Mrs H Stace.

2. DECLARATIONS OF INTEREST

Mr S Ginn declared a personal interest in St Ann's Well café.

3. INQUIRY COMMITTEE – TO RECEIVE A PAPER FROM MR B PILCHER

Mr B Pilcher read his statement (already circulated), which named Rev'd C Attwood, Mr J Campbell and Mrs L Deller as the members of the Inquiry Committee and acknowledged that these members were not on the Board during the events surrounding the St Ann's Well café lease. Mr B Pilcher went on to state that to ensure the independence of the Inquiry Committee that Rev'd C Attwood would be the author of the committee report. Mr B Pilcher also stated that professional advice was sought and recommended Mr K Douglas.

Mr B Pilcher proposed that the Board endorse these recommendations. This was seconded by Mr J Tretheway.

Mr C Smith stated that as the Board voted not to engage Mr K Douglas in this matter less than six months ago, therefore Standing Orders would need to be suspended to allow Mr Douglas to advise the Inquiry Committee.

A discussion ensued. Mr B Pilcher confirmed that part of the remit of the Inquiry Committee will be to advise the Board on governance issues and that Mr K Douglas's advice was invaluable in that regard. At the request of the Board, the Director outlined Mr K Douglas's experience.

Rev'd C Attwood stated that Mr B Pilcher should not chair the Inquiry Committee as Mr Pilcher was a Board member when the lease for St Ann's Well café came up for renewal. Rev'd C Attwood went on to say that he was willing to be a member of the Inquiry Committee if external professional and legal advice was sought.

In the discussion that ensued the following issues were raised:

- The Inquiry must be fair and respectful to all concerned.
- The Inquiry should serve a positive purpose and members learn from what happened to prevent such events occurring in the future.
- The Inquiry Committee will recommend any necessary changes to governance and procedures.
- Anyone that was on the Board at the time of the dispute with the tenant of St Ann's Well cafe should not sit on the Inquiry Committee.
- It was noted that Mr K Douglas is not a solicitor but will offer independent advice and assist in the management of the process.
- Where necessary the Inquiry Committee will seek independent professional and legal advice.

On the proposal of Mr C Smith, seconded by Mr R Cousins, it was **CARRIED** by 14 votes with 3 abstentions that Standing Orders would be suspended.

On the proposal of Mr C Smith, seconded by Mr J Tretheway, it was **CARRIED** by 12 votes with 4 abstentions that Mr B Pilcher's recommendation to invite Mrs J Campbell, Mrs L Deller and Rev'd C Attwood to sit on the Inquiry Committee and that Mr K Douglas be asked to assist the Inquiry Committee in its work.

The meeting closed 7:04 pm.