



MINUTES of a meeting of the BOARD OF DIRECTORS held on
Wednesday 8 July 2026 commencing at 2.00pm.

PARTICIPATION:

R Sinclair	A McIlrath
C Rafton	S McFadden
N Curwen (by Zoom)	J Bryson
G Vernon	V Harris
K Charnock	T Hofman
L Brand	P Brown
K Hedberg BVSc	A Gilson

IN ATTENDANCE:

V Gagan-Wilson (Company Secretary)
S Buddee (Committee Secretary/Examinations Administrator)

IN CAMERA

1. Opening & Procedural Matters

- **Welcome and Apologies**
 - **Apologies**

MOVED G Vernon

SECONDED L Brand

THAT the following apologies be **received**:-

- S Hannigan
- A Khamis

CARRIED

- **Recording of Board Meeting**

MOVED L Brand

SECONDED G Vernon

THAT Directors **note** that, in accordance with the resolution of the Board at Item 5.1 of the Board of Directors meeting held on 8 December 2021, **this Board meeting is being recorded** for the purposes of confirmation of the Minutes and once confirmed at a future Meeting the recording will then be deleted.

CARRIED

The President welcomed Mrs Amy Gilson to the meeting and congratulated her on her appointment as Director for the Western Region.

The President then read a statement to the meeting tendering his resignation as President of DOGS NSW, effective immediately, stating that he accepted the leadership role in retirement with the intention of driving significant organisational change, believing this was necessary to address the

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Company's declining performance, however, believed he no longer had the support of the Executive or the Board to implement the changes required.

Director Sinclair thanked those Directors who supported his vision and, finally, wished the incoming Chair success in leading the difficult decisions ahead. Director Sinclair declared his statement be included in full in the Minutes for full disclosure for all to see.

MOVED C Rafton

SECONDED L Brand

THAT the resignation of Director Ross Sinclair as President of DOGS NSW be **accepted**.

CARRIED

Director Phil Brown thanked Director Ross Sinclair for his leadership over the last six (6) months.

Director R Sinclair stood down from the chair @ 2.10pm.

MOVED L Brand

SECONDED G Vernon

THAT Senior Vice President, Director C Rafton take the chair.

CARRIED

Director C Rafton took the chair @ 2.11pm

- **Declarations of Conflicts of Interest**
- **Receive all Reports on the Agenda**
Director Glen Vernon expressed his concern in the inability to locate the relevant reports through the Reading Room on Diligent/BoardEffect which was supported by several other Directors.

It was agreed that "Teams" be trialled at the next Board meeting.

Director G Vernon foreshadowed a motion for the next meeting to cease using Diligent/BoardEffect.

For the Company Secretary: To research previous Board Minutes to identify if a Motion was specifically moved and passed to transition to using Diligent/BoardEffect for Board Agenda.

MOVED L Brand

SECONDED K Hedberg BVSc

THAT standing orders be suspended to consider the position of President/Chair at this time.

CARRIED

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MOVED L Brand

SECONDED K Hedberg BVSc

THAT the Senior Vice President, Director Christina Rafton, be appointed, on a temporary basis, as Acting Chair for the purposes of continuing on with the meeting until such time as a permanent Chair/President is formally appointed.

Director Charnock raised a query as to whether the permanent appointment of Chair must be from the current members of the Executive Committee.

AMENDMENT

MOVED L Brand

SECONDED A McIlrath

THAT the appointment of Acting Chair be subject to legal advice being sought to confirm whether the appointment of the Chair/President of DOGS NSW must be a current member of the Executive Committee.

CARRIED

P Brown, T Hofman, V Harris, N Curwen, A Gilson, R Sinclair ABSTAINED

For the Company Secretary: To research previous legal advice in respect of the appointment of the DOGS NSW President/Chair.

2. Emerging Issues (Risk, Culture, & Updates)

- **Operations Manager's Resignation**

Directors P Brown, T Hofman, R Sinclair & V Harris left the meeting @ 3.02pm

Director N Curwen left the meeting @ 3.05pm

The Acting Chair declared the meeting closed as there was no longer a quorum and, consequently.

MEETING CLOSED @ 3.06PM

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