

**Special General Meeting of
the Veterinary Professional Insurance Society (Inc)
22 November 2023 @ 5.30pm**

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1. Confirmation of quorum

The Chairman confirmed that the quorum was reached.

2. Welcome

The meeting commenced at 5.30pm. Mark Gilmour, Chair, welcomed members to the Special General Meeting of the Veterinary Professional Insurance Society (VPIS). Mark provided a brief summary on the background to the revised Constitution. Mark Gilmour replaces Gavin Shepherd as Chair and Paul Fraser has been appointed as VPIS secretary. Mark and Paul's terms were due to expire at September 2024, these will be extended to the end of September 2025, with Jim Rhynd's term extended to September 2024

Present: Mark Gilmour (Chair, Voting Member), Gavin Shepherd (Board), Brendon Bell (Board), Jim Rhynd (Board), Tanya Page (Board), Ngaire Dixon (Board), Eric Judd (Board), Mike Lange (Board, VetOra, Voting Member), Brendan James (Vet Svs HB, Voting Member), Veronika Pipe (Vet Svs HB), Sandy Cooper (Vets for Pets Invercargill, Voting Member), Garry Cozens (Henderson Vets, Voting Member), Callum Irvine (VetEnt).

In attendance: Alpha Woolrich, (VPIS CEO) Adam Davy (Strategic advisor), Trish Thorpe (minutes)

3. Apologies

It was resolved

That the apologies of Paul Fraser and Stephen Hopkinson are accepted

Gavin Shepherd / Mark Gilmour

Carried

4. Constitution

VPIS recently conducted a review of its governance rules and considered changes that the Board recommends are necessary that can be made to further VPIS' function as a licensed insurer.
and

VPIS has reviewed its Constitution in light of the recent changes brought about by the Incorporated Societies Act 2022 (the Act) and seeks to bring the Constitution in line with the new Act and continue to improve its Constitution to further VPIS' function as a licensed insurer. A copy of the revised Constitution is also available on the VPIS website.

Key changes proposed to the Constitution include the following:

- Changes to the makeup of the Board to include a maximum of 7 elected Board Members.
- Removing the requirement that one Board Member be appointed by the Association of Rural Veterinary Practices Incorporated, now operating as the New Zealand Vet Club Association Incorporated (212699).
- Maintaining a maximum number of 9 years that a Board Member may serve as a Board Member within any 15 year period – although any Board Member appointed by the New Zealand Vet Club Association Incorporated (212699) currently serving may continue their term until 30 September 2024.
- The Board Chairperson and Secretary may continue their terms until 30 September 2025.
- Minor amendments to make the Constitution accurate in reference to the Incorporated Societies Act 2022.

Motion:

It was resolved

That the Constitution referred to above be approved and registered as the Constitution of the Society.

Gavin Shepherd / Mark Gilmour

Carried

5. General Business

Renewal process: Garry Cozens requested that the online renewal process be made as simple as possible. Noted that VPIS is required to gather sufficient information in order to assess risk and bind a policy.

Spay webinar 29 November 2023: To discuss increased number of claims due to surgical errors.

6. Venue and date for 2024 Annual General Meeting

The 2024 AGM date and time will be announced at a later date. The AGM will be held online and at the NZVA office.

Meeting closed at 5.50pm