

Edwards Duthie Shamash

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Your ref:
Our ref: NZF.DRW
Date: 29 September 2020

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Dear Sirs

Re: **Socialist Health Association (“SHA”)**

We are instructed by several members of the Social Health Association. We have been passed various papers including your letters to the Treasurer, Ms Irene Leonard on 13 and 19 August 2020. We have also been passed the emails and documents relating to the calling of a meeting of the Central Council (CC) of SHA on 30 September 2020.

You will be well aware that 57 members of the SHA have called for a Special General Meeting of the SHA to be convened to discuss the current constitution of CC, whether it is properly representative and is fairly constituted in accordance with the rules governing the constitution of the SHA.

That request for an SGM, made on 21 July 2020 by 30 members has been at best pushed aside and at worst ignored by the current Chair and Secretary who have failed to convene that SGM despite the obligation to do so set out in clause 17 of the constitution. The requested SGM attempts to deal with the fact that CC is not representative as many branch delegates have been excluded from voting.

We note that one of the motions to be put at the proposed meeting on 30 September is for CC to make arrangements for the election of a new treasurer as set out in standing orders. There does not appear to be any paper work relating to this other than one paragraph in the Chair's report stating that the Treasurer has blocked the bank account to force agreement to hold an SGM. With respect, there does not need to be any agreement for an SGM to be held it is mandatory for the chair to call an SGM now that it has been requested some months ago. Whilst there is apparently an ongoing enquiry into financial irregularities, these do not, we believe, involve the current treasurer. Of more concern is the fact that the Chair and Secretary appear to have unilaterally revoked the Treasurer's membership of the SHA and are looking to appoint a new treasurer in Ms Leonard's place.

We cannot see that the Complaints, Discipline and Grievance procedure agreed by CC has been followed at all in this instance. No adjudicator independent of the Chair has been appointed to consider the matter. Ms Leonard has not been invited to a meeting to discuss the issues. Ms Leonard has not been notified of any decision of either a panel of officers or an adjudicator nor has she been notified of any rights to appeal.

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Even if, which Ms Leonard denies, there has been gross misconduct, which includes bringing the association into disrepute, that does not result in a summary revocation of her membership. It is accepted that the constitution allows CC to terminate membership however it must act within its powers, and follow the agreed procedures contained in the grievance and complaints procedure.

In those circumstances, it is wholly premature to discuss the replacement of the treasurer at a meeting on 30 September 2020 when the correct procedure has not been followed. We are instructed if the meeting goes ahead and Ms Leonard is removed and replaced that this will be challenged at court.

If the Chair is steadfast in dealing with matters in accordance with the constitution of the SHA, then that should be all matters and not only those that suit his agenda.

It is our view that the meeting currently scheduled for 30 September 2020 should not go ahead or at least motions 6, 7, 8 and 11 should not be included or voted on by this CC.

We will write further in relation to important issues concerning the current constitution of CC being:-

1. Whether CC is properly constituted or the disenfranchisement of branch elected representatives should be rectified by way of an SGM.
2. When the 2020 AGM should be held given that the 2019 AGM was not held until February 2020 and no AGM has been held by the 2020 year.
3. Whether the memberships of those excluded on the basis of unpaid membership fees as at 31 December 2019 should be reinstated given the AGM at which they were elected was the 2019 AGM and accounts were laid to 31 December 2018. This is particularly so in circumstances where the Secretary or Administrator did not send out any notices warning the members that their membership would be terminated in accordance with the constitution.

We look forward to hearing from you by return confirming that motions 6, 7, 8 and 11 will not be dealt with at the 30 September 2020 meeting, alternatively (and preferably) that 30 September 2020 meeting has been postponed pending the outcome of the required SGM which should now be called without further delay.

With regards to the SGM, we note the Chair's previous comments that CC must consider how this might be held. We note that the Chair apparently raised no concerns about holding an SGM to deal with the incorporation of the SHA at a date to be confirmed during 2020. It is odd that therefore that there must be significant debate at central council to determine whether an SGM can in fact be held. It is suggested by the Chair that some members may not be able to attend and take part in the debate and vote. Given that almost 700 of the 1100 members of the SHA are currently unrepresented on CC, due to the fact that this SGM has not been allowed to take place, if a small minority of people are unable to attend (which would be the case if the meeting were held in person anyway) then this is a small price to pay.

An SGM should be called immediately and notice should be given this week of an SGM to be held virtually. Other organisations have moved to holding AGMs virtually and there is no reason why the SHA should be slow to adopt this.

We look forward to hearing from you by return.

Yours faithfully

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