

**STRICTLY PRIVATE AND CONFIDENTIAL**

**INVESTIGATION REPORT**

**EXECUTIVE SUMMARY**

**IJEOMA OMAMBALA QC**

**OLD SQUARE**

**CHAMBERS LONDON**

**9 June 2021**



1. The Board of Trustees of the Vegan Society agreed terms of reference for this investigation on 22 February 2021.
2. The complaints against the Chair were summarised in the terms of reference as follows:
  1. on 17 December 2020 (**Complaint 1**) and 22 December 2020 (**Complaint 2**), complaints from Complainant 1 that the Chair, RM, had allegedly “enabled” alleged racist and discriminatory behaviour displayed by the Vegan Society’s Vice-Chair, EKZ (**Vice-Chair**); and
  2. on various dates in December 2020, multiple complaints from multiple complainants (**Other Complainants**) against the Chair in relation to allegedly supporting racist behaviour of the Vice-Chair and politically charged and offensive content placed on social media.
3. The complaints against the Vice-Chair were summarised in the terms of reference as follows:
  1. on 20 January 2020 (**Complaint 1**) and 18 December 2020 (**Complaint 2**), complaints from Complainant 2 that the Vice-Chair had allegedly posted racist content online;
  2. on 17 December 2020 (**Complaint 3**) and 22 December 2020 (**Complaint 4**), complaints from Complainant 1 that the Vice-Chair had exhibited alleged racist and discriminatory behaviour; and
  3. on various dates since December 2020, multiple complaints from multiple complainants (**Other Complainants**) against the Vice-Chair in relation to allegedly racist and offensive content placed on social media.
4. Copies of the written complaints and the evidence relied on in support of them by the various complainants were provided to me by the Vegan Society.
5. I offered all complainants who had submitted written complaints to the Society and for whom the Society had contact details, the opportunity to meet with me, speak to me by telephone or to send me any further information or evidence by email or in writing.
6. I am grateful to all of the witnesses who have participated in my investigation.
7. I have considered all of the information and evidence provided to me.

## SUMMARY OF CONCLUSIONS ON COMPLAINTS AGAINST EKZ

8. **I have concluded that content in two posts made by EKZ were unprofessional and inappropriate. It follows that the vast majority of complaints made against EKZ have not been upheld.**
9. **The relevant posts are: (1) the comment posted by EKZ on screenshot 7 and (2) the concluding remarks in EKZ's 9 February post.**

**Critically, those comments can be related back to the Vegan Society and EKZ's association with it. I make clear that I do not criticise *the fact* that EKZ expressed frustration, disappointment and anger with the Vegan Society in those posts. It is the *means of expression - the language used* that I consider to be inappropriate and unprofessional given that the posts can readily be related to the Society.**

10. **In these respects, only, I consider that in relation to the two posts I have identified EKZ's actions fell short of the standards to be expected of a trustee.**

### Recommendations: Action in relation to EKZ

11. In considering recommendations for action to be taken in response to my findings I have had regard to relevant aggravating and mitigating factors.
12. I consider that the primary aggravating factors are the intemperate language used in both posts and the fact that EKZ holds the position of Vice Chair.
13. I consider that there are a number of mitigating factors. These include
  - (1) Complainant 1's complaints against EKZ appear to have been motivated by a profound personal animosity towards EKZ related in part to EKZ's identity and protected characteristics, to their stance on a number of political and ideological issues and to Complainant 1's friendships with individuals who were displaced from leadership positions by the election of EKZ as Vice Chair.
  - (2) That EKZ was identified as a target for complaints by Complainant 1 on social media. Complainant 1 encouraged their followers and other individuals to search for adverse information on EKZ and to provide it to them and to complain to the Vegan Society.

- (3) The Society took a significant period of time to decide how to respond to complaints made against EKZ. During this time Council took no steps to ensure that appropriate support was provided to EKZ or to ensure that the confidentiality of its processes and deliberations were emphasised and maintained. As a result, information which should have remained confidential was placed in the public domain and used to further fuel the campaign against EKZ.
  - (4) EKZ had previously and appropriately raised concerns about language used by members of Council that raised issues of equality, diversity and inclusion. These have not been adequately addressed in a timely way.
  - (5) EKZ had previously and appropriately raised concerns about their treatment by members of Council and the Society – those concerns have not been openly or fully addressed.
  - (6) EKZ had suggested that Council members undertake inclusivity and diversity training in June 2019 - that suggestion was not taken up.
  - (7) EKZ has been criticised by members of Council for raising their genuine concerns.
  - (8) The Society does not have an acceptable use social media policy that applies to trustees and provides no guidance to office-holders on social media activities.
  - (9) The Society does not have an effective mechanism for reflecting on the performance and functioning of Council and identifying and dealing with areas for improvement.
14. I am satisfied in particular that EKZ's concerns about their treatment by some Council members and in relation to diversity and inclusivity in the Society were raised in good faith.
  15. I have received evidence that EKZ was mis-gendered in Council meetings and was on occasions treated in a way which gave rise to legitimate concerns about the fairness and equality of their treatment. I have also received evidence that indicates very clearly that Council is not equipped to have mature and constructive conversations on

diversity and inclusion matters; nor is it able to deal effectively with challenges to prevailing orthodoxies.

16. **In the circumstances I recommend that EKZ is given advice as to their future conduct in relation to social media use and required to undertake training in relation to acceptable social media use by trustees.**
17. **I do not consider it fair, proportionate or necessary for a formal sanction to be applied to EKZ.**

## Conclusions: Complaints Against RM

18. **I do not uphold any of the complaints brought against RM. There is no evidence to suggest that RM has acted unlawfully or in breach of his obligations as a Trustee or as Chair of the Society.**

## General Observations

### *Decision to Commission independent Investigation*

19. It is clear that the decision to commission an external, independent investigation and the investigative process itself have been a cause of significant division and has disrupted the work of the Society.
20. From the documents I have received and the interviews I conducted it is clear that a significant driver of the decision to commission an external investigation was an assertion made by one complainant to members of the SMT that an external news agency, Plant Based News, was planning to run an 'expose' article on issues within Council. These issues were said to include complaints about EKZ's social media posts and allegations of institutional racism [REDACTED].  
[REDACTED]. A fear of featuring in 'tabloid-style' headlines and in particular the association of the Society with allegations of institutional racism prompted the initial decision to conduct an investigation.
21. In the event no article appeared.

### *Principles of Good Governance*

22. I have addressed the extent to which EKZ and RM have acted in accordance with the legal and regulatory frameworks that apply to them. It is right that I also consider the extent to which the Society and Council understand and comply with the framework within which they operate.
23. During the course of my investigation it has become apparent that in some areas Council has significant work to do to demonstrate that it is effectively implementing the principles of good governance set out in the Good Governance Code. I set out particular concerns below.

### *An Inability and Unwillingness to Discuss Issues of Diversity and Inclusion*

24. During the course of my investigation I read and saw evidence that suggested to me that Council lacks the necessary mixture of skills, experience and knowledge to have self-directed *constructive* discussions around issues of diversity and inclusion. As a result of its skills gap attempts to open up discussions in these areas within Council have been met with defensiveness, hostility and anger. The June/July 2019 trustee email correspondence is an illustration of this.
25. It is instructive that EKZ's suggestion that Council consider inclusivity and diversity training with an external moderator in June 2019 was regarded with suspicion and ultimately fell by the way side.
26. It is equally instructive that Council was incapable of agreeing on and taking the necessary steps to understand and investigate concerns raised by a trustee about their treatment by colleagues in a meaningful or timely way. Horror at the suggestion that particular behaviours by trustees might amount to less favourable treatment or harassment because of a protected characteristic appears to have taken priority over the possibility that that such treatment might have taken place.
27. Similarly, outrage at a trustee wearing a sweatshirt with the word 'token' on it overtook any attempt to understand what issues the trustee concerned felt needed to be addressed.

28. Heightened sensitivity to the prospect of allegations of discrimination being made inhibited rational discussion and clear and considered decision making in the interests of the Society.
29. It is the responsibility of *all* trustees to lead the organisation. Schisms within Council and the operation of cliques, point to an abdication of that responsibility. This, rather than historic social media posts, appears to pose the greatest risk to the organisation's future and wellbeing.
30. Senior staff members have to be confident that Council will lead the organisation and are equipped and willing to take difficult decisions in the interests of the organisation when necessary.

*Relationships Between Trustees and Senior Staff Members.*

31. I have referred to the disruption in work and relationships caused by this investigation. It is essential that pro-active measures are taken to re-build trust and to re-make relationships.
32. I understand that a further investigation on matters concerning systemic or institutional issues is expected to follow this report

[REDACTED]

[REDACTED]

so I will not comment more extensively. However, in the final section of my report I set out some recommendations which have regard to the legal and regulatory framework the organisation operates within.

## Recommendations

That the Council of the Vegan Society:

- Provides generic role descriptions for Board Members and further role descriptions for specific roles and functions.
- Reviews its induction and initial training of trustees to ensure that they are up to date, comprehensive and appropriate.
- Reviews and amends its Trustee Code of Conduct so that it clearly sets out expected standards of behaviour and the consequences of inappropriate behaviour.



- Considers whether it should adopt an acceptable use social media policy for trustees. If no such policy is adopted the Code of Conduct should specify any expectations in relation to trustee use of social media.
- Adopts and maintains a strategy for Council renewal that will meet the Society's changing needs. The strategy should cover maximum terms of office and succession planning for key positions.
- Commits sufficient time and resource to re-building and developing positive working relationships between trustees and between Council and SMT.
- Acts quickly and positively to deal with relationship strains or breakdowns using external facilitation or mediation where appropriate and maintains a resource list which is updated from time to time and can be called upon when needed.
- Considers using formal recruitment procedures for Council leadership roles, making appointments based on merit which is objectively measured against agreed skills audits and requirements identified in the role description.
- Sets aside time to reflect on the performance and functioning of the Board, identifying and addressing any areas for improvement.
- Supports members in their training and development to include periodically reviewing the performance and development needs of each member.
- Has in place appropriate policies and procedures for whistleblowing including safeguards to protect individuals who whistle-blow.
- Adopts a written complaints procedure for dealing with complaints against trustees. That procedure should specify how complaints against the Chair and Vice Chair will be addressed and identify what support will be provided to the subjects of any complaint.
- Reminds its members that they owe a duty of confidentiality to each other and to the Society and that breach of that duty for example by disclosing information about the conduct of Society or Council business to third parties will be regarded as a breach of the Trustee Code of Conduct.
- Prepares and adopts an equality and diversity statement and policy for Trustees and collects equality monitoring information in relation to expressions of interest in trustee roles, applications and outcomes and periodically reviews that data.
- Shares a copy of this report with the Charity Commission.

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