

**THE COMPANIES ACTS 1985 AND 1989 COMPANY LIMITED BY  
GUARANTEE AND NOT HAVING A SHARE CAPITAL**

**MEMORANDUM OF ASSOCIATION OF  
THE EXMOOR PONY SOCIETY LIMITED**

1. The Company's name is The Exmoor Pony Society Limited (and in this document it is called "the Charity)
2. The Charity's registered office is to be situated in England and Wales.
3. The Charity's objects ("the Objects") are to promote Registered Exmoor Ponies and to encourage and maintain the standard of ponies used for breeding.
4. In furtherance of the Objects but not otherwise the Charity may exercise the following powers:-
  - (a) to form and publish a Stud Book for the registration of Exmoor Ponies which shall be called "THE EXMOOR PONY STUD BOOK";
  - (b) to institute and encourage shows, sales, instructional courses and competitions, both new and existing for the promotion of Registered Exmoor Ponies;
  - (c) to publish and or otherwise disseminate information on all matters concerning Registered Exmoor Ponies;
  - (d) to act in an advisory capacity in reported cases of ill treatment of Registered Exmoor Ponies;
  - (e) to investigate, adjudicate or otherwise determine or settle cases of the doubtful or suspect registration of Registered Exmoor Ponies;
  - (f) to consider and promote or oppose legislation affecting the furtherance of the Objects or any of them;
  - (g) to draw, make accept endorse, discount, execute and issue promissory notes, bills, cheques and other instruments and to operate bank accounts in the name of the Charity;
  - (h) to raise funds and to invite and receive contributions: provided that in raising funds the Charity shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
  - (i) to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property;
  - (j) subject to clause 5 below to employ such staff, who shall not be directors of the Charity (hereinafter referred to as "the trustees"), as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and dependants;

(k) to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects;

(l) to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable purposes and to exchange information and advice with them;

(m) to pay out of the funds of the Charity the costs, charges and expenses of and incidental to the formation and registration of the Charity;

(n) to do all such other lawful things as are necessary for the achievement of the Objects.

5. The income and property of the Charity shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Charity and no trustee shall be appointed to any office of the Charity paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Charity: provided that nothing in this document shall prevent any payment in good faith by the Charity;

(1) of the usual professional charges for business done by any trustee who is a solicitor, accountant or other person engaged in a profession, or by any partner of his or hers, when instructed by the Charity to act in a professional capacity on its behalf; provided that at no time shall a majority of trustees benefit under this provision and that a trustee shall withdraw from any meeting at which his or her appointment or remuneration, or that of his or her partner, is under discussion;

(2) of reasonable and proper remuneration for services rendered to the Charity by any member, officer or servant of the Charity who is not a trustee;

(3) of interest on money lent by any member of the Charity or trustee at a reasonable and proper rate per annum not exceeding 2 per cent less than the published base lending rate of a clearing bank to be selected by the trustees;

(4) of fees, remuneration or other benefit in money or money's worth to any company of which a trustee may also be a member holding not more than 1/100 part of the issued capital of that company;

(5) of premiums in respect of all (but not some) ponies in a particular category to any trustees, members, officers or servants of the Charity,

(6) of prizes or premiums in respect of some (but not all) ponies in a particular category to any trustees, members, officers or servants of the Charity provided that in the event of an award of any such prizes or premiums to a trustee in respect of his or her pony that trustee shall not have been a judge in respect of the selection of his or her pony to receive such prize or premium.

(7) of reasonable and proper rent for premises demised or let by a member of the Charity or a trustee;

(8) to any trustee of reasonable out-of-pocket expenses.

6. The liability of the members is limited.

7. Every member of the Charity undertakes to contribute such amount as may be required (not exceeding £1) to the Charity's assets if it should be wound up while he or she is a member or within one year after he or she ceases to be a member, for payment of the Charity's debts and liabilities contracted before he or she ceases to be a member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.

8. If the Charity is wound up or dissolved and after all its debts and liabilities have been satisfied there remains any property it shall not be paid to or distributed among the members of the Charity, but shall be given or transferred to some other charity or charities having objects similar to the Objects which prohibits the distribution of its income and property to an extent at least as great as it imposed on the Charity by Clause 5 above, chosen by the members of the Charity at or before the time of dissolution and if that cannot be done then to some other charitable object.

**THE COMPANIES ACTS 1985 AND 1989 COMPANY LIMITED BY  
GUARANTEE AND NOT HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION OF  
THE EXMOOR PONY SOCIETY LIMITED**

**INTERPRETATION**

1. In these articles:

"the Charity" means the company intended to be regulated by these articles;

"the Act" means the Companies Act of 1985 including any statutory modification or re-enactment thereof for the time being in force;

"the Articles" means these Articles of Association of the Charity;

"clear days" in relation to the period of notice means the period excluding the day when the notice was given or deemed to be given and the day for which it is given or on which it is to take effect;

"Committee" means the Committee of Management for the time being of the Charity;

"executed" includes any mode of execution;

"the memorandum" means the Memorandum of Association of the Charity;

"office" means the Registered Office of the Charity;

"the seal" means the common seal of the Charity if it has one;

"secretary" means the secretary of the Charity or any other person appointed to perform the duties of the secretary of the Charity, including a joint, assistant or deputy secretary;

"the trustees" means the members of the Committee being the directors of the Charity for the purposes of the Act (and "trustee" has a corresponding meaning);

"the United Kingdom" means Great Britain and Northern Ireland and words importing the masculine gender only shall include the feminine gender.

Subject as aforesaid, words or expressions contained in these Articles shall, unless the context requires otherwise, bear the same meaning as in the Act.

**MEMBERS**

2.1 The subscribers to the memorandum and such other persons as are admitted to membership by the Committee in accordance with these Articles shall be members of the Charity. Any person who is committed to the objects of the Charity shall be eligible for membership.

2.2 Any eligible person who pays to the Charity the subscription referred to in Article 3 shall, subject to completing an application in the form required by Article 2.3, be a member for that year.

2.3 Applications for membership shall be in writing in such form as may be required by the Committee but must include an undertaking to be bound by the Memorandum and Articles of Association of the Company. The Committee shall have the right for good and sufficient reason, and subject to a two thirds majority of the Committee, to terminate the membership of any member provided that the member concerned shall have a right to be heard before any final decision is made.

2.4 Members of the Charity shall be:-

- (a) Full Members, or
- (b) Life Members, or
- (c) Family Members, or
- (d) Associate Members, or
- (e) Junior Members, or
- (f) Honorary Life Members

Associate Membership shall be granted to such persons and for such periods as the Committee may from time to time determine. Associate Members shall not be eligible to become a trustee of the Charity nor to vote at any General Meeting of the Charity nor receive any premiums that may be awarded.

Honorary Life Members may be elected by the Members in General Meeting upon the recommendation of the Committee.

Junior Members shall include all Members under the age of 18 years on the 1st January in the relevant year and shall not be eligible to become a Trustee of the Charity nor to vote at any General Meeting of the Charity.

## SUBSCRIPTIONS

3.1 The rights, privileges and rates of subscription payable by the Members of the Charity shall be as determined by the Committee provided that such rates of subscription so determined shall not be effective unless and until confirmed by the Members in General Meeting.

3.2 The Life Membership subscription or the first annual subscription shall be due on or before acceptance of membership of the Charity and shall be for the then current year of membership. Thereafter all annual subscriptions payable by a member shall be due on or before 1st January.

3.3 Honorary Life Members shall not be required to pay any subscriptions.

3.4 The membership of any member who has not paid his annual subscription after having been given one month's notice in writing by the Secretary shall automatically lapse.

## GENERAL MEETINGS

4. The Charity shall hold an annual general meeting each year in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Charity and that of the next; provided that so long as the Charity holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of incorporation or in the following year. The annual general meeting shall be held at such times and places in Great Britain as the Committee shall appoint. Without creating an obligation on the part of the Committee it is the intention that the annual general meeting shall be held on the first Wednesday in May of each year or the nearest practicable date thereto. All general meetings other than annual general meetings shall be called extraordinary general meetings.

5. General meetings may be called by the Secretary on the requisition, in writing, of the President, the Chairman of the Committee, the Committee or any ten members of the Charity eligible to vote at general meetings.

#### NOTICES OF GENERAL MEETINGS

6. An annual general meeting and an extraordinary general meeting shall be called by at least twenty-one clear days' notice but a general meeting may be called by shorter notice if so agreed:

(1) in the case of an annual general meeting, by all the members entitled to attend and vote; and

(2) in the case of any other meeting by a majority in number of members having a right to attend and vote, being a majority together holding not less than 95 per cent of the total voting rights at the meeting of all the members.

7. The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of

(a) an annual general meeting, shall specify the meeting as such and include the draft accounts of the Charity.

(b) an extraordinary general meeting, shall include the names of the member or members requisitioning the meeting. At such a meeting only business notified in the notice may be discussed.

The notice shall be given to all the members and to the trustees and auditors.

8. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

#### PROCEEDINGS AT GENERAL MEETINGS

9. No business shall be transacted at any meeting unless a quorum is present. Twenty five members entitled to vote upon the business to be transacted, each being a member or a duly authorised representative of a member organisation or one twentieth of the total number of such persons for the time being, whichever is the greater, including five trustees, shall constitute a quorum.

10. If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting, if convened on the requisition of members, as per Article 5, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such time and place that the trustees may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.

11. The President of the Society shall preside as chairman at every General Meeting of the Charity, but if there be no such President, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, then the President-Elect shall preside, but if he shall not be present or being present shall decline to take the chair then the members present shall choose some member of the Committee, or if no such member is present, or if the members of the Committee present decline to take the chair they shall choose some member of the Charity who shall be present to preside.

12. The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.

13. A resolution put to the vote at a general meeting shall be decided on a show of hands unless before, or on the declaration of the result of the show of hands a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded:

(1) by the chairman; or

(2) by at least five members having the right to vote at the meeting.

(3) by a member or members representing not less than one-tenth of the total voting rights of all members having the right to vote at the meeting.

14. Unless a poll is duly demanded a declaration by the chairman that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against the resolution.

15. The demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the chairman. The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made.

16. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman shall be entitled to a casting vote in addition to any other vote he may have.

17. A poll shall be taken as the chairman directs and he may appoint scrutineers (who need not be members) and fix a time and place for declaring the results of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.

18. A poll demanded on the election of a chairman or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the chairman directs not being more than thirty days after a poll is demanded. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

19. No notice need be given of a poll not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.

#### VOTES OF MEMBERS

20. Subject to Article 16, every member shall have one vote (save that in the case of Family Members, any but only one, member included in any single Family Membership, shall have the right to vote) except for Associate Members and Junior Members.

21. No member shall be entitled to vote at any general meeting unless all moneys then payable by him to the Charity have been paid.
22. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
23. Any organisation which is a member of the Charity may by resolution of its Council or other governing body authorise such a person as it thinks fit to act as its representative at any meeting of the Charity, and the person so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual member of the Charity.
24. A vote given or a poll demanded by the duly authorised representative of a member organisation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless the determination was received by the Charity at the office before commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

#### PRESIDENT & PRESIDENT ELECT

25. At the Annual General Meeting in each year the Charity shall appoint two members of the Charity (whether or not already being members of the Committee) to be President and President-Elect from the conclusion of that meeting until the conclusion of the next following Annual General Meeting. If any President so elected shall die or otherwise vacate office before expiration of his or her term of office the President-Elect shall automatically become President for the remainder of such term. Associate Members and Junior Members shall not be eligible to become President or President-Elect.
26. A retiring President shall not be eligible either for re-election or for election as President-Elect for two years after his or her term of office.
27. The President shall not be a member of the Committee during his/her term of office.
28. The President and President-Elect shall be entitled to delegate the function of presiding as chairman of any general meeting to the Chairman of the Committee or to any other member of the Committee. Such delegation shall be exercised in writing.
29. No person shall be appointed to the office of President or President-Elect unless not less than three nor more than thirty five clear days before the date appointed for the annual general meeting notice has been given to the Charity of the intention to propose that person for appointment together with a notice executed by that person of his willingness to be appointed.

#### COMMITTEE

30. The number of trustees shall not be less than three but shall not be more than nineteen.
31. The first trustees shall be those persons named in the statement delivered pursuant to section 10 (2) of the Act, who shall be deemed to have been appointed under the Articles. Future trustees shall be appointed as provided in the Articles.



## POWERS OF COMMITTEE

32. Subject to the provisions of the Act, the Memorandum and the Articles and to any directions given by special resolution made in General Meeting, the business of the Charity shall be managed by the Committee who may exercise all the powers of the Charity. No alterations of the Memorandum or the Articles and no such direction shall invalidate any prior act of the trustees which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this article shall not be limited by any special power given to the trustees by the Articles and a meeting of trustees at which a quorum is present may execute all the powers exercisable by the trustees.

33 In addition to all the powers hereby expressly conferred upon them and without detracting from the generality of their powers under the Articles the Trustees shall have the following powers, namely;

(1) to expend the funds of the Charity in such a manner as they shall consider most beneficial for the achievement of the objects and to invest in the name of the Charity such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the objects of the Charity;

(2) to enter into contracts on behalf of the Charity.

## APPOINTMENT AND RETIREMENT OF TRUSTEES

34. At the first Annual General Meeting and at every subsequent Annual General Meeting one-quarter of the trustees who are subject to retirement by rotation or, if their number is not four or a multiple of four, the number nearest to one quarter shall retire from office.

35. No person other than a Member of the Charity shall be appointed or re-appointed as a trustee, save that Associate Members and Junior Members may not be appointed.

36. Appointment of trustees shall be by way of secret postal vote as follows:-

(1) not less than thirty-five clear days before the date appointed for the Annual General Meeting, nominations executed by two members qualified to vote at the meeting (the proposer and the seconder respectively) must be given to the Secretary of the Charity of the intention to propose a person for appointment stating the particulars which would, if he/she were so appointed, be required to be included in the Charity's Register of trustees together with a notice executed by that person of his willingness to be appointed.

(2) no written canvassing shall be permitted.

(3) nomination forms shall be posted following request to the Secretary and evidence of posting shall be proof of delivery.

(4) the proposer shall have responsibility for ensuring that the nomination is given to the Secretary not less than the period of thirty-five days referred to in (1) above.

(5) ballot papers listing all validly nominated candidates shall be posted to all paid up members at their addresses set out in the register of members not less than twenty one clear days before the date appointed for the Annual General Meeting and for this purpose evidence of posting shall be treated as proof of delivery.

(6) completed ballot papers shall be returned to the scrutineer appointed by the Committee in a sealed envelope marked "Election of Committee" to reach the scrutineer not less than seven days before the date appointed for the Annual General Meeting and it is the responsibility of members to ensure delivery.

(7) only correctly completed ballot papers shall be valid and no other form of vote will be accepted.

(8) the validity of any ballot paper shall be determined by the scrutineer.

(9) (a) the result of the ballot shall be announced at the Annual General Meeting and in the event that the President elected at the Annual General Meeting shall have been elected to the Committee then he/she shall stand down from the Committee during his/her term of office of President.

(b) In the event of a tie in the number of votes cast for two or more nominated committee members, then there shall be a secret ballot conducted of those members present at the Annual General Meeting. The result of such secret ballot shall determine which of the nominated member(s) are duly elected to the committee

(10) The member or members not elected to the Committee with the next highest number of votes shall be elected to the Committee to fill any vacancy so caused, or casual vacancy to serve one, two or three years.

37. No person may be appointed as a trustee:-

(1) unless he has attained the age of 18 years; or

(2) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 41.

38. Subject as aforesaid, the Committee may by ordinary resolution appoint a person who is willing to act as a trustee to fill a vacancy. A trustee so appointed shall hold office only until the next following annual general meeting and shall not be taken into account in determining the trustees who are due to retire at the meeting. If not reappointed as such annual general meeting, he or she shall vacate office at the conclusion thereof.

39. The Committee shall have power to co-opt up to three additional trustees provided that the appointment does not cause the number of trustees to exceed the number fixed by or in accordance with the Articles as the maximum number of trustees. Such trustees shall hold office only till the next following Annual General Meeting and shall not thereafter be eligible for further co-option for a period of twelve months.

40. Subject as aforesaid, a trustee who retires at an Annual General Meeting is not eligible for re-election for one year.

#### DISQUALIFICATION AND REMOVAL OF TRUSTEES

41. A trustee shall cease to hold office if he:-

(1) ceases to be a trustee by virtue of any provision in the Act or is disqualified from acting as a trustee by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision); or

## COMMUNICATIONS

- (2) becomes incapable by reason of mental disorder, illness or injury of managing his own affairs; or
- (3) resigns his office by notice to the Charity (but only if at least three trustees will remain in office when the notice of resignation is to take effect).
- (4) is absent without permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated.

## TRUSTEE'S EXPENSES

42. The Trustees may be paid all reasonable expenses properly incurred in connection with the discharge of their duties and previously authorised by the Committee, but shall otherwise be paid no remuneration.

## TRUSTEE'S APPOINTMENTS

43. Except to the extent permitted by clause 5 in the Memorandum no trustee shall take or hold any interest in property belonging to the Charity or receive remuneration or be interested otherwise than as a trustee in any other contract to which the Charity is a party.

## PROCEEDINGS OF TRUSTEES

44. Subject to the provisions of the Articles, the trustees may regulate their proceedings as they think fit. The Chairman of the Committee may, and the Secretary at the request of not less than four Trustees shall, call a meeting of the Committee. It shall not be necessary to give notice of a meeting to a Trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority of votes. In the case of equality of votes the chairman of the meeting shall have a second or casting vote.

45. The quorum for the transaction of business of the Committee shall not be less than six trustees.

46. The Committee may act notwithstanding any vacancies in their number but, if the number of trustees is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a General Meeting.

47. The Committee may appoint one of their number to be the Chairman and Vice-Chairman of their meetings and may at any time remove either from their office. Unless he is unwilling to do so the trustee appointed as Chairman shall preside at every meeting of the Committee at which he is present, but if there is no trustee holding that office, or the trustee holding that office is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Vice-Chairman shall preside or if he is unwilling to preside or is not present within five minutes after the time appointed for the meeting the trustees present may appoint one of their number to be chairman of the meeting.

48. The Committee may appoint, determine the duration of office or dissolve, one or more sub-committees consisting of three or more trustees for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the Committee would be more conveniently undertaken or carried out by a sub-committee; provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Committee.

49. The Chairman of the Committee or in his absence the Vice-Chairman shall ex-officio be a member of all sub-committees appointed by the Committee.

50 (a). The Committee shall be empowered to appoint Area Representatives from members of the Charity. The area representatives shall be entitled to attend meetings of the Committee and to speak on matters particular to the area they represent. They shall be entitled to receive the minutes of the Committee, they shall not, however, be entitled to vote at any Committee Meetings. They must withdraw from any meeting of the Committee at the request of the chairman of the meeting at the time, unless they are also elected or co-opted members of the Committee.

(b) The Committee shall be empowered to endow the title of Honorary Vice-President to a member of the Charity who during their lifetime has given freely of their time and services to the Exmoor Pony Society. This life-time award will be given in recognition of a member's significant contribution to the aims and objectives of the Society. A maximum of five Charity members may hold this title at any one time.

51. All acts done by a meeting of the Committee, or of a sub-committee of the trustees, shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a trustee and had been entitled to vote.

52. A resolution in writing, signed by all the trustees entitled to receive notice of a meeting of the Committee or a sub-committee of trustees, shall be as valid and effective as if it had been passed at a meeting of trustees or (as the case may be) a committee of trustees duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the trustees.

53. Any bank account in which any part of the assets of the Charity is deposited shall be operated by the trustees and shall indicate the name of the Charity. All cheques and orders for the payment of money from such an account shall be signed by the Treasurer and one trustee.

54. All Committee minutes shall be available for inspection by any member of the Charity eligible to vote at General Meetings of the Charity. The Committee shall determine the time and conditions of such inspection.

#### SECRETARY

55. Subject to the provisions of the Act, the Secretary shall be appointed by the Committee for such term, at such remuneration (if not a trustee) and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

56. The Committee may from time to time by resolution appoint an assistant or deputy secretary and any person so appointed may act in place of the Secretary if there is no Secretary or no Secretary capable of acting.

57. It shall be the duty of the Secretary to keep proper minutes of the proceedings of all meetings of the Charity and the Committee and of all business transacted at such meetings, and any such minutes of any meeting if purporting to be signed by the chairman of such meeting or by the chairman of the succeeding meeting shall be sufficient evidence without any further proof of the facts therein stated.

58. It shall be the duty of the Secretary to ensure that all returns and accounts that may be required by the Charities Acts and by the Companies Acts are completed and delivered by the correct dates.

#### TREASURER

59. The Committee shall appoint a Treasurer of the Charity for such remuneration (if not a trustee) and upon such conditions as they may think fit and any Treasurer so appointed may be removed by them. The Committee may from time to time by resolution appoint an assistant or deputy treasurer and any person so appointed may act in place of the Treasurer if there is no Treasurer or no Treasurer capable of so acting.

60. The Treasurer shall keep accurate account of the finances of the Charity and shall produce all the necessary documents to the Auditors of the Charity, as and when required. Such books shall be kept as are necessary to ensure that the Company complies with the Companies Acts. The Treasurer shall be directly responsible both to the Secretary and to the Chairman of the Committee.

#### MINUTES

61. The trustees shall keep minutes in books kept for the purpose;

(1) of all appointments of officers made by the trustees; and

(2) of all proceedings at meetings of the Charity and of the Committee and of sub-committees of trustees including the names of the trustees present at each such meeting.

#### ACCOUNTS

62. The Committee shall cause proper books of account to be kept with respect to:-

(1) all sums of money received and expended by the Charity and the matters in respect of which such receipts and expenditure take place; and

(2) the assets and liabilities of the Charity.

Proper books shall not be deemed kept if there are not kept such books of account as are necessary to give a true and fair value of the state of the affairs of the Charity and to explain its transactions.

63. The books of account shall be kept at the office, or at such other place or places as the Committee shall think fit, and shall always be open to the inspection of members of the Committee.

64. The Charity in general meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the accounts and books of the Company, or any of them, and subject to such conditions and regulations the accounts and books of the Charity shall be open to the inspection of members at all reasonable times during business hours.

65. At the Annual General Meeting in every year the Committee shall lay before the Charity a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since incorporation of the Charity) made up to date not more than six months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Committee and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than

twenty-one clear days before the date of the meeting be sent to all persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be read before the meeting as required by the Act.

#### AUDIT

66. Once at least in every year the accounts of the Charity shall be examined and the correctness of the income and expenditure account and the balance sheet ascertained by one or more properly qualified Auditor or Auditors.

67. Auditors shall be appointed and their duties regulated in accordance with Sections 384 to 392 of the Act.

#### ANNUAL REPORT

68. The Trustees shall comply with their statutory obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

#### ANNUAL RETURN

69. The Trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

#### NOTICES

70. Any notice to be given to or by any person pursuant to the Articles shall be in writing except that a notice calling a meeting of the trustees need not be in writing.

71. The Charity may give notice to a member either personally or by sending it by post in a prepaid envelope addressed to the member at his registered address or by leaving it at that address. A member whose address is not within the United Kingdom and who gives to the company an address within the United Kingdom at which notices may be given to him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the Charity.

72. A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

73. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.

#### INDEMNITY

74. Subject to the provisions of the Act every trustee or other officer or auditor of the Charity shall be indemnified out of the assets of the Charity against any liability incurred by him or her in that capacity in defending proceedings, whether civil or criminal, in which judgment is given in favour or in which he or she is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity.

75. All communications, whether written or verbal, between members and officers of the Charity, relating to the business of the Charity or membership thereof, or to any entry in the Exmoor Pony Stud Book, shall be privileged, and shall not be made the subject of any action or any claim for damages against the Charity, or its officers or against any member making such communication.

## **Affiliation Rules of the Exmoor Pony Society**

### **For Associate or Subsidiary Organisations (not including shows)**

#### Affiliated Organisations shall:

1. submit a written application to The Exmoor Pony Society (hereinafter referred to as EPS). The Application shall include the Objectives & Rules of the Organisation, which must show the promotion of Exmoor Ponies as the Organisation's prime Objective. The Application shall also include a copy of the Organisation's Annual Return, as submitted to the Charity Commission and/or Companies House. The decision whether or not to grant Affiliated Status to any Organisation shall be made by the Committee of EPS, and shall be at their absolute discretion.
2. agree to abide by the Memorandum, Articles & Rules of EPS
3. annually furnish EPS with a copy of its Annual Report, as submitted to the Charity Commission and/or Companies House
4. take every opportunity to acknowledge and promote EPS, and not publicly criticise or seek to undermine the objectives, rules and practices of EPS
5. submit a copy of all material to be published to EPS, in print or electronically, in advance of publication
6. not knowingly approach any organisation currently funding the EPS or considering a funding application from the EPS without previously notifying EPS, nor undertake fundraising which could financially harm EPS.
7. not use EPS's Registered Charity Number, and take care not to give the impression that the Organisation represents EPS, or is part of it other than by Affiliation

#### Where an Affiliated Organisation is abiding by these Rules:

EPS undertakes to:

- acknowledge the Organisation in its literature, promotional material etc., and, if a reciprocal arrangement is in place, provide a link to the Organisation's website
- where appropriate notify the affiliated organizations when making approaches for funding.
- where appropriate, partner the Organisation in promotional events
- in the case of Daughter Societies, provide Registration facilities, should they so wish

EPS will not take any responsibility for any financial liabilities incurred by any Affiliated Organisation.

EPS reserves the right to remove Affiliated Status from any Organisation that, in the opinion of the Committee of EPS, is seen to bring EPS into disrepute or fails to maintain adherence to the affiliation rules of the EPS.



## RULES OF THE EXMOOR PONY SOCIETY

### GENERAL

1. Additions, repeals or alterations to any Society Rules shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting. A resolution for the alteration of the Rules must be received by the Secretary of the Society at least forty two days before the meeting at which the resolution is to be brought forward. At least twenty one days notice of such meeting must be given by the Secretary to the membership and must include notice of the alteration proposed.
2. The interpretation of any Rules of the Society decided by the Committee shall be final.
3. Any proposition put to vote at a Committee Meeting, or any proposition that in effect negates that proposition may not, between the time of one Annual General Meeting and the next, be voted upon again at the immediately following Committee Meeting, unless fresh information is introduced.
4. The financial year of the Society shall end on the 31st December each year.
5. All correspondence addressed to the Chairman, on account of his office, and copies or precis of his/her replies shall become the property of the Society and shall be handed, in good order, to the succeeding Chairman at the termination of office of any Chairman.

### BREED STANDARD

6. That the definition of an Exmoor Pony be according to the Breed Standard as follows:
  1. Height: The preferred Height Range is - Stallions & Geldings 11.3hh (119.4cm) to 12.3hh (129.5) at maturity. - Mares 11.2hh (116.8cm) to 12.2hh (127 cm) at maturity.
  2. General Definite "pony" character; hard & strong; Vigorous alert and symmetrical in appearance; Mealy muzzle; prominent hooded toad eye.
  3. Head & Neck: Ears short, thick & pointed; clean cut face; wide forehead, eyes large, wide apart and prominent with well defined fleshy hood and pale colouration outlining the eyes (Toad Eyes); wide nostrils; mealy muzzle; clean throat; good length of rein.
  4. Shoulders: Clean, fine at top, well laid back.
  5. Chest: Deep & wide between & behind forelegs; Ribs long, deep, well sprung & wide apart.
  6. Back: Level; broad & level across loins; tail neatly set in.
  7. Legs: Clean & short, with neat uniformly dark hoof walls; forelegs straight, well apart & squarely set; hind legs well apart, nearly perpendicular from hock to fetlock with point of hock in line with pelvis bone; wide curve from flank to hock joint; legs free in motion with no tendency to sweep or turn.

8. Action: Straight & smooth, without exaggerated action.
9. Coat: Summer - close, hard & bright.  
Winter - a double-layered dense coat with an under insulating layer of fine, springy hair and an outer water-proofing layer of hard, greasy hair.
10. Colour: Bay, brown or dun, with black points; mealy colour on muzzle, round eyes & inside flanks; no white markings anywhere.
11. Quality: Alert expression and general poise indicating balance and symmetry of movement; flat clean bone.

## **INSPECTORS**

7. (a) Any two members of the Committee or members of the Exmoor Judges' and/or Inspectors' Panel may nominate, in writing, a person for appointment to the panel of inspectors; the Committee to decide the requisite qualification of each candidate. Such nominations may be made to the Secretary at any time but the final appointment shall be made as in 7 (b).  
  
(b) The Committee shall, from time to time, appoint Society inspectors following assessment and completion of an appropriate training period. In an emergency the Secretary shall have power to appoint not more than one person to act temporarily as an inspector. In such an emergency the Secretary shall have authority to act as an Inspector.  
  
(c) It is the duty of inspectors to inspect the ponies that require inspection before they can be certified for entry into the main section of the Exmoor Pony Stud Book and to sign the prescribed form of certificate if and when they are satisfied that the pony conforms to the Society Rules and is of sufficient merit to warrant registration.

## **PONY REGISTRATION**

8. (a) Any pony whose sire and dam are already registered in the main section of the Exmoor Pony Society stud book is eligible for registration in the main section of the Exmoor Pony Society stud book, subject to proof of parentage as defined in the appropriate EU legislation. Parentage verification by DNA is mandatory for all foals.  
  
(1) Those that meet the required standard when inspected by Exmoor Pony Society Inspectors shall be registered in Section 1 of the main section of the Exmoor Pony Society Stud Book.  
(2) Those that do not meet the required standard when inspected by Exmoor Pony Society inspectors shall be registered in Section X of the main section of the Exmoor Pony Society Stud Book.  
(3) (i) Any pony not presented for inspection can only be registered in Section X of the main section of the Exmoor Pony Society stud book subject to proof of parentage as in (a) above.  
  
(ii) In exceptional circumstances as decided by the Committee, the Secretary could register a pony into Section I or Section X as appropriate on receipt of paperwork whereby a vet had microchipped, completed a Society question form and silhouette, photographs of the pony had been submitted and parentage had been verified by DNA.

(b) No pony shall be registered until the owner has paid the society any due registration fee as may be appropriate.

(c) No pony shall be registered unless the sire and dam have already been registered in the main section of the Exmoor Pony Stud Book

(d) Only foals sired by a licensed stallion will be eligible for registration in Section 1 of the main section of the Exmoor Pony Society Stud Book, subject to the provisions of Rule 11.

(e) No pony shall be registered in Section 1 of the main section of the Stud Book that is deemed to be suffering from hereditary unsoundness or such unsoundness as should, in the opinion of the Society Inspectors, disqualify it from such registration. The owner may call in a qualified, practising Veterinary Surgeon, registered by the RCVS, who has regularly attended horses over the preceding five years, whose decision shall be final. If the Veterinary Surgeon's opinion is given against the owner, the owner will be liable for the Veterinary Surgeon's fee. The Society will be liable otherwise.

(f) Every inspection shall be made on the authority of the Secretary and every Inspection certificate shall be signed by two Inspectors of the Society and the owner or agent of the pony, only one of such inspectors shall be a temporary inspector authorised under Rule 7 (b).

(g) The reason for not registering any pony in Section 1 of the main section of the Exmoor Pony Society Stud Book shall be recorded on the inspection form along with the breeding of the pony.

(h) Any pony not registered in Section 1 of the main section of the Exmoor Pony Society Stud Book at first inspection because it did not meet the required standard will be eligible for re-inspection at a later date and after a period of not less than 6 months.

(i) Ponies will be registered in the main section of the stud book with the Society herd number belonging to the breeder and the individual number within the herd. The member deemed to be the breeder shall either be the owner of the mare at the time of foaling or the person or organisation leasing or borrowing the mare at the time of foaling provided that the written permission of the owner of the dam has been received in the Society office prior to the inspection.

(j) If, in exceptional circumstances, a pony is not notified for inspection as per the procedures laid down by DEFRA for registration within 6 months of birth or by 31<sup>st</sup> December in the year of birth, whichever is the later, a later inspection may be requested. The owner of the pony shall apply in writing to the secretary explaining the exceptional circumstances. If approved by a majority decision of the EPS committee, the pony can be inspected provided that all the following conditions are fulfilled:

(1) the parentage of the pony is established prior to the inspection by DNA typing the pony, its sire and its dam

(2) the cost of such identification of parentage to be paid fully by the person requesting the late inspection

(3) the inspectors are satisfied that the pony can be safely handled for the purpose of inspection and branding, where applicable.

A pony failing this inspection will be eligible for a single re-inspection.

(k) With the exception of foal transfers undertaken at the time of registration and before the passport is issued, notification of sale and the payment of any applicable transfer fee will be the responsibility of the owner listed on the database.

## **IDENTIFICATION OF PONIES**

9. (a) All ponies to be registered must be permanently identified, by micro-chipping. The microchip will be checked at the time of inspection and the number recorded on the inspection certificate.

(b) Ponies that are identified by microchips at the time of registration may be branded at the discretion of the breeder and owner, and in accordance with Rule 10, provided that due weight is given to the welfare of such ponies.

(c) The correct implantation of the chip shall be carried out by a qualified, practising Veterinary Surgeon registered by the RCVS. The readability of such chip at any time shall be the responsibility of the owner or agent. At the time of micro-chipping, a silhouette document will be completed and a hair sample will be taken by the Veterinary Surgeon and subsequently stored or used at the discretion of the Society. In the event of a microchip being unreadable then the pony may be re-chipped by a qualified practising Veterinary Surgeon, registered by the RCVS. At the time of re-chipping, the Veterinary Surgeon must take a second hair sample unless visual identification can be made. It will be the responsibility of the owner to pay the cost of DNA analysis of both samples to confirm identity. Provided the two samples match, the new microchip number will be entered on the database. If the identity of the pony cannot be confirmed then it and its further offspring cannot be entered in the main section of the stud book.

(d) Any person instructed by the Society has the right, at any reasonable time or place, to check the microchip number by scanning of any pony purporting to be a registered Exmoor Pony.

(e) A microchip number is not the registration number of any pony but all microchip numbers of registered ponies will be recorded by the Society, published in the Stud Book and included in the passport.

## **BRANDING**

Branding is optional. If used, it shall be as follows:

10. (a) No pony shall be branded without the permission of the breeder and owner or agent as defined in 8 (i).

(b) Registered ponies that are to be branded in accordance with the 'DEFRA Code of Practice for the hot branding of semi-feral registered Exmoor ponies', shall be hot branded by a Society approved Inspector and with an iron authorised by the Committee.

(c) The pony will be branded on the near hind quarter with a unique visual mark of a maximum of four characters to identify the herd and the individual pony within the herd.

(d) It is the responsibility of the owner or agent to ensure that the correct brand is used.

## STALLION INSPECTIONS

11. (a) Only colts registered in Section 1 of the main section of the Exmoor Pony Society Stud Book are eligible to be put forward for an Exmoor Pony Society Stallion licence.
  - (b) In order to receive an Exmoor Pony Society Stallion Licence an entire colt shall be inspected at a minimum of two years of age to be approved for such licence by two members who are on both the Judges and Inspectors panels, authorised so to do, by the Secretary. In exceptional circumstances, the Secretary can appoint a judge to act as a second inspector.
  - (c) Such entire colts intended for breeding shall be examined by a qualified, practising Veterinary Surgeon, registered by the RCVS, who has regularly attended horses over the preceding five years, and be certified in accordance with the Society's Stallion Licence conditions.
  - (d) In order to receive an Exmoor pony stallion licence, a colt must have passed its veterinary inspection, be DNA parentage verified to registered Section 1 parents and have passed the Society's own inspection.
  - (e) No pony is eligible for registration in Section 1 of the main section of the Exmoor Pony Stud Book sired by a colt that has not previously been approved and certified as in "b" to "d" above excepting that:
    - (1) a foal sired by a colt three years old or under, that has not been rejected as in "b" to "d" above, shall be eligible for registration provided that:
      - (a) the colt has passed his veterinary inspection and been DNA parentage verified prior to the registration of any such foal and
      - (b) the foal has had its parentage verified by DNA testing.
    - (2) should the sire have been gelded it shall be approved and certified as "a" and "b" above except for its ability to procreate. The full cost of inspecting a gelding shall be borne by the owner or person requesting the inspection.
  - (f) The owner of a colt deemed not to be up to the required standard for licensing at the first Stallion Inspection shall have the right to offer the colt for a single re-inspection not less than 6 months and not more than eighteen months from its first stallion inspection. The full cost of such re-inspection shall be borne by the owner.
  - (g) No colt shall be licensed that is deemed to be suffering from hereditary unsoundness or such unsoundness as should, in the opinion of the Society's inspectors, disqualify it from registration. The owner may call in a qualified, practising Veterinary Surgeon, registered by the RCVS, who has regularly attended horses over the preceding five years, whose decision shall be final. If the Veterinary Surgeon's opinion is given against the owner, the owner will be liable for the Veterinary Surgeon's fee. The society will be liable otherwise. If, in the opinion of the Veterinary Surgeon, the pony is free from hereditary unsoundness the owner may represent the colt for inspection at any time.
  - (h) Owners of colts requiring inspection shall give the Secretary, in writing, not less than 42 days' notice before they wish to present any colt for inspection.

## **JUDGES**

- 12 (a) The committee shall, from time to time, appoint Society Judges.
- (b) Any two members of the Committee and/or Judges' Panel may nominate, in writing, a person for appointment to the panel of Judges, the Committee to decide the requisite qualification of each candidate. Such nomination may be made to the Secretary at any time but the final appointment shall be made as in 12(a) following assessment and completion of an appropriate training period.

## **SHOW RULES**

- 13 (a) Only ponies registered in Section 1 of the Exmoor Pony Society Stud Book may be shown at Exmoor Pony Society shows, affiliated shows or any show governed by the Society's show rules and thus be eligible for Society premiums or awards. In addition, colts over 3 years must be in possession of an Exmoor Pony Society Stallion Licence to be shown at such shows.
- (b) All Exmoor ponies exhibited in in-hand classes shall be shown in "natural" condition. The following treatments are prohibited:
- Trimming of any area of coat, mane, forelock, ears, whiskers and jaw line, under-belly, tail or feathers.  
Clipping  
Plaiting  
Application of make-up or artificial colouring  
Attachment of any false hair pieces
- The following treatments are permitted:  
Washing and brushing  
Application of Hoof Oil
- (c) Exmoor Ponies exhibited in ridden and/or driving classes shall be shown as in "a" above except that, apart from the legs, they may have been clipped. Any pony that has been clipped cannot be entered in in-hand classes until the clipped areas have fully re-grown.
- (d) Exmoor Ponies exhibited in driving classes shall be shown according to "a" and "b" above except that trimming of tails is permitted. Any pony that has had its tail trimmed cannot be entered in in-hand or ridden classes until the tail is fully re-grown.
- (e) All ponies exhibited in "riding" and "performance" classes shall be four years old or over.
- (f) Colts and stallions, 2 years old and over, must be shown in a suitable bit.
- (g) A member shall not knowingly exhibit a pony bred, previously or currently owned, leased or produced by the judge, his/her immediate family or his/her employer.



