

CONSTITUTION OF SCOTTISH SPORTS HORSE ASSOCIATION

BACKGROUND

Scottish Sports Association is the successor organisation to Scottish Dutch Warmblood Association which was formed in 1990 to enhance and assist in the production, grading and promotion of "Dutch" stock within Scotland through affiliation to the KWPN (Royal Dutch Studbook of the Netherlands). Subsequently the Association has developed its interests to embrace the breeding etc. of horses and ponies from Studbooks other than the KWPN to produce the Scottish warmblood and affiliation to the KWPN has ceased.

1. NAME:

The Association shall be known as Scottish Sports Horse Association (the "Association").

2. OBJECTS:

The main objects of the Association shall be

- (1) The promotion, breeding and grading of Sports Horses and Ponies and the holding of at least one grading day per year.
- (2) To compile, keep, maintain, edit, issue and publish a stud book to be known as the Scottish Sports Horse Stud Book.

3. MEMBERSHIP:

Membership of the Association

- (1) Shall be open to all persons having an interest in the breeding or otherwise furthering the interests of Sport horses and ponies whether resident in Scotland or elsewhere.
- (2) Every person wishing to participate in the grading or specified other activities of the Association shall be required to become a member of the Association.
- (3) Any person who wishes to become a member of the Association shall complete a written application in a form approved by the Committee declaring his or her wish to become a member of the Association and his or her agreement to adhere to the rules of the Association and to be bound by the decisions of the Committee and such sub-Committees as may be formed by the Committee from time to time and shall return such form to the Secretary. Such application shall specify whether the applicant wishes to become an annual member or a life member of the Association and shall in each case be accompanied by or payment of the current annual subscription or current life subscription.

Election of Members

- (4) Each application for membership shall be considered by the Committee who shall accept or refuse same in their absolute discretion as they shall think fit and the Committee shall not be obliged to give reasons for their decision. The result of such consideration shall be conveyed to the applicant by the Secretary and the name of each successful applicant shall be entered in the register of members as an annual member or life member.

4. MANAGEMENT

The management of the Association shall be entrusted to a Committee consisting of

- i. Chairman
 - ii. Vice-Chairman
 - iii. Treasurer
 - iv. Secretary
- (the "Officers")

Duties of the Officers

The Chairman shall

- (a) Take the chair at all meetings of the Association and of the Committee.
- (b) Regulate procedure at all meetings of the Association and of the Committee
- (c) Prepare together with the Secretary the Agenda for all meetings of the Association and the Committee
- (d) Prepare together with the Secretary the Annual Report for submission to the Annual General Meeting.

The Vice-Chairman shall

Perform the duties of the Chairman in his/her absence.

The Secretary shall

- (a) Be responsible for the taking of Minutes of all Association and Committee meetings.
- (b) Prepare together with the Chairman the Agenda for all Association and Committee meetings.
- (c) Prepare together with the Chairman the Annual Report for submission to the Annual General Meeting.
- (d) Maintain the register of members.
- (e) Be responsible for the proper notice to members of all meetings in accordance with the Constitution.
- (f) Maintain the records of the Association.

The Treasurer shall

- (a) Keep proper books and accounts of transactions and affairs of the Association.
- (b) Present an account of his/her intromissions annually to a General Meeting or Annual General Meeting of the Association.

5. COMMITTEE

- (a) The Committee ("the "Committee") shall consist of the four Officers from time to time of the Association and eight elected members. The Committee shall have the power to co-opt additional members from time to time as may be considered necessary who shall be eligible for election to the Committee at the first Annual General Meeting following thereafter.
- (b) The Committee shall meet at such times as it determines.
- (c) At meetings of the Committee 50% plus one of the members of the Committee shall constitute a quorum, and such a meeting shall be deemed to be duly convened.
- (d) No member of the Committee shall acquire any interest in property belonging to the Association or receive remuneration or be interested (otherwise than as a member of the Committee) in any contract entered into by the Committee.
- (e) At least 6 weeks prior to the date fixed for the Annual General Meeting a notice inviting nominations for the Committee shall be dispatched by the Secretary to the members. Three weeks after the date of dispatch of the notice convening the Annual General Meeting the Secretary shall send to members entitled to vote, a ballot paper containing the names of candidates for election. Ballot papers must be completed and returned to the scrutineer appointed by the Committee. No member may vote for more candidates than the number of vacancies and no member may cast more than one vote for one name. Any ballot paper which has not been correctly completed and returned to the scrutineer by the fixed date shall be rejected.
- (f) In the event that no ballot papers are returned and there being vacancies in the Committee, the Chairman may invite nominations from the floor at the Annual General Meeting, but not otherwise.

Determination of Membership of Committee and Casual vacancies

- i. A member of the Committee shall cease to sit on the Committee if:-
- ii. He/she is removed from the Committee by the Committee members in a duly convened meeting
- iii. He/she is absent without permission of the Committee for four consecutive duly convened meetings without apology and the Committee resolves that his/her office be vacated.
- iv. He/she notifies the Committee of a wish to resign (but only if at least three members of the Committee will remain in office when the notice of resignation shall have taken effect).

6. ELECTIONS AND TERMS OF OFFICE

- (i) The Officers and Committee shall be elected at the Annual General Meeting.
- (ii) The Officers shall hold office from the date of election for a period of one year from the date of Election or until the date of the next Annual General Meeting
- (iii) The Officers shall be eligible for re-election

7. POWERS OF OFFICERS IN COMMITTEE

- (a) The administration of the Association's affairs shall be carried out by the Committee in accordance with the wishes of the members and the aims of the Association, but should any matters arise between meetings of the Committee which require immediate attention, the Chairman and the Vice Chairman, either together or separately, shall have delegated power to act on behalf of the Committee, such action to be reported to the Committee at its next meeting.
- (b) The Committee shall have the power to act on behalf of the Association in all matters, and without prejudice to the foregoing generality shall have specific power to disburse the funds of the Association in the furtherance of the Association's objects.

8. ANNUAL REPORTS AND ACCOUNTS

- i. The Committee shall cause accounting records to be kept and preserved and annual reports and annual returns to be made and delivered to the Office of the Scottish Charities Regulator in accordance with the provisions of the Charities and Trustee Investment (Scotland) Act 2005 or any statutory modification or successor thereto.
- ii. An annual report and such statement of accounts, balance sheets and other accounts shall be prepared from time to time and presented to each Annual General Meeting of the Association.

9. AUDITORS

The Association's Auditor shall be elected annually at the Annual General Meeting.

10 ANNUAL GENERAL MEETING

- i. a General Meeting of Members shall be held at least once in each calendar year for the purpose of:-
 1. The election of Officers
 2. The election or ratification of appointments of Committee Members
 3. Receiving an Annual Report from the Chairman
 4. Receiving a Statement of Accounts from the Treasurer
 5. Transacting any other business of the Association
- ii. It shall be the duty of the Secretary to decide upon the date and place of the Annual General Meeting and to send all members of the Association fourteen days notice of the date and time and place upon which the Annual General Meeting is to be held.

- iii. In the event of the Secretary failing to call an Annual General Meeting within fourteen calendar months of the last General Meeting it shall be open to any member of the Association to call an Annual General Meeting by giving fourteen days notice to the Officers and Committee members and to such other members of the Association of whom the names and addresses are known to him/her of the proposed date, place and time for the said Annual General Meeting.
- iv. Notice and particulars of any motions to be proposed at any AGM will be lodged with the Secretary at least one calendar month before the date of the AGM.

11. SPECIAL GENERAL MEETING

1. Special General Meetings are all meetings of the Association other than an Annual General Meeting.
2. A Special General Meeting can be:-
 - a. Convened at the request of the Committee
 - b. Convened upon the written request of 109% of the current membership of the Association.
3. An application by the Committee or by 10% of the current membership for a Special General Meeting shall be made in writing to the Secretary and such request shall state in writing the matters which it is sought to raise at the Special General Meeting.
4. It shall be the duty of the Secretary upon such written request to convene a Special General Meeting and to give all members of the Association fourteen days notice of the date time and place of such Special General Meeting together with notice of the matters to be raised at such General Meeting.

12. QUORUM AT MEETINGS OF THE ASSOCIATION

At Meetings of the Association the Committee quorum (50% plus one of the members of the Committee) plus other members of the Association who turn up shall constitute a quorum.

13. VOTING AT EACH GENERAL MEETING (BEING A SPECIAL GENERAL MEETING OR AN ANNUAL GENERAL MEETING)

1. Each member shall have one vote.
2. At each Committee meeting each Officer and each Committee member shall have one vote.
3. Voting by proxy will not be allowed.

14. MINUTES OF MEETINGS

Minutes of all meetings shall be circulated to all Committee members and, upon application, to any member of the Association.

15. ALTERATION OF RULES

These rules and regulations may only be altered at a General Meeting of Members. Any member wishing an alteration to these rules shall write to the Secretary specifying the proposed alteration.

16. DISSOLUTION OF THE ASSOCIATION

In the event of the dissolution of the Association, the funds shall be distributed to a charity of the members' choice having similar objects to the objects of the company.

As approved by the Special Meeting of the Association held on Thursday, 28th May 2009.