



**CONSTITUTION**

**OF**

**THE**

**WELSH PONY AND COB SOCIETY,**

**AFRICA**

**JULY 4, 2015**

Amended November 2, 2015

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**INTERPRETATION:**

In this Constitution,

(i) The following shall have the meanings assigned to them

- ‘address’ means a postal address, or for the purposes of electronic communication, a fax number, an e-mail address or a telephone number for receiving text messages, in each case registered with the Society;
- ‘Act’ means the Namibian Livestock Improvement Act (Act 25 of 1977) as amended from time to time, and includes the regulations;
- ‘Association’ means the Namibian Stud Breeders’ Association
- ‘Birth’ means the birth of a Welsh Purebred or Part-bred foal;
- ‘Breeder’ means a member of the Society who is the owner or lessee of –
  - the dam at the date of birth of a Welsh Pony, Cob or Part-bred
  - the recipient dam at date of birth of a Welsh Pony, Cob or Part-bred as a result of an inoovulation or insemination;
- ‘Buyer’ means the person or persons to whom ownership/joint ownership of a Welsh Pony, Cob or Part-bred is transferred by the seller of such animal;
- ‘Constitution’ means the Constitution of the Society, inclusive of the Bye-Laws;
- ‘Council’ means the Council of the Society established in terms of clause 13;
- ‘Document’ means, unless otherwise specified, any document sent or supplied in electronic form;
- ‘Department’ means the Department or Departments responsible for the administration of the Act;
- ‘Embryo’ means a fertilized ovum of a Welsh Pony, Cob or Part-bred;
- ‘Genealogical Register’ means a record of animals in the Society written in the register or supplementary register and where the particulars of all Welsh Ponies, Cobs and Part-breds are entered;
- ‘Inspector/s’ means (a) person/s appointed by Council in terms of the constitution
- ‘Member in good standing’ means a member whose subscription fees, dues and levies are up to date and who is not subject to any disciplinary action by Council;
- ‘Member in default’ means a member whose subscription fees, dues and levies have been outstanding for no less than 60 days, or who is subject to disciplinary action by Council;
- ‘Minister’ means the Minister of Agriculture, Water and Rural Development;
- ‘Owner’ means a person who
  - according to the records of the Association, has the Welsh Pony, Cob of Part-bred concerned, registered in his name;
  - submits proof to the satisfaction of Council that the animal concerned is eligible to be registered or recorded into his name;
  - is entitled in accordance with the regulation of the recognised Stud Book Society in the country of origin of the animal to be so regarded;
- ‘Part-bred’ means a pony or horse containing at least 25% of pure Welsh Pony or Cob (Sections A, B, C or D) blood;
- ‘President’ means the President of the Society;
- ‘Recording’ means the process of inscribing Part-breds into the Part-bred Section of the Stud Book;
- ‘Regional Administrator’ means the member who is elected by the Region to administer the affairs of the Region with or without the assistance of a Regional Committee;
- ‘Regional Councillor’ means a Council Member who is elected to represent their respective Regions on Council;
- ‘Regions’ means the areas designated as such by members at a General Meeting of Members, it being acknowledged at on registration of the Society the only Region designated is that of the Western Cape Province of South Africa;

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- 'Registering' means the procedure by which the Association inscribes Welsh Ponies and Cobs in the Stud Book, or by which a prefix or herd designation mark is placed on the records of the Association;
- 'Registrar' means the officer designated as Registrar for Animal Improvement in terms of the Act;
- 'Secretary' means the person appointed to administer the office of the Society;
- 'Seller' means the person or persons being the owner/joint owner/s of a Welsh Pony, Cob or Part-bred according to the records of the Association, or in the case of an imported animal, the owner in the country of origin, who disposes of such animal;
- 'Society' means the Welsh Pony and Cob Society, Africa;
- 'Territories' means Namibia, South Africa, Zimbabwe, Botswana, Swaziland, Lesotho, and any such other countries as the Council may from time to time determine and approved by the Association;
- 'Welsh Breeds' means the Welsh Mountain Pony, the Welsh Pony, the Welsh Pony (Cob Type), the Welsh Cob, the Welsh Pony (Harness Type) and their Part-breds
- 'Welsh Ponies' means Welsh Ponies and Cobs as described in the Breed Standards (Sections A, B, C and D) and which shall resemble the phenotype and characteristics laid down in the Breed Standards as closely as possible.

(ii) Words importing one gender shall include all genders, and the singular includes the plural and *vice versa*.

(iii) All Words, abbreviations and phrases in this Constitution, not defined above, shall, unless a contrary meaning clearly appears in the context, have the same meaning assigned thereto in the Act.

(iv) If and to the extent that any provisions of this Constitution are in contravention to any provisions of the Act, such provision shall, to the extent of such contravention, be *pro non scripto*.

## CONSTITUTION

### 1. NAME OF THE SOCIETY:

1.1. The name of the Society is THE WELSH PONY AND COB SOCIETY, AFRICA

### 2. OBJECTIVES: The Primary Objects of the Society are:-

- 2.1. To preserve the bloodlines of the Purebred Welsh Breeds;
- 2.2. To encourage the breeding and improvement of the Welsh Breeds;
- 2.3. To advance public education in the various arts and sciences connected with the use and management of the Welsh Breeds;
- 2.4. To provide or assist in the provision for the public benefit, of facilities for recreation or other leisure time occupation, through the use of horses and ponies, but confined to facilities provided in the interests of social welfare;
- 2.5. To prevent cruelty to and promote the welfare of horses and ponies.

### 3. ANCILLARY OBJECTIVES: as ancillary to the Objects set out in clause 2

- 3.1. To promote and facilitate the acquisition and distribution of information about the Welsh Breeds;
- 3.2. To compile and maintain an accurate record of the pedigrees of the Welsh Breeds duly registered or recorded through the Society by the Association;
- 3.3. To encourage the registration of the Purebred Welsh Breeds or the recording of their Part-bred counterparts;
- 3.4. To organise and operate a panel of Judges and endeavour to conduct a Junior Judges Learner Scheme with a view to training judges and of recommending approved judges to organisers of shows and to hold Judges Conferences to promote uniformity of judging;
- 3.5. To maintain a panel of Inspectors to examine animals of the Welsh Breeds in regard to the eligibility for entry in the Welsh Stud Books and subject to the regulations laid down by the Council from time to time;
- 3.6. To organise and support competitions, trials, events, tests, shows or exhibitions of horses and ponies of the Welsh Breeds in particular and to raise funds whether out of capital or income for or towards the expenses thereof; to arrange classes and to give or augment prizes and awards of merit at shows approved by the Council and to appoint or recommend the appointment of Judges and Officials thereat and to collect, verify and publish information relating to shows, sales and other activities connected with horses and ponies;
- 3.7. To promote and conduct training classes, discussion groups, lectures, demonstrations and veterinary classes for breeders of the Welsh Breeds and of the public interested in the breeding and management of horses and ponies in general;
- 3.8. To supervise the importation of animals of the Welsh Breeds and to accept or reject their inclusion in the Welsh Stud Books as the Council may in its entire discretion decide;
- 3.9. To issue such publications, audio-visual material, articles and advertisements and generally to take such other steps to secure publicity for and extend the interest in and the popularity and usefulness of the Welsh Breeds as may from time to time be deemed necessary or desirable by the Council;
- 3.10. To investigate cases of doubtful or false pedigrees and also cases of conduct derogatory to or prejudicial to the interests of the Society and to take such action thereon as the Council may decide;
- 3.11. To undertake mediation or arbitration upon and settlement of disputes and questions relating to or connected with the Welsh Breeds and the breeding or ownership thereof or to nominate an umpire for such purpose or purposes;
- 3.12. To provide or hire or otherwise acquire offices, rooms and other facilities for the conduct of business or for meetings of the Society and to take such action thereon as the Council may decide;
- 3.13. To receive subscriptions, gifts, legacies or bequests and other payments made for any specific purpose or for the general purpose of the Society with power to appoint trustees or a

- trust corporation to act either alone or in conjunction with the Society and to hold and administer any such subscriptions, gifts, legacies or bequests and the investments or other property from time to time representing the same and to pay the proper fees of such trustees or such trust corporation in connection therewith;
- 3.14. To borrow from time to time any moneys required for the purpose of the Society upon such security and at such interest as may be determined by the Council;
  - 3.15. To sell, let mortgage or dispose of or turn to account all or any of the property or assets of the Society as may be thought expedient by the Council with a view to the promotion of the Primary Objects;
  - 3.16. To invest moneys of the Society not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being imposed or required by law and subject also as hereinafter provided;
  - 3.17. To raise funds, but in doing so, the Society must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations;
  - 3.18. To set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves set by the Council;
  - 3.19. To employ and remunerate such staff as are necessary for carrying out the work of the Society;
  - 3.20. To do all such things as are incidental or conducive to the attainment of the Primary Object of the Society
  - 3.21. To encourage or promote the sale of Welsh Breeds;
4. **POWERS OF THE SOCIETY:** Subject to the terms of the constitution, the Society shall have the power:
- 4.1. to carry out such functions and perform such duties as are or may be imposed upon it by virtue of its incorporation in terms of the Act and its membership of the Association; and,
  - 4.2. generally to do all such acts as a body corporate may by law perform and which the Society may deem necessary for the attainment of its Objectives
5. **MEMBERSHIP:**
- 5.1. **BREEDERS:** Persons who are 18 years and over, who are directly or indirectly engaged in the breeding of the Welsh Breeds, have a Prefix registered with the Association and are resident in the Territories shall be eligible for Breeders membership. For the purposes of this sub-clause a partnership or body corporate shall be deemed to be a person and eligible for Breeder membership of the Society;
  - 5.2. **OWNERS:** Persons who are 18 years and over, who are directly or indirectly engaged in the owning, training or showing of the Welsh Breeds and are resident in the Territories shall be eligible for Owners membership. For the purposes of this sub-clause a partnership or body corporate shall be deemed to be a person and eligible for Owners membership of the Society.
  - 5.3. **JUNIORS:** Persons who are under the age of 18 years may become Junior members subject to their parents or guardians counter-signing the application and accepting full responsibility for the financial and other commitments towards the Society on behalf of such Junior Members.
  - 5.4. **ASSOCIATES:** Persons over 18 years of age, partnerships where all members are over 18 years of age and corporations who are not owners of the Welsh Breeds, shall be eligible for Associates membership.
  - 5.5. **LIFE:** Any Breeder member in his personal capacity may, with the approval of Council, become a life member and pay such membership fee as Council may decide. In the case of partnerships, each individual members shall pay such membership fee.
  - 5.6. **HONORARY LIFE:** Council may recommend that a Breeder member be elected an Honorary Life Member in recognition of special services to the Society. The decision shall rest with the members at an Annual General Meeting.

- 5.7. **SPECIAL HONORARY LIFE:** Persons who are not actively concerned with the breeding of Welsh Breeds may be elected by members at an Annual General Meeting as Special Honorary Life Members on such conditions as may be laid down by Council.
6. **MEMBERSHIP RIGHTS AND PRIVILEGES:** Save for executors of deceased estates, trustees of insolvent estates and liquidators of companies or closed corporation, the rights and privileges of every member of the Society shall be personal to himself and shall not be transferable or transmissible either by his own act or by operation of law. They shall include the following rights:
  - 6.1. **ALL MEMBERS:**
    - 6.1.1. To receive all reports and publications that are produced by the Society for distribution to Members;
    - 6.1.2. To attend all general meetings of the Society, with only those members having the right to vote shown below;
    - 6.1.3. To have access to their records in the office of the Society during declared business hours
  - 6.2. **BREEDERS:**
    - 6.2.1. To have Welsh Ponies and Cobs registered and Part-breds recorded in accordance with the constitution and to transfer them;
    - 6.2.2. To stand for election as a Breeder member on Council;
    - 6.2.3. To vote on any resolution and to elect Breeder Members on Council, at the Annual General Meeting;
    - 6.2.4. To receive the services of appointed officers of the Society and participate in all benefits provided by the Society;
  - 6.3. **OWNERS:**
    - 6.3.1. To own and have Welsh Breeds transferred;
    - 6.3.2. To stand for election as an Owner member on Council;
    - 6.3.3. To vote on any Owners resolution and to elect Owner Members on Council, at the Annual General Meeting;
    - 6.3.4. To receive the services of appointed officers of the Society and participate in all benefits provided by the Society;
7. **APPLICATION FOR MEMBERSHIP:**
  - 7.1. A person applying for membership must do so one month before the Annual General Meeting to qualify to attend, and where appropriate, to vote at such meeting. The application on the prescribed form must be made in writing to the Secretary and must be accompanied by the subscription fee
  - 7.2. Council may admit any applicant to Membership of the Society either unconditionally or on such conditions as Council may determine, or they may refuse, without giving any reasons.
  - 7.3. An applicant, to whom admission to membership has been refused, shall be entitled to a refund of any fees forwarded with his application.
8. **REGISTER OF MEMBERS**
  - 8.1. The Society shall keep a register of all members stating the date of their admission to membership, their physical and postal addresses, e-mail address and mobile telephone number, the amounts received from them with the date of payment, and arrears, if any, which may be due;
  - 8.2. Each member shall communicate in writing to the Secretary any change of his physical address, postal address, e-mail address and mobile telephone number;
  - 8.3. The Society may give any notice to a Member either
    - 8.3.1. by giving it in electronic form to the member's e-mail address, or
    - 8.3.2. by placing the notice on a website and providing the member with a notification in electronic form of the presence of the notice on the website. The notification must state that it concerns a notice of a Society meeting and must specify the place, date and time of the meeting;

- 8.4. A member who does not register a current e-mail address and/or mobile telephone number with the Society, shall not be entitled to receive any notice from the Society;
- 8.5. Notice by electronic form shall be deemed to be given twenty-four hours after it was sent.

**9. TERMINATION OF MEMBERSHIP**

- 9.1. Membership is terminated if:
  - 9.2. The Member dies or, if an organisation, ceases to exist;
  - 9.3. the Member resigns by written notice to the Society;
  - 9.4. any sum due from the Member to the Society is not paid in full within two months of it falling due, unless arrangements have been made in writing with the Secretary as contained in Clause 10.5 hereof;
  - 9.5. the Member is removed from membership by resolution of the Council that it is in the best interests of the Society that his or its membership is terminated. A resolution to remove a Member from membership may only be passed if:
    - 9.5.1. the Member has been given at least twenty-one days' notice in writing of the meeting of the Council at which the resolution will be proposed and the reasons why it is to be proposed;
    - 9.5.2. the Member, or at the option of the Member, the Member's representative who needs to be a Member of the Society, has been allowed to make representations to the meeting;
- 9.6. Notwithstanding the foregoing, if it is established to the satisfaction of the Council upon receipt of a certified memorandum of conviction that a Member has been convicted before a court of law of any offence of cruelty towards an Animal, then that Member shall be expelled or suspended from membership of the Society forthwith or reprimanded or cautioned and Council need not adopt the procedure set out in Clause 9.5.

**10. SUBSCRIPTIONS/ LEVIES/ FEES:**

- 10.1. All subscriptions, fees, levies and other dues and commissions payable to the Society shall from time to time be determined by Council and ratified by majority vote at the ensuing Annual General Meeting;
- 10.2. The annual subscription shall become due and payable on the 1<sup>st</sup> July and shall be deemed to be in arrear if unpaid by 31<sup>st</sup> August of the same year and the member will then be considered to be in default;
- 10.3. All services will only be rendered on a pre-payment basis and then only to members who are in good standing;
- 10.4. Only members in good standing are entitled to exercise their membership rights including but not limited to attending and voting at General Meetings of the Society, participating at shows under Welsh Rules, birth notifying, registering/recording of Welsh Ponies and Cobs;
- 10.5. Where a member has made financial arrangements with the Secretary for his indebtedness to be liquidated by payment of instalments, such member shall be considered to be in good standing as so long as his undertaking to pay the instalments agreed has been complied with. Should any instalment not be paid, that member will be considered to be in default;
- 10.6. Any amount due by a person who has ceased to be a member of the Society shall remain his liability until paid. In addition he will be liable for any legal costs incurred if and when his account is handed over for collection;

**11. GENERAL MEETINGS:**

- 11.1. An annual general meeting must be held in each year together with the National Championships as decided by members at the previous annual general meeting. Should the resolution of members from the previous annual general meeting not be practical, or the holding of the National Championships is not possible, Council shall call such meeting;
- 11.2. Not less than sixty days prior to the holding of an annual general meeting, a preliminary notice of the time, date and place of the meeting shall be notified by the Secretary electronically to every member.



- 11.2.1. Any member may, no less than forty days prior to the meeting, electronically submit to the Secretary, a notice of motion for consideration by members at the annual general meeting;
- 11.2.2. A notice of time, date and place at which the annual general meeting will be held will be electronically sent to every member thirty days prior to the meeting, together with the agenda for the meeting;
- 11.2.3. No resolution may be taken at the annual general meeting unless notice thereof is given on the agenda which appears with the notice of the meeting sent to members;
- 11.2.4. At every annual general meeting, Council shall submit its annual report together with duly audited financial statements;
- 11.3. A Special General Meeting of the Society, the electronic notice specifying the time, date and place for such meeting;
  - 11.3.1. may be called at any time by Council;
  - 11.3.2. shall be called by Council within thirty days of a written application submitted to the Secretary with the notice of motion signed by not less than twenty members of the Society;
- 11.4. Any general meeting may be postponed by majority vote of the members present;
- 11.5. The President or in his absence, the Vice-President, shall preside over every general meeting of the Society. Whenever both the President and the Vice-President are absent from the meeting, the members present may elect any other member to preside over the meeting, and any person so elected shall, in relation to that meeting, have all the power and duties of the President. The person presiding over the meeting shall enforce observance of the Constitution and bye-laws of the Society and sign the minutes of the previous meeting after confirmation.
- 11.6. Any business matter laid before any meeting, unless otherwise provided, must be settled by the majority vote of the members present. In the event of an equality of votes, the person presiding at the meeting shall have a casting vote in addition to his deliberative vote;
- 11.7. Only members in good standing shall have the right to vote in person at any general meeting of the Society. There shall not be any proxy votes allowed.
- 11.8. Voting at all meetings shall be by a show of hands, unless a majority of members require that voting be by ballot, in which event voting shall be by ballot;
- 11.9. Twenty members personally present at the commencement of any general meeting shall form a quorum;
  - 11.9.1. If at any meeting a quorum is not present, the meeting shall stand adjourned to a date (not less than twenty one nor more than thirty days) and place determined by the members present in person, and at such adjourned meeting the members then present shall form a quorum;
  - 11.9.2. Provided that any meeting at which the President or Vice-President is present shall, if there is no quorum, stand adjourned for half an hour. The members then present in person shall form a quorum for the disposal of such business (other than any amendment to the constitution) as the presiding member may declare to be of an urgent nature, and such adjournment for half an hour shall be without prejudice to the rights of the meeting, after dealing with such business, to adjourn to a time, date and place as herein provided;
  - 11.9.3. When a meeting has been thus adjourned, an electronic notice shall be sent to all members within fourteen days after the adjournment in which shall be stated the time, date and place to which the meeting has been adjourned and the reason for the adjournment.
- 11.10. Minutes of meeting:
  - 11.10.1. A copy of the minutes of all general meetings shall be supplied to each member of the Society electronically within sixty days of the meeting as well as being published on the website of the Society;

11.10.2. The minutes of all meetings approved at a subsequent general meeting and signed by the President or the person who may chair the subsequent meeting shall be proof thereof that all the proceedings were conducted properly and that all election, appointment and resolutions adopted at the meeting are valid and binding;

11.11. Regional General Meetings: The provisions of Clause 11 shall *mutatis mutandis* apply in respect of general meetings of the Region and the Regional Committee is responsible for conducting the affairs of the Region in line with the provisions of Clause 11 changed where appropriate in respect of the definition of the office bearers.

**12. FINANCIAL PROVISIONS:**

12.1. The financial year of the Society shall be from 1<sup>st</sup> July to 30<sup>th</sup> June;

12.2. All assets of the Society vest in Council;

12.3. The income and assets of the Society from whatever source, including profits and gains, shall be applied by Council solely for the furthering of the objectives of the Society, and no portion thereof shall be used, directly or indirectly as a dividend or bonus or in any way transferred to any person who at any time was or is a Member of the Society, on condition that nothing contained herein can prevent payment in good faith to any employee or other person for services rendered to the Society

12.4. Council is responsible for ensuring that a proper record of the Society's financial affairs are kept and that these are audited annually by a qualified auditor;

12.5. Council shall ensure that one of more banking accounts are operated in which monies received shall be deposited;

12.6. Council may approve procedures for the payment from these accounts by electronic means, provided that adequate controls are exercised;

12.7. Council shall submit annually to the members at an annual general meeting, audited accounts comprising a balance sheet and an income and expenditure account for the preceding calendar year;

12.8. Interim un-audited financial reports shall be presented at each Council Meeting for approval;

12.9. It is the responsibility of the Secretary to administer the financial affairs of the Society;

**13. ESTABLISHMENT OF COUNCIL:**

13.1. The affairs of the Society shall be controlled and administered by Council consisting of

13.1.1. Four members elected by the Breeders members of the Society, two to retire by rotation annually;

13.1.2. Two members elected by Owner members of the Society, one to retire by rotation annually

13.1.3. One member from each Region able to prove at least fifty members (Breeders and Owners) sixty days before the annual general meeting and elected at the Regional annual general meeting;

13.1.4. Council shall meet at the conclusion of the annual general meeting every year to elect a President and Vice-President from within their ranks, both of whom are to be Breeder members

13.1.5. Nominations for filling the vacant posts on Council shall be done in writing and delivered to the Secretary at least forty days prior to the holding of the annual general meeting of the Society;

13.1.6. Election of members to fill the vacant posts will take place by ballot by members personally present at the meeting. No proxy votes will be allowed.

13.1.7. Members standing for election are to be personally present at the annual general meeting, unless medically unfit to travel, absent overseas or away on the business of his employer, in which event documentary evidence to the satisfaction of Council is to be submitted timeously;

13.1.8. Council members serve a two year term of office except the first term in which event Council members will draw lots as to who is to retire at the succeeding annual general meeting. This provision is to ensure continuity of service on Council;

- 13.1.9. Members retiring by rotation shall be eligible for re-election;
- 13.1.10. Council members who do not attend two consecutive Council meetings without good cause will forfeit their office;
- 13.1.11. Should a Council member who was elected at the National Annual general meeting die, resign or cease to be a member of the Society, Council may appoint another member to fill the vacancy for the period that the departing Council member would have served;
- 13.1.12. Should a Regional Council member die, resign or cease to be a member of the Society, Council shall request the Regional Committee to nominate a member from that Region for Council to fill the vacancy for the unexpired portion of the term of office of the departing Regional Council member. Should there be no Regional Committee or the Regional Committee fails to nominate a member for the vacancy, Council may appoint a member from that Region to fill the vacancy for the unexpired portion of the term of office of the departing Regional Council member;
- 13.1.13. Provided that at all times the posts of President and Vice-President are filled by elected and not appointed members of Council;

#### **14. POWERS AND DUTIES OF COUNCIL:**

Council shall, subject to the terms of the Constitution, and subject further to the directions of the general meetings of the Society as given from time to time, have power to do all such things as it may deem necessary or advisable in the interests of the Society and for the advancement and attainment of the Society's objectives without cause or prejudice and in particular have the power:

- 14.1. to convene general or Council meetings of the Society either in compliance with a special request thereto made in accordance with the provision of the Constitution, or otherwise if it is deemed necessary;
- 14.2. to appoint, remove or suspend such attorneys, or other legal representatives, agents, auditors, officials or other employees for or from permanent, temporary or special services as it may deem fit; to determine their powers and duties; and from time to time fix their remuneration and conditions of service; and to require security to its satisfaction for the due performance of their functions, if in any case it so seems expedient. All appointments made by Council in terms of this clause shall be subject to annual review;
- 14.3. to institute, conduct, defend, compound or abandon any legal proceedings by or against the Society or against any of its office-bearers, officials or other employees in connection with the affairs of the Society; and to compound or allow, or ask for time for payment or satisfaction of any debts to, or any claim or demand by or against the Society;
- 14.4. to take out and maintain any insurance policies which may be deemed necessary in the interest of the Society;
- 14.5. to appoint inspectors to inspect Welsh Breeds wherever necessary and to do all the work for which members of the Society may need their services and to give instruction and power to such inspectors with reference to their duties to ensure that the purpose of the Society is carried out, also to discharge such inspectors;
- 14.6. to give instructions to the inspectors of the Society to investigate cases where no proper records are kept or where there may be doubt in connection with the identity of an animal or animals and to take steps in the interests of the Society where deemed necessary;
- 14.7. to co-opt without voting rights the services of any member of the Society and to appoint sub-committees on such conditions and to give such power to such sub-committees as is necessary from time to time. The President and Vice-President are *ex officio* members of all such sub-committees;
- 14.8. to draw up such rules and conditions in connection with the qualifications and appointment of judges of Welsh Breeds, as may be regarded necessary, with the understanding that no person who is appointed to judge Welsh Breeds will be appointed before he satisfies all such rules and conditions. Further, to re-assess the panel of judges from time to time and to remove from it such names as warrant removal;

- 14.9. to grant leave of absence to any member of Council, official or employee of the Society for any period or on any such conditions as may be determined;
- 14.10. to impose or to enforce such sanction which may be laid down from time to time, on members of the Society for the infringement or violation of the Constitution, or rules and regulations of the Society;
- 14.11. from time to time, subject to the confirmation by members at a general meeting, to adjust or revise subscriptions, fees or dues and to prescribe such additional fees or dues as it may deem necessary;
- 14.12. to open and operate bank accounts on behalf of the Society electronically provided adequate precautions are introduced to ensure compliance with sound governance principles;
- 14.13. to purchase, hire, take on lease or acquire for the purpose of the Society, buildings, land, goods, chattels, and effects; to sell, mortgage property belonging to the Society, and to apply the consideration arising there from in such manner as it may consider to the best advantage of the Society;
- 14.14. in any dispute as to the interpretation of the Constitution or the Bye-laws of the Society, the decision of Council shall be final and binding on all parties to the dispute
- 14.15. to invest, or in any other manner deal with any monies not immediately required for the purpose of the Society, upon such securities and on such terms as it may deem fit, and from time to time change or realize any such investments: Provided that funds available for investment may only be invested with registered financial institutions as defined by Acts of Parliament;
- 14.16. to pay all costs and charges in connection with the administration and management of the affairs of the Society;
- 14.17. to collect and receive subscriptions, fees, levies, donations and other dues and funds and to devote same to the objectives of the Society;
- 14.18. to organise and promote the sale of Welsh Breeds either by public auction or private treaty and for such purposes to appoint auctioneers and agents;
- 14.19. to appoint one or more members of officials with power and authority to sign and receive documents, papers and process, and to act, sue and be sued on behalf of the Society;
- 14.20. to approve or reject applications for membership at its own discretion;
- 14.21. to frame, alter and rescind rules and regulations in connection with the management of the affairs, and the execution of the objectives of the Society or to change or to repeal them;
- 14.22. to recommend changes or modifications to any annexure, fixed to the Constitution, as may be necessary from time to time, to members at an annual general meeting;
- 14.23. on the security of the property of the Society, borrow money for the Society;
- 14.24. to cancel the membership of any person in accordance with the constitution;
- 14.25. to refuse to accept records of birth notification, registration and/or recording and to refuse to provide other administrative services for members, if their accounts are in arrears;
- 14.26. to take such steps as it may deem necessary to ensure a high standard of discipline amongst members of the Society in their behaviour to each other, officials of the Society and members of the public, to protect Welsh Breeds and generally to deal with unbecoming conduct towards persons and animals;
- 14.27. generally to do all such things as are necessary for the welfare of the Society and to the conduct of its affairs, provided always that any action taken, or instructions given shall not be contradictory to the terms of the Constitution;
- 14.28. where this Constitution is silent on a specific matter and this is not dealt with by the Act, Council may take such decisions in the circumstances which in its opinion are appropriate, provided that this decision is submitted to the next general meeting of members for approval or otherwise;
- 14.29. no Council member may act unilaterally on any matter without a resolution from Council unless Council deems this action to be of benefit to the Society;

- 14.30. no member may accept nomination to council unless he has signed an undertaking to comply with the provisions of the annexure 'becoming a council member' forming part of this constitution and that he has a means to adequately communicate with the Secretary of the Society and other Council members electronically;
- 14.31. Council may delegate any of its powers or functions to a committee of two or more Council members but the terms of any delegation must be recorded in the minute book. The Council may impose conditions when delegating, including the conditions that:
- 14.31.1. all relevant powers are to be exercised exclusively by the committee to whom they are delegated; and
- 14.31.2. no expenditure may be incurred on behalf of the Society except in accordance with a budget previously agreed with Council;
- 14.31.3. the Council may revoke or alter the delegation;
- 14.31.4. all acts and proceedings of any committee must be fully and promptly reported to Council.
- 14.32. Council may make such rules and regulations as it considers appropriate for the establishment of any Regional Committee.

**15. MEETINGS OF COUNCIL:**

- 15.1. Council shall meet at least three times in every twelve month period, at such place and time as it may from time to time determine, or it may be decided upon by the President, or in his absence, the Vice-President;
- 15.2. a special council meeting may be called by the President, or in his absence the Vice-President;
- 15.3. not less than fourteen days prior to the holding of a Council meeting, written notice of the date, time and place of such meeting shall be electronically notified to each member of Council;
- 15.4. the notice submitted shall be accompanied by an agenda specifying the items to be considered at the meeting, together with all documentation in support of any items on the agenda;
- 15.5. if the President and Vice-President are absent from a Council meeting, the members present shall elect a Chairman to preside;
- 15.6. a meeting may be held by suitable electronic means agreed by the Council in which each councillor may communicate with all the other councillors;
- 15.7. no decision may be made by a meeting of the Council unless a quorum is present at the time the decision is purported to be made. 'Present' includes being present by suitable electronic means agreed by the Council in which all councillors are able to communicate with one another;
- 15.8. a quorum shall be fifty percent plus one of the members of Council present, provided that this number is not less than three;
- 15.9. if the number of Council members is less than the number fixed as the quorum, the continuing Council member(s) may act only for the purpose of filling vacancies or for calling a general meeting;
- 15.10. all matters submitted to a Council meeting shall be decided by the votes of those present and entitled to vote. In the event of an equality of votes, the person presiding over the meeting shall have a casting vote in addition to his deliberative vote. Each member shall have one vote and voting shall be by a show of hands or by ballot as determined by the person presiding over the meeting;
- 15.11. a resolution in writing or in electronic form agreed by a majority of Council members shall be as valid and effectual as if it had been passed at a meeting of Council duly convened and held; this resolution may comprise several documents containing the text of the resolution in like form to each of which one or more Council members had signified their agreement;
- 15.12. the minutes of the Council meeting shall be distributed to all Council members within three weeks of the meeting and approved in principle within four weeks;

15.13. Council shall advertise the holding of all Council meetings on the Society's website at least ten days before the meeting is to be held specifying the date, time and place for such meeting;

15.14. members, on notification to the Secretary, are entitled to attend the open part of the Council meeting;

15.15. the minutes of the open part of the Council meeting shall be published on the website of the Society within four weeks of the meeting having been held. These minutes shall include the names of the Council members present at the meeting, the decisions made at the meeting and, where appropriate, the reasons for the decisions.

**16. INDEMNITY:**

16.1. every office-bearer and employee of the Society shall be indemnified by the Society for all costs, losses and expenses which any such office-bearer or employee may incur or become liable for by reason of any contract into such or in any way in the discharge of his duties, save where negligence is established.

**17. THE CONSTITUTION:**

17.1. This constitution having been drawn, submitted and considered in English, the English version shall be deemed to be the authentic version.

**18. AMENDMENTS TO THE CONSTITUTION:**

18.1. Additions, amendments and changes to the constitution may only be made by a majority vote of not less than two-thirds of the members personally present at a general meeting of the Society. No proxy votes are allowed.

18.2. Notice as required in terms of the constitution shall be given to all members specifying the proposed changes and the reasons therefore.

**19. DELEGATION OF POWERS:**

19.1. Notwithstanding anything to the contrary in the Constitution, any member may under power of attorney duly executed and filed with the Secretary, authorize another person who need not be a member of the Society, to sign on his behalf any birth notification, application for recording/registration or transfer, certificate of transfer, certificate of service, returns or reports or any other document in connection with the administration of a Welsh Pony, Cob or Partbred stud;

19.2. Any such signature given by such authorised person shall be accepted by the Society as being as valid and binding as if it had been given by the member himself;

19.3. provided that nothing herein contained shall entitle such authorised person in any manner whatsoever to participate in the nomination of, or voting for, any member of Council, or voting on any matter where his principal has a vote, or to attend any meeting on his principal's behalf.

19.4. **DISPUTES:** If a dispute arises between members of the Society about the validity or propriety of anything done by the members of the Society under this Constitution or Bye-Laws, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before instigating the Society's Complaints and Disciplinary Procedures.

**20. OFFICE OF THE SOCIETY:**

20.1. the office of the Society shall be at a place as may be determined by Council from time to time.

## BYE-LAWS

### 1. STUD BOOK

1.1. The registration system of the Society shall consist of the Stud Book which shall be known as the Welsh Pony and Cob Society, Africa Stud Book, which shall be divided into the following Sections:

- 1.1.1. Section A Welsh Mountain Pony not more the 1,22m
- 1.1.2. Section B Welsh Pony of Riding Type, not more than 1,37m
- 1.1.3. Section C Welsh Pony of Cob Type, not more than 1,37m
- 1.1.4. Section D Welsh Cob, exceeding 1,37m
- 1.1.5. Section E Welsh Partbred with a minimum of 25% Purebred Welsh blood
- 1.1.6. Section F Welsh Pony of Harness Type

1.2. The Stud Book shall be maintained and operated by the Association in terms of the Act.

### 2. PREFIX:

- 2.1. No Welsh Breed shall be accepted for registration or recording unless the breeder has previously, through the Society, registered with the Association for his exclusive use, a prefix by which all Welsh Breeds bred by him and eligible for registration or recording shall be designated;
- 2.2. no prefix shall exceed eighteen characters, nor may it be inappropriate, unseemly, distasteful, insulting, etc., as so considered by Council;
- 2.3. application for the registration of such prefix shall be made to the Secretary and shall be accompanied by such fee as may be prescribed from time to time by the Council or by the Association;
- 2.4. No transfer of a prefix shall be allowed from one breeder to another, except under such conditions and to such persons as are provided for in the Bye-laws to the Constitution of the Association

### 3. IDENTIFICATION, BIRTH NOTIFICATION AND REGISTRATION/RECORDING OF WELSH BREEDS:

- 3.1. The breeder of a Welsh Breed eligible for registration or recording, shall notify the Secretary on the prescribed Birth Notification form within one hundred and eighty days of the birth of a foal, whether it is born dead or alive, and whether it is Pure or Partbred;
- 3.2. In the event of multiple births, the breeder shall, in addition to the particulars ordinarily required, also record on the birth notification form the number and sex of the other foal or foals;
- 3.3. the birth notification shall also be accompanied, in the case of a Welsh Breed imported into the Territories *in utero*, by the necessary documents endorsed by the Stud Book Society (or body recognised by the Society and the Association) in the country or origin, a service or insemination certificate (depending on whether fertilization was by natural service or AI), and confirmation that the sire conforms to the minimum performance and other requirements as may be determined by Council;
- 3.4. application for registration or recording is to be submitted within one hundred and eighty days of the birth of the foal on the prescribed form to identify the Welsh Breed by a physical description of colour, markings and whorls according to the Society's official system of identification. Tattoo markings, microchips or branding may also be used in addition to the above;
- 3.5. all Welsh Breeds submitted for birth notification, registration and/or recording shall be DNA Parentage profiled by an organisation appointed by Council;
- 3.6. the DNA Parentage profile required in terms of clause 3.5 above, shall be conclusive proof of the sire and dam of the foal;
- 3.7. no Welsh Breed may be entered into the records of the Society or the Association unless its parentage is verified by DNA profiling;

- 3.8. every foal shall be identified by the breeder within 180 days of birth and that breeders shall submit the application for Registration or Recording, as the case may be, together with the DNA parentage profiling as above;
  - 3.9. if, for any reason, Council has cause to question the bona fides or accuracy of any application for registration/recording, it shall have the right to refuse such application. Council shall further have the right to cancel any registration/recording on proof of false or incorrect information.
  - 3.10. breeders, or owners, may before the Welsh Breed is six years old, modify the identification of the animal to correct any change in colour, markings or whorls.
- 4. NAMES OF WELSH PONIES, COBS AND PARTBREDS:**
- 4.1. all Welsh Breeds submitted for birth notification and registration/ recording shall be explicitly named. Council may refuse a name which is inappropriate, unseemly, distasteful, insulting, etc, without giving a reason therefore;
  - 4.2. the name including the prefix of the breeder shall not exceed thirty characters;
  - 4.3. the name of any Welsh Breed, once accepted for registration or recording, shall not thereafter be changed or amended, except when the name reflects an obvious error, in which event it shall be permissible to amend the name only to the extent of correcting the error.
- 5. RULES GOVERNING ARTIFICIAL INSEMINATION:**
- 5.1. All Welsh Breeds which have been legally bred through AI shall be eligible for registration/ recording, provided all requirements of the Constitution have *mutatis mutandis* been complied with;
  - 5.2. semen, prior to importation is to be DNA profiled;
  - 5.3. no birth notification, registration or recording of a Welsh Breed bred through AI shall be accepted for the purpose of birth recording unless it is endorsed 'bred by AI' and a DNA parentage profile is submitted;
  - 5.4. The Society reserves the right through its officers to supervise and/or inspect the keeping of records in connection with AI;
  - 5.5. the Society reserves the right to refuse to register the progeny resulting from AI should any of the rules not be fully adhered to.
  - 5.6. the Society confirms the right of breeders, subject to the provisions of the Act, to collect, deep-freeze and store semen of their Welsh Breed stallions for use in their own studs, and progeny resulting from the use of such semen shall be eligible for registration: Provided that
    - 5.6.1. complete details of the ownership of the stallion concerned have been submitted to the Registrar;
    - 5.6.2. the official DNA profiling number of the stallion has been submitted to the Registrar;
    - 5.6.3. the collection and storage of the semen have been carried out in accordance with the requirements of the Act; and
    - 5.6.4. all requirements of the Constitution in respect of birth notifications, registrations and recordings are complied with;
  - 5.7. in the case of a transfer of a Welsh Breed stallion (other than one approved for the collection of semen in term of the Act) from which semen has been collected, frozen and stored, the application for the transfer of such a stallion must be accompanied by a certificate signed by the seller indicating the number of doses of semen stored at the date of transfer.
- 6. GESTATION AND INTERFOALING PERIODS:**
- 6.1. the gestation period recognized in respect of Welsh Breeds shall be 330 days. The minimum acceptable gestation period shall be 294 days, and the maximum period shall be 364 days. The minimum acceptable interfoaling period is 300 days
- 7. DNA PARENTAGE PROFILING**
- 7.1. In order to confirm the parentage of Welsh Breeds, the Council shall at any time have the right to insist on further DNA parentage profiling in any case of doubt;



- 7.2. the owner, or the Society as may be determined by Council, shall bear the costs of the further DNA Parentage profiling as required by this Bye-law
- 7.3. the DNA Parentage profiling shall be accepted as conclusive proof of the sire and dam of the foal

**8. SERVICE CERTIFICATES**

- 8.1. if a foal is eligible for recording or registration, and is sired by a stallion which is not owned or leased by the breeder of the foal, a service certificate, signed by the owner of the stallion at the time of service, shall be submitted to the Secretary with the birth notification of the foal, if such service certificate has not already been submitted to the Secretary;
- 8.2. if the exact date of covering is not know, the service certificate shall mention the period during which the mare and stallion ran together and further that the mare could not have been covered by any other stallion during this time.

**9. REQUIREMENTS AND APPLICATION FOR REGISTRATION AND RECORDING:**

- 9.1. application for registration or recording must be made before the sale of any pony or within six months of the date of birth of the animal, whichever is sooner
- 9.2. any animal for which the particulars supplied on the birth notification form or accompanying certificates are open to question, may, at the discretion of Council, be debarred from registration
- 9.3. Colour, markings and whorls in terms of the guidelines issued by Council from time to time, must be clearly shown on the diagram accompanying the application;
- 9.4. any animal for which an application for registration or recording is submitted, must be DNA Parentage profiled and have a recognized and valid DNA profile number. The breeder shall be responsible for the costs of the DNA Parentage profiling in terms of this Bye-law
- 9.5. only animals which are the direct progeny of parents registered on both the sire and dam's side the the Welsh Pony and Cob Studbook of Southern Africa are eligible for registration. Other animals, having a minimum or 25% Welsh blood are eligible for recording;
- 9.6. Purebred Ponies and Cobs will be registered according to the following:-  
AxA=A unless on measurement it exceeds 1,22m when it may be registered as Section B  
AxB=B  
BxB=B  
CxC=C until at 5 years of age it may be re-registered as Section D if it exceeds 1,37m  
AxC=C  
BxC=C  
CxD=C until at 5 years of age it may be re-registered as Section D if it exceeds 1,37m  
DxD=D until at 5 years of age it may be re-registered as Section C if it measures less than 1,37m

**10. SOUTHERN AFRICAN WELSH BREEDS:**

- 10.1. No application for registration of a Southern African bred Welsh Pony or Cob shall be considered unless details of its birth have been simultaneously notified, and both its parents, (or its mother in the case of an animal imported *in utero*) or a birth resulting from imported semen, have been registered by the Society and have been DNA Parentage profiled;
- 10.2. no application for recording of a Southern African bred Partbred Welsh Pony or Cob shall be considered unless details of its birth have been simultaneously notified in terms of the Bye-laws and has a minimum of 25% Welsh blood and it least one of the parents has been DNA Parentage profiled and registered or recorded by a recognised Welsh Pony and Cob Society;
- 10.3. the form of application shall be
  - 10.3.1. laid down by the Registering Authority
  - 10.3.2. be endorsed by the Society to the effect that all the requirements of the Constitution in respect of registration have been met

**11. IMPORTED WELSH BREEDS:**

- 11.1. an imported Welsh Pony or Cob, or one resulting from imported semen shall be eligible for registration provided that requirements of the Constitution have *mutatis mutandis* been complied with;
  - 11.1.1. an imported Welsh Pony or Cob shall be eligible for registration provided that application for registration is accompanied by –
    - 11.1.1.1. a certificate of registration or an export certificate issued by a Stud Book Society (or other body recognised by the Society or Association) in the country of origin;
    - 11.1.1.2. evidence to the effect that the animal concerned conforms to the accepted breed standards as specified in the Constitution or the Society
  - 11.1.2. Southern African Stud Book registration Certificates shall be issued in the respect of the imported animals.

**12. INSPECTORS:**

- 12.1. Inspectors, appointed by the Council and acting on the written instructions of Council, may at any time without previous notice, carry out a general inspection of any member's Welsh Stud, or individual ponies. They shall submit a written Report of their finding to Council, with a copy to the Stud owner.

**13. REGISTRATION/RECORDING CERTIFICATES:**

- 13.1. Registration or recording certificates shall be issued in respect of Welsh Breeds in a form acceptable to both the Society and the Association;
- 13.2. any alteration or addition to the essential information or particulars officially recorded in any Welsh Breeds registration or recording certificate which has not been initialled by the General Manager of the Association, or an authorised endorsement or remark on such certificate bearing upon the essential information or particulars contained therein, shall render such certificate invalid.
- 13.3. written application may be made to the Association, through the Society, by the owner of the animal concerned for the issue of a duplicate or replacement certificate in the event of a mutilated or lost certificate;
- 13.4. Council may direct the Secretary to apply to the Association for the cancellation of the registration or recording of any Welsh Breed which has been:-
  - 13.4.1. registered or recorded by mistake;
  - 13.4.2. registered or recorded on the strength of false or fraudulent information supplied by the owner, or been registered or recorded after the owner has failed to comply with any relevant Bye-law, and to notify the breeder or owner accordingly;
- 13.5. a registration/recording certificate of a Welsh Breed issued by the Association shall be returned to the Association, through the Secretary, for cancellation within thirty days of its death, or for endorsement within thirty days of gelding or reclassification
- 13.6. Welsh Breeds which have been deleted from the Stud Book, may be re-instated on good cause and on conditions as specified by Council from time to time.

**14. JOINT OWNERSHIP:**

- 14.1. when a Welsh Breed is transferred to joint ownership, the full name and address of each joint owner shall be submitted to the Association.

**15. TRANSFER OF WELSH BREEDS:**

- 15.1. for the purposes of this Bye-law, 'transfer' means any transaction whereby any person acquires the right to sole ownership of a Welsh Breed, or to any share or additional share of the ownership of a Welsh Breed, and shall include the sale, exchange, inheritance or donation of whole or part ownership or the relinquishment of any share in the ownership of such Welsh Breed
- 15.2. any person who transfers sole or part ownership of a Welsh Breed shall within thirty days of the date of such transfer, furnish:

- 15.2.1. the Association, through the Secretary, with the registration or recording certificate of the Welsh Breed concerned, with the details of the transfer duly completed on such certificate, and
- 15.2.2. the Society with the prescribed fee as may be determined by Council from time to time
- 15.3. if any pregnant Welsh Breeds female is transferred, the seller shall , together with this application for transfer, furnish the Secretary with a certificate specifying the name, identification number and registration number of the stallion by whom she was served together with the service date/s, of the stallion with whose semen she was inseminated, and the insemination date/s whichever the case may be. The seller shall in addition furnish the buyer with a copy of such certificate
- 15.4. should for any reason whatsoever the seller fail or refuse to take any steps to effect such transfer, including failing or refusing to deliver the original registration or recording certificate, and should the buyer be willing to pay such fees as may be laid down by Council, Council may take such steps as it deems fit in order to effect such transfer;
- 15.5. no alteration to an already recorded transfer date shall be effected unless an application to that effect, duly signed by the buyer and the seller concerned is made to the Association.