

**THE WELSH PONY AND COB SOCIETY  
CYMDEITHAS Y MERLOD A'R COBIAU CYMREIG**

**NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE WELSH PONY AND COB SOCIETY will be held at THE BARCELO CHELTENHAM PARK HOTEL, CHELTENHAM, GLOUCESTERSHIRE, GL53 8EA on SATURDAY 28<sup>TH</sup> JANUARY 2012 AT 2.00PM**

To consider and, if deemed fit, approve the following Special Resolutions, which are recommended by Council:

**Special Resolution 1**

That the following additions and amendments be included in the Articles of Association of the company:

**ADDITIONS**

11. d)   iii) A member shall be ineligible as a trustee if a parent, sibling, spouse, civil law or common law partner, child or grandchild are employed by the Society.
- iv) Parents, siblings, spouses, common law or civil law partners, children or grandchildren of a trustee shall be ineligible for election as a trustee until a period of 3 years has elapsed following the retirement of any trustee\* to them in this way.
- v) No two or more members related as parents, siblings, spouses, civil or common law partners, children or grandchildren shall be eligible to serve on Council concurrently.
11. f) – *Addition to existing text* - 'For the avoidance of doubt any Chairman or Vice Chairman who resigns or is otherwise removed during a term shall be deemed to have served a full term.
14. d) A trustee who vacates before the expiration of a full term shall be ineligible for re-election until after the expiration of what would have been their full term if they had not vacated.

*Additional Section:*

27.       EMPLOYEES

Parents, spouses, common law or civil law partners, siblings, children or grandchildren of a trustee shall not be considered for employment by the Society.

**AMENDMENTS:**

15. b) If and whenever a Trustee dies or vacates office before the expiration of his term of office the Council shall appoint the Member of the Charity (if willing to serve) who received the largest number of votes *in the election that the deceased or vacating trustee was elected to Council of those not then elected or subsequently appointed to the Council* and he shall serve on the Council for the remainder of the term of office of the Member for whom he substitutes. The like procedure shall be observed as often as occasion may require and in default of candidates the Council may appoint any Member of the Charity who has signified in writing he is willing to be a Trustee to fill such vacancy and any such Member so elected shall likewise hold office until the annual general meeting at which

the elected Trustee whose place he filled would have retired but subject to article 14 he shall be eligible for re-election.

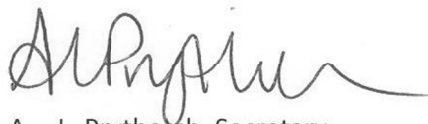
*Further Addition to 15. b)*

In the event of there being no other remaining member who stood for election at the same time as a deceased or vacating trustee or if only 5 members had stood for election to 5 vacancies at that time the Council may continue with the lower number of trustees until the next election and then fill the available vacancies from the properly proposed and elected members at that time.

**Special Resolution 2**

That the appointment of any Trustee appointed in breach of Article 15(a)(i) of the Charity's Articles of Association be ratified.

Dated: 5<sup>th</sup> January 2012



A. L. Prytherch, Secretary

By Order of the Council:

Registered Office: Bronaeron, Felinfach, Lampeter, Ceredigion. SA48 8AG

**NOTES TO THE NOTICE OF GENERAL MEETINGS**

**Appointment of Proxies**

As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this Notice. You can only appoint a proxy using the procedure set out in the proxy form. A proxy does not need to be a member of the Company but must attend the meeting to represent you.

\*the word RELATED needs to be inserted at this point for grammatical correctness