

Dexter Cattle Society

Bye Laws & Rules

Adopted at AGM October 2021

“Bye Laws created by Council under Article 50 will be presented to the Membership for adoption by Resolution at the next General meeting of the Society. (This will normally be at the AGM in October of each year.)”

Amended AGM Oct 2012

1. MEMBERS

1.1 Applications for membership shall be in writing and must include an undertaking to be bound by the Constitution (Memorandum, Articles of Association, Bye-Laws and Rules) of the Charity.

1.2 Members of the Charity shall be:-

- (a) Full Members UK & EEC and International (one vote)
- (b) Family/Partnership Members UK and full EU/International members (one vote)

Amended AGM October 2021

- (c) Associate Members UK & EEC and International (no vote)
- (d) Junior Members UK & EEC and International (no vote)
- (e) Honorary Members (one vote)
- (f) Remaining Life Members (one vote)

and shall have such rights, benefits and obligations as determined by Council from time to time

1.3 Associate membership shall be granted to such persons and for such periods as the Council may from time to time determine. Associate members may not register Dexter Cattle and shall not be eligible to become Trustees of the Charity nor to vote at any General Meeting of the Charity;

1.4 Honorary Members may be elected by the Members in a General Meeting upon the recommendation of the Council. The title is available to current Full Members who have served the Charity by consistent and long-term work for the Charity.

1.5 Junior Members shall be members under the age of 16 years on the 1st January in the relevant year and shall have benefits of membership as determined from time to time by Council excepting that Junior members may not register ownership of more than 4 Dexter cattle and they will not be eligible to become a Trustee of the Charity nor to vote at any General Meeting of the Charity

- 1.6
- (a) All members must abide by the Society Constitution in its entirety and behave in an appropriate manner at all times: not bringing the Society into disrepute. Examples of unacceptable behaviour include refusing to co-operate with the agreed Society complaints process, making proven false accusations, equality/racial or other comments which are deemed by the Trustees or Company Officers to damage the reputation of the Society.
 - (b) Where a member causes the Society unnecessary legal expense by stating and circulating false information, recompense from the member may be sought on behalf of fellow members.
 - (c) If a member deemed to have brought the Society into disrepute will not co-operate with the agreed Society complaints process the Trustees may restrict or suspend that individual's membership.

Amended AGM Oct 2019

2. SUBSCRIPTIONS

2.1 The rates of subscription payable by the Members of the Charity shall be as determined by the Council.

2.2 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 1st January.

2.3 Honorary Members shall not be required to pay any subscriptions.

2.4 The membership of any Member who has not paid the annual subscription by 31st March or after having been given one month's notice in writing by the Secretary shall automatically lapse.

Amended AGM October 2021

3. GENERAL MEETING

3.1 A General Meeting may be called at any time by the Company Secretary on the requisition in writing of 5% of the Charity (membership) eligible to vote at General Meetings. *Amended AGM 2018*

3.2 In the case of an equality of votes the Chairman of the meeting shall be entitled to a casting vote in addition to any other vote they may have.

4. PRESIDENT

- 4.1
- An ambassador role to promote the Dexter Cattle Society and breed at every opportunity
 - Is expected to attend the National AGM and other National Events
 - Independent of Council but approachable
 - A small allowance for travelling expenses will be provided
 - The President's Trophy – 'Awarded by the President to a member for service to the Society' (It cannot be awarded to a serving council member)

4.2 The President will be elected each year by Council and will usually be the current President Elect. The Council will elect a President Elect each year from nominations proposed by Members in the agreed format. The President shall not be eligible to serve on Council whilst acting as President. Should the President be unable to complete the year of office the Council will usually nominate the President Elect to take over the duties.

5. COUNCIL

5.1 Council Members are Trustees of the Charity and Directors of the Limited Company. Their primary and legal duty is to the Company and its charitable objects, (see Memorandum of Association para 4). All Trustees should be familiar with the "Essential Director (trustee)" document produced by the Charity Commission. All Trustees will receive a "welcome" pack including, but not limited to, their duties and responsibilities as Directors/Trustees/Council members.

5.2 The Council shall consist of not more than 9 elected Members. The Council shall at their first Council meeting after the AGM elect a Chairman and a Vice Chairman from their number.

Amended AGM October 2013

5.3 Number of Meetings per annum

There will be a minimum of four Council meetings a year. At least two must be physical "face to face". In this (constitution) the expression 'meeting' includes, except where inconsistent with any legal obligation:

- A physical meeting:
- A video conference, an internet video facility or similar electronic method (such as Zoom or Teams allowing simultaneous visual and audio participation, such method will satisfy the requirement of a "face to face meeting")
- A telephone conference by audio only *
- Where a decision is made by telephone conferencing the decision must be validated by the Trustees at the next "face to face" meeting.

Amended AGM October 2021

5.4 Special dispensation for disabled Trustees

Trustees with a significant disability which makes it very difficult or impossible for them to take a full part in the discussions and decisions at a meeting (as defined in 5.3 above) can ask the Council to make special arrangements to enable them to do so.

5.5 Use of electronic means for official communication

Electronic means may be used for the transfer of resolutions, agendas, minutes and all other official communications where individual Trustees and Members elect to receive them in this way.

5.6 Notification of meetings and papers to be discussed

Notification of meetings should ideally be circulated to Trustees to arrive at least 21 days before the meeting, by email or surface mail (if so requested by individual trustees). Agendas and papers should ideally be circulated to arrive at least 7 days before the meeting, by email or surface mail (if so requested by individual trustees). With the agreement of the Trustees papers may be tabled at a meeting, time allocated to read them and the paper discussed. The Trustees can decide in the normal way on any paper tabled on the day of the meeting.

Amended AGM October 2021

5.7 Voting Procedures

The Council will proceed by consensus and agreement wherever possible and will use the mechanism of voting only in circumstances where it has proved impossible to resolve an issue through these methods. Where necessary the Chairman has a casting vote.

5.8 Council may from time to time request other persons to assist Council and committees.

5.9 Society Bank Accounts and financial transactions

The Trustees acknowledge that the Society interacts financially with a variety of institutions utilising a range of instruments such as Direct Debit, Debit Card, Electronic Transfer and Cheques. The Trustees further acknowledge that the day to day running of the Society is outsourced and that a degree of flexibility is required for the smooth running of the Office.

Subject always to the correct governance and action on behalf of the outsourced provider, the following limits will apply to any transaction using any of the methods outlined above:

- Transactions up to £1,000 will be sanctioned and administered by the outsourced provider.
- The outsourced provider will make available to the Treasurer a report of nominal ledger activity no later than 30 working days following period end.
- Transactions over £1,000 and up to £2,000 will be sanctioned and administered by the outsourced provider with a written covering approval by the Treasurer or if unavailable, one of the trustees.
- Transactions over £2,000 will be sanctioned and administered by the outsourced provider with a written covering approval by the Treasurer and two of the trustees.

Only Trustees, Breed Secretary, Company Secretary or Treasurer can be signatories on Society cheques or Direct Debit transactions which commit the Society to future payments. Each such document must have two signatories of which one must be a Trustee. The officer raising a document must not be a signatory on same.

Amended AGM October 2021

6. DELEGATION

6.1 Committees must have two or more Council members and council approved invited persons

6.2 Procedures for setting up committees and working groups

Committees are formal subcommittees of the Council and will be reappointed after each AGM. Committees may be set up following a decision at a Council meeting. Membership of committees will be formalised and agreed as part of the decision to set them up and will normally relate closely to their purpose. Committees cannot take decisions on behalf of the Council but have the power to make recommendations for discussion and ratification by the Council. Committees may be subject to formal agendas and minutes, which should be presented to Trustees at the earliest subsequent Council meeting. Committees will be chaired by a Trustee who will present

recommendations to the Council for ratification. Committees may, if agreed by the Trustees, include people who are not members of Council. Staff to provide secretariat to committees if required.

Working Groups may be set up on an ad hoc basis by Council following agreement at a Council meeting to investigate and advise on specific issues, topics or programmes. A Trustee will chair each working group and will report on its finding to the Council. The life of the working group is limited to a particular purpose for which it is established. Membership of the working group may be extended beyond Trustees if this is agreed at the time of establishment. Working groups may not provide formal recommendations to the Council but may submit information papers, draft documents or reports as required which Council may subsequently decide to adopt or act upon. Staff to provide secretariat to working group if required.

6.3 Council may appoint individuals to specific roles or tasks.

7. REGIONAL GROUPS

7.1 The Society encourages the formation of Regional Groups to further the objects of the Society.

7.2 Such Regional Groups are autonomous and responsible for their own affairs.

7.3 To benefit from the affiliation to the main Society such Regional Groups must conduct their affairs in accordance with the constitution laid down for the Regional Groups by the Society.

7.4 Compliance with the current version of such rules as determined by the Council of the Society, shall be mandatory on all affiliated regions groups.

7.5 To qualify for affiliation to the Dexter Cattle Society the Regional Group constitution shall be signed annually by two officers of the group.

7.6 The Society logo may be used by an affiliated regional group for promotional purposes with the specific consent of Council on each individual occasion.

Amended AGM 10.10.2015

8. TRUSTEES

8.1 Appointment of Directors/Trustees shall be in accordance with the Articles of Association

Amended AGM 07.01.2017

8.2 Members shall be elected to Council on the Regional Counties basis laid down in 8.3.

Nominations, according to Articles, will be on a Regional basis as vacancies occur.

Nominations will only be accepted on the official form.

The candidate will be proposed and nominated according to the Articles.

8.3 There will be one trustee for each area as follows:

- (a) UK National Representative
- (b) Northern Ireland
- (c) Wales
- (d) Scotland
- (e) 1 trustee for each of the Regions of England as follows;

Amended AGM October 2021

South West Region: Counties of: - Cornwall, Devon, Somerset, Dorset.

Eastern Region: Counties of: - Essex, Hertfordshire, Suffolk, Norfolk, Cambridgeshire, Bedfordshire, Leicestershire, Lincolnshire, Oxfordshire, Nottinghamshire, Rutland

Southern Region: Counties of: - Buckinghamshire, Hampshire, Sussex, Kent, Surrey, London, Wiltshire, Berkshire, Isle of Wight.

Midland Region: Counties of: - Hereford and Worcester, Warwickshire, Shropshire, Northamptonshire, West Midlands, Staffordshire, Gloucestershire.

Northern Region: Counties of: - Derbyshire, Yorkshire, Cheshire, Cumbria, Durham, Northumberland, Tyne and Wear, Lancashire, Merseyside.

8.4. In the event of nominations exceeding vacancy in any region a secret ballot will take place for members in that region as follows:-

An Independent Scrutineer will be appointed to run the process.

- a) At the conclusion of the process the Independent Scrutineer will submit a report which will form part of the minutes of the meeting at which the Trustees are elected. This report should contain the number of proxy votes and the number of physical votes submitted and counted. The numbers of votes incorrectly filed or outside the specified time limits will also be recorded.
- b) Nominations for trustees shall only be accepted on the official "Nomination Form for Election to Council" which will be sent to all eligible voting members.
- c) Nominations forms will be returned directly to the Independent Scrutineer at the address specified in line with the Articles of Association.
- d) The validity of ballot papers will be determined by the Independent Scrutineer.
- e) The successful nominations will be based on a first pass the post result.
- f) The successful nominations will go forward for election on an individual basis at the specified General Meeting of the Society.
- g) In the event of ballot irregularity reported by the Independent Scrutineer that would make a material difference to the result the Council may re-run the ballot with the results announced to the membership.
- h) In the event of a ballot re-run or resignations, successful new trustees will serve on Council in line with replacing vacant rotational positions.

In the event of a member not being put forward in any area the Council will endeavour to co-opt a member for that area at a later date.

Amended at a General Meeting 2nd June 2018

9. TRUSTEES EXPENSES AND OTHER PERSONS SERVING THE SOCIETY

9.1 The Trustees may be paid all reasonable expenses properly incurred in connection with the discharge of their duties and previously authorised by the Council.

9.2 Annual General Meeting - it is considered essential that all trustees attend the Annual General meeting.

Amended AGM 10.10.2015

10. PROCEEDINGS OF TRUSTEES

10.1 In the case of equality of votes the Chairman of the meeting shall have a second or casting vote.

10.2 Reports of Meetings.

Full Minutes of Council Meetings of the Dexter Cattle Society, and not a precis or report will be given to members by email and displayed in the member's area on the Dexter Cattle Society website within fourteen clear days of ratification. Hard copies will be available on request. Details of items requiring confidentiality under various Acts will not normally be available to members, being contained in an Addendum. Only a main title on the subject being printed in the full minutes.

Amended AGM 07.01.2017

10.3 Deputations and representations to Council. Trustees may from time to time wish to receive presentations from organisations, groups or individuals. Such presentations will normally be made prior to the commencement of a Council meeting.

10.4 All electronic resolutions must be ratified at the next face to face Council meeting

10.5 The Breed Standard will be a Bye Law and cannot be altered except, on the recommendations of Council, by the membership by a resolution at a General Meeting.

THE DEXTER CATTLE SOCIETY

Breed Standard

The Dexter is a dual purpose breed with both beef and dairy qualities. In judging, both these qualities will be taken into consideration.

Colour: Wholly black, wholly red and wholly dun are of equal merit. A little white will not disqualify but must be limited to:

Bulls: a small amount on the organs of generation and in the tassel of the tail. There must be no white forward of the navel or on any other part of the body.

Cows: a small amount on the udder and underline, in the tassel of the tail and on the vulva. There must be no white forward of the navel or on any other part of the body.

Type: Both types of Dexter, i.e. short legged and non-short legged, are of equal merit. However, extremes of either type are discouraged.

Head: Short and broad, tapering gracefully towards a broad muzzle. Jaws wide enough to accommodate well-placed teeth with an even bite. Eyes bright and prominent, with a kind and placid expression.

Neck: Deep and thick, but not too short or too long, blending well into the shoulder. Head should be carried above the spine.

Horns: Moderately thick, with an inward, upward curve. Removal of horns will not be penalised in the show ring. Polled animals are acceptable, but must be notified in writing.

Body: Ample brisket giving plenty of room for the heart and lungs: well sprung ribs: wide across the loin. Quarters thick and deep, broad and full hips, well rounded rump. Straight topline with tail set level with spine.

Bulls: Well hung testicles of even size. Four well defined teats, well placed and evenly spaced.

Cows: Udder should be well attached with high and wide rear attachment and a strong median suspensory ligament. The four teats should be of medium size, well placed on the udder, hanging plumb and of equal length. All four quarters should be of equal size.

Legs: Good width between both front and back legs. Legs should be of moderate length in proportion to body size, squarely placed under the body and perpendicular when viewed from the rear.

Feet: Feet should be short toed, deep heeled and level soled. They should not turn inwards or outwards.

Skin: Loose and pliable. Hair short and sleek in summer, longer and thicker in winter.

Size: **Bulls:** between 42 and 48 inches (106 and 121 cms) at the rump

Cows: between 38 and 44 inches (96 and 111 cms) at the rump

11. SECRETARY

11.1 The Breed Secretary shall usually be appointed Company Secretary

11.2 The Society staff are directed by the Breed Secretary

11.3 The Secretary is directed by the Chairman. Council members cannot direct the Secretary or staff except for matters concerning their herds.

12. FINANCE AND TREASURER

12.1 Council will appoint a Treasurer.

12.2 Council will agree an annual budget in the quarter preceding the start of the next financial year.

13. COMMUNICATIONS

13.1 Council will communicate the results of its deliberations as soon as possible after meetings or explain why there is a delay.

13.2 Press communications will be in accordance with the Council's agreed communications protocol.

13.3 All communications, whether written or verbal, between members and officers of the Charity, relating to the business of the Charity or membership thereof 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.

14. SHOWING RULES AND ETIQUETTE

The Dexter Cattle Society shall maintain a set of rules for conduct at shows and the showing of Dexter Cattle known as Showing Rules and Etiquette. Compliance with the current version of such rules as determined by the Council of the Society, shall be mandatory on all members of the Society and any persons under their direction or employment.

Amended AGM 10.10.2015

15. POLICIES AND PROCEDURES

The Dexter Cattle Society shall maintain a set of rules for the conduct of the Society and members known as The Policies and Procedures. Compliance with the current version of such rules as determined by the Council of the Society, shall be mandatory on all members of the Society and any persons under their directions or employment. *Amended AGM 10.10.2015*

DEFRA REQUIREMENTS - IMPORTATIONS

The Society will enter into the breeding book, animals of the same breed, line or cross that are eligible for entry under the Society's breed criteria, without discrimination on account of their country of origin.