

CONSTITUTION AND RULES OF THE BORAN CATTLE BREEDERS' SOCIETY
1990 PROPOSED REVISION
(Incorporating changes up to December 2002)

1. The name of the Society shall be the BORAN CATTLE BREEDERS' SOCIETY

2. **OBJECTS.**

The objects of the Society shall be:

- a) To standardise and improve the breed.
- b) To encourage the breeding of first class stock, and to promote registration in the Kenya Stud Book.
- c) To encourage the exhibition of Boran cattle at Agricultural Shows.
- d) To encourage and assist the export of Boran cattle.
- e) To foster public interest in the merits of Boran cattle, by advertisement and publicity.

3. The property and income of the Society shall be applied solely to furthering the objects of the society. The Society may, from its funds, pay prize money to exhibitors at shows, and remunerate persons rendering valuable services to it and may also pay interest upon moneys owing to it.

4. **MEMBERS.**

Members of the society shall be individuals, partnership firms and corporations elected as hereinafter provided and shall be of three classes, namely, Foundation Members, Members, and Honorary Members. Foundation Members are those individuals etc., who donated Shs.100/= towards the inception of the society. Members are those individuals etc., who pay an annual subscription of shs.300/=. Honorary Members are those who are elected as such at an Annual or Special General Meeting. The Executive Committee is empowered to nominate names of prospective Honorary Members for the consideration of a Special or Annual General Meeting. Notwithstanding this, the Executive Committee is empowered to nominate Honorary Members on a temporary basis for the duration of any A.S. of K. Show.

5. **ANNUAL SUBSCRIPTION**

- a) The annual subscription payable by each Member shall be Shs.500/=.
- b) The annual subscription shall be payable in advance as from July 1st. of each and every year.
- c) No Member shall be entitled to the privilege of Membership while any subscription or other moneys due by him or her to the Society shall be unpaid.

6. **OFFICERS AND EXECUTIVE COMMITTEE**

- a) The Officers of the society shall be elected at the Annual General Meeting and shall consist of a Senior Member, Chairman, Vice Chairman, and eight other members who shall together constitute the Executive Committee.
- b) Three Members of the Executive Committee shall retire annually in rotation and shall be eligible for re-election.

7. **POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE**

- a) The Committee shall have power to appoint sub committees to perform its duties and to co-opt as members of the Executive Committee until the next following Annual General Meeting persons, who, by reason of their special qualifications are, in the opinion of the Committee, likely to give valuable advice and assistance to the committee in the administration of the Society's affairs and the pursuit of its objects.
- b) The Committee shall manage and control the Society and shall collect and administer in its discretion the revenue and property of the society and generally carry out the objects of the society.
- c) The Committee shall have power to invest the funds of the society in such securities (Securities for the purpose of this rule shall include fixed deposits with the Society's bankers) as it may see fit.
- d) The Committee shall have power to draw up Rules governing the conduct of the affairs of the Society, and shall advise all Members forthwith of the introduction of any such new rules.

8. MEETINGS OF THE EXECUTIVE COMMITTEE

- a) The Committee shall meet as often as it deems fit to transact the business of the Society. The Minutes of the proceedings at each meeting shall be entered in a book and confirmed at the next meeting.
- b) No business shall be transacted at any meeting of the Executive Committee unless there be four persons personally present.
- c) The Chairman of the Society shall be in the chair at all meetings at which he is present. In the event of his absence the Committee shall elect one of their number to the chair.

9. CASUAL VACANCIES

In the event of any vacancy occurring among their number, the Committee shall have power to appoint any member of the Society to act temporarily as a member of the Committee.

10. ELECTION OF MEMBERS

All applications for membership shall be submitted to the Secretary in writing. The names of the applicants shall be referred to the Executive Committee who shall act as an Election Committee.

11. RESIGNATION OF MEMBERS

In the event of any member wishing to resign from membership of the Society, he or she shall so inform the Secretary in writing. Such member shall thereupon relinquish any claim to a share in the property of the Society.

12. SUSPENSION AND EXPULSION OF MEMBER

If any member shall, in the opinion of the Committee, have been guilty of any improper or dishonest conduct in connection with the interests or affairs of the Society, the Committee shall be empowered either to suspend the said member for any period, or to expel the said member from the Society. The said member shall be given at least 14 days' notice by registered post, of the intention of the Committee to consider and adjudicate upon the complaint or allegation and shall be informed of the nature thereof and of the time and place at which the Committee will consider the same. The said member shall be invited to attend in person before the Committee at the appointed time and place. No decision of expulsion or suspension shall be made at a meeting of the Committee at which less than four members are personally present. Any such decision must be agreed to by a three-quarter majority of those present.

13. FINANCIAL YEAR AND ANNUAL MEETING

- a) The Financial year of the Society shall end on 30th day of June each year and the Annual General Meeting shall be held before the end of November each year.
- b) At the Annual General Meeting there shall be presented a Report and a Balance Sheet and Accounts for the past financial year, and there shall be elected the officers of the Society for the ensuing year.

14. PROCEDURE AT ANNUAL GENERAL MEETING

- a) Method of Convening. The Annual General Meeting shall be convened by the Secretary of the Society who shall also dispatch by post a notice thereof to each member of the Society, not less than 31 days before the date of the meeting. In the event of any member of the Society desiring to move any special resolution at the Annual General Meeting, he shall give not less than 21 days' notice in writing to the Secretary of the Society, and at the same time shall forward a copy of the resolution which he desires to move. The secretary shall forward a copy of the Agenda of the Annual General Meeting to each member of the Society not less than 14 days before the date of the meeting. The Agenda shall clearly state the business to be transacted at the meeting.
- b) Quorum. No business shall be conducted at any Annual General Meeting unless at least six members be personally present. If within half an hour from the time fixed for the meeting, six members be not personally present, a new date shall be set and the meeting adjourned.
- c) No business may be dealt with or discussed at any Annual General Meeting unless it is included in the Agenda, except that as a matter of urgency, the Chairman may accept discussion on matters not on the

Agenda, with the permission of the meeting.

- d) At all Annual General Meetings, the Chairman of the Society, if present, shall be in the chair. In the event of his absence, the meeting shall elect to the chair a member of the Committee.
- e) All questions submitted to an Annual General Meeting shall be decided by a show of hands, unless a ballot be demanded by three or more members present. The Chairman of the meeting shall have a second or casting vote. The vote of the majority shall be binding on the minority.
- f) Proxies will be allowed, but must be in the prescribed form and be received by the Secretary before the Meeting.

15. SPECIAL GENERAL MEETING

- a) The Committee may, whenever it thinks fit, and shall, upon requisition made in writing signed by not less than six members, convene a Special General Meeting. Any such request must clearly specify the objects of the meeting.
- b) Method of Convening. All Special General Meetings shall be convened by individual notices sent to members not less than 21 days before the date of the meeting. The notice shall specify the object of and the business to be transacted at the meeting.
- c) Procedure. No business, other than that for which the meeting is convened may be dealt with or discussed at any Special General Meeting.
- d) The procedure at Special General Meetings apart from 15(b) and 15(c) shall in every way conform to the procedure laid down for the Annual General Meeting.

16. APPOINTMENT OF OFFICIALS

The Committee shall be empowered to appoint a secretary, auditors, and such other officials as they consider necessary and shall pay remuneration as they may from time to time determine.

17. INDEMNIFICATION OF THE COMMITTEE

The Committee shall be indemnified from the funds of the Society against the result and cost of any legal proceedings which may be instituted against it in consequence of the performance of its duties.

18. DISCRETION OF THE COMMITTEE

If any circumstance occurs which is not, or which is alleged not to be provided for by the Constitution and Rules of the Society, it shall be determined by the Committee in such manner as it shall then deem fit.

19. ALTERATIONS OF THE CONSTITUTION AND RULES

Alterations of the Constitution of the Society may be effected by resolution in General Meeting provided that every such alteration is passed by three-quarter majority of those present. Full particulars of the proposed alterations must be detailed in the Agenda of the meeting at which they are to be discussed. Any new Rules introduced by the Committee shall be confirmed at the next following General Meeting.

20. DISSOLUTION OF THE SOCIETY

The Society may be wound up by resolution in General Meeting always provided that such resolution be passed by three-quarter majority of those present, and that at least six months' notice in writing of the proposal to dissolve the Society shall have been given to members of the Society.