



Changes to NSA Articles of Association

Basic changes

- Inconsistencies in numbering has been corrected throughout. As a result of this, and also addition/removal of various clauses, the numbering in the current version and the proposed new version are very different. On the following slides, where an article is referred to with two numbers separated by “/” the first number is what appears in the current version and the second number in the proposed new version.
- Byelaw, bylaw, bye-law and by-law have been changed throughout the document so it's consistently bylaw every time.
- Fax has been removed as a method of communication between NSA and members (article 2) and email accepted as form of confirmation (article 33/28.3).





Changes to NSA Articles of Association

Basic changes (continued)

- Language modernised
 - “he/she” and “his/her” changed to “they” and “their” throughout (articles 3, 3.1, 6.2.1, 6.6.4/6.6.1.4, 9.4/10.5, 16.2-3/15.2-3, 24.3/21.3.4, 25.2/22.2, 27/24, 28.2.5/25.2.4, 28.3.3/25.3.2, 28.4/25.4, 28.5/25.5, 40/37, 40.4/30.4, 40.6/30.6, 45.2/35.2, 45.4/35.6, 52/43.1, 54.2/45.2, 64.1/55.1 and 61.1.2/58.1.2).
 - “chairman” changed to “chair” (articles 31/28.1 and 45.1-2/35.1-2).
- Article 40.7 removed, as an exact duplication of article 40.3/30.3.





Changes to NSA Articles of Association

Changes made to more accurately reflect NSA structure and systems

- Definition of an NSA ram sale has been added (article 2)
- The option of transmission of membership has been added (new article 8 + 9.1/ 10.1). This is to reflect that membership frequently stays with a family down the generations.
- All references to company, corporations and institution being members has been removed (9.1/10.1, 8.5/9.5, 22/21.1 and 65.2.1/56.2.1). This is to reflect that only individuals and breed societies are members; others are Corporate Supporters.
- The option of the AGM being chaired by the NSA President had been added (16.1/15.1). This is to reflect that we've often invited the President to do this in the past.





Changes to NSA Articles of Association

Changes made to more accurately reflect NSA structure and systems (continued)

- The requirement for one-third of directors to retire each year, and specifics about directors from devolved nations retiring on an additional rotation (articles 36 and 37), have been removed. This was useful when the new board was first created in 2012 (to ensure not all directors retired at the same time) but is complicated and unnecessary now.
- The option of directors appointing the recently retired chair of the board as a vice president has been added (new article 35.4). This is to reflect what has been the case since the first board chair retired.
- More detail has been added to articles 47.3/38.3 and 47.4/38.4 to better reflect the roles of the regions.
- Two new articles have been added (39.5 and 39.6) to clarify the frequency of regional committee meetings and option to create event/ram sale committees.





Changes to NSA Articles of Association

Changes made to more accurately reflect NSA structure and systems (continued)

- The wording of article 49.5/40.5 has been changed to reflect that regions nominate directors and don't have to do this every year, as directors serve for three-year terms.
- The wording of article 50/41 has been changed to clarify that regional bylaws relate to regional committees and regional committee members (this corrects what is presumably an error in the current version where it says bylaws govern regional members).
- Article 55 about the charity having to use a company seal has been removed. This is to reflect we don't have or use a company seal!
- The wording of article 56/53 has been changed to clarify that directors ensure minutes are kept, rather than having to keep them themselves, with detail added to 56.4/53.4 that this covers the board and committees with delegated powers (e.g. FSC, UKP&T etc.)





Changes to NSA Articles of Association

Changes relating to the chair and deputy chair

- Article 45.1/35.1 has been changed to reflect that the director appointed as chair does not just chair board meetings but acts as a spokesperson for the charity and also works more closely/regularly with NSA staff members than other directors.
- Due to the definition of the Chair changing to be more than just the chair of meetings, article 27.1.1/24.1.1 has been tweaked so if the Chair nominates an alternate it is for a meeting and not for the Chair's whole role.
- A new article (35.3) provides the option for a vice chair to be appointed within the final 12 months of the current chair's three-year term.





Changes to NSA Articles of Association

Changes relating to the treasurer

- A new article (36) means:-
 - The directors appoint the treasurer and have this ratified at the AGM, rather than the treasurer being elected by the membership at the AGM. The treasurer continues to be any existing member (i.e. they don't have to already be a director). The intention of this is to ensure the treasurer is someone known, chosen and trusted by the directors, as the treasurer is privy to a lot of confidential information, is part of the senior management team, and directors rely on that individual to analyse complex information.
 - The treasurer serves for three-year terms instead of one-year terms, but continues to have an unlimited number of terms. The intention is to provide more consistency, as the treasurer has to commit to a minimum of three years from the outset.
- Article 38/29.1 has been tweaked and article 39 removed to reflect what is in the new article 36 about treasurer term of office.





Changes to NSA Articles of Association

Changes relating to the president and vice presidents

- A new article (46) means:-
 - NSA has the option to appoint a president with the remit of being an external representative of the charity.
 - Directors have the option to appoint vice presidents with the remit of being NSA advocates, which must be ratified by the membership at the AGM. The Vice Presidents Terms of Reference will continue to exist with additional information about VPs.

Previous there was no reference to the President or Vice Presidents in the Articles.

