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THE SOCIETY OF MASTER SADDLERS (UK) LTD

Green Lane Farm, Stonham, Stowmarket, Suffolk, IP14 5DS

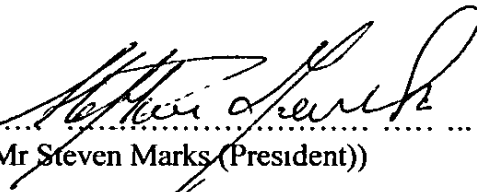
Tel/Fax 01449 711642 Email: enquiries@mastersaddlers.co.uk

Special Resolutions for approval at the Annual General Meeting of The Society of Master Saddlers (UK) Ltd held on 10th September 2012.


'That the objects of the revised Memorandum of Association of the Company, as made available to all members and being on the table, be approved and adopted as the objects of the Company, in substitution for, and to the exclusion of, the existing objects of the Company's present Memorandum of Association, and the Company's Memorandum of Association be altered accordingly

And

That the revised regulations, as made available to all members and being on the table, be adopted as the Articles of Association of the company in substitution for, and to the exclusion of, the existing Articles of the Company, and the Company's Articles of Association be altered accordingly.'

Signed 
(Mr Steven Marks (President))

Date:10/09/2012

Signed: 
(Mrs Hazel Morley (Secretary))

Date:10/09/2012...

MONDAY



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30/09/2013

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COMPANIES HOUSE



Minutes for
Signing

THE SOCIETY OF MASTER SADDLERS (U.K.) LTD

Chief Executive Mrs Hazel Morley
GREEN LANE FARM, GREEN LANE, STONHAM, STOWMARKET, SUFFOLK IP14 5DS
TEL/FAX 01449 711642

MINUTES OF THE ANNUAL GENERAL MEETING HELD AT THE INSTITUTE FOR CREATIVE LEATHER TECHNOLOGIES, LEATHERSELLERS CENTRE, PARK CAMPUS, BOUGHTON GREEN ROAD, NORTHAMPTON UNIVERSITY, NN2 7AL ON MONDAY 10th SEPTEMBER 2012

Present

Steve Marks	President, Master Saddler Trade & Liaison Officer
Laurence Pearman	Vice President, Master Saddler Retail
Hazel Morley	Chief Executive & Company Secretary
Neil McCarraher	Field Officer
Mark Romain	Treasurer/Training Officer

and 28 members as recorded in the minute book

11-00 The Chief Executive read the notice convening the meeting.

11-01 Apologies for absence were received and are recorded in the minute book
Further apologies were received from Ian Hastilow, Peter Lewis and Aimee Cayless

11-02 The Minutes of the Annual General Meeting held at Moulton College on 10th July 2011 were approved, proposed by Laura Dempsey and seconded by Peter Wilkes

11-03 President's Report. The President welcomed everyone to the AGM and gave his report as follows

"On giving the President Elect report at the 2011 AGM I stated that 'the forthcoming year is going to be a challenging one for the Society as in years past we have benefited from the patronage of the Worshipful Company of Saddlers' by way of an annual grant. In the near future the Worshipful Company is to undertake a major refurbishment to Saddler's Hall. Making provision for this has necessitated that the Company reduces the grant to the Society in stages over three years. At the end of this time the grant will remain at 50% of the current value and will then be reviewed. I must add that the Worshipful Company do give the Society tremendous support and this will continue. The reduction in financial aid should not be seen as "a step away" from the Society but more one of recognition that The Saddlers' Company now have confidence that the SMS can stand on its own two feet."

So there was the challenge - Make up the cash shortfall without increasing the members' subscriptions

In light of the funding shortfall several initiatives took place during 2012 -

- 1 A fund raising event was high on the agenda of the Executive. A great deal of work, time and effort was put in to exploring a fund raising event using an equestrian star and in fact we had the star signed up. However, when the budget committee put on their hard hats, sadly the risk was perceived to outweigh the potential gain. The idea has not been dropped but a modified program is being explored by the Executive. I would like my thanks and that of the Executive to be conveyed to Vanessa Fairfax for her contribution in getting the idea initiated. Sadly Vanessa is standing down this year due to family commitments.
- 2 To ensure that the Society is meeting the needs of members, a Strategic Review of the Society took place this year. We asked many questions eg
 - a) Are we providing the members with what they require from the Society?
 - b) Does our code of conduct go far enough?
 - c) What else should the Society provide for its members?
 - d) How do we measure performance?
 - e) How do we spend member's money?
 - f) Are we getting value for money?
 - g) With the new budget constraints, where can we make savings?

These are just a few of the questions we needed to ask and to ensure we asked the correct questions, a quality assurance questionnaire was sent to all members for their views. This provided the basis for the terms of reference for the review committee. (More on this in a separate report shortly)

- 3 The British standard for saddle trees (BS6635 2003) is now nine years old and will lapse if not renewed There is some evidence that the standard needs to be upgraded and we have commenced renewal proceedings
- 4 The film project is still work in progress and I hope to be able to devote more time to the project this year

So, all in all, the Executive of your Society and the sub committees have achieved a huge amount of work this past year "

11-04 Chief Executive's Report as presented to the meeting

"The last twelve months have been a very exciting time for me as your Chief Executive It is very satisfying to help lead this association into a more proactive and forward thinking role for you the membership

I am very pleased to be able to report that, even in the current economic climate, our **membership** continues to grow Numbers currently stand at 421 (+13) This is made up of 109 retailers, 24 manufacturers, 21 allied trade and affiliates, 175 individual members and 92 overseas members We have 168 UK qualified saddle fitters registered with us and 76 overseas Promising numbers and a pleasing retention rate in these difficult times It is always good to have the support of your professional body behind you in hard times and these figures show that members value their affiliation with the Society

Working through the year of **events** since the last AGM we held what was claimed to be our best **seminar** yet with lectures on social media for businesses, the work which our saddlery team carries out for World Horse Welfare in developing countries, the work of the Farriers Registration Council and a very exciting demonstration by the Kings Troop RHA gun team Our first **Manufacturers' Showcase** event was held in September and due to its success we held another in July of this year, incorporating it into our refresher day which ensured a good footfall for our stand holders and gave an added dimension to the day for our saddle fitters Our **competition** was held as usual in February with a continuing high number of entries and high quality of work and we were very pleased to award a shocked Mike Williams a Fellowship at the event **BETA International** followed close on its heels with our usual trade stand and our first ever bridle making competition for trainees and apprentices which was very well received This was generously sponsored by the Worshipful Company of Saddlers In March we held a **Side Saddle Education day** in conjunction with the Side Saddle Association which was fully subscribed and deemed a success by both saddler and side saddle rider delegates alike Our members particularly enjoyed the opportunity to 'have a go' We have also had a presence at the **Association of Chartered Physiotherapists** conference and the World Skills event held at Excel

We also held our usual **saddle fitting courses** and refresher day and details will be included in the course co-ordinator's report

The **Executive Committee** has been busy working on your behalf meeting six times during the year and in addition various sub committees have taken place to concentrate on particular aspects of our work I would like to express my sincere thanks to those on the committee who give of their valuable time and experience Five committee members, have stepped down this year and I would like to thank them for the service they have given to the Society over their years on the committee Maurice Emtage has been a committee member since 1994 I look forward to working with the new faces that have come forward to take their place

The committee's major task this year was to carry out a **strategic review** of the Society following the news that our grant from The Worshipful Company of Saddlers was to be reduced and to look, in depth, at all of our activities This will be covered and discussed in a separate item on the agenda for today but I would like to mention just a couple of items which arose from it

Prior to carrying out the review you will recall that we conducted a **survey** of all members One item which was a recurring theme was the request for guidelines on prices We therefore carried out a separate survey on this topic and the results have been available to members for the last few months On the back of this initiative we also produced guidelines for a refund policy and also a template for a saddle check form, all of which have been popular with members A non committee member, George McEachran, also took on the task of identifying other member benefits, some of which are now in place and others in the pipeline and we are very grateful to him for doing so We will shortly be circulating a complete portfolio of member benefits which we hope will enhance the value of your membership

Another result of the review was a change of **Press Officer** Pat Crawford carried out sterling work on our behalf for many years, however the survey showed the desire of members for us to be more proactive in our marketing and for us to embrace social media We have done this by employing Tim Smith Marketing who have already had published a number of articles for us, assisted in the production of press releases covering our Pliance research and set up our new SMS Facebook page, also running our Twitter account An article on our very interesting Pliance and Thermography research is due to go to print soon and the results have already been circulated to members Tim is with us today, along with his assistant Joanna, and I would like to ask him to stand and just say a few words of introduction If you have any ideas for future articles he would be very pleased to hear them

From the office we have set up a highly successful **LinkedIn Group** for members only This has replaced our members' forum on the web site and is proving very popular If you have not done so already I would recommend that you sign up for it and view, and of course join in with, the various discussions which are taking place If you have a problem you can be sure someone else has had it already and will be happy to share their experience and solutions – that's what being a member of an association such as ours is all about

Being a member of a **region** is also highly valuable in giving you the opportunity to discuss issues with fellow members and I am pleased to report that a new region has been set up this year This is the Eastern Region which is being organised by Martin Wilkinson and his partner Rosemary Do contact me if you are interested in being involved We of course already have the well established and active South West Region but would also like to set up regions in other areas of the country so if you want to help with this do get in touch

Future events to look forward to are the bridle fitting course which we plan to run in October and a visit to Walsall taking in the Abbey England foundry and distribution centre, a visit to Hartley's sewing machine business and a saddle and tree manufacturer We also plan to hold a business seminar in November covering consumer law, customer complaints and handling difficult customers In the spring we plan to hold a big event for the public featuring an international rider – more info on this in due course

As CE I have **represented** the Society at a number of events and on a wide variety of committees – the Saddlers' Company Trade Liaison Committee, the National Equine Forum, the Saddlery Steering Group which looks at all aspects of saddlery training, the Skills Assessment review, Capel Manor College advisory board, the BSI saddle tree standard committee, the Genesis Initiative, the Institute of Association Management board and the World Horse Welfare conference

All in all, another hectic but successful year for the Society and its members - an acknowledgment of the hard work put in by both employees and volunteers alike

I would like to close with thanks to Steve Marks for his very valued support during his year as President and as Liaison Officer, to the committee and officers, and to Mark, Ian and Neil for their help and guidance over the past twelve months

Thank you Mr President, ladies and gentleman That concludes my report "

The following question was asked - Jim Adair - How many members left the Society last year? Approximately ten

11-05 Treasurer's Report and Adoption of 2011 Accounts as presented to the meeting

"As mentioned in the President's report we budgeted for a tough year in advance of the reduction in Saddlers' Company grant This prudent measure has put the Society in a better position to remain in good financial health as the grant reduction takes effect

A quick look at the accounts will show a reversal from a £5,000 loss in 2010 to a profit of £14,000 in the financial year ended 31st December 2011 Income flat lined so how did we make a profit without putting up subs by more than inflation?

- a) Administrative expenses were down by £5,000 due in the main to a reduction in horse show activity and good housekeeping by Hazel This was planned by the budget committee to put the account in positive territory
 - b) There was a £10,000 reduction in saddle fitting course costs due to running one less course – not planned but just due to the number of applicants
- Well done to Ian and all his team of lecturers who put in so much effort on behalf of The Society and the membership

When sending SMS accounts to Company's House it is also a requirement that any changes to the directors serving on the executive are notified at this time There were four retirees this year This makes thirteen in the past three years I only mention this since one of the points raised during the strategic review was that the committee "never changed" This is just not correct and there is a healthy turnover of members serving on the executive I would like you firstly to give your thanks to Hazel for running a tight ship and secondly to the budget subcommittee who know that it's no good coming to a meeting without a very sharp pencil!"

No questions were raised and the accounts were adopted Proposed by Mark Romain and seconded by Denise Silman

11-06 Appointment of Accountants for 2011

Ensors Accountants of Bury St Edmunds had done an excellent job and the Treasurer recommended that they continue Proposed by Laura Dempsey and Seconded by Julia Forsyth

11-07 Membership Support Officer's Report as presented to the meeting

"As you may know I have been promoted to Membership Support Officer and am working from my office at home. This enables me to keep in contact with you on a more regular basis and to be of any help you may require. Periodically I will be phoning you on SMS matters, to get any thoughts you may have that our Executive can act on for the benefit of you all. You are very welcome to call me even if it is on the spur of the moment and if it cannot wait, there is a messaging service. My e-mail is neilandgill@hotmail.com and the phone number is in the Year book.

I shall also be working at the Saddlery competition, BETA International, and seminars like ACPAT and any other professional events that we consider of benefit to the SMS. I will be pleased to give support to any member who wants to exhibit at local shows, giving saddle fitting lectures or organising a region. Recently I was able to support Centell Saddlery and Sue Scanlan SMS saddle fitter at their annual horse show by sponsoring "The Mountain and Moorland class" as well as promoting the SMS.

To help Hazel I shall also be stocking most corporate products including Aprons, Polo shirts, Ties, Sew on Badges, Record pads, Cancellation pads, Flexi curves, Wipe boards, Master Saddler plaques, and SMS leaflets.

Finally, I feel this is an important part of the SMS service where you can help us to advance the work of the Society for the future. Thank you. Any questions?"

Julia Forsyth - Was the decision to stop attending shows taken on cost grounds? The President answered stating that this was a part of the decision and shows were also not marked as a high priority by members who completed the survey. We also took account of the Field Officer's role and our duty of care. The money saved was being better spent on our new publicity and marketing programmes which would benefit more members in the long run.

11-08 Saddle Fitting Course Co-ordinator's (SFCC) Report

The Chief Executive read Ian Hastilow's report in his absence.

"Since the last AGM we have run one qualified saddle fitters' course resulting in 17 new qualified saddle fitters - 11 overseas and 6 in the UK. My personal feelings are that this will continue over the next few years in regard to the overseas saddle fitters but may slow down with the UK based fitters. We have run 2 Introductory Courses in the UK since the last AGM. We are planning to run an Introductory Course in October, subject to sufficient applications, and the American Chapter are also running an Introductory Course in November.

I would like to thank all the lecturers, assessors and manufacturers for their time, effort and loan of their products for this year's courses. We ran a very successful Refresher Course which, this year, tied in with the Manufacturers' Event."

11-09 Liaison Officer Report as presented to the meeting

"A large number of complaints received by the Society are handled by the office and only after many have been dealt with do the remainder arrive on my desk.

Complaints received in 2011, 42

- 20 dealt with by telephone by talking through the issue
- 15 required contact with members and resolved by negotiation
- 3 unjustified
- 2 unable to help
- 2 gave advice to complainants on non members

This is on par with other years.

Three complaints ended in court action that has taken place this year, although the complaints have been from differing years i.e. 2010, 2011, 2012. I felt it important to bring it to the attention of members.

- 1st settled out of court in the member's favour. SMS were able to support the member.
- 2nd settled out of court in the public's favour. Non issue of Rights of Cancellation notice under Doorstep Selling Regulations.
- 3rd ongoing. SMS member used as expert witness."

11-10 Report from the Executive on the Strategic Review

The President presented the report explaining the reasons behind each discussion topic.

(A full copy of the report is available on request.)

LIST OF RECOMMENDATIONS

Governing Documents

- a The revised MoA and AoA be presented for adoption at the AGM
- b A trifold leaflet extracted from the MoA should be printed and distributed to all members
- c Non-member leaflets should be developed for distribution to potential members and the public.

Discipline & Complaints: The Discipline and Complaints Policy should be revised and adopted as SMS policy

PR Policy (already implemented):

- a Retain the SMS's present title
- b Appoint TSM as the SMS's PR agency

Communications:

- a The CEO should seek further to develop and implement communication by electronic media
- b The Newsletter should continue to be distributed annually

Training and CPD: The development of training modules should be energetically pursued and implemented

SMS Activities:

- a. The SMS should cease taking stands at equestrian shows (already implemented)
- b. The report on the research projects using the Pliance system should be distributed to members

Saddlery Qualifications: The SMS should encourage all those who wish to take the saddle-fitting qualification to attain Level 2 Saddle skill assessment as a pre-qualification

Categories and the Logo:

- a The membership should be reminded about the restriction of the use of the logo on its own which is limited to Master Saddlers only
- b Renewing members should, each year, receive a frameable certificate showing the category and current year of membership
- c The use of shop and van window stickers showing the category of membership should be encouraged
- d Members should be encouraged to report any misuse of the SMS logo or misrepresentation of category

Development Officer: The Executive Committee (ExC) should continually review the SMS's activities and appoint a Development Officer at the earliest opportunity

Field Officer: The role of Field Officer should be changed to that of Membership Support Officer

Executive Committee:

- a Reports to the ExC should be written and distributed prior to the meetings (Already implemented)
- b Greater authority should be given to sub-committee recommendations (Already implemented)
- c The elected membership of the ExC should be reduced by one and adjusted to better reflect SMS membership.
- d The ExC should continue to encourage members to stand for election as members
- e Summaries of ExC meeting discussions should be published half-annually

Overseas Members:

- a Overseas members should be reminded of their responsibility to report specific details of misuse of the SMS logo and/or misrepresentation of membership category
- b The CEO should establish an electronic forum for SMS membership on the LinkedIn network to facilitate connection between all members, in UK and overseas (Already implemented)
- c Appropriate articles should be distributed to overseas members with a view to their submitting them to papers and magazines local to them
- d The ExC should investigate the practicality of recording lectures and seminars and making them available to overseas members, electronically or by CD/DVD
- e The appointment of the Overseas Members' Representative on the ExC should be publicised (Already implemented)

Knowledge Base:

- a. The ExC should undertake a project to establish a researchable database of published and unpublished material relating to the world of saddlery and to create an historical archive of the saddlery industry
- b. The ExC should appoint a senior member to act as the focus of the project

Help for New Businesses: The ExC should task the Membership Sub-committee to investigate what further help could be offered to new saddlery businesses

Recruitment: The ExC should approve recruitment letters for attachment to skills test and apprenticeship certificates

11- 11 Special Resolutions

The Chief Executive explained that the Strategic Review committee had studied the Memorandum of Association and Articles of Association and recommended various changes to both documents. The MoA was revised to bring it into line with the current work carried out by the Society. Changes to the AoA were recommended to reflect decisions made following the review. Copies of the changes had been available prior to the meeting, were explained to those attending and those relating to the AoA are set out below

- That all reference made to 'Honorary Secretary' be amended to read 'Company Secretary' and include reference to Chief Executive where appropriate
- That the elected members of the Executive Committee be reduced to 16, the reduction being made in the Master Saddler Retail category from 7 to 6
- That new members voted onto the Executive Committee serve two years before standing down each year as is the case with other committee members
- That any duly qualified person must receive two nominations in order to be added to the list of nominations for election to the Committee and no member shall make more than one nomination in any category for the same election
- That the office of a member of the Executive Committee shall be reviewed if he / she fails to attend 50% of meetings held in a twelve month period
- That the relevant clause with regard to the winding up of the Society be amended to reflect the same clause within the MoA

The following resolutions were proposed by Steve Marks, seconded by Laurence Pearman and agreed unanimously

Special Resolutions for approval at the Annual General Meeting of The Society of Master Saddlers (UK) Ltd held on 10th September 2012

- X
- 1 That the objects of the revised Memorandum of Association of the Company, as made available to all members and being on the table, be approved and adopted as the objects of the Company, in substitution for, and to the exclusion of, the existing objects of the Company's present Memorandum of Association, and the Company's Memorandum of Association be altered accordingly

Resolutions continued/

- X
- 2 That the revised regulations, as made available to all members and being on the table, be adopted as the Articles of Association of the company in substitution for, and to the exclusion of, the existing Articles of the Company, and the Company's Articles of Association be altered accordingly

(Full copies of both documents available on request)

Continued over/....

11-12 Election of Officers and Executive Committee for 2011/2012

The following were confirmed and approved unanimously:

President	Laurence Pearman, Stroud Saddlery/Cirencester Saddlers
Vice-President	Helen Dart, Bookham Saddlery
Ex Officio	Steve Marks, Ideal Saddle Company
Chief Executive	Hazel Morley
Treasurer and Liaison Officer	Steve Marks
Training Officer	Mark Romain
Membership Support Officer	Neil McCarraher
SF Course Co-ordinator	Ian Hastilow

Worshipful Company of Saddlers' representative John Robinson

Members of the Executive Committee:

Master Saddler Retail

Roger Coates, Ingatestone Saddlery Centre, Essex, **David Dyer**, Kent, **Wendy Hoggard**, White Rose Saddlery, N Yorks, **Sue Norton**, C H Brown, Oxon & **Denise Silman**, Equicraft, Bristol

Master Saddler Trade

Paul Belton, Albion Saddlemakers, **James Hitchen**, Cliff Barnsby, and **Peter Wilkes**, Vale Brothers

Approved Retailer

Martin Andrew, Fitted Saddles, Hants & **Ken Lyndon Dykes**, Saddle World, Kent

Allied Trade

Richard Brown, Abbey Saddlery, Cheshire

Individual Members' Representatives

Frances Kelly (Qualified Master Saddler and Harness Maker) Berks
Laura Dempsey (Qualified Master Saddler) Warwickshire
Isobel Russell (Qualified Master Saddler) Gloucs
Chris Taylor (Qualified Master Saddler) Merseyside


11-13 Incoming President's Address as presented to the meeting

"Our outgoing President will be a hard act to follow For me this is a great honour to be asked to be President of the Society, even more so as it is the second time around for me I will be working closely with our hard working Chief Executive and Executive Committee and the sub committees over the coming year to continue to carry out the proposals set out by our Strategic Review Also to work towards the new Saddle Tree Revision that will be taking place over the coming year

I feel that as members of the Society of Master Saddlers we should represent all types of British quality manufactured saddles and work more closely to help our Manufacturers Also to keep up with new developments and technology I would also like to promote the formation of more SMS Regional Groups We have always had a vibrant South West Region and another has recently been re-formed for the South East Regional groups encourage members to not only join in socially but also to talk about mutual thoughts, ideas, problems and put forward any issues for discussion at the Executive meetings Also to bring in more of the younger members to get their ideas on board as they are the future So we look forward to the coming year "

11-14 Any Other Business

As no other AOB had been received from members in writing, the President closed the meeting

 9-9-13