

Dear members,

Proposal to amend the Constitution

Over the past year the trustees have been discussing a potential change to the EAB constitution. As a result of those discussions, we have enclosed with this edition of *Update* a proposal for an amended constitution, which we are putting forward to be voted on at this year's AGM in Aberystwyth. The revised text appears as point 3 in the accompanying draft constitution and is written in bold.

The proposal is the follow-up to a resolution submitted by a member in the AGMs of 2014 and 2015 aiming to formalise the existence of the Butler Library. Members in the 2016 AGM asked the trustees to consider ways in which responsibility for protecting the cultural heritage of Esperanto could be formalised.

The trustees have spent a considerable amount of time researching this, reaching the conclusion that the best approach would be to amend the charity's charitable object appropriately. There are certain things which must be clear in a charitable object, however, limiting the scope the trustees have to reword this completely. In particular, it must be clear that the charity operates for the benefit of the general public and its object must fall within one or more of the 13 descriptions of charitable purposes listed in the Charities Act.

EAB's current charitable object is defined in the constitution as follows:

"The Object of the Association shall be to advance the education of the general public in and about the international language Esperanto, in furtherance of international communication without discrimination and of the natural right of all people and peoples, their languages and cultures to be treated equally".

The proposed amendment to the constitution would revise this object to:

"The Object of the Association shall be to advance education in and about the international language Esperanto and to preserve and promote the culture and heritage of Esperanto for the educational benefit of the general public".

Responses to articles previously published in *Update* suggest that members are broadly in favour of this change, hence our intention to put it to the vote in the 2018 AGM. If you have any queries about the proposed change prior to the AGM, please feel free to contact one of the trustees.

Yours sincerely,

Clare Hunter, Ian Carter, Edmund Grimley Evans, Kathryn Newbould, Sally Phillips, Damon Lord, Ed Robertson

Voting on the proposal to modify the charity's constitution

You will have the opportunity to vote on the proposal to modify the constitution during the AGM. **Please bring this voting slip with you.** Alternatively, you may use it to vote by post in advance. Please refer to the instructions about postal voting for the management committee on the ballot sheet; those instructions apply for this too. You can place the slips for electing the management committee and voting on the proposal to amend the constitution within the same envelope.

Proposal	For	Against	Abstain
To accept the revised constitution			

Constitution of the Esperanto Association of Britain

General

1. The name of the Association shall be, in English, 'The Esperanto Association of Britain', in Esperanto, 'Esperanto-Asocio de Britio'. It may also be known by the working names, 'The Esperanto Association', 'Esperanto UK', 'Esperanto-Britio', 'EAB' and such other names as may be approved by the Management Committee.
2. The Association shall be non-profit-making and its head office located in the United Kingdom.

Object and Powers

3. The Object of the Association shall be to advance education in and about the international language Esperanto and to preserve and promote the culture and heritage of Esperanto for the educational benefit of the general public.

4. In pursuance of that Object, the Association may: provide and distribute information about Esperanto; encourage the use of Esperanto; organise and conduct courses, examinations, lectures, conferences and other events in and about Esperanto; collaborate with other bodies whose purposes are compatible with those of the Association; solicit donations; and do all such lawful things necessary to the attainment of such Object.

Membership

5. Membership of the Association shall comprise members with voting rights (hereafter, 'Members'), being persons who meet criteria determined from time to time by the Annual General Meeting (AGM); and such other categories of member and supporter, without voting rights, determined by the Management Committee from time to time.
6. Membership shall be open to any person who supports the Object of the Association and pays the subscription due.
7. A Member may appoint another Member to vote on her/his behalf at a General Meeting.
8. The rate of subscription for Members shall be determined by the AGM. Other subscriptions and charges shall be determined by the Management Committee.
9. Membership shall lapse if the membership subscription is in arrears by more than four months.
10. If a Member is deemed by the Committee likely to thwart the Object of the Association by bringing the Association into disrepute, that Member shall be warned that he or she is at risk of expulsion from the Association. Continued inappropriate behaviour may result in expulsion by the Committee. A Member's appeal against expulsion shall be heard by a sub-committee comprising two members of the Management Committee and two independent nominees.

Management

11. The business of the Association shall be conducted by a Management Committee (hereafter, 'the Committee') elected by the Members at the AGM or by distance-voting.
12. Members of the Committee shall serve for one year, from AGM to AGM.
13. The President of the Association shall be elected annually by the Members, at the AGM or by distance-voting.
14. The Committee shall consist of at least four and not more than ten Members of the Association, including the President.

15. The Committee shall elect, from among their own number, a Vice-President, a Secretary, a Treasurer and such other office-bearers as they deem necessary.

16. The Committee shall be chaired by the President, or failing that, by the Vice-President.

17. The quorum for meetings of the Committee shall be four members, except when the Committee consists of only four members, in which case a quorum for meetings of the Committee shall be three members.

18. A meeting may be held by suitable means agreed by the Committee in which each participant may communicate with all the other participants in real time.

19. The Committee shall have power to manage the assets of the Association at their discretion; to appoint, pay and dismiss employees of the Association; and to delegate its powers to sub-committees, each of which shall have specific terms of reference fixed by the Committee, and may include persons other than members of the Committee.

20. The Committee may co-opt additional members from among the Members of the Association, to serve until the end of the next AGM, provided that not more than half of the Committee are co-opted.

21. The Committee shall call the AGM, to take place between March and September each year.

22. New members of the Committee, whether elected or co-opted, shall sign an undertaking always to act in the best interests of the Association.

General Meetings

23. The quorum for General Meetings of the Association shall be 20 Members.

24. General Meetings shall follow an agenda issued to Members at least 21 days before the date of the meeting.

25. The AGM shall receive from the Committee an annual report and a financial report, including a statement of assets and liabilities; determine the subscription rate for Members; elect the President of the Association and members of the Committee; appoint an independent examiner of accounts for the period until the next AGM; remit to the Committee for consideration or action such matters as it deems appropriate; consider and decide on other business of which due notice has been given.

26. An Extraordinary General Meeting of the Association may be called by the Committee and shall be so called if at least twenty Members so request in writing to the Secretary of the Association.

27. An Extraordinary General Meeting shall deal only with matters specified in the agenda previously issued.

Amendment and Dissolution

28. This constitution may be amended by a two-thirds majority of Members at a General Meeting or by distance-voting, 21 days' notice of such proposed amendment having been given to the Members.

29. This constitution may not be amended in such a way that the Association would cease to be a Charity.

30. In the event of the dissolution of the Association, or of its otherwise ceasing to function, any assets remaining after satisfaction of debts and other liabilities shall be transferred to another charitable body or bodies with objects similar to those of the Association.