

## **Proposed changes to the Rules of the Association**

### **Membership: Rule 3**

- 3(a) Potentially broadens membership by removing any implied restriction on allied subjects conforming to the definition of 'science'.
- 3(b) Extends membership to include any student with an interest in Earth science, not just those who are preparing to become teachers of Earth science or allied science. This mirrors the broader scope of Ordinary membership.
- 3(c) It can be difficult to define when a member is 'retired', especially given continuing changes to the minimum age at which members may be entitled to the state pension. Members may also retire from a post but continue to teach part-time or continue to work beyond the state pension age. It is proposed that 'Retired membership' be renamed 'Senior membership' and apply from members' 65th birthday. This provides a level 'playing field' and will be simpler to administer.  
It is also proposed to remove the requirement for 'retired' or 'senior' members to have worked as teachers to mirror the broader scope of Ordinary membership.

### **Membership: Rule 5**

Clarifies that members' voting entitlement applies only to General meetings (and not, for example, Council meetings)

### **Subscriptions and Donations: Rule 8**

Allows Council to call a General meeting to seek approval for a subscription change without being constrained by the schedule of AGMs. Council currently have no plans to change their current practice, but this change provides flexibility in case it should be needed (e.g. in case banks require more notice of changes to Direct Debit payments — the AGM is usually only a few days before any change in subscription payments becomes due). Any change in subscription would still require the approval of the members.

Also updates 'Retired members' to 'Senior members' in line with the proposed change to Rule 3(c).

### **Subscriptions and Donations: Rule 11**

The existing rule is out of date and needs updating to reflect current practice. TES is now published biannually, not quarterly, and ESTA has additional publications and channels of communication (e.g. ESTA news, email updates).

### **Council: Rule 14**

This is a minor clarification. At any one time there will normally be a Chair Designate OR a Retiring Chair but not both.

### **Council: Rule 15**

The Rules were last amended in 2004 while the Charities Act has been amended in 2006 and 2011; the appropriate section of the 2011 Act is referenced.

### **Council: Rule 18**

Clarifies the status of co-opted members. Also clarifies that co-opted members have voting rights but are not counted as part of the quorum. The Rules as currently drafted are not explicit on this point. Also, the Rules were last amended in 2004 while the Charities Act has been amended in 2006 and 2011; the appropriate section of the 2011 Act is referenced.

**Council: Rule 22**

Reflects current practice.

**Council: Rule 23**

For a number of years Council has delegated the organisation of the Annual Course and Conference to a co-opted Officer of Council and a contracted Conference Manager. This change provides Council with flexibility to make any arrangements it agrees are appropriate for the organisation of the Annual Course and Conference.

**Council: Rule 24**

Proposed change more accurately reflects current practice of the Association and the requirements of the Charity Commission. A charity of ESTA's size does not require a formal audit of its accounts by a qualified auditor, just an independent examination. In recent years it has become increasingly difficult to get two ESTA Members, not on Council, to examine the accounts, hence the change to the less restricted Charity Commission wording of 'competent persons'.

**Meetings: Rule 29**

The Charity Commission requires that a charity's governing documents specify how members vote on decisions at meetings.

**The Rules: Rule 31 [formerly Rule 30]**

The Charities Act 2006 updated the power of charities to alter administrative powers and procedures in their governing document. Charity Commission guidance includes the following: 'the members of the charity must hold a meeting to approve a resolution of the trustees. At that meeting, the resolution must be approved by a two-thirds majority on a vote or by a decision taken without a vote and without any expression of dissent.'

**Conflicts of interests and conflicts of loyalties: [new rule]**

The Charity Commission require that governing documents state how charities will deal with conflicts of interest. This rule is based on section 22 from the model constitution for charitable associations published by the Charity Commission.

**Participation in meetings by video and telephone: [new rule]**

The Charity Commission does not allow the use of telephone conferencing unless specified in a charity's governing document. This rule allows Council members to join meetings using telephone or video conferencing if circumstances make this desirable (e.g. during periods of extreme weather or industrial action by national transport unions, or to avoid excessive travel/accommodation expenses).