

Proposed changes to the Constitution of the British-Yemeni Society  
Registered Charity 1027531

The proposed changes, and the reasons for them, are set out below. The main purpose is to bring the Constitution into line with current practice and practical realities and to tidy it up, rather than to change the Society in any particular way. The Constitution remains sufficiently flexible to allow the Society to develop, as it must if it is to remain vital.

### Section 2: "Objects and Powers"

**Amendment 1:** To add the following words to: The objectives of the Society are to advance public education and knowledge concerning the Republic of Yemen, its history, geography, economy & culture; **and also, where it is able from its own resources or through specific charitable fund-raising efforts, to aid Yemen and its people by supporting efforts of organizations working to address the needs of those Yemenis whose, health, life, livelihood or security are at risk and to encourage and aid any advancement in sustainable development.**

*[This is primarily to cover our charitable fundraising activity which is not provided for in the Constitution, but which clearly has the support of most members]*

### Section 3: "Organisation"

**Amendment 2:** Remove "Honorary" from the title of Officers of the Society, to draw it into line with changes proposed below, and to remove confusion, and to remove Honorary members as a category of membership, reserving the term "honorary" to be a form of recognition.

### Section 4: "Membership"

**Amendment 3:** To delete the stipulation that student members should not be entitled to vote:  
(c) Student Membership shall be open to those in full time education who are interested in furthering the objectives of the Society. ~~Student members shall not be entitled to vote.~~

*[Students can offer much to the Society, and are often in closer touch with Yemen's culture and politics than other members. It seems fair to allow them to participate fully in the Society.]*

### Section 5: "~~Honorary~~ Officers **of the Society**"

**Amendment 4:** To remove "Honorary" from the titles of the officers of the Society

**Amendment 5:** To add "Editor of the Journal" to the list of Officers of the Society

**Amendment 6:** To delete the stipulation that (Honorary) Officers should not hold office for more than six consecutive years:

(b) The Officers of the Society shall hold office until the conclusion of the third Annual General Meeting of the Society next after their election, but shall be eligible for re-selection ~~provided that no Honorary Officer shall hold office for more than six consecutive years. On expiration of such period three further years must elapse before any former Honorary Officer shall be eligible for re-election.~~

*[Officers can be hard to replace and, in any case they may not necessarily wish to stand down or retire within the three year cycle for re-election. The main risk at present is that an Officer may be required to stand down having served for 6 years, without a replacement being available or willing to step forward]*

**Amendment 7:** Replace (c) which is contradicted by the stipulation in Section 8 that " Only ordinary members of the Society, whether individual or representative shall be eligible to serve as Honorary Officers or members of the Committee".

~~(c) — The Honorary Officers (if not already members ) shall be ex officio members of the Society and of the Executive Committee.~~

(c) An Officer may be co-opted by the Executive Committee to serve on the Committee, and, if not already an Ordinary or Student member of the Society, shall be a member *ex officio* of the Society and of the Executive Committee until the AGM next following his or her co-option, at which time they may be nominated for election to that position if by that time they have become an ordinary or a student member of the Society.

#### Section 6: "Executive Committee"

**Amendment 8:** Provide for Student members to be allowed to be members of the Executive Committee, and correct a small grammatical error:

(a) Subject as hereinafter mentioned the policy and general management of the affairs of the Society shall be directed by an Executive Committee (hereinafter called "The Committee") which shall meet not less than twice a year and, when complete, shall consist, in addition to the Honorary Officers, of ~~not less~~ no fewer than three or more than ten Ordinary or Student Members of the Society whether individual or representative.

**Amendment 9:** Provide for the appointment by the Executive Committee of Honorary Vice Presidents or Honorary Members in recognition of exceptional service to the Society:

(g) The Executive Committee may designate a Member or former Member of the Society as an Honorary Member or Honorary Vice President in recognition of exceptional service to the Society. This designation does not include the right to vote.

## Section 7: "Meetings of the Society"

**Amendment 10:** *Correct grammatical error:* (b) The Chairman of the Committee may at any time and the Secretary shall, within twenty-eight days of receiving a written request to do so signed by ~~not less no fewer~~ than ten ordinary members, whether individual or representative and giving reasons for the request, call a Special General Meeting of the Society.

## Section 8: "Nominations of ~~Honorary~~ Officers & Committee Members"

**Amendment 11:** *Update to allow student members to be elected to the Committee, and a more general amendment to make this workable.*

Only ordinary or student members of the Society, whether individual or representative shall be eligible to serve as Officers or members of the Committee. ~~Nominations for Honorary Officers or members of the Committee must be made by ordinary members of the Society in writing and must be in the hands of the Honorary Secretary at least twenty-eight days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.~~

*[This is really not how things work in practice. The Executive Committee as often as not has to invite people to join the committee, or ask for volunteers, or co-opt people in between AGMs if they learn of someone becoming available and being willing. I wonder how many nominations have been received by the Secretary 28 days before the AGM in recent years. I would suggest this:]*

Members (ordinary or student) who wish to nominate a member (ordinary or student) of the Society, or who wish themselves to serve, as a Committee member or an Officer, should forward the nomination or their own name (as appropriate) by letter or by e-mail to the Secretary at least twenty eight days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot. In the case of nominations being made, or volunteers coming forward, fewer than twenty-eight days before the AGM, the Committee may, after elections of Officers and members of the Committee, co-opt such nominees or volunteers, until the following AGM.

## Section 10: "Finance"

**Amendment 12:** *grammar!*

(e) A bank account shall be opened in the name of the Society with the Royal Bank of Scotland plc, 9 Pall Mall, London SW1Y 5LX or with such other bank as the Committee shall from time to time decide. The Committee shall authorise in writing the Treasurer, the Secretary of the Society and two members of the Committee to sign cheques on behalf of the Society. All cheques must be signed by ~~not less no fewer~~ than two of the four authorised signatories.

## Section 12: "Dissolution"

**Amendment 13:** *correction of the final sentence of the paragraph which, as currently published, does not make complete sense:*

If the Committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Society, it shall call a Special General Meeting of the Society, of which meeting not less than twenty-one days' notice (stating the terms of the resolution to be proposed thereat) shall be given. If such decision shall be confirmed by not less than two thirds of the ordinary members of the Society whether individual or representative present and voting at such meeting, the Society shall be dissolved and the Committee shall have the power to dispose of any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Society, **failing which to some other charitable institution or for some other appropriate purpose, as** the Committee may determine.