**INSOL Europe**

**Resolutions to be approved for changes in our Constitution**

In accordance with article 18.10 of our Constitution, decisions (including a decision to amend the Articles of Association) will be taken by simple majority of the votes expressed according to the provisions of article 18.

The changes of the Articles of Association should be suggested by the Executive Committee and approved by Council, to be, secondly, submitted (the resolutions) for vote by the Ordinary General Meeting of INSOL Europe:

To be noted: the following propositions are drafted in English to enable the Council, then all members, to understand the meaning of the resolutions. I draw your attention to the fact that, once adopted, these regulations will be translated into French which is the only language accepted for the Articles of Association by the French administration. This translation will be a literal translation that I will submit to the Executive Committee for approval before carrying out the registration of the resolutions.

**Resolution 1 Changes of wording and title of functions**

The suggested changes in the Articles of Association where that is relevant are as follows:

* Update “Director of Administration” to “Chief Executive Officer”
* Update “Membership Services” to “The Secretariat”

**Resolution 2 Changes of Article 10. “Termination of membership”**

The suggested changes in Article 10 are aimed to insert in the Articles of Association a policy rule adopted by the Council and are as follows:

|  |  |
| --- | --- |
| Current Constitution with suggested changes | New wording |
| 10.2 The Association may, upon the decision of the Executive Committee terminate the membership of any Member:  a) if the Association has serious reasons to terminate the membership; or  b) the Member ceases to comply with the conditions for membership; or  c) upon failure to pay the annual subscription and/or fines imposed on that Member for a period of one accounting year after they have become due. | 10.2 The Association may, upon the decision of the Executive Committee terminate the membership of any Member:  a) if the Association has serious reasons to terminate the membership; or  b) the Member ceases to comply with the conditions for membership; or  c) upon failure to pay the annual subscription and/or fines imposed on that Member for a period of one accounting year after they have become due; or  d) in case of non-payment of conference fees within 3 months after the date of an event |
| 10.3 In the event that the Association wishes to terminate a membership other than under Article 10.2.(c), the Member shall be notified by registered or recorded delivery letter, setting out the grounds for termination and the date of the Executive Committee meeting convened to make a decision on the termination. The Member shall be invited to file written submissions concerning the contemplated termination or to appear before the Executive Committee in order to be heard. Failure to request a hearing within twenty days of the date of the invitation letter will be taken as a response in the negative. The hearing may take place before one Member of the Executive Committee, authorised for that purpose by the President. The hearing may take place by telephone. Following a hearing the person or persons who conducted the hearing shall report to the Executive Committee, which shall then decide whether or not to terminate the membership. The decision of the executive Committee shall be notified to the Member within 10 days after its date. | 10.3 In the event that the Association wishes to terminate a membership other than under Articles 10.2.(c) and/or 10.2.(d), the Member shall be notified by registered delivery letter and/or by email, setting out the grounds for termination and the date of the Executive Committee meeting convened to make a decision on the termination. The Member shall be invited to file written submissions concerning the contemplated termination or to appear before the Executive Committee in order to be heard. Failure to request a hearing within twenty days of the date of the invitation letter will be taken as a response in the negative. The hearing may take place before one Member of the Executive Committee, authorised for that purpose by the President. The hearing may take place by telephone. Following a hearing the person or persons who conducted the hearing shall report to the Executive Committee, which shall then decide whether or not to terminate the membership. The decision of the executive Committee shall be notified to the Member within 10 days after its date. |
| 10.4 On termination on grounds other than failure to pay as reference to Article 10.2.(c) the Member may appeal to Council within thirty days of the decision of the Executive Committee by writing to the President. The appeal shall be put on the agenda of the next Council meeting and the Member may file written submissions or appear before the Council when the appeal is discussed. The decision of Council is final and binding and shall be notified to the Member within 10 days after its date. | 10.4 On termination on grounds other than failure to pay as reference to Articles 10.2.(c) and/or 10.2.(d) the Member may appeal to Council within thirty days of the decision of the Executive Committee by writing to the President. The appeal shall be put on the agenda of the next Council meeting and the Member may file written submissions or appear before the Council when the appeal is discussed. The decision of Council is final and binding and shall be notified to the Member within 10 days after its date by registered delivery letter and/or by email. |