



EBLIDA Constitution: Explanation of changes (Version 30 March 2010)

What are the changes on which we will be voting?

- Item 1: Introduction of votes for associate members.
- Item 2: Changes to make it easier to reach a quorum if the first point is passed.
- Item 3: A lengthening of the Executive Committee term from two to three years.
- Item 4: Cosmetic changes due to inaccuracies or changes in terminology.
- Item 5: Representation of the Association.

Explanation of the proposed changes

Item 1: Introduction of votes for associate members.

Current constitution

Full Members are library associations in countries in the EU. They are the only membership category currently allowed to vote. Voting is enacted for the election of the Executive Committee and President, changes to the constitution, dismissals of members, the approval of various EBLIDA documents such as the financial report, strategy and annual report, and other matters that arise.

Reason for change

Associate members are individual library members or library associations from countries not located in the EU. They have always played a part in EBLIDA and have participated in the Council and in working groups, yet have never had the right to vote. Associate members would like a say in EBLIDA decisions and allowing them voting rights might also help to motivate them to contribute and participate more actively.

Proposed new constitution

The Committee recommends a voting structure which would give Full Members a greater influence over decisions by weighting the votes in favour of Full Members. Several options were considered resulting in the recommendation of a weighting of 5:1.

Item 2: Easier quorum if the first point is passed.

Current constitution

There are currently 51 Full Members and 85 Associate members. For quorum a third (17) of the Full Members must be represented in order to vote on ordinary decisions, and two-thirds (34) represented to vote on constitution changes and dissolution of the association. There is no prescription in Dutch law about the numbers required for quorum, only that the changing of the constitution or dissolution can be passed only with a two thirds majority of the votes cast.

Reason for change

If Associate Members have voting rights the voting body is increased and there is a risk that quorum will not be reached at the Council Meeting for ordinary decisions such as passing the budget and agreeing the agenda and minutes.

Proposed new constitution

Following legal advice, the Executive Committee proposes to remove the requirement for quorum. In order for the Council Meeting to be valid, the date, place and agenda must still be announced to all members two months in advance. Members can still nominate any person (whether that person is a member of the organization or not) to represent them and to vote on their behalf.

If you vote in support of item 1, the Committee hopes you will also support these changes.

Item 3: Lengthening the Executive Committee term.**Current constitution**

Executive Committee members currently serve a term of two years and can be re-elected once, giving a total of four years in which they can serve.

Reason for change

As the Committee meets only three times a year, it can take a year or more for new members to understand the issues and feel ready to participate fully.

Proposed new constitution

Extending the term to three years will improve the efficiency of the Committee. Re-election would still be allowed once, giving a maximum six year term. Members can still resign at any time and can choose not to be re-elected.

Item 4: Cosmetic changes.**Current constitution**

The constitution refers to the European Community which was replaced some time ago by the European Union and finally abolished by the Lisbon Treaty at the end of 2009. The terms used to describe positions of responsibility within the organization are “Chairperson” and “Vice Chairperson” and there is no mention of the Treasurer.

Reason for change

Since EBLIDA was founded in 1992, there have been changes in terminology and the way activities are organised. There were also a couple of errors made when translating the original constitution from its legally-valid Dutch text.

Proposed new constitution

We take this opportunity to correct these points. Though the Committee believes that they are not controversial, it is still necessary to vote to make these changes.

Item 5: Representation.**Current constitution**

The constitution identifies the full Executive Committee as representative of the Association for managerial, administrative and legal matters. This includes activity taking place at the Secretariat.

Reason for change

Needing the President plus all ten Committee members to agree to any purchase or activity is not practical and most similar organizations have some devolvement of responsibility.

Without such an article in the constitution, the Committee can only devolve responsibility by granting the power of attorney in each individual case so that an individual can act on their behalf. This is not practical and the constitution therefore needs to be aligned with the reality of how an association like EBLIDA operates.

Proposed new constitution

The Dutch notary has checked other similar organizations to propose a similar system, which keeps responsibility with the Committee but also devolves it to the President or two members of the Committee who can then act rapidly or on smaller matters as necessary. For the day-to-day running of the Secretariat, the Director is given the right to make purchases up to a financial limit of approximately 10% of the annual budget.

Your vote is needed for quorum

To make changes to the constitution we need your vote at the Council Meeting on May 6th.

**** If you cannot attend the Council Meeting it is vital that you send your voting instruction to someone else who will attend and vote on your behalf. ****

A nomination form has already been sent to you, with the invitation to the Council Meeting; you can also let us know by email. Please let us know who will vote for your organization so that we can distribute the voting forms accordingly. Those attending the Council Meeting will receive their voting form at the Council Meeting registration desk.