

Comparison of the current (2005) constitution of the Council of Estonian Societies in Australia (AESL) with the proposed constitution adjusted to the conditions existing in 2020

Proposed by Tiiu Salasoo, in consultation with Madis Alvre and Tiina Alvre

December 2019

2005 Constitution	Proposed 2020 constitution (New wording in bold and new concepts highlighted)	Reason/Notes
1. Name		
Austraalia Eesti Seltside Liit (AESL) = Council of Estonian Societies in Australia	Eestlaste Liit Austraalias (ELA) = Estonian League in Australia (ELA)	<i>TS: Individual membership demands change in name, same, easy to remember acronym in both languages Alvres: Support change in name; do not support the concept of individual members</i>
2. Interpretation		
(a) The following expressions shall have the following meanings when used herein:-	(a) The following expressions shall have the following meanings when used herein:-	<i>Interpretation is to be checked and adjusted, when content has been decided</i>
(i) 'Executive' means the executive of the Council as constituted pursuant to clause 7 hereof.	(i) 'Executive Committee ' means the executive of the League as constituted pursuant to clause 7 hereof;	<i>TS: An incorporated association must have a committee, responsible for managing the association.</i>
(ii) 'Assembly' means the Assembly as constituted pursuant to clause 9 hereof.	(ii) ' General meeting ' means the meeting of Members as constituted pursuant to clause 9 hereof;	
(iii) 'Audit Committee' means the Audit Committee of the Council as constituted to clause 11(d) hereof.	(iii) 'Audit Committee' means the Audit Committee of the League as constituted to clause 11(d) hereof;	
(iv) 'The Archive' means the Estonian Archives in Australia.	(iv) 'The Archive' means the Estonian Archives in Australia Incorporated .	
(v) 'The Fund' means the Estonian National Fund in Australia.	(v) 'The Fund' means the Estonian National Fund in Australia;	
(vi) 'The Council' means the Council of Estonian Societies in Australia.	(vi) 'The League ' means the Estonian League in Australia ;	
(vii) 'Members' means the constituent members of the Council of Estonian Societies in Australia.	(vii) 'Members' means the constituent members of the Estonian League in Australia ;	<i>Change in name of organisation</i>
(viii) 'Charitable Member' means a member which is accepted by the Assembly as being a charitable organisation.	<i>(viii deleted, replaced by former ix)</i>	<i>No such members</i>
(ix) 'Selection Meeting' shall mean the meeting called annually in each state or territory in accordance with clause 6 hereof.	<i>(former ix-> viii)</i> 'Selection Meeting' shall mean the meeting called by each Member organisation to elect a Representative in accordance with clause 6 hereof.	
(b) Words importing the masculine include the feminine and vice versa.	(b) Words importing the masculine include the feminine and vice versa.	<i>No change</i>
(c) Words importing the singular include the plural and vice versa.	(c) Words importing the singular include the plural and vice versa.	<i>No change</i>
3. Objects		

(a) To act as a charitable non-profit organisation;	As a not-for-profit organisation consisting of Estonian community organisations and individual members in Australia, ELA aims:	<i>TS: Content essentially the same, changed emphasis on being not-for-profit; Having both, organisational and individual membership</i> <i>Alvres: Do not support the concept of individual members of ELA</i>
(b) To co-ordinate activities of Estonian community organisations in Australia in their pursuit of the preservation and advancement of Estonian culture and heritage;	(a) To unite and assist the members of the Estonian community and their organisations in Australia in their efforts to preserve, practice, advance and promote Estonian language , culture and heritage by distributing relevant information and support.	<i>TS: Providing assistance & coordination of community activities; promoting knowledge of <u>own cultural heritage and language</u>, as the basis of culture; meeting current great need for distribution of information (if financial support is dropped, support undefined as 'relevant');</i>
(c) To supply humanitarian aid to Estonia;		<i>Need had passed</i>
(d) To act as a centre for distributing of information and financial aid to community organisations.	(b) To act as a channel of communication for the development and maintenance of links between Estonians in Australia and with organisations with similar aims in Australia, Estonia and other countries.	<i>TS: Current need for linking Australian Estonians with one another and with Estonians worldwide.</i>
4. Membership		
(a) Any Estonian community organization, (i) which has a membership of at least ten persons; and (ii) of which the objects are consistent with the objects of the Council may apply to the Executive for membership of the Council.	(a) (i) Any Estonian community organisation with a membership of at least five persons; and of which the objects are consistent with the objects of the League , and (ii) any adult Estonian individual may apply to the Executive Committee for membership of the League <i>Alvre alternative:</i> (a) Any Estonian community organisation (i) with a membership of at least five persons; and (ii) of which the objects are consistent with the objects of the League may apply to the Executive Committee for membership of the League .	<i>TS: It is necessary to reduce the minimum number of members to 5. Isolated individuals need a means for belonging to Estonian community and can add to the viability of the organisation</i> <i>Alvres: Suggest only minor revision of existing text as do not support the concept of individual members of ELA; consider ELA member organisations should be legal entities; as minimum allowable membership for an incorporated association in NSW is 5 members, could reduce organisation membership requirement to 5</i>
(b) The Executive shall consider an application for membership at its meeting next following receipt of the application and shall resolve whether to move acceptance or rejection of the application by the Assembly at the next annual general meeting of the Council.	(b)The Executive Committee shall consider an application for membership at its meeting next following receipt of the application and shall resolve whether to move acceptance or rejection of the application at the next annual general meeting of the League .	<i>Unchanged, except names replaced, e.g. Assembly replaced by general meeting.</i> <i>TS: Is there need for a written <u>recommendation</u> of an individual by a current member?</i> <i>Alvres: Do not support the concept of individual members of ELA.</i>
(c) If the Assembly votes to accept an application for membership then the applicant organisation shall be admitted to membership with effect from the conclusion of the annual general meeting of the Council at which membership was moved and accepted.	c) If the annual general meeting votes to accept an application for membership then the applicant shall be admitted to membership with effect from the conclusion of the annual general meeting of the League at which membership was moved and accepted	<i>applicant = individual or organisation</i> <i>Alvres: Do not support the concept of individual members of ELA, but revision of text to delete 'organisation' is consistent with just organisations being members</i>

<p>(d) Termination of membership, shall be as follows:- (i) A Member may resign from the Council at any time by delivering notice in writing to the Executive. The resignation shall take effect on the date of receipt of such written notice by the Executive or the date specified in the notice, whichever is later.</p>	<p>(d) Termination of membership, shall be as follows:- (i) A Member may resign from the League at any time by delivering notice in writing to the Executive Committee. The resignation shall take effect on the date of receipt of such written notice by the Executive Committee or the date specified in the notice, whichever is later;</p>	<p><i>No change, except names</i></p>
<p>(ii) If a Member fails to comply with any of the provisions of this constitution the Executive may propose termination of membership to the Assembly which shall then decide whether termination will occur.</p>	<p>(ii) If a Member fails to comply with any of the provisions of this constitution the Executive Committee may propose termination of membership to a general meeting which shall then decide whether termination will occur;</p>	<p><i>No change, except names</i> <i>TS: Assembly replaced by general meeting, but not AGM, in case the matter is considered more urgent</i></p>
<p>(iii) In the event that the Executive resolves to propose termination of a Member's membership to the Assembly it shall notify the Member of the proposal not later than one month before the annual general meeting of the Council next following such resolution.</p>	<p>(iii) In the event that the Executive Committee resolves to propose termination of a Member's membership it shall notify the Member of the proposal not later than one month before a general meeting of the League following such resolution;</p>	<p><i>No change, except names</i> <i>Any general meeting, as in clause 9</i></p>
<p>(iv) The Member shall be given a full and fair opportunity to present its case to the annual general meeting of the Council.</p>	<p>(iv) The Member shall be given a full and fair opportunity to present its case to the general meeting of the League.</p>	<p><i>No change, except names</i> <i>Any general meeting, as in clause 9</i></p>
<p>(e) The executive body of each prospective Member shall submit to the Executive with its application for membership of the Council and thereafter at the commencement of each annual general meeting of the council list of the names of all of its members.</p>	<p>(e) The executive body of each prospective Member organisation shall submit to the Executive Committee with its application for membership of the League and thereafter at the commencement of each general meeting of the League a list of the names and contact addresses of all of its financial members.</p>	<p><i>No change, except names</i> <i>TS: Contact addresses necessary for individual communication.</i> <i>Alvres: Consider communication to individual members of member organisations is the responsibility of each organisation's Representative; it is not feasible for ELA to maintain updated contact lists for all members of all member organisations</i> <i>financial = have paid their fees to AESL.</i> <i>Only financial members can vote.</i></p>
<p>(f) If at any time the total membership of any Member falls below ten persons, that Member shall immediately cease to be member of the council EXCEPT where the member is a Charitable Member.</p>	<p>(f) If at any time the total membership of any Member organisation falls below five persons, that Member shall immediately cease to be member of the Council, but its remaining members may apply for individual membership of the League.</p>	<p><i>No change in principle</i> <i>TS: It is necessary to lower the minimum to 5; opportunity of individual membership will retain interested members</i> <i>Alvres: Organisation membership minimum 5 is consistent with NSW Incorporated Associations legislation; do not support the concept of individual members of ELA</i></p>
<p>(g) Charitable Members shall be deemed at all times to have the minimum number of members required for membership of the council and their membership fees and representation on the Assembly shall be calculated on the basis of a membership of ten (10) persons.</p>	<p><i>(g) deleted</i></p>	<p><i>No such members</i></p>

(h) Termination of membership of any Member does not preclude that Member from re-applying for membership at any time in the future.	(h) (g) Termination of membership of any Member does not preclude that Member from re-applying for membership at any time in the future.	<i>No change, except number</i>
5. Levies and Fees		
(a) On the recommendation of the Executive the Assembly shall at the annual general meeting of the Council determine a fee unit. The annual membership fee payable by each Member, shall be calculated by multiplying the fee unit by the total number of persons holding membership of that Member, if membership has fallen below 20, the fee is still to be paid based on a membership of 20.	(a) On the recommendation of the Executive Committee the annual general meeting of the League shall determine a fee unit. The annual membership fee payable by each Member organisation , shall be calculated by multiplying the fee unit by the total number of financial members of that organisation . Individual Members pay the unit fee.	<i>Assembly = general meeting, as in clause 9</i> <i>Financial members have paid their organisation's membership fee.</i> <i>Alvres: Do not support the concept of individual members of ELA</i>
(b) The annual fee is to be paid by 31st May in each year.	(b) The annual fee is to be paid by 31st May in each year.	<i>No change</i>
(c) Charitable Members shall pay the membership fee payable by a Member with a membership of 10 persons, irrespective of their actual membership.	<i>(c) deleted</i>	<i>No such members</i>
(d) A financial Member at any material time is a Member who is not then indebted to the Council in respect of the annual membership fee or any other payment whatsoever; and	<i>(new c)</i> A financial Member at any material time is a Member who is not then indebted to the League in respect of the annual membership fee or any other payment whatsoever.	<i>No change, except item letter and name</i>
(e) Only financial Members may vote at the meeting of the Assembly.	<i>(new d)</i> Only financial Members may vote at general meetings of the League .	<i>Item letter changed</i> <i>Assembly = general meeting.</i>
6. Member Organisation Representatives		
6. Council Representative and its Selection Meeting	<i>Heading replaced by 6. Member Organisation Representatives</i>	
(a) The Members in each geographical region of Australia shall elect a Council Representative for their geographical region in the following manner:- (i) The incumbent Council Representative (or, in the geographical region where the Executive is for the time being resident, the Chairman) shall convene a Selection Meeting to be held at least one month before the annual general meeting of the Council;	(a) Each Member Organisation shall elect a Representative in the following manner:- <i>(i) replaced by new (i)</i> For the initial election of the Representative of a Member organisation , the Chairperson of the organisation shall convene a Selection Meeting for all the members of the organisation , to be held at least one month before the annual general meeting of the League ;	<i>TS: The role of geographical representatives seems to become meaningless, as the number of organisations is reduced, thus each Member organisation elects their own representative</i>
(ii) The Selection Meeting shall be comprised of the number of delegates according to clause 9(b) from each Member in the geographical region and each delegate will have one vote;	<i>(ii) deleted and replaced by (new ii)</i> Subsequent Member organisation Representatives will be elected at the annual general meeting of their organisation;	

(iii) The Selection Meeting shall elect a Council Representative who shall hold office from the annual general meeting of the Council next following the Selection Meeting until the subsequent annual general meeting of the Council;	(iii) The Representative elected by the members of a Member organisation shall hold office from the annual general meeting of the League next following the Selection Meeting until the subsequent annual general meeting of the League or the annual general meeting of his organisation, whichever occurs earlier.	<i>Essentially no change</i>
(iv) The incumbent Council Representative (or in the geographical region where the Executive is for the time being resident, the Chairman) shall not be entitled to vote at the Selection Meeting;	<i>former (iv) deleted</i>	<i>Irrelevant</i>
(v) During the residency of the Executive in a geographical region the Chairman of the Executive shall be the Council Representative for that geographical region and shall convene the Selection Meeting in accordance herewith;	<i>former (v) deleted</i>	<i>Irrelevant</i>
(vi) The name of the Council Representative in each geographical region shall be announced to the annual general meeting of the Council by the Chairman of that meeting.	<i>(new (iv), former (iv) deleted and replaced by former (vi))</i> The name of the Representative of each Member organisation shall be notified to the Executive Committee and announced to the annual general meeting of the League by the Chairperson of that meeting.	<i>Essentially no change</i>
	<i>(new (v), former (v) deleted and replaced by 7(e))</i> The annual general meeting may in extraordinary circumstances withhold confirmation and request the Member organisation concerned to select and present a new Representative at an extraordinary general meeting to be held one month after the annual general meeting, which may be carried out by postal or electronic vote. Candidates previously selected are not automatically excluded from being presented again.	<i>TS: As a safe-guard, content not changed</i>
(b) The roles and responsibilities of Council Representative shall be as follows:- (i) To liaise between the Executive and the Members in their geographical region;	(b) The roles and responsibilities of Member Organisation Representatives shall be as follows:- (i) To liaise between the Executive Committee and their organisation's members ;	<i>No change, except names</i>
(ii) To assist the Executive by organising the execution of tasks by Members in their geographical region;	(ii) To assist the Executive Committee by organising the execution of tasks by members of their organisation ;	<i>No change, except names</i>
(iii) To represent the views of the Members in their geographical region on specific matters to the Executive;	(iii) To represent the views of their organisation's members on specific matters to the Executive Committee ;	<i>No change, except names</i>

(iv) To convene the Selection Meeting in accordance with this Constitution.	(iv) deleted and replaced by new (iv) To attend the League’s general meetings to represent the members of their organisation and to participate in deliberations and decision-making to fulfill the League’s objects.	
(c) The geographical regions referred to in this Clause are: Adelaide, Brisbane, Canberra, Melbourne, Perth, Sydney, Tasmania, Thirlmere and Wollongong.	(c) deleted	<p><i>TS: Out of date Should names of centres be mentioned somewhere?</i></p> <p><i>Alvres: Each state with an operating Estonian Society should have at least one member on the Executive Committee; composition of Executive Committee to guarantee national representation (eg mandated representation per state) to be determined at the first AGM after incorporation</i></p>
7. Executive Committee		
<p>7. Executive</p> <p>(a) (i) The Executive of the Council shall rotate between Melbourne, Adelaide and Sydney tri-yearly in that order;</p> <p>(ii) If the candidate city does not accept the Executive for three years, it will remain resident for the accepted period and then rotate to the next city in which it may reside for no longer than three years.</p>	<p><i>Heading replaced :7. Executive Committee</i></p> <p><i>(a) deleted and replaced by new (a):</i> All Representatives of Member organisations and individual members are eligible for election to the Executive Committee of the League</p> <p>(i) The Representative of each Member organisation shall have the number of votes corresponding to the number of financial members of their organisation;</p> <p>(ii) Individual Members have one vote each.</p>	<p><i>TS: An incorporated association must have a committee, responsible for managing the association.</i></p> <p><i>Rotation of Executive Committee may be made difficult by not finding enough members in one city.</i></p> <p><i>TS: Executive Committee will be elected by and from Representatives elected by their organisations and individual Members with voting power according to the number represented.</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA</i></p>

<p>(b) Election of the Executive shall be annually as follows:-</p> <p>(i) The Council Representative in the city in which the Executive is next scheduled to reside shall compile a list of candidates for election to the Executive which he shall submit to the Selection Meeting.</p> <p>(ii) Delegates from Members to the Selection Meeting may add further candidates to the list of candidates.</p> <p>(iii) The Selection Meeting shall determine the number of members of the new Executive.</p> <p>(iv) (1) If the number of candidates exceeds the number of vacant positions on the Executives then the Selection Meeting shall elect the required number of Executive members by secret ballot</p> <p>(2) If the number of candidates is equal to or less than the number of vacant positions on the Executive then all candidates shall be declared elected by the Selection Meeting and a list of the members elected shall be submitted to the annual general meeting for confirmation.</p>	<p><i>Former (b) deleted and replaced by new</i></p> <p>(b) Election of the members of the Executive Committee shall be at the annual general meetings as follows:-</p> <p>(i) At the initial annual general meeting of the League the Member Organisation Representatives and individual members shall:</p> <p>(1) decide the number and geographical representation of members the Executive Committee;</p> <p>(2) present candidates for office bearers from among themselves or the members of Member organisations;</p> <p>(3) elect by secret ballot all of the members of the Executive Committee.</p> <p>(ii) At the next annual general meeting, of the League, half of the Executive Committee, the members who received the least number of votes at the initial election will be replaced. Voting members shall present candidates and elect from these by secret ballot the number of positions to be filled;</p> <p>(iii) At the following annual general meetings, the positions of Executive Committee members who have held office for two years will be declared vacant and these positions will be filled by election as above.</p> <p>(iv) Each voting Member may present one candidate for election.</p>	<p><i>Alvres: Do not support the concept of individual members of ELA</i></p> <p><i>TS: Continuity is ensured by annual election of only half of the Committee.</i></p> <p><i>TS: Keeps Committee representative</i></p>
<p>(c) The members of the Executive shall be confirmed at the annual general meeting of the Council and shall hold office until the next annual general meeting.</p> <p>(d) The list of candidates shall be presented to the Assembly for confirmation, which shall be by show of hands unless a secret ballot is requested by the majority of the Assembly.</p> <p>(e) The Assembly may in extra-ordinary circumstances withhold confirmation and request the Selection Meeting in the city concerned to review the list of candidates and present a new list of candidates at an extraordinary meeting to be held a month after the annual general meeting, which may be carried out by a postal vote. Candidates previously selected are not automatically excluded from being presented again.</p>		<p><i>Former (c) and (d) deleted, (e) reworded and moved to 6 a) (v)</i></p>

<p>(f) The Executive shall consist of at least seven (7) members including the following office bearers:-</p> <ul style="list-style-type: none"> (i) Chairman (ii) Two Vice-chairmen (iii) Treasurer (iv) Secretary (v) Assistant Secretary, and (vi) Cultural Co-ordinator (vii) Such other office bearers as the Selection Meeting deems desirable. 	<p>(c) based on former (f) The Executive Committee shall consist of at least seven (7) members including the following office bearers:-</p> <ul style="list-style-type: none"> (i) Chairperson (ii) Secretary (iii) Treasurer (iv) Cultural Co-ordinator (v) Estonian Studies Co-ordinator (vi) Information Facilitator (vii) Registrar <p>Additional office bearers may be elected as the need arises.</p>	<p><i>TS: Important new functions need office bearers</i> <i>Vice-chairmen Obsolete</i></p>
<p>(g) The Executive shall elect its office bearers from among its members at its first meeting after the annual general meeting.</p>	<p>(d) same as former (g) The Executive shall elect its office bearers from among its members at its first meeting after the annual general meeting.</p>	<p><i>No change</i></p>
<p>(h) A member may resign from the Executive at any time by notice in writing delivered to the Secretary of the Executive. The resignation will take effect from the date of receipt of the notice by the Secretary or the date specified in the notice whichever is the later.</p>	<p>(e) same as former (h) A member may resign from the Executive Committee at any time by notice in writing delivered to the Secretary of the Executive Committee. The resignation will take effect from the date of receipt of the notice by the Secretary or the date specified in the notice whichever is the later.</p>	<p><i>No change</i></p>
<p>(i) (i) The Executive may appoint a person who is a current member of a Member to fill a casual vacancy on the Executive.</p> <p>(ii) The person filling a casual vacancy shall hold office for the balance of the unexpired term of the Executive.</p>	<p>(f) same as former (i) Casual Vacancies:-</p> <p>(i) The Executive Committee may appoint a person who is a current member of a Member organisation to fill a casual vacancy on the Executive Committee.</p> <p>(ii) The person filling a casual vacancy shall hold office for the balance of the unexpired term of the Executive Committee.</p>	<p><i>No change, except addition of heading</i></p>
<p>(j) A quorum for meetings of the Executive is four persons, one of whom must be the Chairman of the Executive or his designated replacement.</p>	<p>(g) replacing former (j) A quorum for meetings of the Executive Committee is 50% of office bearers, one of whom must be the Chairperson of the Executive Committee or his designated replacement. The meetings may be attended either physically or by telephone or electronic connection.</p>	<p><i>TS: Telephone or electronic contact may be necessary. To be clarified whether mixed method can be used.</i></p>
<p>(k) The Executive shall meet at least once every two months.</p>	<p>(h) replacing former (k) The Executive shall meet at least once every two months. The minutes, recording names of attendees and the results of any votes taken, shall be distributed to all Member organisations and to individual members.</p>	<p><i>TS: Because EC members may not reside at same centre, precise record keeping is necessary.</i> <i>Very important to keep individuals in touch and informed, minutes could be distributed electronically to the recorded members of Member organisations.</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA.</i></p>

(l) The Executive shall make decisions by simple majority and the Chairman of the Executive shall have the casting vote.	(i) <i>similar to former (l)</i> The Executive Committee shall make decisions by simple majority and the Chair person of the Executive Committee shall have the casting vote.	<i>No change</i>
8. Powers and Duties of the Executive Committee		
Subject to the review of its actions by the Assembly, to have care, control, custody, superintendence, management and administration in all respects of the affairs, business, funds and property of the Council and without limiting the generality of the foregoing:	Subject to the review of its actions by a general meeting , to have care, control, custody, superintendence, management and administration in all respects of the affairs, business, funds and property of the League and without limiting the generality of the foregoing:	<i>No change, except Assembly = general meeting</i>
(a) To represent the Council, act on its behalf and act in accordance with the objects of the Council;	(a) To represent the League , act on its behalf and act in accordance with the objects of the League ;	<i>No change</i>
(b) To draft the Council's budget, programme of activities and reports;	(b) To draft the League's budget, programme of activities and reports;	<i>No change</i>
(c) To implement the approved programme of activities in accordance with the budget approved by the annual general meeting;	(c) To implement the approved programme of activities in accordance with the budget approved by the annual general meeting;	<i>No change</i>
(d) To execute the decisions of the Assembly;	(d) To execute the decisions of general meetings ;	<i>No change</i>
(e) To accept applications for membership of the Council and make recommendations to the Assembly as to the acceptance or rejection of such applications;	(e) To accept applications for membership of the League and make recommendations to general meetings as to the acceptance or rejection of such applications;	<i>No change</i>
(f) To present considered recommendations to the Assembly on any matter;	(f) To present considered recommendations to general meetings on any matter;	<i>No change</i>
(g) To form sub-committees for the investigation of any matter and the implementation of special tasks;	(g) To form sub-committees for the investigation of any matter and the implementation of special tasks;	<i>No change</i>
(h) To convene meetings of the Assembly;	(h) To convene general meetings ;	<i>No change</i>
(i) To invest and deal with money of the Council not immediately required in such manner as it may from time to time determine;	(i) To invest and deal with money of the League not immediately required in such manner as it may from time to time determine;	<i>No change</i>
(j) To sign on behalf of the Council bills, notes, receipts, acceptances, endorsements, cheques, releases and documents;	(j) To sign on behalf of the League bills, notes, receipts, acceptances, endorsements, cheques, releases and documents;	<i>No change</i>
(k) To make and give receipts, releases and other discharges for money payable to the Council and for claims and demands on the Council;	(k) To make and give receipts, releases and other discharges for money payable to the League and for claims and demands on the League ;	<i>No change</i>
(l) To organise and conduct the collection of donations for the Fund; and	(l) To organise and conduct the collection of donations for the Fund; and	<i>TS: No change? (Fund=Rahvuskapital)</i>
(m) To withdraw Council's membership of any external organisation if it deems the activities of that organisation not to be in accordance with the objects of the Council or to be harmful to the Council, until such time as the Assembly has been consulted either during the annual general meeting or by written referendum.	(m) To withdraw the League's membership of any external organisation if it deems the activities of that organisation not to be in accordance with the objects of the League or to be harmful to the League , until such time as the Members have been consulted either during a general meeting or by written referendum.	<i>No change</i> <i>this time, Assembly = Members</i>

	<p>(n) To attempt establishment of individual contact with all League Members (including the members of Member Organisations) by regularly informing them of League’s activities as well as of any collected information relevant to the aims of the League and of interest to Estonians in Australia.</p> <p><i>Alvre alternative:</i> (n) To regularly inform all Members of the League’s activities and of information relevant to the objects of the League and of interest to Estonians in Australia.</p>	<p><i>TS: This item should be higher up in the list as it is very important for establishing connections between Estonians</i></p> <p><i>Alvres: Dissemination of information is the Representatives’ role, ie to inform it’s organisation’s Committee (which holds the membership list and distributes information to its members); organisation membership lists change during a year and there should only ever be one master list of members for each organisation; it is not feasible for the League to maintain and up-to-date list of all members of all organisations</i></p>
9. General Meetings		
<p>9. Assembly</p> <p>(a) The Assembly consists of delegates elected by each Member.</p>	<p><i>(Heading changed from 9. Assembly to</i> General Meetings</p> <p><i>(a) replacing former (a) The general meetings of the League may be attended by Representative of Member organisations, members of Member organisations, individual Members and any interested person (with permission of the chairperson).</i></p>	<p><i>TS: Assembly has been extended to general meeting allowing a wider opinion to be expressed</i></p> <p><i>TS: Should the members of organisations be allowed to vote themselves?</i></p> <p><i>Alvres: Members of member organisations in attendance at general meetings may vote independently of their organisation’s Representative if they wish to do so on any particular issue; do not support the concept of individual members of ELA</i></p>
<p>(b) Each Member is entitled to the following number of delegates to the Assembly:- where the Member has a membership of 10-50, one delegate; where the Member has a membership of 51-100, two delegates; where the Member has a membership of 101-300, three delegates; where the Member has a membership of 301-600, four delegates.</p>	<p><i>(b) is replaced by new (b) A general meeting begins with registration, and if needed, payment of fees, by the Representatives of Member organisations and individual members:</i></p> <p>(i) Representatives of each Member organisation provide a list of the names and contact details of their financial members and receive a voting card indicating the number of their votes (number of financial members);</p>	<p><i>Former (b) is obsolete</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA</i></p> <p><i>Alvres: Don’t consider organisations’ members contact details should be held by ELA (see comment at 8(n)).</i></p>

	<p>(ii) The names of members of Member organisations who are attending the general meeting but are not the Representative of the Member organisation are recorded and during the meeting they may speak, but not vote. If they wish to vote independently of the Representative of their organisation on any matter, the number of votes allocated to the Representative of the Member organisation shall be adjusted accordingly, to avoid double voting.</p> <p>(iii) The names of interested persons wishing to attend the general meeting are recorded and at the start of the meeting they are given the opportunity to ask the chairperson for permission to attend; during the meeting they may ask for permission to speak, but they are not able to vote.</p>	<p><i>TS: To avoid double votes</i></p>
<p>(c) Each delegate may exercise up to two proxies in addition to his own vote.</p>	<p>(c) Each Representative and individual Member with voting rights may exercise up to two proxies in addition to his own vote.</p>	<p><i>Essentially no change, except wider representation</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA</i></p>
<p>(d) A Member may appoint a delegate to act on the Member's behalf at the Assembly provided the proxy is in writing and signed by the Chairman and Secretary of the Member.</p>	<p>(d) A Representative or individual Member may appoint a delegate to act on their behalf at a general meeting, provided the proxy is in writing and signed by the Chairperson and Secretary of the Member organisation, or their designate(s) or by the individual Member.</p>	<p><i>Essentially no change, except wider representation</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA</i></p>
<p>(e) Proxies expire at the end of the meeting for which they were given.</p>	<p>(e) Proxies expire at the end of the meeting for which they were given.</p>	<p><i>No change</i></p>
<p>(f) The quorum of the Assembly shall be half of the possible delegates, whether attending in person or by proxy.</p>	<p>(f) The quorum of a general meeting shall be half of the possible delegates (Representatives of Member Organisations and individual Members), whether attending in person or by proxy.</p>	<p><i>Essentially, no change</i></p> <p><i>Alvres: Do not support the concept of individual members of ELA</i></p>
<p>(g) The Assembly may be convened by the Executive as required but not less than once a year.</p>	<p>(g) A general meeting may be convened by the Executive Committee as required but not less than once a year.</p>	<p><i>No change</i></p>
<p>(h) (i) Half the Council's Members may require the convening of an extraordinary meeting of the Assembly;</p> <p>(ii) The Executive must issue a notice for an extraordinary meeting within two weeks of receipt of a demand by half the Council's Members. If the Executive fails to do so, then the parties requiring the extraordinary meeting are empowered to convene the meeting.</p>	<p>(h) Extraordinary General meetings:-</p> <p>(i) Half the League's Members may require the convening of an extraordinary general meeting;</p> <p>(ii) The Executive Committee must issue a notice for an extraordinary general meeting within two weeks of receipt of a demand by half the League's Members. If the Executive Committee fails to do so, then the parties requiring the extraordinary meeting are empowered to convene the meeting.</p>	<p><i>Addition of heading</i></p> <p><i>No change</i></p> <p><i>No change</i></p>

(i) The notice of meeting, agenda and all other relevant material shall be sent to the Members at least one calendar month before the meeting of the Assembly.	(i)The notice of meeting, agenda and all other relevant material shall be sent to the individual Members and the members of Member organisations at least one calendar month before the general meeting ;	<i>TS: To widen the decision-making</i> <i>Alvres: Consider existing text is adequate; do not support the concept of individual members of ELA</i>
(j) The Assembly shall decide matters by a simple majority EXCEPT for amendments to the constitution, motions for the expulsion of Members and the winding up of the Council, for which a two-thirds majority shall be required.	(j) The general meeting shall decide matters by a simple majority EXCEPT for amendments to the constitution, motions for the expulsion of Members and the winding up of the League , for which a two-thirds majority shall be required.	<i>No change</i> <i>Alvres: May require three-quarters majority, depending on the state legislation under which ELA incorporates</i>
(k) A postal vote may be held for any motion requiring speedy resolution in accordance with the following procedure:- (i) A postal vote must be initiated by the Executive;	(k) A postal or electronic vote may be held for any motion requiring speedy resolution in accordance with the following procedure:- (i) A postal or electronic vote must be initiated by the Executive Committee ;	<i>Expanded to electronic vote</i> <i>No change</i>
(ii) The Executive shall forward each Member a ballot paper on which the motion shall be printed and containing provisions for the Member to vote for or against the motion;	(ii) The Executive Committee shall forward each Member a ballot paper on which the motion shall be printed and which contains provisions for the Member to vote for or against the motion;	
(iii) Ballot papers must be accompanied by materials providing an analysis of the issue in respect of which the motion is being put and briefly setting out the arguments for and against the motion;	(iii) Ballot papers must be accompanied by materials providing an analysis of the issue in respect of which the motion is being put and briefly setting out the arguments for and against the motion;	<i>No change</i>
(iv) Members must be given at least four (4) weeks in which to cast their vote	(iv) Members must be given at least four (4) weeks in which to cast their vote	<i>No change</i>
	(v)(new) Member organisations have the number of votes corresponding to the number of members for whom they have paid membership fees, which shall correspond to the number of financial members of the organisation. Financial individual members have one vote. This will be checked by the Registrar prior to counting of votes.	<i>The basis of voting</i> <i>Alvres: Do not support the concept of individual members of ELA</i>
(v) Members shall return their ballot papers to the Audit Committee, who shall act as returning officers and compile a report of the results which they shall present to the Executive;	(v) (vi) Members shall return their ballot papers to the Audit Committee, who shall act as returning officers and compile a report of the results which they shall present to the Executive Committee, which shall inform all Members;	<i>To encourage interest</i>
(vi) The result of the ballot shall be decided in accordance with Clause 9 (j) hereof.	(vi) (vii) The result of the ballot shall be decided in accordance with Clause 9 (j) hereof.	<i>No change</i>
10. Powers and duties of the annual general meeting		

10. Powers and duties of the Assembly The powers and duties of the Assembly are: - (a) To receive and adopt the Executives annual reports, budgets and proposed programme of activities;	<i>(Heading changed to 10. Powers and duties of the annual general meeting</i> The powers and duties of the annual general meeting are: - (a) To receive and adopt the Executive Committee's and Member organisations' annual reports, budgets and proposed programmes of activities;	<i>Member organisations present reports</i>
(b) To amend and adopt the constitution;	(b)To amend and adopt the constitution;	<i>No change</i>
(c) To determine the membership fee;	(c)To determine the membership fee unit ;	<i>No change</i>
(d) To confirm the Executive and Audit Committee of the Council;	(d) To elect the Executive and Audit Committees of the League ;	<i>No change</i>
(e) To decide and discuss all questions of policy and principle and to give directions to the Executive;	(e) To decide and discuss all questions of policy and principle and to give directions to the Executive Committee ;	<i>No change</i>
(f) To accept and expel Members;	(f) To accept and expel Members;	<i>No change</i>
(g) To wind up the Council;	(g) To wind up the League ;	<i>No change</i>
(h) To establish, amalgamate or disband such committees as it con-siders necessary to promote the objects of the Council on such conditions as it considers appropriate;	(h) To establish, amalgamate or disband such committees as it considers necessary to promote the objects of the League on such conditions as it considers appropriate;	<i>No change</i>
(i) To join any external organisations whose objects are deemed to be compatible with those of the Council and to withdraw from any external organisations whose objects have become incompatible with the Council's.	(i)To join any external organisations whose objects are deemed to be compatible with those of the League and to withdraw from any external organisations whose objects have become incompatible with the League's .	<i>No change</i>
11. Finance		
a) Subject to the direction of the Assembly, the finances of the Council shall be under the control of the Executive who may open bank accounts in the name of the Council.	(a) Subject to the direction of the general meetings , the finances of the League shall be under the control of the Executive Committee who may open bank accounts in the name of the League .	<i>No change</i>
(b) The Executive shall appoint at least four of its members (one of whom shall be the Treasurer) jointly on behalf of the Council to operate such accounts, any two being authorised to sign, negotiate and endorse cheques and other instruments.	(b) The Executive Committee shall appoint at least four of its members (one of whom shall be the Treasurer) jointly on behalf of the League to operate such accounts, any two being authorised to sign, negotiate and endorse cheques and other instruments.	<i>No change</i>
(c) The Treasurer shall keep proper accounts and at the end of each financial year shall prepare statements of accounts for that year for adoption by the Assembly at the annual general meeting.	(c) The Treasurer shall keep proper accounts and at the end of each financial year shall prepare statements of accounts for that year for adoption by the annual general meeting.	<i>No change</i>

<p>(d) (i) The Council Representative in the City in which the Executive is next scheduled to reside shall compile a list of candidates for election to the Audit Committee which shall submit to the Selection Meeting and the Selection Meeting shall elect member of the Audit Committee in accordance with the same procedure used for election of the Executive under Clause 7(b) hereof and shall submit the elected members to the annual general meeting for confirmation.</p>	<p>(d) Audit Committee:- (i) deleted and replaced by new (i) Each year at the annual general meeting candidates for election to the Audit Committee are called for, out of whom three are elected by a simple majority.</p>	<p><i>Addition of heading Current procedure obsolete, if Executive Committee is not at one centre.</i></p> <p><i>Incorporation may demand professional auditors and section (d) may need to be altered accordingly.</i></p>
<p>(ii) Three auditors shall be con-firmed each year at the annual general meeting, forming the Audit Committee. They shall audit and certify the annual statement of the finances of the Council.</p>	<p>(ii) <i>deleted and replaced by new</i> (ii) The auditors shall audit and certify the annual statement of the finances of the League.</p> <p>(iii) replaced by (new ii) The auditors shall act as returning officers in case of postal or electronic voting.</p>	<p><i>Incorporation may demand professional auditors and section (d) may need to be altered accordingly.</i></p>
<p>(iii) Any vacancy on the Audit Committee shall be filled by the Executive until the next annual general meeting.</p>	<p>(iii) became (iv) Any vacancy on the Audit Committee shall be filled by the Executive Committee until the next annual general meeting.</p>	<p><i>No change, but incorporation may demand professional auditors</i></p>
<p>(e) Funding for the Council, its subsidiary the Archive, and the Fund shall be derived from the following sources:- i) Membership fees ii) Donations and gifts iii) Sale of the Council's publications iv) Bequests and legacies v) Other activities within the scope of the Council's objects.</p>	<p>(e) Funding for the League, its subsidiary the Archive, and the Fund shall be derived from the following sources:- i) Membership fees ii) Donations and gifts iii) Sale of the League's publications iv) Bequests and legacies v) Other activities within the scope of the League's objects.</p>	<p><i>No change</i></p>
<p>(f) The Fund shall consist of donations made to the objects of the Council and shall remain under the control of the Treasurer, who shall organise the annual donation appeal.</p>	<p>(f) The Fund shall consist of donations made to fulfill the objects of the League and shall remain under the control of the Treasurer, who shall organise the annual donation appeal.</p>	<p><i>No change</i></p>
<p>(g) Any real estate bequeathed, granted or donated to the Council, the Archive or Fund for the purpose of promoting their aims and objects shall be held in the names of three trustees.</p> <p>(h) Any monies or chattels bequeathed, granted or donated to the Council, the Archive or Fund for the purpose of promoting their aims and objects shall come directly under the control of the Executive.</p>	<p>(g) & (h) combined (g) Any real estate, monies or chattels bequeathed, granted or donated to the League, the Archive or Fund for the purpose of promoting their aims and objects shall come directly under the control of the Executive Committee.</p>	<p><i>Change of law: no need for trustees (g) & (h) combined (g)</i></p>
<p>(i) The Council's financial year is from 1st November to the 31st October.</p>	<p>(i)(h) The League's financial year is from 1st November to the 31st October.</p>	<p><i>No change</i></p>
<p>(j) Any expenditure outside approved budget of more than \$5000 on the item must be approved by the Assembly. Permission for the expenditure may be</p>	<p>(j) (i) Any expenditure outside approved budget of more than \$5000 on the item must be approved by a general meeting. Permission for the expenditure may be sought in writing according to the</p>	<p><i>No change</i></p>

sought in writing according to the procedures for a postal vote.	procedures for a postal or electronic vote.	
	(j) The assets and income of the League shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the members of Member organisations of the League except as genuine compensation for services rendered or expenses incurred on behalf of the League.	<i>Alvres: Recommend insertion of ACNC Not-for-Profit Clause</i>
12.Trustees		
(a) There shall be three trustees when and if required who shall be elected by the Assembly for purposes of holding land on behalf of the Council.	(a) There shall be three trustees when and if required who shall be elected by a general meeting for purpose of holding land on behalf of the League .	<i>If obsolete, should be deleted</i>
(b) The trustees and Executive shall enter into an agreement which stipulates the length of office and guide lines as to the management of all real estate.	(b) The trustees and the Executive Committee shall enter into an agreement which stipulates the length of office and guide lines as to the management of all real estate.	<i>No change</i>
(c) A trustee may resign at any time by delivering to the Secretary notice in writing to that effect.	(c) A trustee may resign at any time by delivering to the Secretary notice in writing to that effect.	
(d) The Executive has the power to appoint a person to fill any casual vacancy.	(d) The Executive Committee has the power to appoint a person to fill any casual vacancy.	<i>No change</i>
(e) A person filling a casual vacancy shall hold office until the next annual general meeting.	(e) A person filling a casual vacancy shall hold office until the next annual general meeting.	<i>No change</i>
13. Winding Up of the Organisation and Disposal of Property		
13. Disposal of Property	Heading 13. changed to Winding Up of the Organisation and Disposal of Property	<i>More to the point</i>
(a) The Council may be wound up by a resolution to that effect passed by a two-thirds majority of those present at an Assembly meeting, the resolution having previously been placed on the Agenda.	(a) replaced by: The League may be wound up by a resolution to that effect passed by a two-thirds majority of total financial Members' written votes , presented at a general meeting or sent by post or electronic vote , the resolution having previously been placed on the Agenda and sent to all individual Members and the members of Member organisations .	<i>TS: Too important a decision to be left to so few</i> <i>Alvres: Do not support the concept of individual members of ELA; may require three-quarters majority, depending on the state legislation under which ELA incorporates</i>

<p>b) The surplus funds and property of the Council (after payment of all debts and expenses) shall be distributed as the Assembly directs to such Estonian charitable body or bodies having objects as near as possible similar to the objects of the Council</p>	<p>(b) The surplus funds and property of the League (after payment of all debts and expenses) shall be distributed as the general meeting directs to such Estonian body or bodies having objects as near as possible similar to the objects of the League.</p> <p><i>Alvre alternative:</i> (b) In the event of the League being dissolved, all assets that remain after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.</p>	<p><i>Alvres: Recommend revision of (b) to align with ACNC Dissolution Clause</i></p>
<p>14. Amendment of Constitution</p>		
<p>(a) This constitution may be amended from time to time by a resolution carried by a two-thirds majority of those present at an annual general meeting of the Assembly.</p>	<p>(a) This constitution may be amended from time to time by a resolution carried by a two-thirds majority of Members.</p>	<p><i>Too important a decision to be left to so few</i></p> <p><i>Alvres: May require three-quarters majority, depending on the state legislation under which ELA incorporates</i></p>
<p>(b) The Secretary shall give members of the Assembly at least one calendar month's notice of the proposed amendment.</p>	<p>(b) The Secretary shall give Members at least one calendar month's notice of the proposed amendment.</p>	<p><i>No change</i></p>
<p>15. Standing Orders</p>		
<p>The Assembly may from time to time make, amend or repeal standing orders, not inconsistent with this Constitution, for the internal management of the Council.</p>	<p>General meetings may from time to time make, amend or repeal standing orders, not inconsistent with this Constitution, for the internal management of the League.</p>	<p><i>No change</i></p>