**Teachers of Old English in Britain and Ireland: Constitution**

1. Name of Organization

Teachers of Old English in Britain and Ireland (TOEBI)

2. Aims

TOEBI is a not-for-profit unincorporated association with charitable aims that exists to promote and support the teaching of Old English in British and Irish Universities and to raise the profile of the Old English language, Old English literature and early medieval England in the public eye. It fulfills these aims by organizing an annual Meeting, by hosting a dedicated website and by producing an annual newsletter. TOEBI is supported by membership subscriptions, the rates of which are reviewed annually at the AGM. Where possible, these funds also support TOEBI awards to enable early career scholars to present papers at conferences. For legal purposes, this organization is based in England, and will be governed by English law.

3. Membership

Membership is open to anyone who supports the aims of TOEBI. Member subscription is reviewed annually by the Committee, which establishes the rate. Subscriptions are administered by the Secretary.

4. Annual General Meeting

The affairs of TOEBI shall be governed through an Annual General Meeting (AGM), open to all members and normally held at the annual meeting. Notice of the AGM shall be sent to all members at least three weeks before the meeting along with a proposed agenda. Fourteen days before the AGM the minutes of the previous year’s AGM, the Secretary’s report and the final agenda shall be sent to all members: these are established by the TOEBI Committee.

Any proposal to change the Constitution of TOEBI and any other items for discussion must be included in the agenda. The AGM will comprise brief reports from the Chair and the Secretary, the election of officers and other Committee members, approval of the previous year’s minutes, and an opportunity for members to comment on the affairs and activities of TOEBI, to discuss proposals for conferences, and to approve any proposed changes.

In order to approve any changes to the Constitution a quorum of 7 ordinary members is necessary. A simple majority shall suffice to enact any change. The Chair shall have no voting rights except for a casting vote in the event of a tie.

5. Officers

The President, Chair, Secretary, Awards Officer, Webmaster, Editor(s) of the Newsletter, Early Career Researcher Representative, Postgraduate Representative, and members of the Committee shall be elected at the AGM on nominations submitted in writing to the Secretary at least two weeks before the AGM. They shall each serve for three years and shall then be eligible for re-election. The Chair shall coordinate the Committee and liaise with the President about TOEBI activities. The Secretary shall send details of the annual meeting, new member forms and membership renewal forms, and reminders of forthcoming seminars to the members. The Secretary shall also compile minutes at the AGM and Committee meetings, maintain an up-to-date register of membership, and issue written confirmation to individuals joining TOEBI or renewing their membership. The Secretary shall maintain the accounts of TOEBI, depositing subscriptions, donations or grants, and reimbursing expenses as required. The Awards Officer co-ordinates the Annual Awards process in consultation with the Committee. The Webmaster shall publicize TOEBI’s activities to the wider community of those interested in medieval studies in Britain and Ireland. The editor(s) of the Newsletter are responsible for all activities associated with the annual publication of the Newsletter and for maintaining an archive of newsletters.

6. Committee

The AGM shall elect a Committee to manage the affairs of TOEBI. The Committee shall meet annually at the AGM but also conduct its business by email during the year. The Committee shall comprise: the President, Chair, Secretary, Awards Officer, Webmaster, the editor(s) of the Newsletter, Early Career Researcher Representative, Postgraduate Representative, and up to three other Committee members who shall each serve for three years and shall then be eligible for re-election. All members of the Committee shall regularly attend the annual meeting. Committee members must give at least four weeks’ notice if they intend to leave the Committee permanently, and a temporary or permanent replacement must then be recruited, and if appropriate elected at the next AGM. A replacement must also be recruited as soon as possible if a Committee member has to leave unexpectedly.

7. Annual Meeting

The Committee shall invite proposals to host the annual meeting and present them for discussion and confirmation at the annual AGM. The meeting is organized locally by the nominated organizers in consultation with the Committee. A list of meetings held shall be made available on the TOEBI website. The Committee will meet at the meeting as will the AGM.

8. Finances

TOEBI is funded through member subscriptions which support the running costs of the organization and, where possible, support TOEBI awards to enable early career scholars to present papers at conferences.

TOEBI’s finances will be held and administered by the committee members for the benefit of the organization. A bank account in the name of the organization (‘‘Teachers of Old English in Britain and Ireland’) will be administered by the Secretary. There will be at least three signatories to the account who are members of the committee, and each transaction will require two signatures. Records of income and expenditure will be maintained by the Secretary and a financial statement given at each meeting. An annual statement of accounts will be presented to the AGM. Members of the committee are prohibited from withdrawing or diverting funds to any members for any reason other than for reasonable expenses agreed by the committee, or where necessary to achieve the goals and objectives of the organization in performing its functions. All money raised by TOEBI will be spent solely on the Aims of the organization.

9. PayPal

The Secretary and the Chair will each hold the login details and password for PayPal and will authorise payments from PayPal.  Details of payments and transfers in and out of the account will be emailed to the Secretary immediately after they have been made.

Two signatories will be required for funds to be transferred from the ‘Teachers of Old English in Britain and Ireland’ bank account to PayPal.

TOEBI acknowledges that there are greater risks of fraud via PayPal than bank accounts and will ring-fence PayPal by having a separate bank account for sweeps into and out of PayPal, this being the ‘Teachers of Old English in Britain and Ireland’ bank account.

The balance in PayPal will not exceed £1,000. Appropriate transfers will be made to the ‘Teachers of Old English in Britain and Ireland’ bank account to ensure that this amount is not exceeded.

10. Dissolution

If the members resolve to dissolve the organization the Committee will remain in office with responsibility for winding up the affairs of TOEBI in accordance with this clause. The Committee will gather the assets of TOEBI and pay or make provision for all liabilities of the organization. The Committee will apply any remaining funds to the aims of TOEBI either directly, through funding grants or similar channels agreed by the Committee, or by transfer to societies that exist with purposes the same or similar to TOEBI. In no circumstances will the assets of TOEBI be paid to or distributed among members of the organization.