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Constitution

Originally the International Society for Clinical Biostatistics was governed by The Rules of the Society adopted at the General Meeting on 14 September 1982.
 These Rules were revised at General Meetings on 11 September 1984; 18 September 1986; 9 September 1987; 1 September 1988; 20 September 1990, and 18 August 1992.
 The Rules were replaced by this Constitution adopted at the General Meeting on 27 August 1996 and revised on 1 April 2002 and 31 December 2008, following postal ballots.

Preamble

[0.01]
 The registered office of the Society shall be the office of the current Membership Administrator (the Permanent Office). The Society may change its registered office upon authorization of a new Membership Administrator.
 [0.02]
 All disputes between The Society and its members or between members concerning The Society shall be resolved according to Danish Law and with The Court of Hillerød as forum. If the registered office of The Society is changed in connection with the appointment of another membership administrator, The Society can decide that the laws of the country of the new membership administrator shall apply and decide upon, as a new forum, the closest municipal court to the residence of the administrator.

Article 1: Name

(1.01)
 The name of the Society is the International Society for Clinical Biostatistics, which may be abbreviated ISCB, and is referred to hereafter as The Society.
 (1.02)
 The official language of The Society is English, and meetings of the Executive Committee, General Meetings of The Society, and the International Scientific Meetings/Conferences , as well as ballots shall be conducted in that language.

Article 2: Aims

(2.01)
 The Society is organized and shall be operated for educational and scientific purposes with the following Aims:

- to stimulate research on the biostatistical principles and methodology used in clinical research;
- to increase the relevance of statistical theory to clinical medicine;
- to promote high and harmonized standards of statistical practice;
- to work with other societies and organizations in the advancement of biostatistics;
- to promote better understanding of the use and interpretation of biostatistics by the general public, and by national and international organizations and agencies within the public and commercial sectors with an interest in, and/or responsibilities for, public health; and
- to provide a common forum for clinicians and statisticians through meetings, seminars and publications.

Article 3: Powers

(3.01)
 In pursuance of its Aims The Society is empowered to:

- appoint Executive Officers and an Executive Committee to manage and administrate the organization and business of The Society;
- accept into Membership of The Society those who apply and are eligible (4.02), and to reject those who are not;
- exclude from further Membership of The Society those whose activities are considered to contravene the Aims of The Society or to damage its reputation;
- arrange Scientific Meetings/Conferences and Courses on aspects of biostatistics including aspects of organisation and methodology of setting up clinical trials and epidemiological studies; and to
- set up and dissolve Committees as required.

Article 4: Membership

(4.01)

There are two categories of Membership both enjoying all the privileges and rights of The Society as set out in this Constitution, including nominating, voting for and becoming an Officer of The Society.

(4.02)

Ordinary Membership shall be open to all interested individuals who share the Aims of The Society (2.01).

Membership shall commence upon payment of the Annual Membership Fee and continue until the end of the same calendar year, unless terminated by resignation or by the Executive Committee.

(4.03)

Honorary Membership shall be recommended by the Executive Committee and conferred by majority vote of the Membership at a General Meeting on Ordinary Members distinguished in clinical biostatistics, who have given service of exceptional value and duration to The Society.

Honorary Membership shall be conferred for life and shall not require the payment of an Annual Membership Fee.

(4.04)

Hereafter "Member(s)" means Ordinary or Honorary Member(s) of The Society; Membership refers collectively to the Members of The Society.

(4.05)

A Register of the Members shall be kept by the Office under the responsibility of the Treasurer.

Article 5: Executive Officers

(5.01)

There shall be four Executive Officers of The Society, the President, the Vice-President, the Secretary and the Treasurer. All except the President must be elected by ballot as set out under Article 15, and must be Members for **at least the two calendar years** prior to nomination.

The President will be elected only in an emergency (as set out in (5.11) and (5.12)), and must then be a Member for at least the three calendar years prior to nomination.

(5.02)

Hereafter "Officer" refers to an Executive Officer of The Society; "The Officers" refers to all four Executive Officers collectively.

(5.03)

All terms of office shall normally start and terminate on 1st January, but each Officer shall serve until a successor becomes available.

(5.04)

The President

(5.04a)

The President of The Society shall act as the main executive on behalf of The Society by presiding at meetings of the Executive Committee and at General Meetings.

The President shall represent The Society and its overall aims in discussions and meetings with persons outside The Society and shall act as The Society figurehead.

(5.04b)

The President shall normally serve for a period of two calendar years, having been Vice- President for the two calendar years immediately prior to attaining office.

(5.04c)

The President shall not be eligible to stand for election as another Officer, or as a member of the Executive Committee, during the term of office, or during the two calendar years which immediately follow it.

(5.04d)

The President (or a representative of the President (7.07)) shall be a member of all Subcommittees (Article 7) set up by the Executive Committee.

(5.04e)

The President shall have a casting vote to break ties while presiding at meetings of the Executive Committee and at General Meetings.

(5.04f)

The President (following discussion with the Secretary) shall present an Annual Report describing the activities of The Society during the previous calendar year, relating these to the overall aims of The Society; the Report shall be distributed to the Membership or published in The Society's Newsletter (hereafter referred to as The Newsletter (16.01)).

(5.05)

The Vice-President

(5.05a)

The Vice-President of The Society shall be the President-elect and in the absence of the President shall perform all Presidential duties and when so acting, shall have the powers vested in the President.

(5.05b)

The Vice-President shall normally serve for a period of two calendar years and then automatically succeed to the Presidency of The Society at the end of the President's full period of office.

(5.05c)

The Vice-President shall succeed to the Presidency earlier should this office become vacant, and shall then serve for the remainder of the current Presidential term plus the full Presidential term of two calendar years following.

(5.05d)

The Vice-President is not eligible to stand for election as another Officer, or as a member of the Executive Committee, during the term of office, nor during the subsequent two calendar years.

(5.06)

The Secretary

(5.06a)

The Secretary shall be responsible for organizing and giving due notice of meetings of the Executive Committee and General Meetings of The Society, for preparing Agendas in consultation with the President, and shall keep a proper record of their proceedings, including resolutions and votes cast.

(5.06b)

The Secretary shall be responsible for circulating Minutes within one month, and shall have custody of all Minute books and correspondence and in addition, of all records of accounts and supporting documents once audited. The Office should keep copies of these records.

(5.06c)

The Office under the responsibility of the Secretary shall maintain records of the members (and their terms of membership (7.02)) of all Subcommittees and Joint Committees (Article 7), and shall notify the Executive Committee six months before expiry of a term of membership.

(5.06d)

The Secretary shall normally serve for a period of two calendar years, and is eligible to stand for re-election for one further full period of office of two calendar years subject to not having been an Officer for a period which exceeds four consecutive calendar years. The Secretary is also eligible to stand for election as Treasurer subject to not having been an Officer for a period which exceeds four consecutive calendar years. The Secretary may stand for election as Vice-President, even after having served as Secretary and/or Treasurer for four consecutive years.

(5.07)

The Treasurer

(5.07a)

The Treasurer shall have custody of The Society's funds, shall keep full and accurate records of The Society's financial transactions and shall deposit all money and other valuables in the name of The Society with such banks or other depositories approved by the Executive Committee.

(5.07b)

The Treasurer shall prepare a financial statement for each meeting of the Executive Committee and statements summarising the financial transactions, assets and liabilities of The Society for each calendar year, for presentation at General Meetings of The Society, for distribution to the Membership or publication in The Newsletter, and for submission to The Society's Auditors.

(5.07c)

The Office under the responsibility of the Treasurer shall also keep audited statements of the accounts of the International Scientific Meetings/Conferences of The Society, and transfer surplus money from them to The Society's accounts.

(5.07d)

The Office under the responsibility of the Treasurer shall collect the Annual Membership Fees and shall maintain an up-to-date computerized Register of Members consisting of their names, full postal addresses, and other address information; and shall make the Register available to the Election Officer (15.04) for the conduct of a ballot.

(5.07e)

The Treasurer shall normally serve for a period of two calendar years, and is eligible to stand for re-election for one further full period of office of two calendar years subject to not having been an Officer for a period which exceeds four consecutive calendar years. The Treasurer is also eligible to stand for election as Secretary subject to not having been an Officer for a period which exceeds four consecutive calendar years. The Treasurer may stand for election as Vice-President, even after having served as Treasurer and/or Secretary for four consecutive years.

(5.08)

No Member of The Society may hold two Executive Offices at the same time.

(5.09)

No Officer except the Vice-President and President may serve as an Officer for a period which exceeds six consecutive calendar years.

(5.10)

A vacancy in an Executive Office other than that of the President or Vice-President, in which the full term was not served, may be filled immediately by a Member appointed by the Executive Committee.

The nominee shall serve until a new Officer has been elected by ballot.

(5.11)

A vacancy in the Vice-Presidency may not be filled except by ballot of the Membership.

When the vacancy occurs within the first eighteen months of the two year term, the ballot for the Vice-Presidency shall take place as quickly as possible.

When the vacancy occurs within the last six months, there shall be an emergency ballot for both the Vice-President and the President.

If necessary the President's period of office shall be extended beyond two years to ensure that the Presidency and Vice-Presidency are not simultaneously vacant.

(5.12)

Should both the Presidency and Vice-Presidency become inadvertently vacant, the Executive Committee shall immediately appoint an Acting President who shall serve until a ballot can be held for both Officers.

Article 6: Executive Committee

(6.01)

The Executive Committee of The Society (hereafter referred to as The Committee) shall be the principal policy-making and legislative body of The Society responsible for its general management, efficient organization and maintenance, including the setting up and running of a Permanent Office.

Its business must be to consider the best methods for promoting the Aims of The Society, to ascertain and take account of the views of the Membership, to propose changes to the Constitution and the Annual Membership Fees so as to maintain the viability of The Society.

(6.02)

The Committee shall consist of the four Officers and at least five but not more than eight other members ("Ordinary members"), plus the Past President, who shall serve only for the calendar year immediately following the Presidency, and co-opted members.

(6.03)

The Ordinary members, **who shall be Members for at least the calendar year prior to nomination**, must be elected by ballot; their full term of office shall be two calendar years and they shall be eligible for re-election for one further full term up to a maximum of four consecutive calendar years.

(6.04)

The Committee shall co-opt the Editor of The Newsletter and the Webmaster, if not already members, and further may co-opt a maximum of three additional Members in any one calendar year, by approval of The Committee.

With the exception of the Editor of The Newsletter and the Webmaster, co-opted members may serve on The Committee only until the end of the calendar year following the year in which they were co-opted, and further, may not be co-opted again within one calendar year of the date of leaving The Committee.

Co-opted members shall have full voting rights.

(6.05)

The Committee may require a member, other than the President (or the President's representative (7.07)), usually the Chair of any Subcommittee, not already represented, **to attend for relevant items of its Agenda**; such members have no voting rights.

(6.06)

The Committee must meet at least once at an International Scientific Meeting/Conference of The Society and at least once during any calendar year; at least thirty days notice of such meetings must be given to all Committee members by the Secretary.

(6.07)

Meetings of The Committee shall normally be arranged by agreement among members present at an earlier meeting or by agreement among The Officers.

Meetings may also be called by agreement of a majority of the full current membership of The Committee.

(6.08)

Any member of The Committee who fails to attend Committee meetings for two consecutive calendar years without providing sufficient explanation for absence to the President and Secretary shall cease to be a member, and cannot be re-elected.

- (6.09)
The Committee shall be presided over by the President, or in the absence of the President, by the Vice-President. A meeting of The Committee cannot proceed in the absence of both the President and Vice-President, except by prior agreement of both (when the Chair shall be agreed by The Committee members present); nor in the absence of both the Secretary and the Treasurer.
- (6.10)
In the absence of the Secretary, the Minutes shall be kept by a member appointed by those present.
- (6.11)
The Quorum for a meeting of The Committee shall be half or more of the current full membership of The Committee; any quorate meeting of The Committee which becomes non- quorate may continue, but cannot transact the business of The Society.
- (6.12)
Any issue not resolved by agreement among members of The Committee shall be put to a vote; a decision shall be reached by majority vote; tied votes shall be resolved by casting vote of the President.
- (6.13)
The Committee may conduct its business by telephone, post, email and fax, including the setting-up of committees and the emergency appointment of Acting Officers provided that any decisions made are documented and verified in writing by a majority of the full current membership of The Committee.
- (6.14)
The Committee in consultation with the Treasurer may waive in whole or in part the payment of Annual Membership Fees for Members.
- (6.15)
The Committee shall set up a Ballot Committee of three Members to conduct ballots, and, if deemed necessary, a Nominations Committee to seek nominations; appointments to both will be made by The Officers.
- (6.16)
The Committee may set up Committees (Article 10) to organise and conduct the International Scientific Meetings/Conferences of The Society, appoint their Chairs and, in consultation with the Treasurer make available to them funds for such purposes, and **underwrite** any losses incurred by these meetings. The Society is liable to the extent of its assets. No member of the Society shall be held personally liable for any debt of The Society.
The Committee may require a member of each such Committee, to attend for items of the Agenda concerned with International Scientific Meetings/Conferences.

Article 7: Subcommittees and Joint Committees

(7.01)
In addition to the Ballot (15.04) and Nominations Committees (15.05), as well as the Committees to organize the International Scientific Meetings/Conferences (10.02), The Committee may establish other Committees, Groups and Working Parties, (referred to hereafter as Subcommittees), to pursue the business of The Society, to provide expert advice to The Society, and to represent The Society to other bodies.
The Officers shall appoint the Chairs of these Subcommittees and shall specify their terms of reference and function in writing.
Further The Committee may collaborate with other societies or organizations in setting up Joint Committees to satisfy a mutual interest or need.
The continuation of Subcommittees established for a period in excess of one calendar year must be approved at a General Meeting.
The setting-up of a Joint Committee must be approved by majority vote at the next General Meeting; or by ballot, whichever is earlier.
The continuation of any Subcommittee which is not approved by the Membership shall be dissolved immediately.
A Joint Committee which is not approved by the Membership shall result in withdrawal of The Society's representatives.

(7.02)
Each Subcommittee shall consist of at least three individuals and at most ten (including The President or his/her representative (7.07)), all of whom must be Members. In exceptional cases, and if well justified to The Committee, a Subcommittee can contain more than ten members.
Their terms of membership shall be determined by The Committee, subject to (7.08).
A Joint Committee must include at least one Officer.

(7.03)
Each Subcommittee shall be presided over by a Chair appointed by The Officers and **served by a Secretary** appointed by agreement between The Officers and the Chair; the remaining Subcommittee members may be appointed by the Chair and Subcommittee Secretary subject to the approval of The Officers.

(7.04)
The Secretary of the Subcommittee must keep detailed Minutes of the proceedings including resolutions and votes cast. Copies of the Minutes, once agreed by the Subcommittee members shall be sent to the Secretary (5.06b) for distribution to The Committee within one month.

(7.05)
The Chair must prepare a Report of the Subcommittee's activities during each calendar year, and when a Subcommittee is dissolved; such Reports must be agreed by a majority of the members of the Subcommittee, must include a statement of any dissolution, and be presented to The Committee.
Similarly, the Officers representing The Society must prepare Reports of the activities of Joint Committees.
These Reports shall be distributed to the Membership or published in The Newsletter as part of the report of the AGM.

(7.06)
A Subcommittee not represented on The Committee, other than by the President (or the President's representative (7.07)), shall identify a member (usually the Chair) to attend for appropriate items of The Committee's agenda (6.05).

(7.07)
The President shall be a member of all Subcommittees, and in this capacity may be represented by another member of The Committee. The incoming President should discuss with the outgoing one who should sit on each SC and whether other representatives are needed.

(7.08)
Each member of a Subcommittee, including the Chair and the Secretary, shall be appointed initially, to serve for a set period of at most four years.
Any changes to the Subcommittee membership should be announced at the ExCom Meeting and at the Annual General Meeting.

(7.09)
Any Subcommittee may be instantly dissolved by a two-thirds majority vote of The Committee.

(7.10)
A Subcommittee may identify a subset of its members to fulfil a specialized purpose necessary for its own business; such groups shall not constitute Subcommittees.

Article 8: National Groups

(8.01)

The Committee may recommend the establishment of National Groups in countries where there are exchange control restrictions or barriers.

Formal proposals for the formation of National Groups, including details of concessions, funding and banking, as well as for the use of these funds, must be prepared by The Committee in discussion with potential Members from those countries, and approved by ballot by majority vote of at least two-thirds of those voting.

The National Group will be formally recognized six months after the vote of approval subject to there being at least two Members and the setting-up of the agreed financial arrangements.

(8.02)

Each National Group shall appoint a **National Representative and a Deputy**, both of whom must be Members, to act as The Society's representatives within the country.

The National Representative and Deputy shall set up and maintain a Local Register of the Members within the National Group consisting of their names, full postal addresses, and other address information; copies of the Local Register shall be sent annually to the Office under the responsibility of the Secretary, and made available upon request by either the Secretary or the Treasurer.

(8.03)

Each National Group shall set up and maintain an account with a Bank within their own country.

Members of a National Group shall pay into this account and in their own currency such sums as agreed with The Society.

The National Representative and Deputy shall both be responsible for this account, and **shall arrange for Bank Statements, together with full details of income and expenditure, to be sent annually, and upon request, to the Treasurer.**

(8.04)

Arrangements for the setting up of National Groups shall be maintained for a period which does not exceed four calendar years.

They may be renewed and re-confirmed by ballot.

(8.05)

If a National Group fails to respect the above rules, The Committee may dissolve the National Group if approved by the Committee members by a two-thirds majority vote.

Article 9: General Meetings

(9.01)

General Meetings of the Membership shall be called by The Committee and held in conjunction with the International Scientific Meetings/Conferences of The Society.

In the absence of International Scientific Meetings/Conferences, a General Meeting shall be held at least once every two calendar years.

(9.02)

General Meetings must be called and arranged by The Committee to an agreed Agenda, concluding with any other business.

At least thirty days notice of such meetings together with the Agenda must be given to all Members either in writing by the Secretary or by Notice in The Newsletter, and only Members may attend.

(9.03)

A General Meeting may be called by majority vote of the full current membership of The Committee, or by written petition of at least thirty Members.

(9.04)

Prior to a General Meeting, the President, in discussion with the Secretary, shall produce and make available to the Members a report of activities on behalf of The Society during the period since the previous General Meeting; a formal proposal to accept this report must be voted by show of hands by those present.

(9.05)

The Treasurer shall produce Statement(s) of The Society's accounts (including those from the International Scientific Meetings), together with Auditor's Reports when available, for calendar years completed since the previous General Meeting, together with a Statement of The Society's current financial position and Membership.

A formal proposal to accept the Treasurer's Report and the Auditor's Statements must be voted by show of hands by those present.

(9.06)

An Officer's report which is rejected by vote of the Members present shall result in immediate termination of the Office bearer, as shall a vote of censure of an Officer who fails to produce a report, unless in either case, the President rules that the vote be extended to a ballot of the Membership. Such an Officer would be replaced, ad interim, by a person appointed by the remaining Officers and a new Officer would be appointed by a vote of the Membership.

(9.07)
The Reports and Financial Statements along with the Minutes of the General Meeting shall either be distributed to the Membership or published in The Newsletter.
They are collected together into the AGM report for the December News.

(9.08)
The quorum for the conduct of The Society's business at a General Meeting shall be **thirty or one tenth of the current Membership of The Society**, whichever is smaller; a General Meeting which becomes non-quorate may continue, but cannot vote.

(9.09)
Subcommittees in existence for at least one year prior to a General Meeting, and Joint Committees set up by The Committee, and in existence since the previous General Meeting must present a written Report of their activities. A formal proposal to accept the Reports must be voted by show of hands by those present.
Summaries of the Report(s) shall either be distributed to the Membership or published in The Newsletter.
A Subcommittee (or Joint Committee) Report which is not approved by the Membership shall result in immediate dissolution of the Subcommittee (or withdrawal of The Society's representatives from the Joint Committee), as shall a vote of censure of a Subcommittee (or Joint Committee) which fails to produce a report.

(9.10)
A General Meeting must approve the continuation of Subcommittees set up by The Committee and in existence for at least one year, and must approve decisions of The Committee to set up Joint Committees by majority vote by show of hands.
Failure to achieve a majority vote shall lead to immediate dissolution of the Subcommittee or withdrawal of The Society's representatives from a Joint Committee.

(9.11)
Resolutions debated at a General Meeting must be formally proposed and seconded, shall be voted by show of hands, and can only be passed by majority of those present.
If a vote is tied it shall be resolved by casting vote of The President.
Resolutions may be made by any Member during any other business, but the President is empowered to defer a vote to the next General Meeting or ballot, whichever is earlier.

(9.12)
For any calendar year in which there is no General Meeting of The Society, Reports and Financial Statements as detailed above must be produced by the Officers and Subcommittees and Joint Committees, and either distributed to the Membership or published in The Newsletter.
Such Reports and Statements must then be offered for approval either at the next General Meeting or at the next ballot, whichever is earlier.

Article 10: International Scientific Meetings/Conferences

(10.01)

The Society shall aim to organise and conduct an International Scientific Meeting/Conference in each calendar year. For this purpose The Committee shall appoint a Meeting Organiser, who must be a Member and who shall be responsible for all arrangements necessary to achieve the meeting objectives, within general limits set by The Committee.

(10.02)

The Meeting Organiser in discussion with The Officers, shall establish a Local Organising Committee (LOC) which shall make all local arrangements for the Meeting including handling publicity, and shall appoint one of its members (who may not be the Treasurer of The Society, but must be a Member) as Treasurer; and establish a Scientific Programme Committee (SPC), who shall arrange the scientific programme of the Meeting.

The Chair of the SPC **must be a Member**.

The LOC may solicit donations from organisations and companies to help support the Meeting.

(10.03)

The Committee may require a representative of the LOC and the SPC to attend for relevant items of its Agenda, during the calendar year of the Meeting, as well as the calendar years before and after it.

(10.04)

The Meeting Organiser shall report as required to The Committee through the Secretary and President, about progress and plans with respect to relevant aspects of the Meeting.

The Meeting Treasurer shall report to the Treasurer of The Society as required, usually through the Meeting Organiser.

(10.05)

The Treasurer of The Society may make available to the Meeting Treasurer in the form of a loan, such capital sums as deemed necessary for the conduct of the Meeting.

(10.06)

The **Society** guarantees to underwrite any losses incurred by the Meeting. The Society is liable to the extent of its assets. No member of the Society shall be held personally liable for any debt of The Society.

(10.07)

Full and accurate accounts of the financial transactions of the Meeting shall be kept by the Meeting Treasurer separate from those of The Society.

The Meeting Treasurer shall aim to produce a finalized statement of these transactions for presentation to The Committee as soon as possible and at latest by the end of the calendar year following the Meeting.

The finalized statement of accounts must be reviewed by a Member who may not be a member of The Committee, nor of the LOC, nor of the SPC, appointed for that purpose by The Officers.

The finalized statement of accounts must be distributed to the Membership or published in The Newsletter together with the Reviewer's assessment.

When the accounts for an International Scientific Meeting/Conference cannot be finalized within two years of the Meeting, an interim statement must be prepared and updated at intervals of one year until finalized.

Interim statements must be distributed to the Membership or published in The Newsletter.

(10.08)

Any profits made by the Meeting shall be paid to The Society.

(10.09)

Only Members may attend the International Scientific Meetings/Conferences; for an individual who is not a Member, Annual Membership Fees for the current calendar year shall be collected as part of the Registration Fee for the Meeting.

[10.10]

Any conference contract shall be governed by the law of the country in which the contract is executed.

Article 11: Financial Year and Annual Membership Fees

(11.01)

The financial year of The Society shall be the Calendar year.

(11.02)

Except for National Groups (Article 8), membership fees for each financial year of The Society shall be collected annually by the Office under the responsibility of the Treasurer either in advance of or during the year itself.

(11.03)

The Committee, in particular the Treasurer, may recommend changes to these fees; such changes to be endorsed by vote either at a General Meeting or by ballot.

(11.04)

Members of National Groups shall pay such sums as agreed with The Society annually in their own currency into an account with a local bank set up for the purpose (8.03).

Article 12: Other Monetary Contributions

(12.01)

Contributions and bequests may be made to The Society.

(12.02)

Such contributions may be solicited from interested parties and sponsors by individuals other than the LOC (10.02) acting on behalf of The Society but only upon written application to, and written permission from The Committee.

Article 13: Expenses

(13.01)

Subject to the approval of the Treasurer, Officers shall be reimbursed for reasonable expenses incurred in the course of performing their duties.

(13.02)

Members may also be reimbursed for reasonable expenses incurred in the course of undertaking specific tasks on behalf of The Society subject to prior approval of the Treasurer.

Members of The Committee may be reimbursed for accommodation expenses to attend its meetings.

(13.03)

The Officers and the Editor of The Newsletter may be reimbursed expenses to attend the International Scientific Meetings/Conferences of The Society; these include Registration Fees, reasonable travel costs and accommodation, lunches, and the Dinner.

Other members of The Committee may have Registration Fees reimbursed.

(13.04)

The Society shall reimburse members of The Committee for all or part of reasonable travel expenses and accommodation to attend one meeting of The Committee in any calendar year in which there is no International Scientific Meeting/Conference of The Society.

(13.05)

The Committee subject to agreement of the Treasurer may pay expenses for attendance at International Scientific Meetings/Conferences of The Society; such expenses may only be awarded to Members for whom attendance at the Meeting is otherwise deemed impossible.

Article 14: Auditors

(14.01)

The Annual Statements of the financial transactions of The Society prepared by the Treasurer shall be Audited by a company of independent public accountants selected by The Committee.

(14.02)

The Auditor's Report, along with the Treasurer's Report, shall be distributed to the Membership or published in The Newsletter.

Article 15: Nominations and Conduct of Elections

(15.01)

The election of the Vice-President, Secretary and Treasurer, and Ordinary members of The Committee shall be by ballot of the Membership.

Proposed changes to the Constitution of The Society, and for the setting-up and re-confirmation of National Groups shall also be voted by ballot.

(15.02)

The Secretary shall identify one year before elections are due posts among the Officers and on The Committee which are either not filled or which shall become vacant at the start of the next calendar year.

(15.03)

If there are no vacancies, the Secretary shall inform the Members either by written notice or by notice in The Newsletter, by the end of June.

Otherwise, notice of the vacancies, and an invitation for Nominations shall either be published in The Newsletter, or be distributed by the Secretary to all Members recorded in the Register of Members, by the end of June.

(15.04)

At the same time, The Committee must set up a Ballot Committee to oversee the ballot.

This will comprise an Election Officer (who shall preside over the election) and two Members, all appointed by The Officers; not more than one of these may be a member of The Committee, none may be nominated as a candidate, nor may nominate nor second any candidate.

(15.05)

If deemed necessary, one a year before elections are due, The Committee may also select a Nominations Officer, who may be a member of The Committee but not of the Ballot Committee.

The function of the Nominations Officer is to seek and encourage Members to be nominated for vacant posts. However, she/he will not actively recruit nominations, rather undertake activities such that nominations are likely to be submitted.

The position of the Nominations Officer shall be dissolved at the close of nominations.

If insufficient nominations have been received to fill the posts available by the end of August the position of Nominations Officer may continue but must be dissolved before ballot forms are sent out.

(15.06)

Nominations must be proposed and seconded by Members, are subject to the agreement of the Nominee, and must be accompanied by the names and signatures of all three.

No Member may be nominated for the posts of two Officers at the same ballot, but may be nominated both as an Officer and as an Ordinary member of The Committee.

Nominations must usually be received by the Election Officer by the end of August when the position of the Nominations Officer shall be dissolved.

If insufficient nominations have been received to fill the posts available the position of the Nominations Officer may continue but must be dissolved before ballot forms are sent out.

(15.07)

The Ballot Committee shall ensure that nominations **are valid**, rule out any that are not, and shall ascertain whether or not the number of nominees for any position exceeds the number of vacancies; **they shall also ascertain** from the Secretary whether or not there are any proposed changes to the Constitution, any outstanding resolutions from General Meetings, or for the continuation of Subcommittees, or the setting-up of Joint Committees, or the setting-up or re-confirmation of National Groups, or for the acceptance of Reports and Financial Statements; in the event of any of these, there shall be a ballot.

(15.08)

When a ballot for an Officer or for an Ordinary member of The Committee is to take place, the Ballot Committee shall prepare ballot forms which list the candidates together with their proposers and seconders, their workplace and country of residence, separately for each post in random order; no other information except voting instructions shall appear on Ballot forms.

Candidates nominated and standing for election should send to the Election Officer a brief summary of their reasons for seeking election.

The Ballot Committee shall also prepare a separate information sheet detailing current holders of all posts on The Committee, together with their workplaces and countries of residence, and indicating the positions which are vacant or shall become vacant at the start of the next calendar year.

(15.09)

The Ballot Committee shall also produce Ballot forms for changes to the Constitution (19.01), to the Membership fee (11.03), for approval of the continuation of Subcommittees, for the setting-up of Joint Committees (7.01), for setting-up and re-confirming National Groups (8.01), for any outstanding resolutions from General Meetings (9.11), and for the acceptance of Reports and Financial Statements (9.12), as necessary.

The first shall show the original clause in full together with the proposed change, and list the proposer and seconder; a brief summary of reasons for change may be appended.

The others shall show the Resolutions together with the Proposers and Seconders.

All forms detailed here and above (15.08) shall be made available to Members by the end of September.

(15.10)

In any vote, only ballot forms issued and received by the Election Officer on or before a date set by the Ballot Committee, 1 November of the same calendar year, shall be counted and considered a quorum.

In voting for any Officer, a Member may vote for one candidate only; ballot forms with votes cast for more than one candidate shall be spoilt and not counted in that ballot.

A tie shall be broken by random selection by the Ballot Committee.

(15.11)

In voting for **Ordinary membership** of The Committee, the system of approval voting shall be used, where regardless of the number of candidates or the number of positions to be filled, a Member may vote for any number of candidates up to the number of positions to be filled but may cast only one vote per candidate.

Prior to counting votes for **Ordinary membership** of The Committee, the Ballot Committee shall remove nominees who have been elected as Officers.

Winning candidates are those with the highest numbers of votes.

A tie for the last post shall be broken randomly by the Ballot Committee.

(15.12)

In voting on changes to the Constitution, and the setting up and re-confirming of National Groups, there shall be a separate ballot on each resolution; voters may vote for, against or abstain; all require approval by at least a two-thirds majority of those casting valid votes, including abstentions.

(15.13)

In voting on approval of the continuation of Subcommittees and of the setting-up of Joint Committees, resolutions from General Meetings, and acceptance of Reports and Financial Statements, there shall be a separate ballot on each item; voters may vote for, against or abstain; resolutions can only be passed by majority of those casting valid votes, including abstentions.

(15.14)

In case of any lack of clarity or ambiguity in the election rules, the decision of the Ballot Committee shall be final.

(15.15)

The Election Officer shall report on the conduct of the elections and the results to the President and Secretary; the report must detail any difficulties and their resolution.

The Secretary shall inform all candidates of the results, and report them to the Members of The Society, in the December Newsletter.

The results must detail the total number of votes cast in each section of the Ballot, **together with numbers for each candidate** or resolution and number of spoilt forms.

(15.16)

The Ballot Committee shall be disbanded once the results are declared.

(15.17)

The procedures detailed above shall also be followed in an emergency election of the Vice-President (5.11), and of the President and Vice-President ((5.11 and 5.12)), and of an emergency resolution to amend the Constitution, but to a timetable determined by The Committee.

Article 16: Newsletter and World Wide Web Page

(16.01)

The Society shall produce an official Newsletter which shall appear at least once during each calendar year and be distributed without charge to every Member.

The Newsletter shall also be distributed without charge to sponsoring bodies (10.02), and non-members who make contributions or bequests to The Society (12.01), up to two years after such contributions are received.

The Society shall maintain an official page on the World Wide Web which shall be updated at least quarterly during each calendar year.

(16.02)

The Committee shall appoint the Editor of The Newsletter and the Webmaster; both shall be members of The Committee if necessary by co-option.

(16.03)

As well as material deemed of general interest to The Membership by its Editor, and unless distributed as separate documents, The Newsletter shall publish Annual Reports of the Officers including financial statements and Auditor's Reports, and summaries of the Annual Reports of the Chairs of all Subcommittees as well as Reports from Joint Committees and Reports from the Chairs of the National Groups in the December News; it shall publish the results of ballots and resolutions and votes cast at General Meetings.

It shall also publish the Constitution of The Society on the World Wide Web, following any adopted changes.

Article 17: Affiliation

(17.01)

The Society may establish an affiliation with any national or international organization having a similar or related purpose or interest provided such affiliation is recommended by The Committee and approved by the Membership by majority vote at a General Meeting.

Article 18: Termination of Membership

(18.01)

Membership of The Society shall be terminated by resignation of the Member, non-payment of the Annual Membership Fee, or by a Resolution passed by a majority of at least two thirds of the members present at a meeting of The Committee that it is undesirable that an individual shall remain a Member.

No such Resolution shall become effective unless the named individual has had the opportunity of attending either personally or by a representative to state their case.

(18.02)

When a Member resigns, no refund of the Membership Fee shall be allowed for the current calendar year.

(18.03)

Non-payment of the Membership Fee shall result in automatic lapse of membership at the end of June.

(18.04)

Expulsion from The Society shall be immediate with no refund of Membership Fees.

(18.05)

The names of individuals who are no longer Members of The Society shall be deleted from the Register of Members.

Article 19: Amendments to Constitution

(19.01)

This Constitution may be amended only by ballot by majority vote of at least two-thirds of those voting, and whose votes are valid.

Such ballots shall usually take place under the timetable in Article 15.

(19.02)

Amendments, which must be submitted in writing to the Secretary, may be proposed by The Committee or by petition of at least thirty Members.

(19.03)

An amendment originating by petition shall be referred to The Committee, who may decide the final wording, which must be consistent with the original intent of the petition.

An amendment originating by petition must be submitted for voting, and both the original and revised wording shall appear on the Ballot forms.

Article 20: Dissolution of The Society

(20.01)

The Society may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at an Annual General Meeting or at a General Meeting convened for that specific purpose of which at least thirty days notice shall be given in writing to the Membership by the Secretary.

(20.02)

Such Resolution must give instructions for the disposal of any assets held by or distributed among the Members.

(20.03)

Any property and assets that remain after the satisfaction of all debts and liabilities shall not be paid or distributed among the Members but shall be given or transferred to societies or institutions having aims similar to some or all of the Aims of The Society as the Members may determine, and if and in so far as effect cannot be given to this provision then to some charitable purpose.

(20.04)

End.

Office Responsibilities:

(4.05)

A Register of the Members shall be kept by the Office under the responsibility of the Treasurer.

(5.06b)

The Office should keep copies of these records.

(5.06c)

The Office under the responsibility of the Secretary shall maintain records of the members (and their terms of membership (7.02)) of all Subcommittees and Joint Committees (Article 7), and shall notify the Executive Committee six months before expiry of a term of membership.

(8.02)

The National Representative and Deputy shall set up and maintain a Local Register of the Members within the National Group consisting of their names, full postal addresses, and other address information; copies of the Local Register shall be sent annually to the Office under the responsibility of the Secretary, and made available upon request by either the Secretary or the Treasurer.

(11.02)

Except for National Groups (Article 8), membership fees for each financial year of The Society shall be collected annually by the Office under the responsibility of the Treasurer either in advance of or during the year itself.