

Q 2003.000456.01 / avc

### **Articles of Association of a Society**

The parties announce the formation of a society under the following articles of association:

#### **Name, Registered Office and Official Language**

##### **article 1**

1.1 The name of the society is:

**The Statistical Modelling Society.**

1.2 The registered office is situated in Amsterdam (the Netherlands).

1.3 In these articles of association the society is called: 'The Society'.

1.4 The official language of The Society is English. This implies that all official communication (postal and electronic) will be in English as well as the meetings of the Executive Committee and the scientific meetings. Additionally, the (postal and electronic) ballots will be in English.

#### **Aims of The Society**

##### **article 2**

2.1 The mission of The Society is to promote statistical modelling in its widest sense.

#### **General Aims**

2.1.1. The Society will:

- a. promote statistical modelling as the general framework for the application of statistical ideas;
- b. promote important developments, extensions, and applications in statistical modelling; and
- c. bring together statisticians working on statistical modelling from various disciplines.

### **Specific Aims**

2.1.2. The general aims will be achieved through (although not limited to) the following activities:

- a. promoting an annual statistical modelling workshop (International Workshop on Statistical Modelling, called the IWSM workshop);
- b. promoting scientific publications on Statistical Modelling, such as the journal: "Statistical Modelling: An International Journal";
- c. supporting a research network of statisticians interested in statistical modelling;
- d. organising courses and focused workshops (Micro-workshops, tutorials, short courses, etcetera.) on relevant topics in statistical modelling; and
- e. promoting the exchange of ideas on statistical modelling via an electronic discussion forum.

### **Rights of The Society**

#### **article 3**

3. The Society has the right to:
  - a. appoint the members of the Executive Committee, which manages the organisation of The Society;
  - b. accept eligible individuals as members (see 4.1);
  - c. exclude members whose activities are considered by The Society to damage its reputation;
  - d. arrange Scientific Meetings and Courses on statistical modelling; and
  - e. set up and dissolve Committees as required.

### **Membership of The Society**

#### **article 4**

4.1 Membership of The Society is secured by yearly subscription, and is open to all individuals who agree with the aims of The Society, provided that such individuals have not been previously excluded from The Society.

4.2

Regular membership of The Society runs for a calendar year from January first until December thirty-first. This can be undertaken in two ways:

- a. by electronic registration by filling out a registration form at the Website of The Society and choosing "regular member". Such an individual will become a member starting from January first of the same year that (s)he joined The Society until December thirty-first of that year;
- b. to join as a fully registered participant of the yearly International Workshop on Statistical Modelling. Such an individual will become a member starting from January first of the year in which (s)he participated in the IWSM until December thirty-first of that year.

4.3 Student membership of The Society can be undertaken in two ways:

- a. by electronic registration by filling out a registration form at the Website of The Society and choosing "Student". Such an individual will become a member starting from January first of the same year that (s)he joined The Society until December thirty-first of that year;
- b. to register as a student for the yearly International Workshop on Statistical Modelling. Such an individual will become a member starting from January first of the year in which (s)he

participated in the IWSM until December thirty-first of that year.

c. It is understood that the status "student" needs to be proved by an official letter from their University written and signed by the promoter of the student or the dean of the faculty. It is also understood that the student is a "full-time" student and not a "part-time" student.

4.4 The membership fee is subject to regular review and will be determined by the Executive Committee.

4.5 Regular membership of The Society entitles the member to receive publications on statistical modelling produced by and/or in co-operation with The Society for the calendar year (from January first until December thirty-first) of the year in which (s)he joined The Society.

4.6 Members who fail to renew their membership by the first of March of a year may be deemed to have resigned from The Society.

4.7 When registering for the International Workshop on Statistical Modelling members who have already paid their subscription for that year will be entitled to a reduction in the Registration Fee for the IWSM to the value of their Society subscription (regular or student).

### **The Executive Committee**

#### **article 5**

5.1 The general rules for the composition of the Executive Committee (EC) are:

- a. Elections for the Executive Committee will take place in November of each year
- b. The organisation of the election will be the responsibility of

the Secretary and overseen by the past Chair of the Executive Committee who will act as Returning Officer for the election.

- c. Members of The Society will be invited to nominate candidates for the EC via electronic mailing at least two months prior to the Election. The list of candidates will be open for one month. A list of candidates will be distributed to the members of The Society by electronic mailing at the end of October;
- d. Maximally eight members of the EC (those whose term is ending) are to be selected from the list of candidates by an (annual) electronic ballot organised among the members of The Society. The ballot will be open for one month.
- e. Members of the Society may vote for up to four of the nominated candidates by ticking a box next to the name of the candidate in the electronic ballot.
- f. The (maximally) eight candidates will be elected by a simple majority vote for one term of office for two years. To maximise geographical spread, at most two of the six elected EC members can be of the same country.
- g. The EC may co-opt at least three and up to five representatives of the Working Groups (see 5.2 and 5.10), co-opted members have the same voting rights as the elected members.
- h. The past chair becomes automatically a member of the EC for one term of two years, starting from the moment the new chair is installed.

- 5.3 Each member stays on the EC for a term of two years and can be re-elected at most two times in a period of ten years.

- 5.4 The EC elects the chair, the secretary and the treasurer for a period of two years (see 6.3, 6.4 and 6.5) out of the six elected members of the EC.
- 5.5 The chair, the secretary and the treasurer can be re-elected for only one term of two years.
- 5.6 Elections are organised each year to replace the members of EC ending their term.
- 5.7 All terms of office will start on January first and terminate on December thirty-first of the subsequent year.
- 5.8 Any member of the EC who fails to attend two consecutive EC meetings without providing sufficient explanation for absence to the chair and the secretary shall cease to be a member of the EC, and cannot be re-elected.
- 5.9 Each member of the EC has full voting rights.
- 5.10 The Working Groups consist of members of The Society who have a specific task.
- 5.11 When a member of the EC resigns prior to his/her end of term, the EC appoints a new EC member for the remaining period of the term of office. This incomplete term will not count for a complete term of office though.
- 5.12 The quorum for an EC meeting is seven (the full EC consists of maximally fourteen members). Decisions taken by the EC are only valid if the quorum is reached.
- 5.13 New Working Groups can be proposed by any members of The Society to the EC in writing. The proposed new Working Group will be installed at the annual EC meeting if it has the written support of at least three members of the EC.
- 5.14 The EC will be responsible for writing the document "The format of the Annual IWSM Workshop", wherein the characteristics of

the annual IWSM workshop are laid down.

- 5.15 The Society will not be responsible for any financial loss with respect to the organisation of the annual IWSM workshop. However, the EC will negotiate and advise the organisers of the annual IWSM workshop on the conditions that The Society will help the organisers financially or in any other way.

### **The Role and the Functioning of the EC**

#### **article 6**

- 6.1 The EC is the principal policy-making and legislative body of The Society. Its role is to set up strategies to achieve the aims of Article 2.
- 6.2 The EC meets at least once a year when the IWSM takes place. Additional meetings will be organised if necessary.
- 6.3 The chair of The Society acts as the representative of The Society and presides at the meetings of the EC and the General Meetings. The chair has the casting vote to break ties while presiding at EC and General Meetings. The chair presents an annual report describing the activities of The Society of the preceding twelve months. The annual report is distributed electronically to the members of The Society.

#### **The Secretary**

- 6.4 The secretary is responsible for the secretarial aspects of The Society and his/her task will consist of:
- a. organising (preparing agendas), announcing and taking minutes of the meetings of the EC.
  - b. organising (preparing agendas), announcing and taking minutes of general meetings of The Society. In the absence of the secretary a member of the EC will be appointed to take the minutes of the meetings.

- c. keeping a proper record of their proceedings including resolutions and votes cast.
- d. organising the elections of the eight members of the EC by an electronic ballot.
- e. maintaining an up-to-date computerised Register of Members consisting of their names, full postal and email addresses, and keeping the complete privacy of these records.

#### **The Treasurer**

6.5 The task of the treasurer is:

- a. keeping full and accurate records of The Society's financial transactions and depositing all money and other valuables in the name of The Society with such banks or other depositories approved by the EC.
- b. preparing a financial statement for each meeting of the EC and annual accounts for the Annual General meetings of The Society.
- c. collecting the Annual Membership Fees and gifts to The Society.
- d. encouraging gifts and donations to The Society.

#### **The Annual General Meeting of The Society**

##### **article 7**

7.1 An Annual General Meeting (AGM) of The Society will be organised at the annual IWSM workshop. If no IWSM meeting takes place in a particular year, then the AGM will be organised at a suitable time and location determined by the EC.

7.2 All members of The Society may propose resolutions to The Society, with the written support of ten other members of the Society. These resolutions must reach the secretary at least forty-

five days before the AGM is planned.

- 7.3 The AGM will be planned by the EC and an agenda (agreed by the EC) will be prepared by the secretary. The members of The Society will receive the agenda in (electronic) writing thirty days in advance.
- 7.4 At the AGM a report of activities of the preceding twelve months will be presented to the members of The Society, together with the financial report of the treasurer.
- 7.5 Minutes of the AGM will be taken according to 6.4 and will be electronically distributed at the latest thirty days after the AGM.
- 7.6 No specific quorum is fixed for the AGM.

### **IWSM Meetings**

#### **article 8**

- 8.1 IWSM meetings have been organised starting from the year nineteen hundred eighty six and will continue to be organised with the same flavour and in the same format as before. The characteristics of the IWSM meetings are laid down in the by-laws of the IWSM meeting.
- 8.2 The EC will be responsible to preserve the characteristics of the future IWSM meetings.
- 8.3 For future IWSM meetings potential organisers are invited to outline (in writing) and to present to the EC the general theme of the meeting, the venue, the composition of the local organising committee and the scientific committee. If more than one proposal has reached the EC, then the EC will vote first which proposal is accepted by a majority vote. The EC will then vote on the proposal and upon acceptance, which is when the quorum has been reached and more than fifty percent (50%) of the members of the EC have voted for the proposal, the proposal is

accepted. Two members of the EC will be appointed to help the future organisers in their organisation. If the proposal is not accepted, the EC will install a temporary Subcommittee from members of the EC to work out a solution.

### **Financial Matters**

#### **article 9**

- 9.1 The financial year of The Society starts is the calendar year from January first until December thirty-first.
- 9.2 The accounts will be recorded in EURO.
- 9.3 The EC decides for what purposes the money can be used, e.g.
  - a. to reimburse costs made by the members of the EC.
  - b. to help future organisers of the IWSM in organising the meeting, for instance by providing an initial loan or by helping the local organisers in the event of a financial loss.
  - c. to finance the administrative costs (if any).
  - d. to finance publicity and printing costs.
- 9.4 The yearly financial report prepared by the treasurer and the accounts of The Society will be audited by two members of The Society, selected by the EC, who are not members of the EC. Upon their approval, the financial year will be closed.

### **Termination of Membership**

#### **article 10**

- 10.1 Members of The Society may resign from The Society at any time. However, there will be no reimbursement of the annual fee (if applicable) or of any costs incurred by the member.
- 10.2 The EC will consider complaints against the activities of any of the members of The Society for unprofessional or negligent conduct. Such complaints must be made in writing to the chair. In considering complaints, the EC may form a disciplinary

committee co-opted from the ordinary members of The Society to recommend action to the EC. Such action may include permanent expulsion from The Society.

### **Amendments and Changes to the Constitution**

#### **article 11**

11.1 This Constitution can be amended at an EC meeting, when approved by two thirds of the EC.

### **Dissolution of The Society**

#### **article 12**

12.1 The Society may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a quorate General Meeting.

12.2 Such resolution must give instructions for the disposal of any assets held by or distributed among the members.

12.3 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.

### **Representation**

#### **article 13**

13.1 The Society shall be represented in law or otherwise by the Executive Committee or by the chairman together with the secretary or the treasurer.

13.2. The conclusion of agreements to acquire, alienate or mortgage real property is in the competence of the Executive Committee.