

## **Proposed constitution of *Computability in Europe***

***Unanimously accepted by the AGM of the Association CiE, 2 July 2015, Bucharest, Romania, in accordance with Article 16 of the constitution***

**Article A. Name.** The name of the Association shall be *Computability in Europe (CiE)*.

**Article B. Objects.** The object of the Association is to promote the development, particularly in Europe, of computability-related science, ranging over mathematics, computer science, and applications in various natural and engineering sciences such as physics and biology. This object also includes the promotion of the study of philosophy and history of computing as it relates to questions of computability. The Association will:

- Organise the CiE Conference Series (CiE-CS), comprising a yearly CiE conference, held in the second half of June (whenever possible);
- Organise an Annual General Meeting in conjunction with the CiE conference, and hold other meetings as it sees fit;
- Publish such proceedings, journals or other material as it sees fit; and spread results of research and exchange of information through scientific publications;
- Sponsor other conferences;
- Promote and coordinate research and education in computability;
- Communicate relevant information to the community as it sees fit;
- Cooperate with other national or international charitable institutions with similar aims.

**Article C. Membership.** Membership shall be open to all persons who support the objects of the Association, on completion of a membership application form, and payment of any annual subscription pertaining; provided that persons whose membership has been terminated under Article V, or who if admitted might, in the opinion of the membership secretary, qualify for termination of membership under Article V, may only be admitted to membership with the approval of the Executive Committee. A list of members shall be compiled annually and shall be available to them.

**Article D. Subscription.** Subject to the agreement of the Annual General Meeting, any revision in the annual subscription shall be determined by the Council, which may vary the amount for students or for other categories of members. Standard or student registration at an annual CiE conference will include a CiE membership fee. A member shall not have the right to vote in any ballot if he or she has not paid the subscription for the relevant business year of the association, and any member who has not paid the subscription for two consecutive business years shall be deemed to have resigned.

**Article E. Governance structure.** The Association shall have a Council and an Executive Committee. The function of the Council shall be to shape the major policies of the Association and to connect the Association with different directions of research and geographic regions subject to the Constitution and any resolutions passed by the membership. The Council may appoint committees or individuals for specific tasks with a specific mandate.

The Executive Committee shall make such decisions as are necessary to give effect to the policies of the Council, including decisions about the use of its funds in accord with the objects of the Association and determining the annual subscription. A proposal before either of these bodies shall be considered adopted if approved by a majority of those of its members who voted upon it. In the case of a tied vote in either of these bodies, the President may exercise a casting vote.

**Article F. Council.** The Council of the Association shall consist of members elected during the Annual General Meeting (cf. Article L). It is intended that the research interests of the members of the Council should properly represent the breadth of the Association; and the residency of the members of the Council should properly represent the geographical scope of the membership of the Association. Members are elected for a four year term and each year between two and six members of the Council are elected. Members of the Council can be re-elected after their term ends. Any member who was the President of the Association will remain on the Council *ex officio* for the eight years following her or his term of office as President.

**Article G. Executive Committee.** The Executive Committee consists entirely of members of the Council. Its members are the four Officers of the Association (cf. Article H and not more than six members-at-large (cf. Article J). Membership in the Executive Committee is tied to membership in the Council: any member who ceases to be a member of the Council immediately ceases to be a member of the Executive Committee.

**Article H. Officers.** The Officers of the Association are the President, the Secretary General, the Treasurer, and the Chair of the Conference Series Steering Committee elected during the Annual General Meeting (cf. Article L). Only members of the Council are eligible to become Officers. The term of office of a newly elected Officer coincides with her or his remaining term as a Council member. Officers can be re-elected to the same office.

I. The President shall represent the Association on appropriate occasions, and presides over the Council and the Executive Committee.

II. The Secretary General shall be responsible for the affairs of the Association in accordance with the policies determined by the Council and the decisions made by the Executive Committee.

III. The Treasurer shall be responsible for receipt and disbursement of funds under the direction of the Executive Committee and the presentation of a financial report for the endorsement of the Annual General Meeting.

IV. The Chair of the Conference Series Steering Committee shall preside over the Conference Series Steering Committee and acts as liaison between this committee and the Executive Committee and the Council. Her or his tasks include the forward planning and day-to-day organization of the Conference Series, as determined by the Executive Committee. The members of the Conference Series Steering Committee are appointed by the Council for a term of four years.

**Article I. Acting Officers.** In case of vacancy of one of the four Offices, the Executive Committee shall have power to fill it until the next Annual General Meeting with an Acting Officer from among the Council members.

**Article J. Executive Committee Members-at-large.** Members-at-large of the Executive Committee are elected by the Council (cf. Article Q). Their term as members of the Executive Committee coincides with their remaining term as Council member. Members-at-large of the Executive Committee can be re-elected.

**Article K. Mandating Individuals.** The Executive Committee may decide to assign mandates to individual members of the Association. Such a mandate should come with a description of the task and a term of mandate. Key mandates which the Executive Committee may choose to assign, inter alia, may include that of: (a) Membership Secretary, concerned with keeping records of Association membership, and communicating with members as needed via the Newsletter etc., (b) Conference Series Steering Committee Executive Officer, who will work closely with the CS-SC Chair, (c) Publicity Secretary, and (d) Journal Editor-in-Chief.

**Article L. The Annual General Meeting.** The Annual General Meeting of the Association will be held during the annual CiE conference. Motions for the agenda of the meeting may be made by any member of the Association and must be sent to the Secretary General at least three weeks before the Annual General Meeting. The Executive Committee decides on the agenda for this meeting; the agenda will be circulated to all members at least one week before the meeting. A report of the Annual General Meeting will be circulated to all members after the meeting by the Executive Committee. An Extraordinary General Meeting takes place after a decision of the Council, or after a written request of one fifth of the members, who have to indicate precisely the agenda or the subjects they propose to discuss. Votes at General Meetings are carried by a simple majority of members present. The General Meeting is presided over by an AGM Chair appointed for the purpose by the Executive Committee.

**Article M. Number of Council members to be elected.** Every year, between two and six members of the Council are elected. The Executive Committee fixes the number of members to be elected for the Council each year. This number has to be announced together with the agenda of the Annual General Meeting a week before that meeting. Usually, the number of members of the Council should be between fifteen and twenty-four.

**Article N. AGM Election Chair.** During the Annual General Meeting, the elections are chaired by an Election Chair. If the AGM Chair is not one of the candidates, she or he will be the Election Chair by default. Otherwise, the Annual General Meeting determines an Election Chair who cannot be one of the candidates for either one of the Council seats or one of the Offices. Elections at the Annual General Meeting are held in written form unless there are at most as many candidates as seats to be filled and no member objections to acclamation voting. In the event of a tied vote between candidates more in number than that of the available positions remaining to be filled, election of those candidates shall be determined by the drawing of lots.

**Article O. Election of Council members.** During the Annual General Meeting, any member of the Association can be proposed for the election for the Council. Proposals can be sent to the Secretary General by e-mail until 24 hours before the Annual General Meeting starts or can be made in person at the meeting. Written consent is required for members who are not physically present during the Annual General Meeting. Every member can vote for as many of the nominated candidates as she or he wishes (approval voting). The candidates are ranked by the number of approving votes they received, and the Council seats are filled with the appropriate number of the highest ranked candidates.

**Article P. Election of Officers.** During the Annual General Meeting, after the Council election described in Article O, the Election Chair announces any of the four Offices that have been vacated and need to be filled. Only members of the Council (including the newly elected ones) are eligible for the Offices. Any member of the Council can be proposed for any vacant Office. Proposals can be sent to the Secretary General by e-mail until 24 hours before the Annual General Meeting starts or can be made in person at the meeting. A proposal of someone who is not a member of the Council is considered void. Written consent is required for members of the Council who are not physically present during the Annual General Meeting. The elections for the Offices will be done sequentially, in the order as the Offices are mentioned in Article H. Each member can vote for one candidate per Office. The candidate with the largest number of votes is elected.

**Article Q. Election of Executive Committee Members-at-large.** After the Annual General Meeting, the Council shall decide if new members-at-large of the Executive Committee be elected. The maximum number of members-at-large is six. If the Council decides that new members-at-large be elected, any member of the Council can propose any members of the Council as a member-at-large of the Executive Committee. The election is chaired by the Secretary General as an e-mail ballot among the Council members. Every Council member can vote for as many candidates as she or he wishes (approval voting). The candidates are ranked by the number of approving votes they received, and the positions of new members-at-large of the Executive Committee are filled with the appropriate number of the highest ranked candidates. This process shall be finished within four weeks after the Annual General Meeting.

**Article R. Chapters and Special Interest Groups of the Association.** The Association encourages the formation of Chapters and Special Interest Groups, comprised of interested Association Members. These can be Chapters (typically based on a geographical location or organizational unit); or can be Special Interest Groups based on a scientific or non-scientific theme that is consistent with the aims of the Association and of interest to part of the membership of the Association. The formation of a Chapter or Special Interest Group shall be approved by the Council on a case-by-case basis.

**Article S. Representatives to outside bodies.** The Executive Committee may appoint representatives of the Association to any other appropriate body.

**Article T. Annual Report.** The Executive Committee shall circulate an annual report and a treasurer's report to the members.

**Article U. Recall.** (1) Any officer, Council member, or member appointed by the Association in any capacity, may be removed from that office or appointment by a recall motion approved by two-thirds of the members voting. Such a recall shall be held if the Council decides, or within 60 days of the receipt by the General Secretary of a request signed by ten members of the Association. The vote shall be by electronic ballot of the members, giving at least two weeks' notice of the date by which ballots must be returned.

(2) A member appointed to any position by the Executive Committee may be removed from the position by a vote of a strict majority of the members of the Executive Committee.

**Article V. Expulsion.** The Executive Committee shall terminate the membership of any person who, in its opinion, is opposing or hindering the objects or working of the Association; provided that such a person shall have the right to put their case to the Executive Committee before such a decision is taken, except when the member's subscription is in

arrears. Such a person shall only be re-admitted to membership with the approval of the Executive Committee.

**Article W. Notice to Members.** In determining the period of notice which has been given to members by the Executive Committee on any matter, the date on which the communication was electronically posted to the members shall be used.

**Article X. Amendments to the constitution.** Amendments to the constitution may be proposed by the Council, and decided by a vote of the membership at a General Meeting. The notice to members of a proposed amendment should not be less than four weeks. Each member has a single vote on each proposed amendment. He/she may vote ACCEPT or REJECT (or not cast a vote at all) on each proposed amendment. Acceptance requires a two-thirds majority of those present.

**Article Y. Dissolution of the Association.** The winding-up of the Association is decided in a two-step process. The matter is discussed at a General Meeting. If a two-thirds majority of the General Meeting is in favor, the matter is resolved by a vote of the membership. The voting is organized electronically. The voting period starts no more than two months after the General Assembly and lasts for 30 days. Each member has a single vote. He/she may vote ACCEPT or REJECT (or not cast a vote at all). Acceptance requires a two-thirds majority of the votes cast.

If the Association shall decide to disband, any remaining assets shall be applied towards charitable purposes of a like nature.