

Transforming International Union of Pure and Applied Physics (IUPAP) to a legal entity

Motivations to transform IUPAP into a legal entity (Association under Swiss law in Geneva):

- The current IUPAP is not a legal entity: very difficult in modern times
- We want to be considered as an International Non Governmental Organization: an association under Swiss law allows that <<https://uia.org/archive/legal-status-4-11#enconv>>.
- Many other International Unions have that status ([IAU](#), [IMU](#), [IUPAC](#)...): see Wikipedia-links. (Wikipedia refers to IUPAP as an international non-governmental organization, but this is formally incorrect in the current situation.)
- We want a stable legal entity with an attached bank account: we can keep the global character of IUPAP by distributing the tasks (Administrative Office, website update, newsletter, conferences management, annual report and action plan etc.) This is much better than rotating the Headquarters with everything in it, every 6 years where you lose the history and the archives. It costs a lot to move from one place to another
- As before, there will be no liability for the members nor for the officers (except if they misconduct)
- Why Geneva? Geneva is an international hub! It was our address in our statutes for one hundred years! The help of CERN creates a natural link.

ARTICLES OF ASSOCIATION OF THE International Union of Pure and Applied Physics (IUPAP)

Comments and explanations to the new Articles and Internal Regulations of the International Union of Pure and Applied Physics (IUPAP)

Article 1 Name

Article 1 This section is new.

There exists under the name

International Union of Pure and Applied Physics
(IUPAP)

a Swiss association within the meaning of Articles 60
et seq. of the Swiss Civil Code ("IUPAP").

Article 2 Seat

Article 2 This section is new.

IUPAP 's seat is located in the Canton of Geneva.

Article 3 Purpose

Article 3 This section has some modifications.

A. The purpose of IUPAP is to assist in the worldwide development of physics, to foster international cooperation, in physics, and to help in the application of physics toward solving problems of concern to humanity (the "Purpose").

A. Same text as before

- B. IUPAP carries out its Purpose by sponsoring international meetings; fostering communications within the physics community, between physicists and other scientists and between physicists and the general public; encouraging research, application/innovation and education; fostering inclusiveness and diversity in physics; upholding openness, honesty and integrity in the practice, application and promotion of physics; supporting the free circulation of scientists; promoting international agreements on symbols, units and nomenclature; and cooperating with other organizations on disciplinary and interdisciplinary problems.
- C. IUPAP is a not-for-profit organization benefiting from tax exemption under federal and cantonal tax laws. It is neutral from a political and ideological viewpoint.

Article 4 Use of funds

- A. IUPAP uses the funds exclusively in conformity with its Purpose and in compliance with its public interest status.
- B. Obligations of IUPAP shall be paid exclusively based on assets of IUPAP. A liability of the Members for the obligations of IUPAP is excluded.

Article 5 Membership

- A. IUPAP Membership may be of three types (together the "**Members**"):
 - (i) "**Territorial Members**" of IUPAP are entities representing communities of physicists engaged in independent scientific activity each within a definite territory and listed under a name that avoids any misunderstanding about the territory represented. The word "territory" does not imply any political position on the part of IUPAP, which seeks to assist physicists everywhere in carrying out its mission. These

B. Text changed. Explanation:

Changed to reflect the present situation. It was suggested to put "scientific integrity" rather than "integrity", but I think that *integrity* encompasses both scientific and personal integrity, and that both are important

C. This section is new.

Article 4 This section is new (see old section VI)

Former text: "Dues and other funds received may be used to cover administrative expenses as well as carrying out activities in furtherance of the Mission of the Union. As well as the uses specified below, these funds may be used by IUPAP and its Commissions to provide prizes and awards to recognise contributions made in the service of physics and its disciplines." Introduced to codify existing practice.

Section B emphasizes that only financial obligation of the members is to pay their dues

Article 5 The section includes two new classes of members

Unchanged.

members have voting rights and pay membership dues (see Article 10 (A)).

- (ii) "**Personal Members**", Ex-Officio, of IUPAP are the Chairs of the Commissions or the Affiliated Commissions (see Article 6 (B) (2)). These members have voting rights and are exempted from paying membership dues (see Article 10 (A)).

Introduced to give this group voting rights at the General Assembly.

- (iii) "**Corporate Associate Members**" of IUPAP are commercial companies or international research organizations that have a special relationship with the field of physics or scientific research. These members do not have voting rights but can participate in the General Assembly through their official Delegates and they pay membership dues (see Article 10 (A)). They are entitled to make nominations (see Article 10 (C)).

New class of membership to create closer contacts with industry and research organizations. Members from this group pay dues, can make nominations, but have no voting rights.

- B. A Territorial Member adheres to IUPAP through a territory appropriate body, which should have a **legal personality in its home jurisdiction**: it is typically the territory's principal scientific academy, or its national research council, its government, or any other institution or association of institutions representing its broad physics community.

Same text as before with the precision that each Member must have a legal personality.

- C. Each Territorial Member will set up a "**Liaison Committee**" to maintain relations between its physics community and IUPAP. **It is suggested that the Liaison Committee have representatives of the appropriate physics societies whether or not they are adhering to the Territorial Member appropriate body, as the case may be. The Territorial Member should inform IUPAP, via the Executive Council, of the members of the Liaison Committee three months before each General Assembly, and when membership within the Liaison Committee is changed.** The Territorial Members through its Liaison Committees will, within their respective communities, encourage and promote the Purpose of IUPAP. A Territorial Member through its Liaison Committee, designates its official Delegates to the General

Red text added to improve relationships between IUPAP, the Liaison Committees and physics societies of members.

Assemblies of IUPAP as well as a "Delegation Head".

- D. IUPAP may accept regional physical societies and other international scientific organizations as "Official Observers". Official Observers may be invited to send a representative to participate in Executive Council meetings and General Assemblies without voting rights. It is expected that they will in turn invite IUPAP to send representatives to meetings of appropriate bodies in their structure.

Article 6 General Assembly

Article 6 Minor changes specified below.

- A. The "General Assembly" is the highest governing body of IUPAP which, unless specified otherwise, takes decisions by simple majority votes present or represented as per Article 10 (I) and (J). It:

- (i) Creates and amends these Articles of Association by a two-thirds majority of the votes.
- (ii) Sets and amends the "Internal Regulations" by a three-fifths majority of the votes.
- (iii) Elects the Executive Council that oversees Union activities between General Assemblies with simple majority of the votes.
- (iv) Determines the location of the IUPAP's seat with simple majority of the votes.
- (v) Determines the location of the IUPAP Administrative Office for the period until the next General Assembly with simple majority of the votes.
- (vi) Elects members of its Commissions with simple majority of the votes.
- (vii) Sets the Member's dues with simple majority of the votes.

(i) Unchanged

(ii) Unchanged.

(iii) Unchanged.

(iv) Introduced to formalise the presentad hoc situation

(v) Introduced to formalise the presentad hoc situation

(vi) Specified the voting modality.

(vii) Specified the voting modality.

- B. The General Assembly may:

- (i) Set policy.
- (ii) Establish or disestablish Commissions and Working Groups that are assigned specific tasks in their charter, and elect their members.

Unchanged.

Unchanged.

- (iii) Recognize, as an "**Affiliated Commission**", an international group of scientists, constituted as an independent body, whose field does not coincide with that of an IUPAP Commission. Wording changed for clarity. "an international group of scientists," used to be "outsidetheUnion"
- (iv) Decide to participate in interdisciplinary or other international scientific bodies. Unchanged.
- (v) Enter agreements of cooperation with other international scientific unions or similar internal bodies representing scientists. Introduced to formalise the present situation.
- (vi) Accept new Members (**Territorial Members, Personal Members (Ex-Officio) or Corporate Associate Members**). Expanded text for clarity.
- C. The General Assembly meets **every year** but in-person only every three years. **Under exceptional circumstances, virtual participation to the in-person General Assembly may be allowed. The notice required is specified in the Internal Regulations.** A yearly Assembly is required by Swiss law. Exceptional circumstances can for example be a pandemic. Added for clarity.
- D. Extraordinary General Assemblies: The Executive Council shall call an "**Extraordinary General Assembly**" at the request of one-fifth of the Members, or on its own initiative. The notice required is specified in the Internal Regulations. In either case the Extraordinary General Assembly will consider only those matters which are specified when the request is made, or the initiative is taken. If the Executive Council so resolves, the Extraordinary General Assembly may be conducted electronically, rather than in a physical meeting. Expanded to allow for electronic meetings and to restrict the business of the Extraordinary General Assembly (in the old text called Special General Assembly).
- E. The President, see Article 7 (B), presides over the General Assembly. Unchanged.
- F. The Secretary-General **responsible for Legal and Financial Affairs**, see Article 7 (B), ensures that a record is kept of all decisions of the General Assembly. Unchanged—only added specification.
- G. Election procedures are specified in the **Internal Regulations**. To match the Swiss style, the old "By-laws" are referred to as "Internal Regulations"
- H. A quorum of the General Assembly consists of sufficient Members to produce two-thirds of all votes available to Members. On items for which Expanded for clarity.

written votes have been received in the form of a proxy, these count towards the quorum.

Article 7 Executive Council and Officers

Article 7 Changes indicated below

- A. The "**Executive Council**" oversees and administers the activities of IUPAP between General Assembly meetings. It normally meets at least once per year and may conduct business by email or other means of communication as it deems necessary. Added to legitimise present procedure.
- B. The Executive Council is composed of the President, the President-Designate, nine Vice Presidents, the Secretary-General for Administrative Affairs, the Deputy Secretary-General for Administrative Affairs, the Secretary-General for Legal and Financial Affairs, the Deputy Secretary-General for Legal and Financial Affairs, the Associate Secretary-General and the Treasurer; all elected by the General Assembly, plus the immediate Past President. New roles linked to the Administrative Office (for now in Trieste)
New roles linked to the main seat of IUPAP
- C. The President, the President-Designate, the Secretaries-General, the Associate Secretary-General, the Deputy Secretaries-General, the Treasurer and the immediate Past President, shall be collectively referred to as the "**Officers**" of IUPAP. At least two of the Officers shall be from a developing country and at least two shall be women or men. They may individually or collectively advise the Executive Council but cannot make decisions on its behalf unless they have been authorized to do so. Introduced to reflect present practice, with the strengthening of developing country representation noted above
- D. The term of office of the members of the Executive Council normally begins and ends at the dates specified by the in-person General Assembly. In exceptional circumstances the General Assembly may extend the term of office of any or all of the members of the Executive Council. Added specification for clarity.
- E. The President may not be re-elected. The President-Designate normally will be elected to the presidency. Four of the Vice Presidents shall be elected at-large, i.e., not from Chairs of the Commissions ("**Vice Presidents at-large**") and may As well as the change in number of Vice Presidents at-large, the fact that a Vice President who is a Commission Chair may be elected as a Vice President at-large for an additional term is made explicit. Note that the term of the Treasurer, Secretary General and Associate

be re-elected once. The Executive Council may assign areas of responsibility to the Vice Presidents at-large and invite nominations for Vice Presidents at-large with those responsibilities. Five Vice Presidents shall be elected from among the Chairs of the Commissions, and may be re-elected once as a Vice-President at-large. Consideration shall be given to an appropriate sub-disciplinary balance (including representation of physicists in industry), gender balance and geographic balance on the Executive Council. Normally, at least one of the President, President-Designate and immediate Past President will be a woman, and at least one shall be a man.

Secretary General are not specified. The explicit gender balance of the presidential line is new.

F. The Executive Council shall invite nominations for the positions of President, President-Designate, four Vice Presidents at-large, the two Secretaries-General, the Associate Secretary-General and the Treasurer. The Deputy Secretaries-General are appointed by the Executive Council on the recommendation of the appropriate Secretary-General.

Introduced to make current practice explicit.

Introduced one more Secretary General and procedure for appointing Deputy Secretaries-General.

G. If the President is unable to serve on a temporary or permanent basis, the President-Designate shall assume the presidency. If the President will not resume the presidency at a later time, the Executive Council will then call for nominations for the vacant position of President-Designate, and shall give notice of an Extraordinary General Assembly to elect the new President-Designate, unless notice of a General Assembly has already been given. The Extraordinary General Assembly will determine the term of office of the new President and President-Designate.

The first sentence, omitting "on a temporary or permanent basis", was a part of §IVE. It has been made a new clause and expended to indicate in detail what is to happen in these circumstances.

H. Should the immediate Past President not be able to serve on the Executive Council, the Executive Council may appoint one of the other previous Presidents to serve as the Past President on the Executive Council.

Introduced as a result of seeing a need for three people to be in the Presidential line on the Executive Council

I. The Executive Council may fill vacancies in the Executive Council (except in the position of President) and in Commissions that occur between General Assemblies.

Updates to reflect present practice.

- J. When there are circumstances, which make it desirable to act quickly on items in Article 6 (A), the Executive Council may convene an electronic Extraordinary General Assembly to complete these items. New.
- K. The Secretary-General for Administrative Affairs carries out the administration of the affairs of IUPAP with the assistance of the Deputy Secretary-General for Administrative Affairs, the Associate Secretary-General and the Administrative Office. The Secretary-General for Legal and Financial Affairs carries out the affairs concerning IUPAP's legal personality and the bank accounts with the assistance of the Deputy Secretary-General for Legal and Financial Affairs. Added to reflect the situation of the Administrative Office and the main seat.
- L. The General Assembly may, at its discretion, appoint an auditor to review and certify the annual financial report, which will be provided to the Executive Council and at the General Assembly at their annual meetings. This body is facultative unless required by mandatory legal provisions. If elected, the auditors – which may be professional accountants or financially literate lay persons - are appointed for a one-year term. Added to give the General Assembly the power to elect the auditor.
- M. At its annual meeting the Executive Council shall determine the activities of the following year, and the budgetary provision for those activities. Added to reflect current practice.
- N. The Executive Council members act voluntarily and can only be compensated for their effective costs as well as accommodation and travel costs. Added to reflect current practice and requirements for tax exempt in Geneva.
- O. It is specified that paid employees of IUPAP are not allowed to be members of the Executive Council unless they sit on the Executive Council in a merely consultative capacity. Added to meet requirements for tax exempt in Geneva.

Article 8 Commissions and Working Groups

Article 8 Changes indicated below

- A. The "**Commissions**" promote the objectives of IUPAP within their areas of expertise and provide advice to IUPAP on the activities and needs of the subfields of physics they represent. Unchanged.

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| B. The Commission members are elected according to procedures specified in the Internal Regulations. | Deleted “Affiliated Commissions are groups of scientists recognized by the General Assembly but appointed by other scientific bodies.” This is covered in 6 B (2) |
| C. The "Working Groups" contribute to the achievements of the aims of the Union, not covered by commissions. | New |
| D. The Working Groups members are elected according to procedures specified in the Internal Regulations. | New |

Article 9 Funding and Financial Arrangements

Article 9 Changes indicated below.

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| A. A Member joins IUPAP in one of the defined categories (see Article 8 (A)) negotiated by the Executive Council and approved by the General Assembly. | Abolished the concepts of “shares”—introduced “membership category”, to conform with Swiss practice |
| B. A Member’s dues are defined by the membership category . The dues for each membership category are given as a multiple of a unit, the monetary value of which is determined by the General Assembly. | New. Introduced to get away from the “share” concept. |
| C. Dues are payable on the first day of each year and are the responsibility of each Territorial Member and of each Corporate Associate Member . | Expanded for clarity. |
| D. A Member in arrears for three years loses its right to vote in the General Assembly, but may continue to participate in the activities of IUPAP and may nominate members to Commissions. A Member in arrears for six years is excluded from IUPAP. | Deleted “Any member ceasing to belong to the Union forfeits all rights to Union assets.”. This specification is not considered needed as it is common practice. |
| E. A Member which has resigned from IUPAP, or been excluded under Article 9 (D), may apply to rejoin IUPAP under terms negotiated by the Executive Council, and approved by the General Assembly. | Introduced to codify existing practice. |
| F. In exceptional circumstances, the Executive Council may make a temporary adjustment to a Member’s dues. | Unchanged. |
| G. The Executive Council may introduce special classes of membership, enabling Members in one | This was introduced earlier, and subsequently dropped. Reinstated. |

of these special classes to pay reduced fees for a limited period.

- H. The resources of IUPAP come from membership dues, donations, grants, legacies, private and public subsidies and any other resources authorized by the law.

Former text: "The Union may accept grants, contracts, and donations in furtherance of its Mission.

Changed to match "Swiss style".

- I. Dues and other funds received may be used to carry out activities in furtherance of the Purpose of IUPAP, as well as covering administrative expenses and allowing IUPAP and its Commissions to provide prizes and awards to recognize contributions made in the service of physics and its disciplines.

Introduced to codify existing practice.

- J. The administrative tasks of IUPAP are assumed by the "**Administrative Office**". The Executive Council may delegate the operations of the Administrative Office to a Member, or to a third party, in which case IUPAP shall enter into a contract with such Member or third party, specifying the services to be provided and the costs of those services. This contract should be for a period not exceeding three years, but may be renewable.

New. Introduced to codify existing practice.

- K. All members of the Executive Council, the Commissions, the Affiliated Commissions and all Working Groups serve in an honorary capacity, but may be reimbursed for reasonable expenses incurred in the course of their duties.

New. Introduced to codify existing practice.

Article 10

Article 10 General Assembly voting rights and procedures

Changes indicated below.

- A. The number of votes of a Member is related to its membership category as follows:
- category 1 membership pays dues of one unit and has one vote;
 - category 2 membership pays dues of two units and has two votes;
 - category 3 membership pays dues of three units and has two votes;
 - category 4 membership pays dues of four units and has three votes;
 - category 5 membership pays dues of five units and has three votes;

Defining categories which replace shares.

- category 6 membership pays dues of six units and has three votes;
- category 7 membership pays dues of seven units and has four votes;
- category 8 membership pays dues of eight units and has four votes;
- category 9 membership pays dues of nine units and has four votes;
- category 10 membership pays dues of ten units and has five votes;
- category 11 membership pays dues of eleven units and has five votes;
- category 12 membership pays dues of twelve units and has five votes;
- category 13 membership pays dues of thirteen units and has five votes;
- category 14 membership pays dues of fourteen units and has five votes;
- category 15 membership pays dues of fifteen units and has five votes;
- category 16 membership pays dues of sixteen units and has six votes;
- category 17 membership pays dues of seventeen units and has six votes;
- category 18 membership pays dues of eighteen units or more and has six votes;
- category 19 membership pays no dues and has one vote: this category includes Personal Members (Ex- Officio) each of which is an official Delegate and has one vote;
- category 20 membership pays dues of a number of units as negotiated with the Executive Council and has no vote: this category includes Corporate Associate Members.

B. The number of official "**Delegates**" the Members have at the General Assembly to form a "**Delegation**" is provided as follows:

- (i) Territorial Member: the number of official Delegates is equal to the number of votes (based on the categories 1 to 18 under Article 10 (A) above);
- (ii) Personal Member (Ex- Officio): each Personal Member (Ex- Officio) is an official Delegate;
- (iii) Corporate Associate Members: the number of official Delegates should be negotiated with the Executive Council.

Same principles as current practice. Wording changed to include Personal and Corporate Associate Members.

- C. Although Corporate Associate Members have no vote, they may submit nominations for any position depending on their number of units (see Internal Regulations, Article 7.2 in relation to the nomination of the Commissions' members). New.
- D. Members of the Executive Council who are not also Commission Chairs do not vote, except that the President may make a casting vote to break tied votes. Unchanged.
- E. Motions concerning scientific issues shall be decided by a majority of the official Delegates present and voting. Former text: "Motions concerning scientific issues will be decided by a majority of the individual official Delegates present and voting."
- F. On all other motions, the Delegation Heads cast all of the Delegation's votes. The motion is decided by the applicable majority (see Article 6 (A)) of votes cast. Unchanged.
- G. In the event of a question on the category of a motion, the President will decide. Unchanged.
- H. A Territorial Member whose Delegation is unable to attend may submit a proxy containing a written vote communicated to the Secretary-General for Legal and Financial Affairs by mail, facsimile or email, on any matter on the initial agenda. Written votes must be received before the General Assembly in order to be valid and should be limited to votes on the matters communicated in the agenda, at the exclusion of questions to be raised at the General Assembly. Language improvement.
Added for clarification.
Language improvement.
- I. A Territorial Member whose Delegation is unable to attend may be represented at the General Assembly by a Delegate or the Chairman of the General Assembly by proxy. A Personal Member (Ex- Officio) who is unable to attend may be represented at the General Assembly by the Vice-Chair or Secretary of the respective Commission or Affiliated Commission by proxy. The proxy must be submitted to the Secretary-General for Legal and Financial Affairs by mail, facsimile or email 10 days in advance of the General Assembly. New.

Article 11 Duration of IUPAP

- A. The duration of IUPAP is not limited.
- B. IUPAP may be dissolved by an Extraordinary General Assembly convened for this purpose further to a 4 months' notice given to the Members.
- C. The resolution dissolving IUPAP must be carried by a two-thirds majority of the total votes of the Members.
- D. In the event that IUPAP is dissolved, the remaining assets of IUPAP shall be allocated by the Extraordinary General Assembly to one or more non-profit educational, charitable or scientific organizations pursuing goals of public interest similar to those of IUPAP and benefiting from tax exemption.
- E. The assets must not be returned to the founders or Members, nor be used to their own profit.

Article 12 Arbitration

Any dispute, controversy or claim arising (i) out of or in connection with these Articles of Association, and/or (ii) between a Member and IUPAP shall be resolved by internal mediation and decisions first and if not successful by arbitration in accordance with the Swiss Rules of International Arbitration of the Swiss Chambers' Arbitration Institution in force on the date when the notice of arbitration is submitted in accordance with these Rules. The number of arbitrators shall be one, the seat of the arbitration shall be Geneva and the arbitral proceedings shall be conducted in English.

Article 13 Entry into force

These Articles of Association shall enter into force upon the date of adoption by the General Assembly.

Article 14 Discrepancy

Article 11 Changes indicated below

Changed "life" to "duration".

New.

New.

The previous version of the dissolution mechanism had it considered at a General Assembly, and a Special General Assembly is required under the proposed changes. The is consistent with the present practice in other organisations.

New. Introduced to meet tax exempt requirements.

Article 12 This section is new to comply with "Swiss style".

Article 13 New section

Article 14 New section

In the event of a discrepancy between the French and the English versions of these Articles of Association, the French version shall prevail.

Swiss law requires the French version of the Articles to prevail the English version. The Egal Councillor have never experienced that to be an issue.

This version of the Articles of Association was adopted by the General Assembly on [date].

La présente version des Statuts a été adoptée par l'Assemblée générale le [date].

Le Président de l'assemblée constitutive /
Chairman of the founding assembly:

Le Secrétaire de l'assemblée constitutive /
Secretary of the founding assembly:



INTERNAL REGULATIONS

OF

International Union of Pure and Applied Physics (IUPAP)

<p>PREAMBLE</p> <p>The General Assembly of IUPAP enacts the present internal regulations (the "Internal Regulations") in accordance with Article 6 (A) (ii) of the Articles of Association.</p> <p>The Internal Regulations determine the internal organization of the General Assembly of IUPAP, as well as the duties and powers of the Commissions and the Working Groups of IUPAP.</p> <p>The Internal Regulations are intended to complement the rules contained in the Articles of Association. They shall at all times be consistent with and subject to the Articles of Association. In case of conflict, the rules of the Articles of Association prevail.</p> <p>Any changes to this document must be formally approved by the General Assembly in accordance with Article 6 (A) (ii) of the Articles of Association.</p> <p>TITLE I GENERAL ASSEMBLY</p> <p>Article 1 Location and date</p> <p>The Executive Council determines the location and date of a General Assembly and notifies the Members at least six months in advance for the annual General Assembly and [2] weeks in advance for an Extraordinary General Assembly. An Extraordinary General Assembly must be held within [2] months from the date of the request.</p> <p>Article 2 Agenda</p> <p>2.1. The preliminary Agenda of the annual General Assembly is to be sent to all Members at least three months in advance. One month shall be given to Members to suggest changes. The final Agenda shall then be sent. For the Extraordinary General</p>	<p>PREAMBLE</p> <p>This is a new section introducing the role of the Internal Regulations</p> <p>Text expanded to regulate Extraordinary General Assemblies.</p> <p>Text expanded to allow Members to make change suggestions prior to the General Assembly.</p>
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<p>Assembly, the final Agenda shall be sent with the notice to the Members.</p> <p>2.2. The Agenda may be reorganized at the General Assembly by a majority of the votes of the Members present.</p> <p>2.3. All Commissions, Affiliated Commissions, Working Groups and Liaisons Committees with other organizations shall make a written report to the General Assembly. The Executive Council shall provide opportunities for participants at the General Assembly to ask question on these reports and shall designate any that are to make an oral presentation.</p> <p>2.4. Resolutions</p> <p>A. The Executive Council, the Members, the Commissions and the Working Groups may propose items for consideration as resolution by the General Assembly up until the date specified by the Executive Council.</p> <p>B. The Executive Council will make recommendations to the General Assembly that they approve, amend or reject the resolution before them.</p> <p>Article 3 Participants with and without votes and observers</p> <p>3.1. In addition to the Members' official Delegates (as provided for in Article 8 (B) of the Articles of Association) who are participants with votes, other members of the Territorial Members' Liaison Committees and representatives of each Corporate Associate Member may attend as participants without votes.</p> <p>3.2. The President may invite observers without vote as deemed appropriate.</p> <p>Article 4 Voting Procedure</p> <p>4.1. On all matters where the Articles of Association or the Internal Regulations specify a vote, with the exception of Article 4.2, the result of voting may be assessed by</p>	<p>Added to codify existing practice.</p> <p>Resolutions</p> <p>This is a new section to codify current practice.</p> <p>Expanded to regulate participants with and without votes.</p> <p>Expanded to include Corporate Associate Members.</p> <p>Deleted "guest" in front of "observers".</p> <p>Voting Procedure</p> <p>This is a new section, introduced to codify existing practice.</p>
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the President. The General Assembly may, by a simple majority, request that the votes be formally counted, before or after the President determines the result.

4.2. Where a specified majority is required or the vote is for the election of Commissions or the Executive Council, each vote should be counted formally.

4.3. When a formal count of votes is required, or requested by a simple majority of the General Assembly, two tellers appointed by the General Assembly count the votes. Assistance may be provided, if desired, by the personnel of the Administrative Office.

TITLE II COMMISSIONS

Article 5 Membership

5.1. Commissions shall be composed of a Chair, Vice-Chair, Secretary and eleven other members. Collectively the Chair, Vice-Chair and Secretary are referred to as the officers of the Commission, and normally at least one of them shall be a woman, and at least one shall be a man.

Introduced to reflect current practice.

5.2. If the Chair of a Commission is unable to continue to serve in that position, the Executive Council shall appoint a new Chair from the officers of the Commission, and shall appoint a replacement for that officer, except when the Commission has determined whom it wishes to nominate as its next Chair. In that case the nominee shall in principle be appointed as the next Chair.

Section introduced to provide succession for Chairs.

5.3. Normally, the members of a Commission will be from different Territorial Members of IUPAP. In the case a Commission may believe its work would be hindered by this rule, the Commission may ask the Executive Council for an exception. If the Executive Council believes the exception is warranted, it will propose an exception to the General Assembly for ratification before the election.

Content unchanged—only minor language improvements.

5.4. When representatives of Corporate Associate Members are members of Commissions, they are not, when performing their functions

New section, introduced to codify intended practice.

within the Commission, acting in their quality of representative of the Corporate Associate Members nor from their territory and the provisions of Article 5.3 do not apply.

5.5. Commissions may have important links to other Commissions, scientific unions or international organizations. To maintain these links, each Commission may propose to the Executive Council the nominees of such institutions as invited members to the Commission. The Executive Council will appoint invited members to the Commission about one year after the election of regular members of the Commissions. Invited members do not vote at Commission meetings and are not eligible for travel funds.

5.6. To the extent practical, at least one Commission member shall be involved in the applications of the relevant field of physics. If a Commission believes that this requirement is not practical, it shall inform the Executive Council of its reasoning.

5.7. When new Commissions are formed, the Executive Council will make ad hoc arrangements for membership until the normal rotation of membership can be established.

Article 6 Terms of Office

6.1. All elections are for a term of three years.

6.2. Chairs may not be re-elected to any position on the Commission beyond their term as Chair, and Vice Chairs/Secretaries may not be re-elected to the same positions nor be re-elected as an ordinary member - except in extraordinary circumstances, and, in such circumstances, special approval by the General Assembly is required. Ordinary members may be elected twice.

6.3. For the purpose of calculating the rotation periods defined in Article 6.2 above, when a member is appointed following the resignation of another member, if they serve more than half of the term they are regarded as having served a term, and if they serve less than half the term they are regarded as not having served a term.

Section 5.5

Deleted “up to four” in “To maintain these links, each Commission may propose to the Executive Council ~~up to four~~ associate members.”

Reasoning: Because we give so little money to Commissions, and the limit to four associate members is largely for economic reasons, we recommend that this limit be removed

New section introduced to codify the practice introduced by the Executive Council before the last GA.

<p>6.4. Ordinary members of a Commission, who have served two terms and have been absent from the Commission for two terms, may be re-elected for no more than one further term.</p> <p>6.5. Normally the Secretary, the Vice-Chair and the Chair are to be chosen from among those who have served at least one term on the Commission.</p> <p>6.6. Service in all capacities shall not exceed three terms, whether or not those terms are consecutive.</p> <p>6.7. The General Assembly may grant exceptions to the provisions of Article 6 for those Commissions that undertake long-term projects or where continuity is particularly important.</p>	<p>New section, proposed because it may be useful to improve geographical or gender representation.</p>
<p>TITLE III ELECTION OF MEMBERS OF COMMISSIONS AND THE EXECUTIVE COUNCIL</p>	
<p>Article 7 Nominations</p>	
<p>7.1. A call for nominations to Commissions and the Executive Council shall be sent to all Members (and in particular to Liaison Committees and Commissions) at least eight months before an in-person General Assembly preceding the end of the term of the present Commissions and Executive Council.</p>	<p>Expanded text for clarification.</p> <p>Added for clarity.</p> <p>Expanded to include the concept of the “in person GA”.</p>
<p>7.2. Since the number of members that Territorial Members and Corporate Associate Members should have at the Commission is proportionate to the number of units they hold (limited to 18 if they pay dues of more than 18 units) (see Article 5.3 above and Article 10 (C) of the Articles of Association), and taking into account the special considerations in preparing the slate of Commission members, each Territorial Member or Corporate Associate Member should submit a number of nominations at least as large as the smallest integer which exceeds 1.33 times their number of units.</p>	<p>New section to codify existing practice.</p>
<p>7.3. The nominations must be received by the Secretary-General for Administrative Affairs</p>	<p>Updated with new officer title.</p>

<p>no later than on the date determined by the Executive Council and specified in the call for nominations. A statement of the candidate’s qualifications sufficient to allow an evaluation of the candidate must accompany nominations. Nominations should be submitted electronically on the appropriate website, but in special circumstances will be accepted if submitted by other means. The Executive Council may approve the acceptance of late nominations.</p>	<p>Expanded to codify existing practice.</p>
<p>7.4. The Executive Council will prepare a slate of nominees for the Commissions and Executive Council from the nominations and may itself suggest names (in which case a statement of qualifications will be prepared and provided to the General Assembly). Special consideration will be given to continuity, geographic distribution, gender distribution and coverage of major sub-fields within the Commissions. The Executive Council may appoint a nomination sub-committee to assist it in the process of determining a slate. The Executive Council may call a meeting of Chairs of Commissions with the nomination subcommittee or with the Executive Council to assist in the determination of a slate.</p>	<p>First red sentence added to codify existing practice.</p> <p>The following text is introduced as a result of comments at the 2017 General Assembly</p>
<p>7.5. Nominations and the slates for the Commissions and the Executive Council as determined by the Executive Council shall be provided to official Delegates at the General Assembly and to Liaison Committees electronically at the start of the General Assembly.</p>	<p>Reworded and added “... and to Liaison Committees electronically at the start of the General Assembly.” to codify existing practice</p>
<p>7.6. In the case of unforeseen circumstances, such as the unavailability of a candidate due to changed conditions, nominations can be made by the Delegation Heads, Commission Chairs, or members of the Executive Council.</p>	<p>Same content—minor language improvements.</p>
<p>7.7. Liaison Committees may resubmit their nominations at the General Assembly of persons not on the Executive Council’s slate, but these renominations must be supported by at least one other Delegation. The Executive Council then will prepare a final ballot with its recommendations and any renominations for a position.</p>	<p>Abolished the concept of “seconder”.</p>

7.8. A reasonable minimum expected number of territory-elected positions to Commissions and the Executive Council, as a function of the membership category, is equal to the number of units, limited to maximum 18 units, averaged over a period of 9 years.

Article 8 Ballot procedure

8.1. If more names are included on the final ballot than there are positions, the election will be by secret ballot. Each Delegation Head will vote its block of votes.

8.2. The votes shall be counted as specified in Article 4.

TITLE IV CONFERENCES

Article 9 Conference Sponsorship

IUPAP may sponsor and contribute to the support of conferences related to its mission. The Executive Council in consultation with the Commission Chairs grants sponsorship in the year before the conference occurs.

Article 10 Conference Endorsement

10.1. IUPAP may, in consultation with relevant Commissions, endorse conferences at any stage in advance of the date of the conference.

10.2. In the year before they occur, endorsed conferences may apply for sponsorship.

Article 11 Procedures

11.1. The Executive Council may set rules for sponsorship and endorsement. Such rules should be clearly posted on IUPAP's website.

11.2. Liaison Committees should be promptly informed of conferences proposed to take place in their territory.

TITLE V WORKING GROUPS

Former title "Elections" changed to better describe the procedure.

Former text: "Two tellers appointed by the General Assembly count votes. Assistance may be provided, if desired, by Secretariat personnel"

Added for clarity.

New section, added to confirm with existing practice.

New section, to codify existing practice

- A. The General Assembly may establish Working Groups where the activity of such Working Groups will contribute to the achievement of the Purpose of IUPAP. The Executive Council will determine the budgetary allocation for each Working Group.
- B. Working Groups shall provide written reports to each meeting of the Executive Council and to the General Assembly.
- C. Unless otherwise specified by a resolution of the General Assembly, a Working Group shall be established for a period of 6 years. The General Assembly shall review the operations of the Working Group and decide whether or not the Working Group should be extended for a further period.
- D. The Executive Council will determine the membership of each Working Group.

TITLE VI STATEMENTS

- A. Statements in the name of IUPAP may only be made by majority vote of the General Assembly.
- B. Should it be necessary between General Assemblies to issue a special statement on a pressing issue:
 - 1. the Executive Council may convene an Extraordinary General Assembly, in accordance with Article 6 (D) of the Articles of Association, which may be electronic, to issue the statement agreed by a majority vote in the name of IUPAP, or
 - 2. the Executive Council may issue by majority vote the statements in the name of the IUPAP Executive Council.
- C. Commissions or Working Groups may issue statements in their own name in their area of expertise subject to approval by the President.

New section.