

International Federation of Operational Research Societies (IFORS)

STATUTES

ARTICLE I. Objectives and Legal Form

The **general interest and scientific objectives** of the Federation shall be to develop operational research as a unified science and to advance it in all the nations of the world. Means to this end shall include:

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1. Sponsoring international meetings.
2. Providing other means for exchanging information on operational research.
3. Encouraging nations to establish operational research societies.
4. Supporting standards of competence in operational research.
5. Promoting operational research education.
6. Promoting the growth of both existing and new fields of operational research.

The International Federation of Operational Research Societies (hereinafter: the Federation, IFORS) is an association within the meaning of Articles 60ff. of the Swiss Civil Code. It therefore has the status of a legal person within the meaning of Swiss law.

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ARTICLE II. Membership

1. There shall be two classes of membership in the Federation: Members and Kindred Societies. Members shall be established national societies whose principal objectives are to develop and advance operational research. The Federation also may admit as a Member an operational research society representing operational workers in more than one country provided that none of those countries has a national operational research society capable of being admitted to Membership in the Federation. An organization interested in operational research and the activities of the Federation may become associated with the Federation as a Kindred Society upon approval by a simple majority vote of the Members. Kindred Societies have no voting power, but are offered all the other privileges of membership, including representation at meetings of the Board of Representatives.
2. The terms "member" or "membership" without capitalization shall refer to both Members and Kindred Societies.
3. An application for membership submitted by a nonmember society will be sent to the Members of the Federation, provided the President, in consultation with the Administrative Committee and the officers of the relevant Regional Grouping (if there is one), certifies that it is qualified for membership as defined in the Bylaws. If the application is to become a Member, it will be accepted if approved by a two-thirds majority on a **three**-month ballot. If the application is to become a Kindred Society, it will be accepted if approved by a simple majority vote on a three-month ballot.
4. A member may withdraw from the Federation after giving **three** months prior notice in writing.
5. If the Administrative Committee or three Members propose that a society's membership be withdrawn, the proposal shall be put before the Members in a **three**-month ballot. Formal notice of the result will be sent to all Members immediately following the close of the voting. If there is a two-thirds majority in favour of withdrawal, a date for the membership to cease will be set between **three and** six months from the date of dispatch of the formal notice of this decision.

6. If any member does not pay its dues, levy, or any other debt to the Federation within 12 months of the date of the invoice, its membership may be withdrawn by a decision of the Administrative Committee.

ARTICLE III. Regional Groupings

1. Associations of Members may be recognized as Regional Groupings.
2. After the relevant Members have proposed a Regional Grouping, the President and the Administrative Committee may request such information from it as they may require. On their advice the proposed Regional Grouping may be approved by a two-thirds majority on a **three-month** ballot.
3. In order to further cooperation between IFORS and a Regional Grouping, each such grouping may select one Regional Vice President to serve on the IFORS Administrative Committee.
4. On the advice of the President and the Administrative Committee and a **three-months** notice to the Regional Grouping, a proposal to withdraw a Regional Grouping's right to be represented on the IFORS Administrative Committee by a Regional Vice President may be sent to the Members. If it is approved by a two-thirds majority on a **three-month** ballot, the Regional Grouping's representation on the IFORS Administrative Committee shall cease.

ARTICLE IV. Board of Representatives and the Voting Procedure

1. The government of the Federation shall be vested in a Board of Representatives subject to the provisions of the Statutes and Bylaws of the Federation.
2. The Board of Representatives shall consist of the Officers of the Federation plus one Representative designated by each member to express its views, cast its votes (except for Kindred Societies, which have no vote), and deal directly with the President and Secretary on Federation business. At meetings of the Board of Representatives, the President, or the Immediate Past President, and the Secretary of the Federation shall also be present and the President shall take the chair, or in the President's absence, the Immediate Past President. Between meetings of the Board, business, including all voting, may be conducted by expeditious means of communication.
3. The President or Secretary shall invite all members of the Board to all meetings of the Board and may invite Members to send additional representatives in their delegation. Before each meeting the Secretary shall issue an invitation to each Member, based roughly on its voting strength, stating how many persons may represent the Member. This number will be between one and five.
4. Not less than **thirty** days before a meeting of the Board, the Secretary, in consultation with the Administrative Committee, shall send the members of the Board an agenda specifying the issues to be discussed, including those proposed by Representatives.
5. All voting on issues discussed at a meeting of the Board shall take place by an expeditious ballot distributed after the meeting. The number of votes a Member's Representative may cast, that is, the Member's voting strength, is the square root of its qualified membership, as defined by the Bylaws, and recorded by the Secretary on the closing date of the ballot. Each Officer of the Federation has a vote of one.
6. A meeting of the Board shall be held on the occasion of each triennial international conference.
7. Meetings of the Board other than those at the triennial conferences may be called by the Officers or at least three Members, and will be held provided they are approved by a simple majority vote on a three-month ballot. At least three months notice of the date and place of such a meeting must be given in the original call.
8. A vote on issues not covered by these statutes that is requested by the Officers or by at least three Members will be taken by a three-month ballot, and will be decided by a simple majority.

ARTICLE V. Officers, Administrative Committee, Treasurer, and Secretary

1. The Officers of the Federation shall be the President, the IFORS and Regional Vice Presidents, and the most recent living past president able to serve, called the Immediate Past President. Their terms of office shall be three years, and shall run from 1 January of a year exactly divisible by three. Officers, excepting Regional Vice Presidents, will not be eligible for reelection to the same office for at least three years after their terms of office end. Regional Vice Presidents may serve two consecutive terms, after which they are ineligible to serve in the same office for at least three years.

The Officers shall exercise their respective mandates on a voluntary basis. Only actual and travel expenses may be compensated.

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2. If there are two or more regional groupings, then one IFORS Vice President will be elected by a ballot of the entire Membership; if one regional grouping, then two by an entire-Membership ballot; if no regional groupings, then three by an entire-Membership ballot.

3. The affairs of the Federation will be managed by an Administrative Committee responsible to the Board. This Committee shall consist of the Officers and the Treasurer, each with one vote. A quorum of the Administrative Committee shall consist of three Officers including the President or, if the President is not present, the Immediate Past President. In addition, the President, with the permission of the other Officers, may co-opt other persons as nonvoting members to represent special groups, interests, or activities for any period within the term of office of the President. The Administrative Committee will normally meet at least once each year. One of these meetings will coincide with the triennial conference.

4. The President shall have broad powers to attend to the affairs of the Federation between meetings of the Administrative Committee, within the constraints of these Statutes, the Bylaws, and such acts as may be adopted by the Board of Representatives and the Administrative Committee.

5. A nominating committee consisting of the three most recent living past presidents able to serve shall, at the time of the triennial conference, present to the Secretary, the Administrative Committee, and the Board of Representatives a list of candidates for the posts of President and IFORS Vice President(s). Additional nominations, each supported by at least three Members, may be made, provided they are received by the Secretary at least a year before 1 January of a year exactly divisible by three.

6. Elections to the offices of President and IFORS Vice President(s) will be by means of a three-month ballot and shall take place early in the year preceding the start of the term of office. If no candidate receives a majority of the votes cast on the first ballot, then a second three-month ballot will be held immediately between the top two candidates.

7. The Regional Vice Presidents will be chosen by the regional groupings by such processes as the regional groupings may determine and as shall be approved by the Administrative Committee, and on a schedule concurrent with the election of the President and the IFORS Vice President(s).

8. No person may accept nomination as a candidate concurrently for more than one post conferring membership on the Administrative Committee. Each nominee must be a qualified member in good standing of at least one Member.

9. A proposal by at least three Members that an Officer be removed must be submitted to the Membership by a three-month ballot. If the proposal is carried by a two-thirds majority, the person shall cease immediately to serve as an Officer. No President so removed may serve as a past president.

10. If a President is removed from office or unable to serve, this position shall be taken by the Immediate Past President for the remainder of the term.

11. If a Vice President is removed from office, resigns, or is otherwise unable to serve within

the first two years of the term of office, then this post will be filled by the same process as the one used for the original selection, except that its timing will be determined by the Administrative Committee. Otherwise, the post will remain vacant for the remainder of the term.

12. The Officers will select and appoint a Treasurer and a Secretary to serve for a period of three years; their terms of office are renewable, except that the Treasurer may not serve more than three terms.

(a) The tenure of the person chosen as Treasurer will begin and end at the beginning of the third year of service for the Officers. The Treasurer will supervise the financial policies and transactions of the Federation in accordance with the provisions of these Statutes, the Bylaws, and the acts of the Board of Representatives and the Administrative Committee. The Treasurer exercises his mandate on a voluntary basis.

(b) The Secretary's ~~will be employed on a full or part time basis, the~~ term of office coincides with that of the President. . Under the instructions of the President, the Secretary will be responsible for the day-to-day administration of the Federation's affairs in accordance with the provisions of these Statutes, the Bylaws, and the acts of the Board of Representatives and the Administrative Committee. The activity of the Secretary may be remunerated as an activity essential to the achievement of the objectives and aims defined in Article I of these Statutes.

(c) The Secretary will attend meetings of the Administrative Committee but does not have a vote.

(d) If the President and at least one other Officer deem it necessary, the President may order the dismissal of the Secretary or Treasurer and make arrangements for ensuring the continuing administration of the Federation's affairs until the dismissed Treasurer or Secretary has been replaced by the Officers.

ARTICLE VI. Finances

1. Each Member shall pay to the Federation an annual membership fee in an amount proportional to its qualified membership, as defined in the Bylaws and reported to the Secretary by the Member's Representative. Any prospective change in this fee must be approved by a two-thirds majority on a ~~three~~-month ballot. The annual membership fee for Kindred Societies is set by the Administrative Committee.

2. When needed for purposes of the Federation consistent with the objectives of Article I, the President may propose a levy on the Members, the levy on each being in proportion to its qualified membership. The levy must be approved by a two-thirds majority on a ~~three~~-month ballot.

3. ~~If the Federation ceases to function, the funds remaining after the payment of all debts shall be returned to the Members in proportion to their qualified members, unless otherwise decided by a two thirds majority in a six month ballot.~~ In the event of the cessation of the Federation's activities, the funds devoted to the pursuit of its aims will be allocated to another legal person under Swiss law pursuing similar aims and benefiting from a tax exemption comparable to that of IFORS. The Administrative Committee proposes a legal entity meeting these criteria to the Board of Representatives, which decides on its designation as beneficiary of the funds.

4. The Federation shall not pursue any profit or commercial purpose. The Federation may do all things lawful and necessary to promote its objectives, including engaging in such commercial and financial transactions as are deemed appropriate to these objectives by the Administrative Committee. It will use the proceeds of its financial resources exclusively to finance its general activities.

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ARTICLE VII. Powers of the Administrative Committee

The Administrative Committee may exercise any powers not specifically reserved to the Board of Representatives or delegated by the Board of Representatives to another committee or to an Officer.

ARTICLE VIII. Amendments and Bylaws

1. These Statutes may be amended if a proposition by the Administrative Committee or by at least three Members receives a two-thirds majority on a **three**-month ballot.
2. Bylaws consistent with these Statutes may be proposed by the Administrative Committee or by at least three Members, and approved by a simple majority on a three-month ballot.
3. Amended Statutes and new or amended Bylaws take effect immediately after being approved.

**International Federation Of Operational Research Societies
(IFORS)**

BYLAWS

1. TRIENNIAL CONFERENCES

- (a) Approximately every third year the Federation shall hold an international conference on operational research.
- (b) For each triennial conference, a Host Society will be responsible for the physical location, domestic arrangements, and budget, as approved by the President, Treasurer, and Secretary.
- (c) A Member may offer to become a Host Society, in which case it must submit a detailed proposal in a form determined by the President and the Administrative Committee, who will decide whether the offer is acceptable. The names of all acceptable candidate Host Societies, together with a brief statement from each, will be circulated for ballot to all Members not less than three years before the triennial conference of concern. The successful candidate Host Society will be chosen by a simple majority on a three-month ballot; if no society receives a majority, a second three-month ballot will be taken immediately to decide between the top two candidates from the first ballot.
- (d) The President, in consultation with the Administrative Committee, shall appoint a chairman of the Programme Committee, and, in consultation with the President of the Host Society, shall appoint a chairman of the Organising Committee. Both appointments shall be made at least three years before the date of the conference.

2. MEETINGS

- (a) In addition to the triennial conferences, a meeting of one or more Members may be designated an international meeting sponsored by the Federation. The proposal for such a meeting may be made by an Officer or any Member; it must be approved by the Administrative Committee and the governing bodies of the societies involved.
- (b) With the approval of the Administrative Committee, the Federation may organize and run specialized international conferences between the triennial conferences. The governing body of the Member of the country where the meeting will be held must also approve such specialized conferences.
- (c) The Federation may be invited to co-sponsor an international meeting or may ask to be allowed to be such a co-sponsor. The Administrative Committee and the governing body of the Member of the country where the meeting will be held must approve such a co-sponsorship. One condition of such co-sponsorship is that there be a Federation representative on the programme committee.

3. LANGUAGE

All papers presented at international conferences run by the Federation shall be presented in English, except that the President may authorize speakers to present their papers in the language(s) of the country in which the conference is held.

4. APPLICATION FOR MEMBERSHIP

- (a) A society applying for membership in the Federation shall provide the Secretary with a copy of its constitution or charter and its bylaws. If the following matters are not stated explicitly in them, the society shall provide the Secretary with a statement giving:
 - (i) the objectives of the society;

(ii) confirmation that membership in the society is based on such scientific and professional qualifications as it has laid down, and that membership and its privileges are in no way restricted by race, religion, colour, national origin, sex, or political preference;

(iii) the names and addresses of the officers and the persons composing the governing body together with their tenures;

(iv) the procedures for electing officers and members of the governing body;

(v) the qualifications for membership, the dues, entrance fees, and any other details affecting membership; and

(vi) provisions for meetings and publications.

(b) A society may apply for Membership in the Federation only if no Member already exists in its country. This provision does not apply to Kindred Societies or to Kindred Society membership in various countries.

5. QUALIFIED MEMBERS

The qualified members of an operational research society are the members who pay the full normal membership fee. Student members and other categories of persons who pay less than the normal membership fee are not qualified members.

6. REPORTS FROM MEMBERS

(a) Every year each Member is asked to provide the Secretary with a report including at least these items:

(i) changes in its governing documents, such as its constitution and bylaws,

(ii) the names and addresses of its Secretary and other officers, IFORS Representative, and contributing editor to *the IFORS Newsletter*;

(iii) the numbers of qualified and other members, and

(iv) such other information as the Secretary may reasonably require.

(b) If up-to-date information on the number of qualified members has not reached the Secretary from a Member by 31 October of the year in which the number has been requested, it will be assumed that the number of qualified members has grown by 10 percent per annum since the date of the last return and membership fees will be based on this new figure. A recalculation of the fees assessment to take account of the actual number of qualified members will only be made if the correct qualified membership figures are sent to the Secretary within 12 months of the date of the request. The voting strength of the Member will not be affected by the provisions of this section; it will continue to be based on the figure shown in the last return received.

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7. DUTIES OF THE PRESIDENT

In addition to those stipulated in the Statutes and Bylaws, and by acts of the Board of Representatives and the Administrative Committee, and within their constraints, the duties of the President shall include but not be limited to:

(i) general leadership and oversight of the affairs of the Federation,

(ii) with the assistance of the Secretary and Treasurer, preparing an annual report on the Federation's activities,

(iii) with the assistance of the Treasurer, preparing an annual budget for presentation to the Administrative Committee for its approval,

(iv) preparing an agenda for the meetings of the Administrative Committee, and

(v) carrying out such other duties as may be delegated to the President by the Board of Representatives and the Administrative Committee.

8. DUTIES OF THE ADMINISTRATIVE COMMITTEE

In addition to those stipulated in the Statutes and Bylaws and by acts of the Board of

Representatives and the Administrative Committee, and within their constraints, the duties of the Administrative Committee shall include but not be limited to:

- (i) approving an annual budget,
- (ii) assisting the Secretary in formulating the agenda for meetings of the Board of Representatives, including such items as proposed for the agenda under rules established by the Administrative Committee,
- (iii) approving the minutes of its meetings prepared by the Secretary,
- (iv) approving policies with respect to financial transactions as proposed by the Treasurer,
- (v) choosing an independent person to review the Federation's accounts and prepare a report on them,
- (vi) establishing committees to pursue Federation activities, and
- (vii) formulating and proposing to the Board of Representatives significant new activities aimed at furthering the Federation's objectives.

9. DUTIES OF THE SECRETARY

Under the authority of the President, the duties of the Secretary are to conduct the Federation's business from day to day; these duties shall include but not be limited to:

- (a) assisting the President in preparing an annual report to be circulated to the Officers and the member Societies,
- (b) employing staff and making contracts within the limits of the approved budget,
- (c) within the approved budget, conducting financial transactions subject to the provision that the Administrative Committee shall establish criteria for major financial transactions that must have the Treasurer's approval, and for other transactions that may be made by the Secretary alone, these transactions including, but not being limited to:
 - (i) accepting and holding funds on behalf of and in the name of the Federation,
 - (ii) depositing such funds in a recognized bank or, with the approval of the Treasurer, investing them in such types of securities as authorized by the Administrative Committee,
 - (iii) within the constraints of the approved budget, paying out funds to cover properly certified obligations incurred by the Federation's authorized activities, and
 - (iv) if conditions are attached to funds offered to the Federation, obtaining the approval of the President before accepting them.
- (d) causing proper books of account to be kept with respect to all money transactions and to the Federation's assets and liabilities; these accounts to be reviewed annually by a person chosen by the Administrative Committee; the resulting report being circulated with the annual report to the Administrative Committee and the Board of Representatives,
- (e) keeping minutes of the meetings of the Board of Representatives and the Administrative Committee and circulating them to the members of these bodies,
- (f) keeping a record of all other transactions carried out in the name of the Federation in a form determined by the Administrative Committee,
- (g) circulating periodic information bulletins to the members of the Federation, and
- (h) in consultation with the Administrative Committee, preparing agendas for meetings of the Board of Representatives and the Administrative Committee.

10. DUTIES OF THE TREASURER

The principal duties of the Treasurer are to oversee the financial activities of the Federation and to carry out the duties specified elsewhere in these Bylaws, including assisting the President in preparing the annual budget and the annual report.

11. CONFLICTS OF INTEREST

Officers will declare any financial interest they may have in any matter to be discussed by the Administrative Committee or the Board of Representatives. Having declared such an interest, they should leave the room while the matter is formally discussed and may not vote on the matter.

12. MANAGERS FOR MAJOR ACTIVITIES

The President may appoint managers reporting to him/her for such major activities as conferences, publications, education, and assisting operational research activities in developing countries. These managers shall, in consultation with the President and Treasurer, prepare plans and budgets for their programs for approval by the Administrative Committee.

13. BOARD OF REPRESENTATIVES MEETINGS AGENDA ITEMS

Any three Members acting together may place an item on the agenda for a meeting of the Board of Representatives provided that the Secretary receives it at least three months before the date of the meeting.

14. VOTES

In all votes the Members will be allowed either three or six calendar months to return their ballots to the Secretary. The time is calculated from the date of sending out the ballot. Each ballot will be specified, as stipulated in the Statutes and Bylaws, as either a three-month or six-month ballot. Votes received late will not be counted. A two-thirds majority is defined as meaning that two thirds of the votes actually cast in time, including abstentions, are in favour. A simple majority is defined similarly. Each ballot will permit an abstention to be recorded.

15. PROCEDURE FOR CONSULTING ON PROPOSED CHANGES TO THE STATUTES AND BYLAWS

After a proposal is received for changes to the Statutes or Bylaws, the proposed wording and an explanation of its purpose must be circulated to the Representatives at least **two** months before a ballot is scheduled to be dispatched. Within that review period, any Representative may suggest alternative wordings to be considered before the proposal is circulated with a ballot.

APPROVALS OF THESE STATUTES & BYLAWS

1. Board of Representatives, October 2003.
2. Editorial corrections to Article III, Paragraph 3 and Article V, Paragraph 1: Administrative Committee, July 2006.
3. Deleted Bylaw 1(e) in its entirety; voted by Representatives, December, 2009
4. Revisions to Articles V.1, V.12(a), V.12(b), VI.3, VI.4, and reduction in voting period to 3-months; voted by Board of Representatives, XXX, 2023.