

## CHAPTER VII

### TWENTY NINETH GENERAL ASSEMBLY

#### IAU STATUTES, BYE-LAWS, AND WORKING RULES

Honolulu, 21 August 2015

## 1. IAU Statutes

### I. OBJECTIVE

1. The International Astronomical Union (hereinafter referred to as the Union) is an international nongovernmental organization. Its objective is to promote the science of astronomy in all its aspects.

### II. DOMICILE AND INTERNATIONAL RELATIONS

2. The legal domicile of the Union is Paris, France.

3. The Union adheres to, and co-operates with the body of international scientific organizations through the International Council for Science (ICSU). It supports and applies the policies on the Freedom, Responsibility, and Ethics in the Conduct of Science defined by ICSU.

### III. COMPOSITION OF THE UNION

4. The Union is composed of:

4.a. National Members (adhering organizations)

4.b. Individual Members (adhering persons)

### IV. NATIONAL MEMBERS

5. An organization representing a national professional astronomical community, desiring to promote its participation in international astronomy and supporting the objective of the Union, may adhere to the Union as a National Member.

6. An organization desiring to join the Union as a National Member while developing professional astronomy in the community it represents may do so:

6a. on an interim basis, on the same conditions as above, for a period of up to nine years. After that time, it must apply to become a National Member on a permanent basis or its membership in the Union will terminate;

6b. on a prospective basis for a period of up to six years if its community has less than six Individual Members. After that time it must apply to become a National Member on either an interim or permanent basis or its membership in the Union will terminate.

7. A National Member is admitted to the Union on a permanent, interim, or prospective basis by the General Assembly. It may resign from the Union by so informing the General Secretary in writing.

8. A National Member may be either:

8.a. the organization by which scientists of the corresponding nation or territory adhere to ICSU or:

8.b. an appropriate National Society or Committee for Astronomy, or:

8.c. an appropriate institution of higher learning.

9. The adherence of a National Member is automatically suspended if its annual contributions, as defined in Articles 23c and 23e below have not been paid for five years; it resumes, upon the approval of the Executive Committee, when the arrears in contributions have been paid in full. After five years of suspension of a National Member, the Executive Committee may recommend to the General Assembly to terminate the Membership.

10. A National Member is admitted to the Union in one of the categories specified in the Bye-Laws.

## V. INDIVIDUAL MEMBERS

11. A professional scientist who is active in some branch of astronomy may be admitted to the Union by the Executive Committee as an Individual Member. An Individual Member may resign from the Union by so informing the General Secretary in writing.

## VI. GOVERNANCE

12. The governing bodies of the Union are:

12.a. The General Assembly;

12.b. The Executive Committee; and

12.c. The Officers.

## VII. GENERAL ASSEMBLY

13. The General Assembly consists of the National Members and of Individual Members. The General Assembly determines the overall policy of the Union.

13.a. The General Assembly approves the Statutes of the Union, including any changes therein.

13.b. The General Assembly approves Bye-Laws specifying the Rules of Procedure to be used in applying the Statutes.

13.c. The General Assembly elects an Executive Committee to implement its decisions and to direct the affairs of the Union between successive ordinary meetings of the General Assembly. The Executive Committee reports to the General Assembly.

13.d. The General Assembly appoints a standing Finance Committee to advise the Executive Committee on its behalf on budgetary matters between General Assemblies, and to advise the General Assembly on the approval of the budget and accounts of the Union. The Finance Committee consists of not more than 8 members of different national affiliations, including a Chairperson, proposed by the National Members, and remains in office until the end of the next General Assembly.

13.e. The General Assembly appoints a Special Nominating Committee to prepare a suitable slate of candidates for election to the incoming Executive Committee.

13.f. The General Assembly appoints a standing Membership Committee to advise the Executive Committee on its behalf on matters related to the admission of Individual Members. The Membership Committee consists of not more than 8 members of different national affiliations, including a Chairperson, proposed by the National Members, and remains in office until the end of the next General Assembly.

14. Voting at the General Assembly on issues of a primarily scientific nature, as determined by the Executive Committee, is by Individual Members. Voting on all other matters is by National Member. Each National Member authorises a representative to vote on its behalf.

14.a. On questions involving the budget of the Union, the number of votes for each National Member is one greater than the number of its category, referred to in article 10. National Members with interim status, or which have not paid their dues for years preceding that of the General Assembly, may not participate in the voting.

14.b. On questions concerning the administration of the Union, but not involving its budget, each National Member has one vote, under the same condition of payment of dues as in §14.a.

14.c. National Members may vote by correspondence on questions concerning the agenda for the General Assembly.

14.d. A vote is valid only if at least two thirds of the National Members having the right to vote by virtue of article §14.a. participate in it by either casting a vote or signalling an abstention. An abstention is not considered a vote cast.

15. The decisions of the General Assembly are taken by an absolute majority of the votes cast. However, a decision to change the Statutes requires the approval of at least two thirds of all National Members having the right to vote by virtue of article §14.a. Where there is an equal division of votes, the President determines the issue.

15.a. To enable the widest possible participation of Individual Members the Executive Committee may decide that voting on certain issues of a primarily scientific nature, as determined by the Executive Committee, shall be open for electronic voting for not more than 31 days counting from the close of the General Assembly at which the issue was raised.

15.b. The Executive Committee shall give Members not less than 3 months notice before the opening of the General Assembly of the intention to open certain issues to electronic voting after the General Assembly.

16. Changes in the Statutes or Bye-Laws can only be considered by the General Assembly if a specific proposal has been duly submitted to the National Members and placed on the Agenda of the General Assembly by the procedure and deadlines specified in the Bye-Laws.

## VIII. EXECUTIVE COMMITTEE

17. The Executive Committee consists of the President of the Union, the President-Elect, six Vice-Presidents, the General Secretary, and the Assistant General Secretary, elected by the General Assembly on the proposal of the Special Nominating Committee.

## IX. OFFICERS

18. The Officers of the Union are the President, the General Secretary, the President-Elect, and the Assistant General Secretary. The Officers decide short-term policy issues within the general policies of the Union as decided by the General Assembly and interpreted by the Executive Committee.

## X. SCIENTIFIC DIVISIONS

19. As an effective means to promote progress in the main areas of astronomy, the scientific work of the Union is structured through its Scientific Divisions. Each Division covers a broad, well-defined area of astronomical science, or deals with international

matters of an interdisciplinary nature. As far as practicable, Divisions should include comparable fractions of the Individual Members of the Union.

20. Divisions are created or terminated by the General Assembly on the recommendation of the Executive Committee. The activities of a Division are organized by an Organizing Committee chaired by a Division President. The Division President and a Vice-President are elected by the General Assembly on the proposal of the Executive Committee, and are *ex officio* members of the Organizing Committee.

## **XI. SCIENTIFIC COMMISSIONS**

21. Within Divisions, the scientific activities in well-defined disciplines within the subject matter of the Division may be organized through scientific Commissions. In special cases, a Commission may cover a subject common to two or more Divisions and then becomes a Commission of all these Divisions.

22. Commissions are created or terminated by the Executive Committee upon the recommendation of the Organizing Committee(s) of the Division(s) desiring to create or terminate them. The activities of a Commission are organized by an Organizing Committee chaired by a Commission President. The Commission President and a Vice-President are appointed by the Organizing Committee(s) of the corresponding Division(s) upon the proposal of the Organizing Committee of the Commission.

## **XII. BUDGET AND DUES**

23. For each ordinary General Assembly the Executive Committee prepares a budget proposal covering the period to the next ordinary General Assembly, together with the accounts of the Union for the preceding period. It submits these to the Finance Committee for advice before presenting them to the vote of the General Assembly.

23.a. The Finance Committee examines the accounts of the Union from the point of view of responsible expenditure within the intent of the previous General Assembly, as interpreted by the Executive Committee. It also considers whether the proposed budget is adequate to implement the policy of the General Assembly. It submits reports on these matters to the General Assembly before its decisions concerning the approval of the accounts and of the budget.

23.b. The amount of the unit of contribution is decided by the General Assembly as part of the budget approval process.

23.c. Each National Member pays annually a number of units of contribution corresponding to its category. The number of units of contribution for each category shall be specified in the Bye-Laws.

23.d. A vote on matters under article 23 is valid only if at least two thirds of the National Members having the right to vote by virtue of article §14.a. cast a vote. In all cases an abstention is not a vote, but a declaration that the Member declines to vote.

23.e. National Members having interim status pay annually one half unit of contribution.

23.f. National Members having prospective status pay no contribution.

23.g. The payment of contributions is the responsibility of the National Members. The liability of each National Members in respect of the Union is limited to the amount of contributions due through the current year.

### **XIII. EMERGENCY POWERS**

24. If, through events outside the control of the Union, circumstances arise in which it is impracticable to comply fully with the provisions of the Statutes and Bye-Laws of the Union, the Executive Committee and Officers, in the order specified below, shall take such actions as they deem necessary for the continued operation of the Union. Such action shall be reported to all National Members as soon as this becomes practicable, until an ordinary or extraordinary General Assembly can be convened. The following is the order of authority: The Executive Committee in meeting or by correspondence; the President of the Union; the General Secretary; or failing the practicability or availability of any of the above, one of the Vice-Presidents.

### **XIV. DISSOLUTION OF THE UNION**

25. A decision to dissolve the Union is only valid if taken by the General Assembly with the approval of three quarters of the National Members having the right to vote by virtue of article §14.a. Such a decision shall specify a procedure for settling any debts and disposing of any assets of the Union.

### **XV. FINAL CLAUSES**

26. These Statutes enter into force on 21 August 2012.

27. The present Statutes are published in French and English versions. For legal purposes, the French version is authoritative.

## **2. Statuts de l'UAI, Honolulu, 21 août 2015**

### **I. OBJECTIF**

1. L'Union Internationale Astronomique (dénommée ci-après Â« l'Union Â ») est une organisation non gouvernementale internationale. Son objectif est de promouvoir la science de l'astronomie sous tous ses aspects.

## II. DOMICILIATION ET RELATIONS INTERNATIONALES

2. Le domicile légal de l'Union est situé à Paris, en France.

3. L'Union adhère à, et coopère avec, l'ensemble des organisations scientifiques internationales à travers le Conseil International pour la Science (ICSU). Elle soutient et applique les directives sur la Liberté, la Responsabilité, et l'Ethique pour la bonne conduite des sciences telles que définies par l'ICSU.

## III. COMPOSITION DE L'UNION

4. L'Union se compose de :

4.a. Membres Nationaux (organisations),

4.b. Membres Individuels (personnes physiques).

## IV. MEMBRES NATIONAUX

5. Une organisation représentant une communauté astronomique professionnelle nationale, désireuse de développer sa participation sur la scène de l'astronomie internationale et soutenant les objectifs de l'Union, peut adhérer à l'Union en qualité de Membre National.

6. Une organisation désireuse de rejoindre l'Union en qualité de Membre National tout en développant l'astronomie professionnelle dans la communauté qu'elle représente peut le faire :

6.a. De manière temporaire, selon les conditions précitées, pour une période maximale de neuf ans. Passé ce délai, elle doit demander à devenir Membre National de manière permanente, à défaut son adhésion à l'Union sera résiliée.

6.b. De manière prospective, pour une période maximale de six ans si sa communauté compte moins de six Membres Individuels. Passé ce délai, elle devra demander à devenir Membre National de manière temporaire ou permanente, à défaut de quoi son adhésion sera résiliée.

7. Un Membre National est admis dans l'Union de manière permanente, temporaire ou prospective par l'Assemblée Générale. Il peut se retirer de l'Union en informant le Secrétaire Général de son retrait par écrit.

8. Un Membre National peut être :

8.a. l'organisation par laquelle les scientifiques de la nation correspondante ou du territoire correspondant, adhérant à l'ICSU ou :

8.b. Une Société ou Comité National(e) compétent(e) d'Astronomie, ou :

8.c. Un établissement compétent d'enseignement supérieur.

9. L'adhésion d'un Membre National est automatiquement suspendue si ses cotisations annuelles, telles que définies aux Articles 23c et 23e ci-dessous n'ont pas été payées pendant cinq ans ; elle sera rétablie, sur approbation du Comité Exécutif, lorsque les arriérés relatifs à ses cotisations auront été payés en totalité. Après cinq ans de suspension d'un Membre National, le Comité Exécutif peut recommander à l'Assemblée Générale l'exclusion de ce Membre.

10. Un Membre National est admis dans l'Union au travers de l'une des catégories spécifiées dans le Règlement Intérieur.

## V. MEMBRES INDIVIDUELS

11. Un scientifique professionnel exerçant son activité dans un des domaines de l'astronomie peut être admis dans l'Union par le Comité Exécutif en qualité de Membre Individuel. Un Membre Individuel peut quitter de l'Union en informant de son retrait le Secrétaire Général, par écrit.

## VI. GOUVERNANCE

12. La gouvernance de l'Union est constituée par :

12.a. L'Assemblée Générale ;

12.b. Le Comité Exécutif ;

12.c. Les Membres du Bureau du Comité Exécutif.

## VII. ASSEMBLEE GENERALE

13. L'Assemblée Générale se compose des Membres Nationaux et des Membres Individuels. L'Assemblée Générale détermine les grandes orientations de l'Union.

13.a. L'Assemblée Générale ratifie les Statuts de L'Union, y compris tous changements apportés à ces Statuts.

13.b. L'Assemblée Générale ratifie le Règlement Intérieur spécifiant les Règles de Procédure devant être suivies lors de l'application des Statuts.

13.c. L'Assemblée Générale élit un Comité Exécutif afin de mettre en œuvre ses décisions et le charger de diriger les affaires de l'Union entre d'une Assemblée Générale à l'autre. Le Comité Exécutif présente ses comptes-rendus à l'Assemblée Générale.

13.d. L'Assemblée Générale nomme un Comité des Finances pour conseiller le Comité Exécutif en son nom sur les questions budgétaires entre les Assemblées Générales et pour proposer ses recommandations à l'Assemblée Générale concernant l'approbation du budget et des comptes de l'Union. Le Comité des Finances se compose au plus de huit Membres de différentes représentations nationales et comprend un Président, proposé



par les Membres Nationaux, qui conservera ses fonctions jusqu'à la fin de l'Assemblée Générale suivante.

13.e. L'Assemblée Générale nomme un Comité Spécial des Nominations afin de préparer un éventail de candidats en vue de l'élection du Comité Exécutif suivant.

13.f. L'Assemblée Générale nomme un Comité des Admissions pour permettre au Comité Exécutif de se prononcer sur l'admission de nouveaux Membres Individuels. Le Comité des Admissions se compose au plus de huit Membres de différentes représentations nationales et comprend un Président, proposé par les Membres Nationaux, qui conservera ses fonctions jusqu'à la fin de l'Assemblée Générale suivante.

14. Les votes lors de l'Assemblée Générale portant sur des questions de nature essentiellement scientifique, telles que déterminées par le Comité Exécutif, se font par les Membres Individuels. Les votes portant sur toutes les autres questions se font par les Membres Nationaux. Chaque Membre National nomme un représentant pour voter en son nom.

14.a. Concernant les questions ayant trait au budget de l'Union, le nombre de voix pour chaque Membre National est supérieur d'une unité au nombre définissant sa catégorie, telle que définie à l'Article 10 des Statuts. Les Membres Nationaux dont le statut est temporaire ou prospectif, ou qui ne sont pas à jour de leur cotisation au moment de l'Assemblée Générale, ne peuvent pas prendre part au vote.

14.b. Concernant les questions relatives à l'administration de l'Union, mais n'ayant pas trait au budget, chaque Membre National dispose d'une voix, selon les mêmes conditions relatives au paiement des cotisations mentionnées à l'Article 14.a.

14.c. Les Membres Nationaux peuvent voter par correspondance sur des questions mises à l'ordre du jour de l'Assemblée Générale.

14.d. Un vote n'est valide que si au moins deux tiers des Membres Nationaux ayant le droit de voter en vertu de l'Article 14.a. y participent, soit en votant, soit en se prononçant par une abstention. Une abstention n'est pas considérée comme l'expression d'un vote.

15. Les décisions de L'Assemblée Générale sont prises à la majorité absolue des voix. Cependant, la décision de modifier les Statuts exige l'approbation d'au moins deux tiers de tous les Membres Nationaux ayant droit de voter en vertu de l'Article 14.a. Lorsqu'il y a égalité des voix, il revient au Président de statuer sur l'issue du vote.

15.a. Afin de favoriser la plus large participation possible des Membres Individuels, le Comité Exécutif pourra décider que le vote portant sur certaines questions de nature essentiellement scientifique, tel que le déterminera le Comité Exécutif, pourront faire l'objet d'un vote électronique 31 jours au plus à partir de la clôture de l'Assemblée Générale à laquelle la question a été soulevée.

15.b. Le Comité Exécutif enverra un préavis d'au moins trois mois aux Membres avant l'ouverture de l'Assemblée Générale les informant des questions devant être soumises à un vote électronique après l'Assemblée Générale.

16. Les changements apportés aux Statuts ou au Règlement Intérieur ne peuvent être examinés par l'Assemblée Générale que si une proposition spécifique a été dûment soumise aux Membres Nationaux et mentionnée à l'ordre du jour de l'Assemblée Générale par la procédure et dans des délais spécifiés dans le Règlement Intérieur.

### **VIII. COMITE DE DIRECTION**

17. Le Comité Exécutif se compose du Président de l'Union, du Président désigné (son successeur), de six Vice-Présidents, du Secrétaire Général, et du Secrétaire Général Adjoint, élus par l'Assemblée Générale sur proposition du Comité Spécial des Nominations.

### **IX. MEMBRES DU BUREAU**

18. Les Membres de l'Union sont le Président, le Secrétaire Général, le Président désigné et le Secrétaire Général Adjoint. Les Membres du Bureau prennent des décisions sur le court terme dans le cadre des orientations générales de l'Union telles que décidées par l'Assemblée Générale et appliquées par le Comité Exécutif.

### **X. DIVISIONS SCIENTIFIQUES**

19. En tant que moyen efficace pour favoriser les progrès dans les principaux domaines de l'astronomie, le travail scientifique de l'Union est structuré autour de ses Divisions Scientifiques. Chaque Division recouvre un large domaine bien défini de l'astronomie, ou traite de sujets internationaux de nature interdisciplinaire. Autant que possible, les Divisions comprendront chacune un nombre comparable de Membres Individuels de l'Union.

20. Les Divisions sont créées ou supprimées par l'Assemblée Générale sur recommandation du Comité Exécutif. Les activités d'une Division sont organisées par un Comité d'Organisation présidé par le Président de Division. Le Président de Division et le Vice-Président sont élus par l'Assemblée Générale sur proposition du Comité Exécutif, et sont Membres *ès-qualité* du Comité d'Organisation.

### **XI. COMMISSIONS SCIENTIFIQUES**

21. A l'intérieur des Divisions, les activités scientifiques réparties en disciplines bien définies peuvent être organisées à travers des Commissions Scientifiques. Dans certains cas spécifiques, une Commission peut recouvrir une discipline commune à une ou plusieurs Divisions et devient alors une Commission de l'ensemble de ces Divisions.

22. Les Commissions sont créées ou supprimées par le Comité Exécutif sur recommandation de la ou des Division(s) désirant les créer ou les supprimer. Les activités d'une Commission sont organisées par un Comité d'Organisation présidé par le Président de Commission. Le Président de Commission et un Vice-Président sont nommés par le ou les Comité(s) d'Organisation de la ou des Division(s) correspondantes sur proposition du Comité d'Organisation de la Commission.

## XII. BUDGET ET COTISATIONS

23. En vue de chaque Assemblée Générale, le Comité Exécutif prépare une proposition de budget couvrant la période jusqu'à l'Assemblée Générale suivante, accompagnée des comptes de l'Union pour la période précédente. Il les soumet au Comité des Finances en vue de leur examen avant leur soumission au vote de l'Assemblée Générale.

23.a. Le Comité des Finances examine les comptes de l'Union au regard des dépenses approuvées par l'Assemblée Générale précédente, selon l'exécution qu'en a fait le Comité Exécutif. Il se penche aussi sur l'adéquation ou non du budget proposé en vue de la mise en œuvre des orientations de l'Assemblée Générale. Il soumet son rapport à l'Assemblée Générale avant ses décisions concernant l'approbation des comptes et du budget.

23.b. Le montant des unités de cotisation est décidé par l'Assemblée Générale au titre du processus d'approbation du budget.

23.c. Chaque Membre National verse annuellement un nombre d'unités de cotisation correspondant à sa catégorie. Le nombre d'unités de cotisation pour chaque catégorie est spécifié dans le Règlement Intérieur.

23.d. Un vote sur les questions du ressort de l'Article 23 n'est valable que si les deux tiers des représentants des Membres Nationaux ayant le droit de vote en vertu de l'Article 14.a. prennent part à ce vote. Dans tous les cas, une abstention ne constitue pas un vote, mais une déclaration selon laquelle le Membre National décide de ne pas voter.

23.e. Les Membres Nationaux ayant un statut d'intérim payent annuellement une demi-unité de cotisation.

23.f. Les Membres Nationaux ayant un statut prospectif ne payent aucune cotisation.

23.g. Le paiement des contributions relève de la responsabilité des Membres Nationaux. La responsabilité de chaque Membre National relative à l'Union se limite au montant des cotisations dues au cours de l'année.

## XIII. PLEINS POUVOIRS

24. Si, en cas d'événements hors du contrôle de l'Union, les circonstances font qu'il est impossible de respecter pleinement les dispositions des Statuts et du Règlement Intérieur de l'Union, le Comité Exécutif et les Membres du Bureau, dans l'ordre spécifié ci-après, agiront comme ils l'estimeront nécessaire pour assurer la continuité du fonctionnement de l'Union. De telles décisions seront rapportées aux Membres Nationaux dès que cela sera possible, jusqu'à ce qu'une Assemblée Générale Ordinaire ou Extraordinaire soit convoquée.

L'ordre hiérarchique est le suivant : le Comité Exécutif, en réunion ou par correspondance ; le Président de l'Union ; le Secrétaire Général ; ou à défaut de possibilité ou de disponibilité de ce qui précède, un des Vice-Présidents.

#### **XIV. DISSOLUTION DE L'UNION**

25. La décision de dissoudre l'Union n'est recevable que si elle est prise par l'Assemblée Générale avec l'approbation des trois quarts des Membres Nationaux ayant le droit de voter en vertu de l'Article 14.a. Une telle décision spécifiera une procédure visant à apurer les comptes et à disposer des actifs de l'Union.

#### **XV. CLAUSES FINALES**

26. Les présents Statuts entrent en vigueur le 21 août 2012.

27. Ils devront être publiés en français et en anglais. A toute fin juridique, la version française fera autorité.

### **3. IAU Bye-Laws**

#### **I. MEMBERSHIP**

1. An application for admission to the Union as a National Member shall be submitted to the General Secretary by the proposing organization at least eight months before the next ordinary General Assembly.

2. The Executive Committee shall examine the application and resolve any outstanding issues concerning the nature of the proposed National Member and the category of membership (§ VII.25). Subsequently, the Executive Committee shall forward the application to the General Assembly for decision, with its recommendation as to its approval or rejection.

3. The Executive Committee shall examine any proposal by a National Member to change its category of adherence to a more appropriate level. If the Executive Committee is unable to approve the request, either party may refer the matter to the next General Assembly.

4. Individual Members are admitted by the Executive Committee upon the nomination of a National Member or the President of a Division. The Executive Committee shall publish the criteria and procedures for membership, and shall consult the Membership Committee before admitting new Individual Members.

#### **II. GENERAL ASSEMBLY**

5. The ordinary General Assembly meets, as a rule, once every three years. Unless determined by the previous General Assembly, the place and date of the ordinary General Assembly shall be fixed by the Executive Committee and be communicated to the National Members at least one year in advance.

6. The President may summon an extraordinary General Assembly with the consent of the Executive Committee, and must do so at the request of at least one third of the

National Members. The date, place, and agenda of business of an extraordinary General Assembly must be communicated to all National Members at least two months before the first day of the Assembly.

7. Matters to be decided upon by the General Assembly shall be submitted for consideration by those concerned as follows, counting from the first day of the General Assembly:

7.a. A motion to amend the Statutes or Bye-Laws may be submitted by a National Member or by the Executive Committee. Any such motion shall be submitted to the General Secretary at least nine months in advance and be forwarded, with the recommendation of the Executive Committee as to its adoption or rejection, to the National Members at least six months in advance.

7.b. The General Secretary shall distribute the draft budget prepared by the Executive Committee to the National Members at least eight months in advance. Any motion to modify this budget, or any other matters pertaining to it, shall be submitted to the General Secretary at least six months in advance. The Executive Committee shall consider whether or not to adopt any such motion in a modified budget, which shall be distributed to the National Members at least four months in advance. Should the Executive Committee decide to reject the motion it shall also be submitted to the General Assembly with the reasons for its rejection.

7.c. Any motion or proposal concerning the administration of the Union, and not affecting the budget, by a National Member, or by the Organizing Committee of a Scientific Division of the Union, shall be placed on the Agenda of the General Assembly, provided it is submitted to the General Secretary, in specific terms, at least six months in advance.

7.d. Any motion of a scientific character submitted by a National Member, a Scientific Division of the Union, or by an ICSU Scientific Committee or Program on which the Union is formally represented, shall be placed on the Agenda of the General Assembly, provided it is submitted to the General Secretary, in specific terms, at least six months in advance.

7.e. The complete agenda, including all such motions or proposals, shall be prepared by the Executive Committee and submitted to the National Members at least four months in advance.

8. The President may invite representatives of other organizations, scientists in related fields, and young astronomers to participate in the General Assembly. Subject to the agreement of the Executive Committee, the President may authorise the General Secretary to invite representatives of other organizations, and the National Members or other appropriate IAU bodies to invite scientists in related fields and young astronomers.

### **III. SPECIAL NOMINATING COMMITTEE**

9. The Special Nominating Committee consists of the President and past President of the Union, a member proposed by the retiring Executive Committee, and four members

selected by the representatives of the National Members from up to twelve candidates proposed by Presidents of Divisions, with due regard to an appropriate distribution over the major branches of astronomy.

9.a. Except for the President and immediate past President, present and former members of the Executive Committee shall not serve on the Special Nominating Committee. No two members of the Special Nominating Committee shall belong to the same nation or National Member.

9.b. The General Secretary and the Assistant General Secretary participate in the work of the Special Nominating Committee in an advisory capacity, and the President-Elect may participate as an observer.

10. The Special Nominating Committee is appointed by the General Assembly, to which it reports directly. It assumes its duties immediately after the end of the General Assembly and remains in office until the end of the ordinary General Assembly next following that of its appointment, and it may fill any vacancy occurring among its members.

#### IV. OFFICERS AND EXECUTIVE COMMITTEE

11. Terms of office:

11.a. The President of the Union remains in office until the end of the ordinary General Assembly next following that of election. The President-Elect succeeds the President at that moment.

11.b. The General Secretary and the Assistant General Secretary remain in office until the end of the ordinary General Assembly next following that of their election. Normally the Assistant General Secretary succeeds the General Secretary, but both officers may be re-elected for another term.

11.c. The Vice-Presidents remain in office until the end of the ordinary General Assembly following that of their election. They may be immediately re-elected once to the same office.

11.d. The elections take place at the last session of the General Assembly, the names of the candidates proposed having been announced at a previous session.

12. The Executive Committee may fill any vacancy occurring among its members. Any person so appointed remains in office until the end of the next ordinary General Assembly.

13. The past President and General Secretary become advisers to the Executive Committee until the end of the next ordinary General Assembly. They participate in the work of the Executive Committee and attend its meetings without voting rights.

14. The Executive Committee shall formulate Working Rules to clarify the application of the Statutes and Bye-Laws. Such Working Rules shall include the criteria and procedures by which the Executive Committee will review applications for Individual Membership; standard Terms of Reference for the Scientific Commissions of the Union;

rules for the administration of the Union's financial affairs by the General Secretary; and procedures by which the Executive Committee may conduct business by electronic or other means of correspondence. The Working Rules shall be published electronically and in the Transactions of the Union.

15. The Executive Committee appoints the Union's official representatives to other scientific organizations.

16. The Officers and members of the Executive Committee cannot be held individually or personally liable for any legal claims or charges that might be brought against the Union.

## V. SCIENTIFIC DIVISIONS

17. The Divisions of the Union shall pursue the scientific objects of the Union within their respective fields of astronomy. Activities by which they do so include the encouragement and organization of collective investigations, and the discussion of questions relating to international agreements, cooperation, or standardization. They shall report to each General Assembly on the work they have accomplished and such new initiatives as they are undertaking.

18. Each Scientific Division shall consist of:

18.a. An Organizing Committee, normally of 6-12 persons, including the Division President and Vice-President, and a Division Secretary appointed by the Organizing Committee from among its members. The Committee is responsible for conducting the business of the Division.

18.b. Members of the Union accepted by the Organizing Committee in recognition of their special experience and interests.

19. Normally, the Division President is succeeded by the Vice-President at the end of the General Assembly following their election, but both may be re-elected for a second term. Before each General Assembly, the Organizing Committee shall organize an election from among the membership, by electronic or other means suited to its scientific structure, of a new Organizing Committee to take office for the following term. Election procedures should, as far as possible, be similar among the Divisions and require the approval of the Executive Committee.

20. Each Scientific Division may structure its scientific activities by creating a number of Commissions. In order to monitor and further the progress of its field of astronomy, the Division shall consider, before each General Assembly, whether its Commission structure serves its purpose in an optimum manner. It shall subsequently present its proposals for the creation, continuation or discontinuation of Commissions to the Executive Committee for approval.

21. With the approval of the Executive Committee, a Division may establish Working Groups to study welldefined scientific issues and report to the Division. Unless specifically re-established by the same procedure, such Working Groups cease to exist at the

next following General Assembly.

**VI. SCIENTIFIC COMMISSIONS**

22. A Scientific Commission shall consist of:

22.a. A President and an Organizing Committee consisting of 4-8 persons elected by the Commission membership, subject to the approval of the Organizing Committee of the Division;

22.b. Members of the Union, accepted by the Organizing Committee, in recognition of their special experience and interests, subject to confirmation by the Organizing Committee of the Division.

23. A Commission is initially created for a period of six years. The parent Division may recommend its continuation for additional periods of three years at a time, if sufficient justification for its continued activity is presented to the Division and the Executive Committee. The activities of a Commission are governed by Terms of Reference, which are based on a standard model published by the Executive Committee and are approved by the Division.

24. With the approval of the Division, a Commission may establish Working Groups to study well-defined scientific issues and report to the Commission. Unless specifically re-appointed by the same procedure, such Working Groups cease to exist at the next following General Assembly.

**VII. ADMINISTRATION AND FINANCES**

25. Each National Member pays annually to the Union a number of units of contribution corresponding to its category as specified below. National Members with interim status pay annually one half unit of contribution, and those with prospective status pay no dues.

Categories as defined in Statutes, §10:	I	II	III	IV	V	VI	VII	VIII	IX	X	XI	XII
Number of units of contribution:	1	2	4	6	10	14	20	27	35	45	60	80

26. The income of the Union is to be devoted to its objects, including:

26.a. the promotion of scientific initiatives requiring international co-operation;

26.b. the promotion of the education and development of astronomy world-wide;

26.c. the costs of the publications and administration of the Union.

27. Funds derived from donations are reserved for use in accordance with the instructions of the donor(s). Such donations and associated conditions require the approval of the Executive Committee.



28. The General Secretary is the legal representative of the Union. The General Secretary is responsible to the Executive Committee for not incurring expenditure in excess of the amount specified in the budget as approved by the General Assembly.

29. The General Secretary shall consult with the Finance Committee (cf. Statutes § 13.d.) in preparing the accounts and budget proposals of the Union, and on any other matters of major importance for the financial health of the Union. The comments and advice of the Finance Committee shall be made available to the Officers and Executive Committee as specified in the Working Rules.

30. An Administrative office, under the direction of the General Secretary, conducts the correspondence, administers the funds, and preserves the archives of the Union.

31. The Union has copyright to all materials printed in its publications, unless otherwise arranged.

## VIII. FINAL CLAUSES

32. These Bye-Laws enter into force on 21 August 2012.

33. The present Bye-Laws are published in French and English versions. For legal purposes, the French version is authoritative.

## 4. Bye-laws de l'UAI, Honolulu, 21 août 2015

### I. I. QUALITÉ DE MEMBRE

1. Une demande d'admission à l'Union en qualité de Membre National devra être soumise au Secrétaire Général par l'organisation demandeuse au moins huit mois avant l'Assemblée Générale ordinaire suivante.

2. Le Comité Exécutif devra examiner la demande et résoudre toute question en suspens concernant la nature du Membre National proposé et le type d'adhésion (§ VII.25). Ensuite, le Comité Exécutif transmettra la demande à l'Assemblée Générale afin que celle-ci prenne sa décision, en l'accompagnant de sa recommandation quant à son approbation ou son rejet.

3. Le Comité Exécutif doit examiner toute proposition d'un Membre National de changement de son type d'adhésion à un niveau plus approprié. Si le Comité Exécutif ne peut approuver la demande, l'une ou l'autre partie peut référer la question à l'Assemblée Générale suivante.

4. Les Membres Individuels sont admis par le Comité Exécutif lors de la nomination d'un Membre National ou du Président d'une Division. Le Comité Exécutif doit publier les critères et procédures d'adhésion, et doit consulter le Comité d'Adhésion avant d'admettre de nouveaux Membres Individuels.

## II. I. ASSEMBLÉE GÉNÉRALE

5. L'Assemblée Générale ordinaire se réunit, en règle générale, une fois tous les trois ans. Sauf si l'Assemblée Générale précédente l'a décidé, le lieu et la date de l'Assemblée Générale ordinaire seront fixés par le Comité Exécutif et communiqués aux Membres Nationaux au minimum un an à l'avance.

6. Le Président peut convoquer une Assemblée Générale extraordinaire avec l'autorisation du Comité Exécutif, et doit le faire à la demande d'au moins un tiers des Membres Nationaux. La date, le lieu et l'ordre du jour d'une Assemblée Générale extraordinaire doivent être communiqués à tous les Membres Nationaux au minimum deux mois avant le premier jour de l'Assemblée.

7. Les points devant être traités par l'Assemblée Générale doivent être soumis à sa considération par les personnes concernées comme suit, en comptant à partir du premier jour de l'Assemblée Générale :

7.a. une proposition de modification des Statuts peut être soumise par un Membre National ou par le Comité Exécutif. Toute proposition doit être soumise au Secrétaire Général au minimum neuf mois au préalable et transmise, avec la recommandation du Comité Exécutif quant à son adoption ou son rejet, aux Membres Nationaux au minimum six mois au préalable.

7.b. Le Secrétaire Général distribuera le budget prévisionnel préparé par le Comité Exécutif aux Membres Nationaux au moins huit mois au préalable. Toute proposition de modification de ce budget, ou toute autre question y afférente, sera soumise au Secrétaire Général au minimum six mois au préalable. Le Comité Exécutif doit considérer si adopter ou non une telle proposition de modification du budget, laquelle sera distribuée aux Membres Nationaux au minimum quatre mois au préalable. Si le Comité Exécutif décide de rejeter la proposition, celle-ci doit également être soumise à l'Assemblée Générale accompagnée des motifs de son rejet.

7.c. Toute motion ou proposition concernant l'administration de l'Union, et n'affectant pas le budget, par un Membre National, ou par le Comité Organisateur d'une Division Scientifique de l'Union, sera mise à l'Ordre du jour de l'Assemblée Générale, à condition qu'elle soit soumise au Secrétaire Général, en des termes spécifiques, au minimum six mois au préalable.

7.d. Toute proposition à caractère scientifique soumise par un Membre National, une Division Scientifique de l'Union, ou par un Comité ou Programme Scientifique ICSU dans lequel l'Union est formellement représentée, doit être mise à l'Ordre du jour de l'Assemblée Générale, à condition qu'elle soit soumise au Secrétaire Général, en des termes spécifiques, au minimum six mois au préalable.

7.e. L'ordre du jour complet, incluant toutes ces propositions, sera préparé par le Comité Exécutif et soumis aux Membres Nationaux au minimum quatre mois au préalable.

8. Le Président peut inviter des représentants d'autres organisations, scientifiques dans des domaines liés, et jeunes astronomes à participer à l'Assemblée Générale. Avec l'accord du Comité Exécutif, le Président peut autoriser le Secrétaire Général à inviter des

représentants d'autres organisations, et les Membres Nationaux ou autres organes IAU appropriés à inviter des scientifiques dans des domaines liés et jeunes astronomes.

### III. COMITÉ DE NOMINATION SPÉCIAL

9. Le Comité de Nomination Spécial est constitué du Président et de l'ancien Président de l'Union, d'un membre proposé par le Comité Exécutif sortant, et quatre membres sélectionnés par les représentants des Membres Nationaux jusqu'à douze candidats proposés par les Présidents des Divisions, en tenant bien compte d'une répartition appropriée dans les principaux rameaux d'astronomie.

9.a. À l'exception du Président et de l'ancien Président immédiat, les membres actuels et anciens membres du Comité Exécutif ne peuvent siéger au Comité de Nomination Spécial. Deux membres du Comité de Nomination Spécial ne peuvent provenir de la même nation ou du même Membre National.

9.b. Le Secrétaire Général et le Secrétaire Général Adjoint participent au travail du Comité de Nomination Spécial en qualité de conseillers, et le Président Élu peut participer en qualité d'observateur.

10. Le Comité de Nomination Spécial est nommé par l'Assemblée Générale dont il dépend directement. Il assume ses fonctions immédiatement après la fin de l'Assemblée Générale et demeure en poste jusqu'à la fin de l'Assemblée Générale ordinaire suivant celle de sa nomination, et il peut combler toute vacance se produisant parmi ses membres

### IV. DIRIGEANTS ET COMITÉ EXÉCUTIF

11. Mandat :

11.a. Le Président de l'Union demeure en poste jusqu'à la fin de l'Assemblée Générale ordinaire suivant celle de son élection. Le Président Élu succède au Président actuel.

11.b. Le Secrétaire Général et le Secrétaire Général Adjoint demeurent en poste jusqu'à la fin de l'Assemblée Générale ordinaire suivant celle de leur élection. Normalement, le Secrétaire Général Adjoint succède au Secrétaire Général, mais les deux dirigeants peuvent être réélus pour un autre mandat.

11.c. Les Vice-Présidents demeurent en poste jusqu'à la fin de l'Assemblée Générale ordinaire suivant celle de leur élection. Ils peuvent être immédiatement réélus une fois à la même fonction.

11.d. Les élections ont lieu au cours de la dernière session de l'Assemblée Générale, les noms des candidats proposés ayant été annoncés au cours d'une session préalable.

12. Le Comité Exécutif peut combler toute vacance se produisant entre ses membres. Toute personne ainsi nommée demeure en poste jusqu'à la fin de l'Assemblée Générale ordinaire suivante.

13. Les anciens Président et Secrétaire Général deviennent conseillers du Comité Exécutif jusqu'à la fin de l'Assemblée Générale ordinaire suivante. Ils participent au travail du Comité Exécutif et assistent à ses réunions sans droits de vote.

14. Le Comité Exécutif formulera des Règles de Travail afin de clarifier l'application des Statuts. De telles Règles de Travail doivent inclure les critères et procédures selon lesquels le Comité Exécutif étudiera les demandes d'Adhésion Individuelle; les Termes de Référence standards des Commissions Scientifiques de l'Union; les règles d'administration des affaires financières de l'Union par le Secrétaire Général et les procédures selon lesquelles le Comité Exécutif peut conduire ses activités par des moyens de correspondance électroniques ou autres. Les Règles de Travail seront publiées électroniquement et dans les Transactions de l'Union.

15. Le Comité Exécutif nomme les représentants officiels de l'Union dans d'autres organisations scientifiques.

16. Les Dirigeants et membres du Comité Exécutif ne peuvent être tenus individuellement ou personnellement responsables pour toute réclamation ou toutes poursuites pouvant être engagées à l'encontre de l'Union.

## V. DIVISIONS SCIENTIFIQUES

17. Les Divisions de l'Union doivent poursuivre les objets scientifiques de l'Union dans leurs domaines d'astronomie respectifs. Les activités y afférentes incluent l'encouragement et l'organisation d'investigations collectives, et la discussion de questions en rapport avec les accords internationaux, la coopération, ou la normalisation. Ils doivent rendre compte à chaque Assemblée Générale du travail qu'ils ont accompli et des initiatives qu'ils ont prises.

18. Chaque Division Scientifique est constituée de :

18.a. Un Comité de Pilotage, normalement 6 à 12 personnes, incluant le Président de la Division et le Vice-président, et un Secrétaire de Division nommé par le Comité de Pilotage parmi ses membres. Le Comité de Pilotage est responsable de conduire l'activité de la Division.

18.b. Les membres de l'Union acceptés par le Comité de Pilotage en reconnaissance de leurs expériences et intérêts particuliers.

19. Normalement, le Vice-président succède au Président de la Division à la fin de l'Assemblée Générale suivant leur élection, mais tous les deux peuvent être réélus pour un second mandat. Avant chaque Assemblée Générale, le Comité de Pilotage organisera une élection parmi les membres, par des moyens électroniques ou autres adaptés à sa structure scientifique, d'un nouveau Comité de Pilotage devant prendre ses fonctions pour le mandat suivant. Les procédures d'élection doivent, dans la mesure du possible, être similaires parmi les Divisions et requièrent l'approbation du Comité Exécutif.

20. Chaque Division Scientifique peut structurer ses activités scientifiques en créant plusieurs Commissions. Afin de suivre l'évolution de son domaine d'astronomie, la Divi-

sion doit considérer, avant chaque Assemblée Générale, si la structure de sa Commission atteint son objectif de manière optimum. Elle doit ensuite présenter ses propositions pour la création, le maintien ou la suppression de Commissions au Comité Exécutif pour approbation.

21. Avec l'approbation du Comité Exécutif, une Division peut constituer des Groupes de Travail chargés d'étudier des questions scientifiques bien définies et d'en rendre compte à la Division. Sauf s'ils sont spécifiquement ré-établis par la même procédure, ces Groupes de Travail cesseront d'exister lors de l'Assemblée Générale qui suit immédiatement.

## VI. COMMISSIONS SCIENTIFIQUES

22. Une Commission Scientifique est constituée de :

22.a. Un Président, un Vice-président et un Comité Organisateur constitué de 4 à 8 personnes élues par les membres de la Commission, sous réserve de l'approbation du Comité de Pilotage de la Division. De plus, un Secrétaire de Commission sera nommé par le Comité Organisateur parmi ses membres ;

22.b. Les membres de l'Union acceptés par le Comité Organisateur en reconnaissance de leurs expériences et intérêts particuliers.

23. Une Commission est initialement créée pour une période de six ans. La Division mère peut recommander son maintien durant des périodes additionnelles de trois ans à un moment donné, si une justification suivante de son maintien est présentée à la Division et au Comité Exécutif. Les activités d'une Commission sont régies par les Termes de Référence, lesquels sont basés sur un modèle standard publié par le Comité Exécutif et approuvés par la Division.

24. Avec l'approbation de la Division, une Commission peut constituer des Groupes de Travail chargés d'étudier des questions scientifiques bien définies et d'en rendre compte à la Commission. Sauf s'ils sont spécifiquement renommés par la même procédure, ces Groupes de Travail cesseront d'exister lors de l'Assemblée Générale qui suit immédiatement.

## VII. ADMINISTRATION AND FINANCES

25. Chaque Membre National paie chaque année à l'Union un nombre d'unités de contribution correspondant à sa catégorie telle que spécifiée ci-après. Les Membres Nationaux ayant un statut provisoire paient chaque année une demi-unité de contribution, et ceux ayant un statut potentiel ne paient aucun droit.

Catégories telles que définies à l'article 10 des Statuts, §10 :	I	II	III	IV	V	VI	VII	VIII	IX	X	XI	XII
Nombre d'unités de contribution :	1	2	4	6	10	14	20	27	35	45	60	80

26. Le revenu de l'Union doit être utilisé pour atteindre ses objectifs, notamment :

26.a. la promotion d'initiatives scientifiques requérant une coopération internationale ;

26.b. la promotion de l'éducation et du développement de l'astronomie dans le monde entier ;

26.c. les coûts des publications et d'administration de l'Union.

27. Les fonds provenant de donations doivent être strictement utilisés conformément aux instructions du/des donateur(s). De telles donations et conditions associées requièrent l'approbation du Comité Exécutif.

28. Le Secrétaire Général est le représentant légal de l'Union. Le Secrétaire Général est responsable envers le Comité Exécutif de ne pas engager de dépenses supérieures au montant spécifié dans le budget tel qu'approuvé par l'Assemblée Générale.

29. Le Secrétaire Général doit consulter les Comités Financiers (cf. Statuts, § 13.d.) lors de la préparation des comptes et propositions de budget de l'Union, et sur toute autre question importante pour la santé financière de l'Union. Les commentaires et avis du Comité Financier doivent être mis à disposition des Dirigeants et du Comité Exécutif comme il est spécifié dans les Règles de Travail.

30. Un Responsable administratif, sous la direction du Secrétaire Général, conduit la correspondance, administre les fonds, et préserve les archives de l'Union.

31. L'Union a un droit d'auteur sur tous les éléments imprimés dans ses publications, sauf disposition contraire.

## VIII. CLAUSES FINALES

32. Les présents Statuts entrent en vigueur le 21 août 2012.

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33. Les présents Statuts sont publiés en français et en anglais. À des fins légales, la version française prévaut.

## 5. IAU Working Rules

### INTRODUCTION AND RATIONALE

The Statutes of the International Astronomical Union (IAU) define the goals and organizational structure of the Union, while the Bye-Laws specify the main tasks of the various bodies of the Union in implementing the provisions of the Statutes. The Working Rules are designed to assist the membership and governing bodies of the Union in carrying out these tasks in an appropriate and effective manner. Each of the sections below is preceded by an introduction outlining the goals to be accomplished by the procedures specified in the succeeding paragraphs. The Executive Committee updates the Working Rules as necessary to reflect current procedures and to optimize the services of the IAU to its membership.

## I. NON-DISCRIMINATION

The International Astronomical Union (IAU) follows the regulations of the International Council for Science (ICSU) and concurs with the actions undertaken by their Standing Committee on Freedom in the Conduct of Science on non-discrimination and universality of science (cf. § 22 below)

## II. NATIONAL MEMBERSHIP

The aim of the rules for applications for National Membership is to ensure that the proposed National Member adequately represents an astronomical community not already represented by another Member, and that such membership will be of maximum benefit for the community concerned (cf. Statutes §IV).

1. Applications for National Membership should therefore clearly describe the following essential conditions :

1.a. the precise definition of the astronomical community to be represented by the proposed Member ;

1.b. the present state and expected development of that astronomical community ;

1.c. the manner in which the proposed National Member represents this community ;

1.d. whether the application is for membership on a permanent, interim, or prospective basis ; and

1.e. the category in which the prospective National Member wishes to be classified (cf. Bye-Laws §25).

1.f. the process by which the National Membership annual dues will be paid promptly and in full.

2. Applications for National Membership shall be submitted to the General Secretary, who will forward them to the Executive Committee for review as provided in the Statutes.

## III. INDIVIDUAL MEMBERSHIP

Professional scientists whose research is directly relevant to some branch of astronomy are eligible for election as Individual Members of the Union (cf. Statutes §V). Individual Members are normally admitted by the Executive Committee on the proposal of a National Member. However, Presidents of Divisions may also propose individuals for membership in cases when the normal procedure is not applicable or practicable (cf. Bye-Laws §4). The present rules are intended to ensure that all applications for membership are processed on a uniform basis, and that all members are fully integrated in and contributing to the activities of the Union.

3. The term “Professional Scientist” shall normally designate a person with a doctoral degree (Ph.D.) or equivalent experience in astronomy or a related science, and whose professional activities have a substantial component of work related to astronomy.

4. National Members and Division Presidents may propose Individual Members who fall outside the category of professional scientist but who have made major contributions to the science of astronomy, e.g., through education or research related to astronomy. Such proposals should be accompanied by a detailed motivation for what should be seen as exceptions to the rule.

5. Eight months before an ordinary General Assembly, National Members and Presidents of Divisions will be invited to propose new Individual Members; these proposals should reach the General Secretary no later than five months before the General Assembly. Late proposals will normally not be taken into consideration. Proposals from Presidents of Divisions will be communicated by the IAU 3 months before the General Assembly to the relevant National Members, if any, who may add the person(s) in question to their own list of proposals.

6. National Members shall promptly inform in writing the General Secretary of the death of any Individual Member represented by them. National Members are also urged to propose the deletion of Individual Members who are no longer active in astronomy by including a written agreement of the member concerned. Such proposals should be submitted to the General Secretary at the same time as proposals for new Individual Members.

7. Proposals for membership shall include the full name, date of birth, and nationality of the candidate, postal and electronic addresses, the University, year, and subject of the M.Sc./Ph.D. or equivalent degree, current affiliation and occupation, the proposing National Member or Division, the Division(s) and/or Commission(s) which the candidate wishes to join, and any further detail that might be relevant.

8. The standing Membership Committee advises the Executive Committee on its behalf on matters related to the admission of Individual Members (Statute 13f.).

8.a Three months before a General Assembly, the Membership Committee shall prepare a list of at least 10 Individual Members of the Union who accept to serve on the Committee for the next triennium if elected, including a nominee for Chair. The General Secretary shall forward this list to the National Members and invite additional nominations from them with a deadline of one month before the General Assembly. The Membership Committee shall verify that the resulting slate complies with the rules in Statutes 13 and with general principles of scientific, geographical and gender balance. Members shall not normally serve more than two consecutive terms, and it is desirable that roughly half of the members are replaced at each election. The Chair of the Membership Committee shall present the resulting slate of nominations to the National Members together with the report of the Committee on the previous triennium at the beginning of the General Assembly, for final election at its closing session.

9. The General Secretary shall submit all proposals for Individual Membership to the Membership Committee for review, consolidated into two lists :



9.a one containing all proposals by National Members ; and

9.b one containing all proposals by Presidents of Divisions, in accordance with Bye-Law §4 .

10. The Membership Committee shall examine all proposals for individual membership and advise the Executive Committee on the proposals for individual membership.

11. In exceptional cases, the Executive Committee may, on the proposal of a Division, admit an Individual Member between General Assemblies. Such proposals shall be prepared as described above (cf. § 2) and submitted with a justification of the request to bypass the normal procedure. The Executive Committee shall consult the Nominating Committee or relevant National Member before approving such exceptions to the normal procedure.

12. The General Secretary shall maintain updated lists of all National and Individual Members, and shall make these available to the membership in electronic form. The procedures for dissemination of these lists shall be set by the General Secretary in such a way that the membership directory be properly protected against unintended or inappropriate use.

#### **IV. RESOLUTIONS OF THE UNION**

Traditionally, the decisions and recommendations of the Union on scientific and organizational matters of general and significant importance are expressed in the Resolutions of the Union. In order for such Resolutions to carry appropriate weight in the international community, they should address astronomical matters of significant impact on the international society, or matters of international policy of significant importance for the international astronomical community as a whole.

Resolutions should be adopted by the Union only after thorough preparation by the relevant bodies of the Union. The proposed resolution text should be essentially complete before the beginning of the General Assembly, to allow Individual and National Members time to study them before discussion and debate by the General Assembly. The following procedures have been designed to accomplish this :

13. Proposals for Resolutions to be adopted by the Union may be submitted by a National Member, by the Executive Committee, a Division, a Commission or a Working Group. They should address specific issues of the nature described above, define the objectives to be achieved, and describe the action(s) to be taken by the Officers, Executive Committee, or Divisions to achieve these objectives.

14. Resolutions proposed for vote by the Union fall in three categories as set out in Article 14 of the Union's Statutes :

14.a. Resolutions with implications for the budget of the Union (Statute 14a) ; or

14.b. Resolutions affecting the administration of the Union but without financial implications (Statute 14b).

14.c. Resolutions of a primarily scientific nature (Statute 14).

Proposals for Resolutions should be submitted on standard forms appropriate for each type, which are available from the IAU Secretariat. They may be submitted in either English or French and will be discussed and voted upon in the original language. Upon submission each proposed Resolution is posted on the Union web site. When the approved Resolutions are published, a translation to the other language will be provided.

15. Resolutions with implications for the budget of the Union must be submitted to the General Secretary at least nine months before the General Assembly in order to be taken into account in the budget for the impending triennium. All other Resolutions must be submitted to the General Secretary six months (Bye-Laws 7c and 7d) before the beginning of the General Assembly. The Executive Committee may decide to accept late proposals in exceptional circumstances.

16. Before being submitted to the vote of the General Assembly, proposed Resolutions will be examined by the Executive Committee, Division Presidents, and by a Resolutions Committee, which is nominated by the Executive Committee. The Resolutions Committee consists of at least three members of the Union, one of whom should be a member of the Executive Committee, and one of whom should be a continuing member from the previous triennium. It is appointed by the General Assembly during its final session and remains in office until the end of the following General Assembly.

17. The Resolutions Committee will examine the content, wording, and implications of all proposed Resolutions promptly after their submission. In particular, it will address the following points :

- i. suitability of the subject for an IAU Resolution ;
- ii. correct and unambiguous wording ;
- iii. consistency with previous IAU Resolutions.

The Resolutions Committee may refer a Resolution back to the proposers for revision or withdrawal if it perceives significant problems with the text, but can neither withdraw nor modify its substance on its own initiative. The Resolutions Committee advises the Executive Committee whether the subject of a proposed Resolution is primarily a matter of policy or primarily scientific. The Resolutions Committee will also notify the Executive Committee of any perceived problems with the substance of a proposed Resolution.

18. The Executive Committee will examine the substance and implications of all proposed Resolutions. Proposed Resolutions shall be published in the General Assembly Newspaper before the final session, and shall state if the Resolution is open to electronic voting after the General Assembly. The Resolutions Committee will present the proposals during a plenary session of the General Assembly with its own recommendations, and those of the Executive Committee, if any, for their approval or rejection. A representative of the body proposing the Resolution will be given the opportunity to defend the Resolution in front of the General Assembly, after which a general discussion shall take place

19. Resolutions with implications for the budget of the Union are voted upon by the National Members during the final plenary session of the General Assembly. Other resolutions may be voted upon by the National Members or by Individual Members as

appropriate according to the Statutes of the Union by correspondence after the General Assembly. The Union will facilitate electronic discussion of all Resolutions on the Union website in advance of a vote either at the General Assembly or electronically (Statutes 15a. and 15.b.).

## V. EXTERNAL RELATIONS

Contacts with other international scientific organizations, national and international public bodies, the media, and the public are increasing in extent and importance. In order to maintain coherent overall policies in matters of international significance, clear delegation of authority is required. Part of this is accomplished by having the Union's representatives in other scientific organization appointed by the Executive Committee (cf. Bye-Laws §15). Supplementary rules are given in the following.

20. Representatives of the Union in other scientific organizations are appointed by the Executive Committee upon consultation with the Division(s) in the field(s) concerned.

21. In other international organizations, e.g. in the United Nations Organization, the Union is normally represented by the General Secretary or Assistant General Secretary, as decided by the Executive Committee.

22. The Union strongly supports the policies of the International Council for Science (ICSU) as regards the freedom and universality of science. Participants in IAU sponsored activities who feel that they may have been subjected to discrimination are urged, first, to seek clarification of the origin of the incident, which may have been due to misunderstandings or to the cultural differences encountered in an international environment. Should these attempts not prove successful, contact should be made with the General Secretary who will take steps to resolve the issue.

23. Public statements that are attributed to the Union as a whole can be made only by the President, the General Secretary, or the Executive Committee. The General Secretary may, in consultation with the relevant Division, appoint Individual Members of the Union with special expertise in questions that attract the attention of media and the general public as IAU spokespersons on specific matters.

## VI. FINANCIAL MATTERS

The great majority of the Union's financial resources are provided by the National Members, as laid out in the Statutes §XII and Bye-Laws §VII. The purpose of the procedures described below is twofold : (i) to provide the best possible advice and guidance to the General Secretary and Executive Committee in planning and managing the Union's financial affairs, and (ii) to provide National Members with a mechanism for continuing input to and oversight over these affairs between and in preparation for the General Assemblies. The procedures adopted to accomplish this are as follows :

24. At the end of each of its final sessions the General Assembly appoints a Finance Sub-Committee of 5-6 members, including a Chair.

24.a. Three months before a General Assembly, the Finance Committee shall prepare a list of at least 10 Individual Members of the Union who accept to serve on the Committee for the next triennium if elected, including a nominee for Chair. The General Secretary shall forward this list to the National Members and invite additional nominations from them with a deadline of one month before the General Assembly. The Finance Committee shall verify that the resulting slate complies with the rules in Statutes 13 and with general principles of scientific, geographical and gender balance. Members shall not normally serve more than two consecutive terms, and it is desirable that roughly half of the members are replaced at each election. The Chair of the Finance Committee shall present the resulting slate of nominations to the National Members together with the report of the Committee on the previous triennium at the beginning of the General Assembly, for final election at its closing session. The Finance Committee remains in office until the end of the next General Assembly (cf. Statutes §13.d.) and cooperates with the National Members, Executive Committee and General Secretary in the following manner :

24.b. After the end of each year the General Secretary will call for a legal audit of the accounts by a properly licensed, external auditor. The auditor will make a report addressed to the General Assembly. The General Secretary provides the Finance Sub-Committee with the auditor's report and summary reports covering the financial performance of the Union as compared to the approved budget, together with an analysis of any significant departures, and information on any Executive Committee approvals of budget changes. Upon receipt of the above reports from the General Secretary, the Finance Sub-Committee examines the accounts of the Union in the light of the corresponding budget and any relevant later decisions by the Executive Committee. It reports its findings and recommendations to the Executive Committee at its next meeting. The Finance Sub-Committee may at any time, at the request of the Executive Committee or the General Secretary, or on its own initiative, advise the General Secretary and/or the Executive Committee on any aspect of the Union's financial affairs.

24.c. Towards the end of the year preceding that of a General Assembly, the General Secretary shall submit a preliminary draft of the budget for the next triennium to the Finance Committee for review. The draft budget, updated as appropriate following the comments and advice of the Finance Committee, shall be submitted to the Executive Committee for approval together with the report of the Finance Committee and shall be sent to the National Members as a draft budget as stipulated in Bye-Law 7b. The final budget proposal as approved by the Executive Committee shall be submitted to the National Members with a statement of the views of the Finance Committee on the proposal.

24.d. Before the first session of a General Assembly, the Finance Sub-Committee shall submit a report, including the auditor's reports, to the Executive Committee on its findings and recommendations concerning the development of the Union's finances over the preceding triennium. The Finance Sub-Committee shall also prepare, in consultation with the National Members, a slate of candidates for the composition of the Finance Sub-Committee in the next triennium, preferably providing a balance between new and continuing members.

24.e. The report of the Finance Committee, together with the audited detailed accounts and the earlier comments on the proposed budget for the next triennium, will form a suitable basis for the discussions of the Finance Committee leading to its recommendations to the General Assembly concerning the approval of the accounts for the

previous triennium and the budget for the next triennium, as well as the new Finance Sub-Committee to serve during that period.

25. The General Secretary is responsible for managing the Union's financial affairs according to the approved budget (cf. Bye-Laws §28).

25.a. In response to changing circumstances, the Executive Committee may approve such specific changes to the annual budgets as are consistent with the intentions of the General Assembly when the budget was approved.

25.b. Unless authorized by the Executive Committee, the General Secretary shall not approve expenses exceeding the approved budget by more than 10% of any corresponding major budget line or 2% of the total budget in a given year, whichever is larger. This restriction does not apply in cases when external funding has been provided for a specific purpose, e.g. travel grants to a General Assembly.

25.c. Unless specifically identified in the approved budget, contractual commitments in excess of €50,000, or with performance terms in excess of 3 years require the additional approval of the Union President.

26. The National Representatives, in approving the accounts for the preceding triennium, discharge the General Secretary and the Executive Committee of liability for the period in question.

## VII. RULES OF PROCEDURE FOR THE EXECUTIVE COMMITTEE

The Executive Committee must respond quickly to events and thus it needs to be able to have discussions and take decisions on a relatively short timescale and without meeting in person. The following rules, as required by Bye-Law 14, are designed to facilitate EC action in a flexible manner, while giving such decisions the same legal status as those taken at actual physical meetings.

27. The Executive Committee should meet in person at least once per year. In years of a General Assembly it should meet in conjunction with and at the venue of the General Assembly. In other years, the Executive Committee decides on the date and venue of its regular meeting. The meetings of the Executive Committee are chaired by the President or, if the President is unavailable, by the President Elect or by one of the Vice-Presidents chosen by the Executive Committee to serve in this capacity.

28. The date and venue of the next regular meeting of the Executive Committee shall be communicated at least six months in advance to all its members and the Advisors, and to all Presidents of Divisions. Any of these persons may then propose items for inclusion in the Draft Agenda of the meeting before the date posted on the IAU Deadlines page.

29. Outgoing and incoming Presidents of Divisions are invited to attend all non-confidential sessions of the outgoing and incoming Executive Committee, respectively, in the year of a General Assembly. The President will invite Presidents of Divisions to attend the meetings of the Executive Committee in the years preceding a General Assem-

bly. Division Presidents attend these sessions with speaking right, but do not participate in any voting.

30. The Executive Committee may take official decisions if at least half of its members participate in the discussion and vote on an issue. Decisions are taken by a simple majority of the votes cast. In case of an equal division of votes, the Chair's vote decides the issue. Members who are unable to attend may, by written or electronic correspondence with the President before the meeting, authorize another member to vote on her/his behalf or submit valid votes on specific issues.

31. If events arise that require action from the Executive Committee between its regular meetings, the Committee may meet by teleconference or by such electronic or other means of correspondence as it may decide. In such cases, the Officers shall submit a clear description of the issue at hand, with a deadline for reactions. If the Officers propose a specific decision on the issue, the decision shall be considered as approved unless a majority of members vote against it by the specified deadline. In case of a delay in communication, or if the available information is considered insufficient for a decision, the deadline shall be extended or the decision deferred until a later meeting at the request of at least two members of the Executive Committee.

32. The Officers of the IAU should, as a rule, meet once a year at the IAU Secretariat in order to discuss all matters of importance to the Union. The other members of the Executive Committee and the Division Presidents shall be invited to submit items for discussion at the Officers' Meetings and shall receive brief minutes of these Meetings.

33. Should any member of the Executive Committee have a conflict of interest on a matter before the Executive Committee that might compromise their ability to act in the best interests of the Union, they shall declare their conflict of interest to the Executive Committee, and such conflict shall be recorded by the Secretariat. The remaining members of the Executive Committee determine the appropriate level of participation in such issues for members with a potential conflict of interest.

## VIII. SCIENTIFIC MEETINGS AND PUBLICATIONS

Meetings and their proceedings remain a major part of the activities of the Union. The purpose of scientific meetings is to provide a forum for the development and dissemination of new ideas, and the proceedings are a written record of what transpired.

34. The General Secretary shall publish in the Transactions and on the IAU web site rules for scientific meetings organized or sponsored by the Union.

35. The proceedings of the General Assemblies and other scientific meetings organized or sponsored by the Union shall, as a rule, be published. To ensure prompt publication of Proceedings of IAU Symposia and Colloquia, the Assistant General Secretary is authorized to oversee the production of the material for the Proceedings. The Union shall publish an Information Bulletin at regular intervals to keep Members informed of current and future events in the Union. The Union shall also publish a more informal, periodic Newsletter which it distributes electronically to its members. The Executive Committee decides on the scope, format, and production policies for such publications, with due

regard to the need for prompt publication of new scientific results and to the financial implications for the Union. At the present time, publications are in printed and in electronic form.

36. Divisions, Commissions, and Working Groups shall, with the approval of the Executive Committee, be encouraged to issue Newsletters or similar publications addressing issues within the scope of their activity.

## IX. TERMS OF REFERENCE FOR DIVISIONS

The Divisions are the scientific backbone of the IAU. They have a main responsibility for monitoring the scientific and international development of astronomy within their subject areas, and for ensuring that the IAU will address the most significant issues of the time with maximum foresight, enterprising spirit, and scientific judgment. To fulfill this role IAU Divisions should maintain a balance between innovation and continuity. The following standard Terms of Reference have been drafted to facilitate that process, within the rules laid down in the Statutes §X and the Bye-Laws §V.

37. As specified in Bye-Law 18, the scientific affairs of the Division are conducted by an Organizing Committee of up to 12 members of the Division, headed by the Division President, Vice-President, and Secretary. Thus, all significant decisions of the Division require the approval of the Organizing Committee, and the President and Vice-President are responsible for organizing the work of the Committee so that its members are consulted in a timely manner. Contact information for the members of the Organizing Committee shall be maintained at the Division web site.

Unless agreed otherwise by the Executive Committee on a case by case basis, the President of a Division cannot be President of another Division or of a Commission, or be Chair of a Working Group.

38. Individual Members of the Union are admitted to membership in a Division by its Organizing Committee (cf. Bye-Laws §18). Individual Members active within the field of activity of the Division and interested in contributing to its development should contact the Division Secretary, who will consult the Organizing Committee on the admission of the candidates.

38.a. The Division Secretary shall maintain a list of Division members for ready consultation by the community, including their Commission memberships if any. Updates to the list shall be provided to the IAU Secretariat on a running basis.

38.b. Members may resign from a Division by so informing the Division Secretary.

38.c. In the event of a Division being newly formed, Individual Members can themselves elect to join the Division. Before the General Assembly following that at which the new Division was created its Organising Committee shall scrutinise and confirm the Division membership.

39. The effectiveness of the Division relies strongly on the scientific stature and dedication of its President and Vice-President to the mission of the Division. The Executive

Committee, in proposing new Division Presidents and Vice-Presidents for election by the General Assembly, will rely heavily on the recommendations of the Organizing Committee of the Division. In order to prepare a strong slate of candidates for these positions, and for the succession on the Organizing Committee itself, the following procedures shall normally apply :

39.a. Candidates are proposed and selected from the membership of the Division on the basis of their qualifications, experience, and stature in the fields covered by the Division. In addition, the Organizing Committees should have proper gender balance and broad geographical representation.

39.b. At least six months before a General Assembly, the Organizing Committee submits to the membership of the Division a list of candidates for President, Vice-President (for which there should be at least two persons willing to serve), Secretary, and the Organizing Committee for the next triennium. The Organizing Committee requests nominations from the entire membership in preparing this list, and then conducts a vote, normally electronically, among all Division members for the above offices, the results of which are reported to the General Secretary at least three months before the General Assembly. The Vice-President is normally nominated to succeed the President. The outgoing President participates in the deliberations of the new Organizing Committee in an advisory capacity.

39.c. If more names are proposed than there are positions to be filled on the new Organizing Committee, the outgoing Organizing Committee devises the procedure by which the requisite number of candidates is elected by the membership. The resulting list is communicated to the General Secretary at least two months before the General Assembly. The General Secretary may allow any outstanding issues to be resolved at the business meeting of the Division during the General Assembly. If for any reason the Organizing Committee has not been able to arrange for the election of new officers and an Organizing Committee by two months before the GA, the EC will nominate a VP and Organizing Committee at its first General Assembly meeting.

39.d. A member of the Organizing Committee normally serves a maximum of two terms, unless elected Vice-President of the Division in her/his second term. Presidents may serve for only one term.

39.e. The Organizing Committee decides on the procedures for designating the Division Secretary, who maintains the web site, records of the business and membership of the Division, and other rules for conducting its business by physical meetings or by correspondence.

39.f. In the event of a newly formed Division, paragraphs 39a - 39c do not apply. The Executive Committee shall consult the Organizing Committees of the relevant predecessor Divisions on possible candidates for President and Vice-President of the new Division for the next triennium. The Executive Committee shall select the names to be proposed to the General Assembly for election.

39.g. As soon as possible after their election at a General Assembly, the President and Vice-President of the new Division shall request nominations to the Organising Committee from the membership of the Division and then conduct a vote among Division



members, the results of which are reported to the General Secretary. The Organising Committee elects a Secretary from its membership.

40. A key responsibility of the Organizing Committee is to maintain an internal organization of Commissions and Working Groups in the Division which is conducive to the fulfillment of its mission. The Organizing Committee shall take the following steps to accomplish this task in a timely and effective manner :

40.a. Within the first year after a General Assembly - with the business meeting of the Commission at the General Assembly itself as a natural starting point - the Organizing Committee shall discuss with its Commissions, and within the Organizing Committee itself, if changes in its Commission and Working Group structure may enable it to accomplish its mission better in the future. As a rule, Working Groups should be created (following the rules in Bye-Law 21 and Bye-Law 23) for new activities that are either of a known, finite duration or are exploratory in nature. If experience, possibly from an existing Working Group, indicates that a major section of the Division's activities require a coordinating body for a longer period (a decade or more), the creation of a new Commission may be in order.

40.b. Whenever the Organizing Committee is satisfied that the creation of a new Working Group or Commission is well motivated, it may take immediate action as specified in Bye-Law 21 or Bye-Law 23. In any case, the Organizing Committee submits its complete proposal for the continuation, discontinuation, or merger of its Commissions and Working Groups to the General Secretary at least three months before the next General Assembly.

40.c. The President and Organizing Committee maintain frequent contacts with the other IAU Divisions to ensure that any newly emerging or interdisciplinary matters are addressed appropriately and effectively.

## **X. TERMS OF REFERENCE FOR COMMISSIONS**

The role of the Commissions is to organize the work of the Union in specialized subsets of the fields of their parent Division(s), when the corresponding activity is judged to be of considerable significance over times of a decade or more. Thus, new Commissions may be created by the Executive Committee with the agreement of all the Divisions when fields emerge that are clearly in sustained long-term development and where the Union may play a significant role in promoting this development at the international level. Similarly, Commissions may be discontinued by the Executive Committee upon the recommendation of the parent Division when their work can be accomplished effectively by the parent Division. In keeping with the many-sided activities of the Union, Commissions may have purely scientific as well as more organizational and/or interdisciplinary fields. They will normally belong and report to one of the IAU Divisions, but may be common to two or more Divisions. The following rules apply if a Division has more than one Commission.

41. The activities of a Commission are directed by an Organizing Committee of 4-8 members of the Commission, headed by a Commission President and Vice-President (cf. Bye-Laws §22). A member of the Organizing Committee normally serves a maximum of two terms, unless elected Vice-President of the Commission in her/his second term.

Presidents may serve for only one term. All members of the Organizing Committee are expected to be active in this task, and are to be consulted on all significant actions of the Commission. The Organizing Committee appoints a Commission Secretary who maintains the records of the membership and activities of the Commission in co-operation with the Division Secretary and the IAU Secretariat. Contact information for the members of the Organizing Committee shall be maintained at the Commission web site.

Unless agreed otherwise by the Executive Committee on a case by case basis, the President of a Commission cannot be President of a Division or of another Commission, or be Chair of a Working Group.

42. Individual Members of the Union, who are active in the field of the Commission and wish to contribute to its progress, are admitted as members of the Commission by the Organizing Committee. Interested Members should contact the Commission Secretary, who will bring the request before the Organizing Committee for decision. Members may resign from the Commission by notifying the Commission Secretary. Before each General Assembly, the Organizing Committee may also decide to terminate the Commission membership of persons who have not been active in the work of the Commission; the individuals concerned shall be informed of such planned action before it is put into effect. The Commission Secretary will report all changes in the Commission membership to the Division Secretary and the IAU Secretariat.

43. At least six months before a General Assembly, the Organizing Committee submits to the membership of the Commission a list of candidates for President, Vice-President (for which there should be the names of two persons willing to serve), the Organizing Committee, and heads of Program Groups for the next triennium. The Organizing Committee requests nominations from the entire membership in preparing this list, and then conducts a vote, normally electronically, among all the members for the above offices, the results of which are reported to the General Secretary at least three months before the General Assembly. The Vice-President is normally nominated to succeed the President. The outgoing President participates in the deliberations of the new Organizing Committee in an advisory capacity. If more names are proposed than available elective positions, the outgoing Organizing Committee devises the procedure by which the requisite number of candidates is elected by the membership. The resulting list is submitted to the Organizing Committee of the parent Division(s) for approval before the end of the General Assembly. Members of the Organizing Committee normally serve a maximum of two terms, unless elected Vice-President of the Commission. Presidents may serve for only one term.

44. At least six months before each General Assembly, the Organizing Committee shall submit to the parent Division(s) a report on its activities during the past triennium, with its recommendation as to whether the Commission should be continued for another three years, or merged with one or more other Commissions, or discontinued. If a continuation is proposed, a plan for the activities of the next triennium should be presented, including those of any Working Groups which the Commission proposes to maintain during that period.

45. The Organizing Committee decides its own rules for the conduct of its business by physical meetings or (electronic) correspondence. Such rules require approval by the Organizing Committee of the parent Division(s).

46. The procedural rules applying to the establishment of a new Division shall also apply to the establishment of a new Commission. Where there is no 'relevant predecessor Commission(s)' the parent Division(s) shall submit to the potential membership of the new Commission a list of candidates for President, Vice-President and Organising Committee for the next triennium.

## **XI. SPECIAL NOMINATING COMMITTEE**

47. Approximately six months before the start of the General Assembly the General Secretary shall invite Division Presidents and the members of the Executive Committee to nominate potential members of the SNC with a deadline of 3 months before the General Assembly. The Executive Committee shall prepare a list of candidates in consultation with the Membership Committee for appointment at the final Business Session of the General Assembly. The SNC, once appointed, shall elect its own Chair.