

Draft Statutes and Rules of Procedure

July 2017

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Statutes

I. Denomination and Domicile

1. The [Council], hereinafter called “the Council” is a global non-governmental and non-profit making scientific organisation of international, regional, and national science and research organisations and institutions.
2. The Council was created in [2018], following the merger of the International Council for Science (ICSU) and the International Social Science Council (ISSC). ICSU was created in Brussels in 1931, following the dissolution of the International Research Council. ISSC was created in Paris in 1952 by the United Nations Educational, Scientific and Cultural Organisation (UNESCO).
3. The present legal domicile of the Council is in Paris, France, where its headquarters (‘Headquarters’) are located. Any change of the location and the legal domicile of the Headquarters will be decided by the General Assembly. It will be incorporated under the law of the country in which the Headquarters are domiciled.

II. Vision, Mission and Values

4. Vision

Science as a global public good:

Knowledge derived from scientific research is a staple of human understanding and creativity. It is fundamental to the evidence that should inform societal decision-making and public policy. The importance of deliberative scientific understanding to society has never been greater, as humanity grapples with the problems of living sustainably and equitably on planet Earth. It is vital therefore that we safeguard science as a global public good. Its knowledge, data and expertise must be universally accessible and its benefits universally shared. A mutually supportive global community of science carries responsibility for this by ensuring inclusivity and equity, also in opportunities for scientific education and capacity development.

5. Mission

The global voice of science:

The Council seeks to provide a powerful and credible global voice that is respected both in the international public domain and within the scientific community. It will use that voice at the international level to:

- Speak for the value of all science and the need for evidence-informed understanding and decision-making
- Stimulate and support international scientific research and scholarship on major issues of global concern
- Articulate scientific knowledge on such issues in the public domain

- Promote the continued and equal advancement of scientific rigour, creativity and relevance in all parts of the world
- Defend the free and responsible practice of science

6. Values

In fulfilling its role, the values that the Council will uphold in its work, its governance and its partnerships include:

- **Excellence and professionalism:** The Council will deliver work of the highest quality and professional standards. It will be precise in articulating scientific understanding, including its uncertainties, and rigorous in ensuring that what is communicated reflects the best contemporary scientific findings.
- **Inclusivity and diversity:** The Council will promote access to science and its benefits for all, rejecting discrimination in all its forms. It will include perspectives and approaches from all parts of the world, and improve the participation of women and early career scientists in international science.
- **Transparency and integrity:** The default position for the Council's governance and decision-making processes will be openness and transparency, except where confidentiality is strictly required. The actions of all those acting on its behalf must demonstrate the highest standards of personal integrity.
- **Innovation and sustainability:** The Council will identify, attract and learn from new talent and new ideas. It will stimulate new approaches, put forward new solutions and embed the principles of sustainability in its own policies and practices.

7. The Principle of Universality (freedom and responsibility) of Science: the free and responsible practice of science is fundamental to scientific advancement and human and environmental well-being. Such practice, in all its aspects, requires freedom of movement, association, expression and communication for scientists, as well as equitable access to data, information, and other resources for research. It requires responsibility at all levels to carry out and communicate scientific work with integrity, respect, fairness, trustworthiness, and transparency, recognising its benefits and possible harms.

In advocating the free and responsible practice of science, the Council promotes equitable opportunities for access to science and its benefits, and opposes discrimination based on such factors as ethnic origin, religion, citizenship, language, political or other opinion, sex, gender identity, sexual orientation, disability, or age.

III. Membership

8. Members shall normally adhere to the Council in one of the following categories:

- i. International Scientific Members, being international non-governmental Unions, Associations or Councils devoted to the scientific activities in one or more disciplines and areas of science and to their promotion.
 - ii. National Members, being national scientific organisations, Academies of Sciences, Research Councils or analogous not-for-profit scientific bodies.
 - iii. Affiliated Members, being international, regional and national governmental and non-governmental organisations, whose affiliation with the Council is not covered by the membership categories above, or whose activities are in a field cognate to those of the Council. Affiliated members pay dues but have no voting rights.
9. A member in good standing is defined as a member who has paid the membership dues for the previous three years. International Scientific Members and National Members in good standing are entitled to vote in the General Assembly and to present candidates to hold office.

IV. Key Decision-making Bodies

10. The key decision-making bodies of the Council shall be:

- a) The General Assembly
- b) The Governing Board
- c) The Officers

V. General Assembly

11. The General Assembly is the highest authority of the Council. It shall, as appropriate and generally after recommendations from the Governing Board:

- a) Examine and approve the priority agendas and the associated implementation plan of the Council;
- b) Review the activities of the Council as overseen by the Governing Board since the end of the previous ordinary session of the General Assembly;
- c) Establish Committees and bodies it may deem necessary for the scientific, educational and administrative work of the Council;
- d) Review the activities of any committee and body created by the Council; discharge them of their responsibilities when their activities are no longer required, and approve their dissolution;
- e) Examine and approve the audited accounts of the Council, for the period since the previous General Assembly;
- f) Appoint an External Auditor (*Commissaire aux Comptes*);
- g) Discharge the Treasurer from liability, set the scale of annual dues to be paid by Members, and approve the draft budgetary outlines as proposed by the Governing Board for the ensuing period;

- h) Examine and endorse applications received through the Governing Board for Membership of the Council;
- i) Consider and decide upon the suspension of any Member who has failed to fulfil its obligations outlined in these Statutes and in the Rules of Procedures;
- j) Elect the Officers and Ordinary Members of the Governing Board;
- k) Elect the members of the Elections Committee
- l) Consider and decide upon changes to the Statutes and Rules of Procedure;
- m) Take any other action as may be appropriate.

12. The General Assembly shall meet in ordinary session once every three years.

13. An extraordinary session of the General Assembly may be called either on the initiative of the Governing Board, or at the request in writing of at least one-third of the Members entitled to vote.

14. The General Assembly consists of representatives of all Members as defined in Article 8. Each Member shall be represented in the General Assembly by a delegation of its own selection, any of whom may speak in the General Assembly and the composition of which shall be communicated to the Headquarters at least one month prior to the General Assembly.

15. The General Assembly will vote with a different system for three different types of issues:

- i. Regarding voting on scientific strategy and activities: *'One Member, One Vote'*, whereby each National Member shall have one vote. Each International Scientific Member will have a weighted vote equal to the total number of National Members divided by the total number of International Scientific Members, within the total Membership base.
- ii. Regarding voting on elections and other procedural matters: each National Member shall have one vote, except in cases where there are more than one National Member representing the same country, in which case the members from that country need to agree on a common voting position resulting in a single vote. Should there be no agreement amongst them, each Member shall have a proportion of that one vote. Each International Scientific Member will have a weighted vote equal to the total number of country votes divided by the total number of International Scientific Members, within the total Membership base.
- iii. Voting on financial matters related to the budget and the dues structure: *'Weighting according to Dues'*, whereby each Member has a weighted vote based on its position in the Dues Scale.

VI. Governing Board

16. The overall function of the Governing Board is to provide scientific leadership, review and reporting that enables delivery of the vision, mission, principles and values, as well as the financial and management robustness of the Council. The Governing Board provides strategic leadership and oversight and delegates management of the Headquarters and of the implementation of decisions of the General Assembly and the Governing Board to the to the Chief Executive Officer. The Governing Board is accountable to the General Assembly.
17. The Governing Board consists of:
 - a. Six Officers, namely the President, two Vice-Presidents, the President-Elect, the Treasurer and the Secretary.
 - b. Ten ordinary members.

All members of the Governing Board are elected in their personal capacity.

18. Each Officer and each Ordinary member has one vote.
19. The Membership of the Governing Board should reflect the multi-disciplinarity of the Council's Membership base, with particular attention being paid to ensuring effective representation of the different branches of science. The membership of the Governing Board should also reflect regional and gender diversity.

ADDENDUM: Ensuring fair representation in the Governing Board (2018-2021)

In June 2016 ICSU and ISSC executives unanimously recommended that for the first term of the new Council, one Vice-President comes from a former ISSC member, and one Vice-President, from a former ICSU member, and that at least one-third of the other members (excluding the President and the Vice-Presidents) come from former ISSC members. This approach was confirmed by the members during the joint GA in October 2016.

20. The Governing Board shall meet twice a year, of which at least one meeting shall be in-person. The Governing Board shall meet before and after each session of the General Assembly. A meeting can be convened by the President and, upon notice in writing, at the request of at least half of its voting members.
21. The Chief Executive Officer of the Council will attend Governing Board meetings as a non-voting member.
22. Among its duties, the Governing Board shall:
 - a. Provide strategic leadership and develop a priorities agenda for the next three-years explicitly and beyond more generally and an associated activity and business plan for approval by the General Assembly;
 - b. Review the implementation of the activity and business plan and monitor performance measures;
 - c. Review the scientific activities of the Council and make appropriate recommendations to the General Assembly;

- d. Present, to each General Assembly, a report of the scientific activities and other operations of the Council since the previous ordinary session of the General Assembly;
 - e. Approve the annual accounts of the Council;
 - f. Propose, for consideration by the General Assembly, a draft budgetary outline for the Council, and the scale of annual dues to be paid by Members for the ensuing 3-year period;
 - g. Decide on the annual budget;
 - h. On delegation by the General Assembly, admit new Members;
 - i. Prepare the Agenda for the General Assembly;
 - j. On delegation by the General Assembly, appoint members of Standing and Ad Hoc Committees;
 - k. On a non-binding recommendation of the Officers, appoint the Chief Executive Officer.
23. The Governing Board shall be assisted by Headquarters. The Chief Executive Officer shall direct Headquarters and be responsible for its management, including the appointment of staff, the management of personnel and resources and the payment of accounts
24. In the event of a vacancy among the Ordinary Members of the Governing Board, the Officers shall have the power to fill the vacancy for the unexpired term.
25. No person may serve on the Governing Board for more than six consecutive years, with the exception of a Governing Board member who can serve for a total of nine consecutive years if he or she is elected as President-Elect after serving a first term on the Board.

VII. Officers

26. The Officers of the Council are:
- i. The President
 - ii. The President Elect
 - iii. The Vice-President for Science Planning
 - iv. The Vice-President for Outreach and Engagement
 - v. The Secretary
 - vi. The Treasurer
27. The Officers are responsible for overseeing the day-to-day affairs of the Council between meetings of the Governing Board. In addition to participating in the Governing Board, they shall meet as often as is deemed necessary, normally twice a year.
28. The President and Vice-Presidents shall hold office for one term of three years, non-renewable. The Secretary and Treasurer may be re-elected for a second term of three years.
29. In the event that the President is unable to fulfil her or his duties, the Governing Board shall appoint one of the two Vice-Presidents to fulfil the duties of the President.
30. In the event that any Officer is unable to fulfil their duties, the Governing Board shall decide who shall undertake such duties.

VIII. Advisory Bodies

31. Various Standing Committees will be set up by the General Assembly to advise the Governing Board on key aspects of the Council's work and the Governing Board's duties. These Committees shall be appointed by the Governing Board on the basis of nominations by Members. They shall be chaired and vice chaired by Governing Board members and shall include non-Governing Board members. The Governing Board will select and appoint a group of up to four advisors who will assist in ensuring that the Committees will include people with the right knowledge and expertise.

Such Committees will include:

- a) **Committee for Science Planning**, chaired by the Vice-President for Science Planning, will undertake scientific strategic planning and reviews and address major thematic issues concerned with science-for-policy and policy-for-science.
 - b) **Committee for Outreach and Engagement**, chaired by the Vice-President for Outreach and Engagement, will engage with Members, and focus on membership matters, outreach to external stakeholders, partnerships, and strategic communications.
 - c) **Committee for Freedom and Responsibility of Science**, chaired by a Member of the Governing Board, will deal with freedom and responsibility of science issues at the global level.
 - d) **Committee for Finance and Fundraising**, chaired by a Member of the Governing Board and including the Treasurer as a committee member, will address issues of finance, auditing, resource mobilisation, and risk management.
32. An **Elections Committee**, chaired by the President and including four additional members proposed by the Governing Board and elected by the General Assembly will be responsible for advising on and managing the Governing Board nominations and election processes.
33. The **Forum of Patrons** will consist of a number of outstanding individuals from different sectors, who will be appointed by the Governing Board and will help the Council with advice, name recognition and credibility within and beyond the scientific world. The President will convene and chair the meetings of the Forum of Patrons.
34. **Ad Hoc Committees** may be established by the General Assembly or the Governing Board for a limited duration to deal with specific objectives and tasks and will be dissolved after completion of the task or achievement of the objective.
35. Composition, duration and detailed terms of reference for these Committees are provided in the Rules of Procedure, as are the responsibilities of the Officers and the Chief Executive Officer.

IX. Finance

36. The financial resources of the Council are met by:

- a. the dues of Members;
- b. subventions, donations and other financial support accepted by the Governing Board or the Chief Executive Officer on behalf of the Council.

37. Each Member of the Council shall pay annual dues within a scale determined by the General Assembly.

X. Legal Representation

38. The President, or if he or she is not available, one of the Vice-Presidents, is the legal representative of the Council. The President or his or her legal representative may authorise the Secretary, Treasurer or the Chief Executive Officer to represent the Council.

39. The Governing Board may authorize the Chief Executive Officer, in particular, to negotiate and conclude agreements with other organisations on behalf of the Council, within the guidelines established by the Governing Board. Any delegation of authority and responsibility outside the Headquarters shall be subject to approval by the Governing Board.

XI. Dissolution and Merger

40. The Council may be dissolved or merged on the initiative of the Governing Board, by a General Assembly. A decision to dissolve or merge the Council shall require a vote of two-thirds of all Members present and voting.

41. If the Council is dissolved as provided for above, the General Assembly shall appoint three liquidators of different nationalities to conclude its affairs. They shall determine the allocation of resources belonging to the Council, in accordance with the vision and mission contained in the Statutes. If the Council is merged, the net assets should be passed to the successor body upon such terms as are agreed for the merger.

XII. Modification of the Statutes

42. Any change to the Statutes shall require a vote of two-thirds of all Members present and voting.

43. Proposed draft amendments to the Statutes shall be conveyed in writing, by Members, to the Secretary, at least four months before the General Assembly in which they are to be considered, to allow sufficient time for them to be examined by the Governing Board and for the proposed amendments to be distributed to all Members.

44. Decisions on all matters not covered by the present Statutes shall be made as required by the Governing Board, subject to approval by the next General Assembly.

XIII. Interpretation of the Statutes

45. These Statutes shall be governed by, and interpreted in accordance with, the law of the country where the Council is domiciled. In case of a conflict between the English and any translated version of these Statutes, the English version shall prevail.

Rules of Procedure

1. Quorum

- 1.1 In sessions of the General Assembly and of the Governing Board a quorum shall consist of a minimum of 50 per cent of the voting members of each membership category.
- 1.2 For any decision made by the Officers in accordance with the Statutes, at least four of the six Officers must register their support.

2. Voting Procedures

- 2.1 If voting is necessary and a decision of the General Assembly cannot be reached by acclamation, a decision will be reached in accordance with Statute 15 and by a simple majority of the vote of those present or otherwise taking part. A two-thirds majority is only necessary when explicitly stated in the Statutes or Rules of Procedure.
- 2.2 All majorities shall be calculated on the basis of the total number of affirmative and negative valid votes actually cast.
- 2.3 The election of the members of the Governing Board at the General Assembly shall be by secret ballot. Each voting member shall vote for no more names than there are vacancies to be filled. The number of votes to be cast by each voting member shall be in conformity with Statute 15.
- 2.4 At each ballot the list of candidates shall be ordered according to the number of votes each receives and they shall be elected in that order, provided that no candidate shall be elected who has received less than half the total number of votes actually cast. At any ballot in which not enough candidates have received half of the total number of votes actually cast, the candidate with the least number of votes shall be eliminated, and the voting continued.
- 2.5 If at any stage a choice must be made between candidates who have obtained the same number of votes, a separate ballot shall be taken.
- 2.6 Decisions of the Council's Key Decision-making Bodies (referred to in Statute 10) may be arrived at entirely or in part by electronic means, as appropriate.

3. General Assembly

- 3.1 The Governing Board shall inform each Member in writing, at least six months in advance, of the place and date of the next session of the General Assembly and provide them with the Agenda for that meeting. Items proposed for inclusion in the Agenda of the General Assembly must be received by the Secretary at least 4 months before the date fixed for an ordinary session of the General Assembly. The final Agenda of the General Assembly shall be communicated by the Secretary to all Members of the Council at least 3 months before the first day of the session. No item that has not been placed on the Agenda may be discussed unless a proposal to that effect is approved in the General Assembly by at least two-thirds of the votes of the Members taking part in the vote.

- 3.2 In case of an extraordinary session of the General Assembly as laid down in Statute 13 the Governing Board shall inform each Member in writing, at least 30 days in advance, of the place and date of that session and provide them with the Agenda for that meeting. No item that has not been placed on the Agenda may be discussed unless a proposal to that effect is approved in the General Assembly by at least two-thirds of the votes of the Members taking part in the vote.
- 3.3 Robert's Rules of Order shall be used for the conduct of all meetings of the Council.**

4. Governance

- 4.1 The **President** shall chair all meetings of the General Assembly, the Governing Board and the Officers.
- 4.2 The **Vice-President for Science Planning** shall chair the Committee for Science Planning (see Rule of Procedure 10).
- 4.3 The **Vice-President for Outreach and Engagement** shall chair the Committee for Outreach and Engagement (see Rule of Procedure 10).
- 4.4 The **Secretary** shall serve as Secretary of the General Assembly and the Governing Board, which includes:
- preparing meeting agendas;
 - being the custodian of the Statutes and Rules of Procedure;
 - overseeing reporting and monitoring of the agreed actions of the Governing Board and the General Assembly;
 - receiving Membership applications.
- 4.5 The **Treasurer** shall:
- oversee the administration of the finances of the Council, including annual budgets, audits and accounts;
 - report on financial matters to the General Assembly;
 - assist with fundraising for the Council's activities;
 - advise on investments;
 - oversee risk management and the implementation of internal organisational policies and procedures.
- 4.6 The **Chief Executive Officer**, or his or her replacement, shall act as an ex-officio non-voting member of the Governing Board and the Council's Advisory Bodies. He/she shall be accountable to the Governing Board:
- for the day-to-day management of the Headquarters;
 - through the Treasurer for financial and auditing matters;
 - through the President for general performance and implementation of the Council's Activity and Business Plans;

** *The Scott Foresman Robert's Rules of Order*, Scott, Foresman and Company, Glenview, Illinois, London, Library of Congress Cataloguing-in-Publication Data. ISBN 0-06-276051-3

- 4.7 With the approval of the Governing Board, responsibility for a particular duty normally discharged by an Officer may be delegated to other persons.
- 4.8 On the advice of the Governing Board the President may invite any individual to an ordinary or extraordinary session of the General Assembly, or of the Governing Board.

5. Principles of Governing Board Composition

- 5.1 The role of the Elections Committee (as determined in Statute 32; see also Rule of Procedure 10.7) will be central to ensuring that the principles of multi-disciplinary representation, as well as regional and gender diversity, as laid down in Statute 19, will be honoured. With regard to disciplinary representation, the Elections Committee will need to pay particular attention to helping ensure that there is a broad representation of different fields of science on the Governing Board.
- 5.2 The Governing Board will be composed of scientists of the highest achievement, experience and distinction. They will have wide-ranging scientific comprehension and farsighted strategic thinking, and have a powerful international presence or global name recognition so as to help meet the Council's objectives. In addition to the above-mentioned scientists, the Members – through nominations – and the Elections Committee will encourage relevant representation from the world of policy, business and civil society.

6. Election of Officers

- 6.1 At least 6 months in advance of an ordinary session of the General Assembly, each Member of the Council shall be invited by the Elections Committee to propose a single name for each of the offices of President-Elect, Secretary, Treasurer, and each of the two Vice-Presidents. Each proposal shall be accompanied by biographical information, a statement of motivation and the agreement of the candidate to serve if elected.
- 6.2 The Elections Committee, after reviewing these proposals and with appropriate regard to Rule of Procedure 5, shall propose a recommended shortlist of candidates containing two names for each Officer position listed under Rule of Procedure 6.1. The Elections Committee may include on this shortlist additional names not proposed by a Member of the Council if it deems the group of proposed candidates received to be inadequate.
- 6.3 The Election Committee shortlist shall be sent to all Members of the Council 4 months in advance of an ordinary session of the General Assembly.
- 6.4 If the Elections Committee's shortlist does not contain a Member's proposed candidate(s), the Member may re-submit the name(s) put forward or submit additional names in accordance with Rule of Procedure 6.1. Such re-submissions or new submissions of candidates must be received by the Elections Committee 2 months in advance of an ordinary session of the General Assembly.
- 6.5 The Elections Committee's shortlist of candidates for Officers and all resubmissions and additional submissions, shall be distributed to all Members at least 1 month in advance of the date of the ordinary session of the General Assembly. This shall constitute the final list of nominations.
- 6.6 In case any candidate as mentioned under 6.5 - for whatever reason - is unable to stand for election, leaving only a single candidate for that specific Officer's position, the Elections Committee will make sure that at the General Assembly another candidate is presented.

- 6.7 Election of the Officers by the General Assembly shall take place according to established voting procedures (see Statute 15 and Rule of Procedure 2).

7. Election of Ordinary Members of the Governing Board

- 7.1 Proposals for Ordinary members of the Governing Board, accompanied by biographical information, a statement of motivation and the agreement of the candidate to serve if elected, shall be invited by the Elections Committee at least 6 months in advance of an ordinary session of the General Assembly.
- 7.2 The Elections Committee, after reviewing these proposals and with appropriate regard to Rule of Procedure 5, shall propose a recommended shortlist containing, if possible, at least twenty candidates. The Elections Committee may include on this shortlist additional names not proposed by a Member if it deems the group of proposed candidates received to be inadequate.
- 7.3 This shortlist shall be sent to all Members of the Council 4 months in advance of an ordinary session of the General Assembly.
- 7.4 If the Elections Committee's shortlist does not contain a Member's proposed candidate, the Member may re-submit the name put forward or submit additional names in accordance with Rule of Procedure 7.1. Such re-submissions or new submissions of candidates must be received by the Elections Committee 2 months in advance of an ordinary session of the General Assembly.
- 7.5 The Elections Committee's shortlist of candidates for Ordinary members of the Governing Board and all resubmissions and additional submissions, shall be distributed to all Members at least 1 month in advance of the date of the ordinary session of the General Assembly. This shall constitute the final list of nominations.
- 7.6 Election of the Ordinary members of the Governing Board by the General Assembly shall take place according to established voting procedures (see Statute 15 and Rule of Procedure 2).

8. Applications for Membership

- 8.1 All applications for membership must be addressed in writing to the Secretary and must be received at least 2 months in advance of the Governing Board meeting, at which they are to be considered.
- 8.2 Applications for Membership must be accompanied by a copy of the Statutes of the applicant and a signed statement that the applicant will comply with the Council's Statutes and Rules of Procedure.
- 8.3 Upon the guidance of the Governing Board, the Headquarters shall approach the relevant Members of the Council to seek information as to the benefits to the Council of admitting the applicant. The Headquarters shall then ascertain if there is adequate support for the application from at least 12 Members, including at least three International Scientific Members and three National Members, by request to all Council Members. Support for applications should clearly indicate that membership of the organization concerned would enhance the Council's activities. Voting Members will have the opportunity after receiving

the before-mentioned request to ask for an electronic ballot from all Members on the membership of the applicant. If no such ballot is requested the Governing Board will decide on the application.

8.4 All successful applications shall have effect from the conclusion of the session of the Governing Board at which they were agreed.

8.5 a) Applications for Affiliate Membership must be accompanied by a copy of the Statutes of the organisation, a signed statement that the applicant will comply with the Council's Statutes and Rules of Procedure, and a statement motivating the reasons for the application.

b) The Headquarters shall transmit the application to the Members of the Governing Board, which shall decide whether to ask the Headquarters to ascertain if there is adequate support for the application from at least nine Members, including at least three International Scientific Members and three National Members by request to all Members. Support for applications should clearly indicate that Affiliate Membership of the organisation concerned would enhance the Council's scientific activities. Voting Members will have the opportunity after receiving the before-mentioned request to ask for an electronic ballot from all Members on the membership of the applicant. If no such ballot is requested the Governing Board will decide on the application.

9. Resignation or Termination of Membership

9.1 A Member wishing to resign from the Council must give 3 months' notice in writing, addressed to the Secretary.

9.2 Any Member of the Council which is in arrears with its dues (payable before 31 December in each year) shall cease to be in good standing as defined in Statute 9 and shall lose the right to vote in the General Assembly and to present candidates to hold office, until the outstanding dues have been paid. The Governing Board may, in extraordinary circumstances, waive the payment of outstanding dues.

9.3 The General Assembly may, with the agreement of a majority of at least two-thirds of the votes of the Members taking part in the vote, exclude from Membership any Member which has failed to fulfil any of its obligations or for which affiliation with the Council is no longer deemed appropriate.

10. Terms of Reference for Advisory Bodies

10.1 Under Statute 31 four Standing Committees are set up by the General Assembly.

Each of these Standing Committees:

- a) is responsible for advising the Governing Board;
- b) is chaired by a member of the Governing Board;
- c) will have as a vice-chair an Ordinary Member of the Governing Board, appointed by the Governing Board;
- d) will comprise up to 8 Committee Members, including up to 6 non-Governing Board members who will be appointed by the Governing Board on the basis of nominations by Members; The Governing Board will be assisted in this process by a group of up to

- four selected and appointed senior advisors to ensure that the Committees will include people with high levels of relevant knowledge and expertise;
- f) will serve a term of three years;
 - h) will meet once per year in person and conduct their ongoing work through virtual meetings.
- 10.2 The Committee for Science Planning shall:
- a) advise the Governing Board on the future course of its activities in line with the Council's vision and mission;
 - b) address major thematic issues concerned with science, science-for-policy and policy-for-science, knowledge systems and science education
 - c) coordinate the collection and development of proposals for major new scientific initiatives by the Council, and
 - d) advise the Governing Board on priorities for such initiatives;
 - e) consider, in consultation with co-sponsors, hosts and funders, the need for reviews of international programmes, networks and coordinating structures; and, in line with the Council's high-level strategy, advise the Governing Board on necessary follow-up actions.
- 10.3 The Committee for Outreach and Engagement shall:
- a) assist and advise on Membership relations, as well as expansion of the Membership;
 - b) engage with external stakeholders to further the impact and visibility of the Council;
 - c) establish and maintain strategic partnerships in line with the High-Level Strategy;
 - d) advise on strategic communications and public outreach activities;
 - e) advise and assist with media relations;
 - e) advise on any necessary science diplomacy for the Council.
- 10.4 The Committee for Freedom and Responsibility of Science shall:
- a) promote and uphold the Principle of Universality (Statute 7);
 - b) seek to find solutions to problems concerning the free passage of scientists, free collaboration among scientists and freedom to pursue science;
 - c) monitor adherence to the core values of the Council;
- 10.5 The Committee for Freedom and Responsibility of Science will be supported by a National Member, who will appoint an experienced secretary to work in close collaboration with Headquarters to facilitate quick and adequate responses to relevant developments within the scope of the Committee.
- 10.6 The Committee for Finance and Fundraising shall:
- a) make recommendations on finance and budgeting;
 - b) oversee the auditing of the accounts, reporting to funders, as well as internal policy development (travel, procurement, etc) and risk management of the Council;
 - c) develop, maintain and support the implementation of a fundraising strategy;
- 10.7 The Elections Committee shall be chaired by the President of the Council and shall consist of up to four additional members, elected by the General Assembly out of at least 8 candidates proposed by the Governing Board. When the Governing Board decides on the 8 candidates to put forward, members that are interested to be elected for another term will not take part in the discussion and decision.

- 10.8 No member of the Elections Committee shall be a candidate for election to the Governing Board, as an Officer or Ordinary Member, at the particular General Assembly concerned.
- 10.9 The Forum of Patrons is a special advisory body, which will meet once per year as part of a scientific event of the Council. The Forum will bring together highly respected and well-known people from different sectors to support the Council in achieving its vision.
- 10.10 For the Advisory Bodies, the Members – through nominations – and the advisors as mentioned in Statute 31 will encourage a relevant representation from the world of policy, business and civil society.
- 10.11 The Resolutions Committee, which shall consist of four members, appointed by the General Assembly at the suggestion of the Governing Board. It shall collate, edit and present any eligible resolutions proposed for adoption by the General Assembly. Resolutions proposed at a General Assembly must be related to an item on the Agenda and must have been discussed at the current Assembly in order to be considered. Only those matters which clearly require stronger endorsement by the full Council membership than a decision of the General Assembly would confer, or are a statement of intent or opinion on the part of Council, should be the subject of Resolutions. Any proposed resolution which does not fulfil these criteria will be ruled out of order by the Resolutions Committee. The Governing Board will ensure that all necessary action on a Resolution is taken.

11. Modification of Rules of Procedure

- 11.1 No change may be made in the Rules of Procedure except with the approval of the General Assembly by the majority of the votes cast by the members taking part in the vote. Changes to the Rules of Procedure are effective at the end of the General Assembly adopting them, unless otherwise specified by a Resolution of the General Assembly.