

By-Laws
of the
International Astrostatistics Association

Effective 1 January, 2017

ARTICLE I. Name and Address

The name of this non-profit scientific and educational organization shall be the **International Astrostatistics Association**, also to be known as the **IAA**. The principal office of the Association shall be located at Brera Observatory, Via Brera, 28, 20121 Milano, Italy. Regional branches and offices of the IAA may be established with the approval of the Council. An Association logo may be approved by the Council and used to represent the Association in its letterhead, documents, and other Association instruments.

ARTICLE II. Objectives

The Association's purposes shall be to foster collaboration between astronomers, statisticians and information scientists throughout the world; to advance the statistical expertise among members of the astronomical community; to serve as the global organization devoted to the advance of astrostatistics and astroinformatics.

ARTICLE III. Membership

Membership is open to any scientist, statistician or computational information scientist, who has an interest in the statistical analysis of astronomical data. A student class of membership may be established which is open to anyone pursuing a degree in astronomy or astrophysics, statistics, applied mathematics, information sciences, or other areas related to astrostatistics or astroinformatics. Membership is open without respect to nationality, gender, gender preference, disability, or religious, ethnic, or political affiliation.

ARTICLE IV. IAA Council

The IAA Council shall constitute the ultimate governing authority of the Association. The Council is elected from the IAA membership and selects officers from its body to serve as the executive board of the Council as prescribed in these By-Laws

A. Composition of the Council. The number of Council members shall be at least fifteen and no more than twenty-one. Members of the Council shall be of adult age, and shall be selected with the aim of achieving diversity and global representation. Members of the IAA Council shall serve three-year terms, which are renewable upon nomination and election as prescribed in these By-Laws. Council members shall be recognized members of the global astrostatistical or astroinformatics communities.

B. Election of Council. Commencing with the term beginning 1Jan2018, a

five-person nomination committee selected by the President gathers the names of IAA members who are nominated by three other IAA members in good standing to serve on the Council.

The nomination process commences in the first week of October prior to the new three-year election term. Nominations end at midnight October 31, based on the time zone of the association office. The nomination committee publishes the names and profile of each nominee on the Association website by November 15th. The general IAA membership votes to approve members nominated for the Council. The twenty-one nominees with the most votes are elected to the Council for the next three-year election term. There must be at least fifteen members elected. Voting ends at midnight November 30th. The new Council is announced to the general membership during the first week in December.

Council members who withdraw during their terms may be replaced by the President, or their place may go unfilled, given that there always be at least fifteen members on the Council.

C. Election of Officers. Officers of the Association are selected by the incoming Council in December of the month prior to their next three-year term. The current Secretary accepts nominations for president, five vice presidents, treasurer, and secretary. Vice Presidents shall represent the following areas: astronomical sciences, statistical sciences, astroinformatics, development, and at-large. The election of officers from among the incoming Council is to conclude no later than 15 January, but preferably before the end of the year, and announced to the Council and membership as soon as reasonably possible thereafter.

Until the term commencing 1Jan2018, the President shall appoint members of the Council, and officers with the approval of the Council.

The immediate past-president of the association is to serve as a non-elected officer of the association for the next term.

D. Terms. Members of the Council shall serve for a term of three years. They may serve subsequent terms, per their election by the membership. The president serves for one three-year term. Vice-presidents may serve up to two consecutive terms in the position. Unless otherwise specific in these By-Laws, the secretary and treasurer may serve more than two consecutive terms. Vice-presidents, secretary and treasurer may be elected as president regardless of terms served. An officer who is appointed to the position upon vacancy during the second half of a term shall not have that term of service count as a full term.

E. Removal. A member of the Council who has not participated in votes or correspondence with the IAA administration or in meetings of the Council may be removed by a two-thirds vote of the Council then sitting. An officer may be removed for cause by a vote of two-thirds of the Council members then sitting.

F. Vacancies. Vacancies of Officers and Council positions may be filled at any time by nomination by the President, and majority approval of the Council.

G. General Powers. The President and other officers shall manage the business and affairs of the Association, with the approval of the majority of the Council. They have all powers necessary to carry out the objectives of the Association as set forth in Article II. The President may accept, on behalf of the Association, any contribution, bequest, or devise, with approval of the majority of Council members. The President may assign contribution and sponsorship duties to the Vice President of Development, or to the Treasurer, but shall approve all such contributions and sponsorships. The majority of Council members must confirm all such contributions and sponsorships. In the case when there is substantial disagreement among Council members regarding an issue, the President may request that the membership as an entirety vote on the issue.

H. Committees. The President may nominate the formation of a committee and appoint a chair, subject to the majority approval of the Council. Committee members may be appointed by the committee chair, subject to the majority approval of the Council.

I. Sections. The President may approve formation of a section within the Association and appoint a chair, subject to the majority approval of the Council. Section members are appointed by the section chair, subject to a majority Council approval.

J. Meetings. Meetings of the Council shall be held at least once each year, at a reasonable time and place designated by the president. The president may designate additional meeting dates. Meetings are to be held in person at one of the major astronomical or statistical conventions, by web, conference call, or other such designated means. One-third of the Council then sitting may, by email request, schedule additional meetings.

K. Notice of Meetings. Council members shall receive at least two days' notice of meetings not held at conventions, and at least three months' notice for meetings held at a designated convention. This notice may be given by email, in writing, in person, by telephone, or by any other reasonable method.

L. Resignations. Any Council member may resign at any time by giving notice of resignation to the President.

M. Quorum. A quorum shall be fifty percent of the Council then sitting, unless otherwise specified in these By-Laws.

N. Proxy Voting. There shall be no proxy voting.

O. Compensation of Council and Officers. No member of the Council or Officer shall receive any salary or compensation for their services to the Association. Council members and Officers may receive reimbursement for out-of-pocket expenses incurred while conducting authorized business on behalf of the Association, if there are funds available for such remuneration. Members shall be entitled to receive reasonable fees for goods or services rendered to the Association in capacities other than as members of the Council. Such activities must be approved in advance by the President.

ARTICLE V. Officers

A. Officers. The Association shall have a president, immediate past-president, five vice Presidents, a secretary, and treasurer. Commencing with the election term commencing 1 January, 2018, officers are elected by the Council as specified by these By-Laws. A vice-president may hold the position of treasurer or secretary. Until funds are available to the Association it need not have a treasurer.

B. Duties of Officers.

1. The president shall preside at all meetings of the Council and executive committee, whose members are specified in Article V C below. The president shall perform whatever duties the Council may from time to time assign in addition to the duties specified in these By-Laws.

2. The vice-presidents shall carry out the duties of the president when the president is absent or incapacitated; shall have the same power and duties as the president when acting in that capacity; and shall perform whatever duties the Council may from time to time assign. They also represent constituencies within the Association, namely a vice president for statistical science, astronomical science, astroinformatics, development, and at-large.

3. The secretary shall have charge of such books, documents and papers as the Council may determine; shall keep, or cause to be kept, a true and complete record of the meetings of the Council; shall give, or cause to be given, notice of all meetings of the Council; shall keep, or cause to be kept, a record containing the names, alphabetically arranged, of all persons who are members of the Association, showing their nation of residence, nationality, and email address. Such records shall be open for inspection as provided by law. The secretary shall, in general, perform all the duties incident to the office of secretary subject to the control of the Council and shall perform other duties as may be prescribed by the Council. Initially the membership committee chair shall be the Secretary of the Association.

4. The treasurer shall have ultimate custody of all corporate funds, property and securities subject to such regulations as may be imposed by the Council. The treasurer shall keep, or cause to be kept, full and accurate accounts of receipts and disbursements and shall deposit, or cause to be deposited all Association funds and other valuable effects in the name of and to the credit of the Association in a depository or depositories designated by the Council. Association funds may be deposited only in banks or institutions which are insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation if maintained in the United States, or under similar protection if held in non-U.S. institutions. The treasurer and president shall co-sign all expenditures over one-thousand U.S. dollars, or equivalent. Either the treasurer or president may issue checks on the Association for smaller sums, given the understanding that all such expenditures are for the sole benefit of the Association. The treasurer shall perform all duties incident to the office of treasurer, subject to the control of the Council.

C. Executive Committee. The Executive Committee shall be composed of the officers of the Association, which are the president, vice presidents, secretary, treasurer, and immediate past-president. The executive director, if such is hired by the Council, shall be a non-voting ex officio member of the executive committee as specified in Article VI A below. The executive committee may exist without a treasurer, as specified in these By-Laws.

ARTICLE VI. Staff

A. Executive Director. The executive director, if hired, is responsible for administering the program of the Association. The executive director is accountable to the Council and shall work closely with it to fulfill the objectives of the Association. The executive director, as authorized by the Council's fiscal policy, shall sign or delegate authority to sign checks with the Treasurer as specified in these By-Laws, and enter into agreements with the approval of the Council which are necessary to carry out the objectives of the Association. The executive director may hire other staff members as the Council authorizes. The executive director shall be an ex-officio member of the Council. The executive director shall not be entitled to vote but shall be entitled to notice of, and may attend, meetings, except those portions of a meeting at which matters directly relating to the director are discussed.

B. Other Staff. All other staff shall be supervised by and accountable to the director. In the case that there is no executive director, staff may be supervised by whoever is appointed by the President.

C. Hiring policies. Hiring shall be conducted in full compliance with the Association's anti-discrimination policy.

ARTICLE V. Awards

The IAA Awards Committee is to establish Association awards to be presented to nominated candidates each year. Medals and/or certificates will be presented in the following categories: Outstanding Contributions to Astrostatistics (one only), IAA Fellow (no more than six), and Outstanding Publication during the previous year. Publication awards may be subdivided into awards for open, postdoctoral, and student categories, with no more than two awards granted per category. Any additional awards and criteria for nomination and selection of winners shall be established by the awards committee with the two-thirds approval of the Council voting.

ARTICLE VIII. Finances

A. Fiscal Year. The Council shall establish the corporation's fiscal year. Initially the fiscal and annual years are to coincide.

B. Budget. When applicable, the Council shall prepare and adopt a budget at its first meeting each year.

C Annual Financial Statement. When there are funds available in the Association account, the treasurer shall prepare an annual financial statement for distribution to the Council.

D. Fiscal Policy. The Council shall adopt and from time to time review a fiscal policy setting out a formal procedure that shall govern internal controls, the signing of checks; the obligation of funds; approval of contracts, leases, deeds and mortgages; and other significant aspects of the organization's fiscal operation. The fiscal policy shall assure that the Association shall have sound financial controls that are appropriate, under generally accepted accounting principles, to its size and purpose.

E. Seal. The Association will not use a common seal. The signature of the name of the Association by an authorized person shall be legal and binding.

F. Annual dues. Membership dues may be established by the Council with a two-thirds approval. Alternatives to dues may be established

ARTICLE IX. Amendments of the Charter and Bylaws

The charter and these By-Laws may be amended, supplemented, or repealed by a two-thirds vote of the Council present at any meeting at which a quorum is present. Before the Council may vote on an amendment to the By-Laws, notice must be given to the Council of the proposed amendment at a prior meeting of the Council, and in no case less than 30 days before the amendment is to be considered. These By-Laws shall become effective on 1 January, 2017 upon approval by the Council.

ARTICLE X. Statement of Nondiscrimination

The Association, through its officers, shall not discriminate against any person in the hiring of personnel, election of officers and Council members, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, national origin, disabling condition, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with the United States anti-discrimination laws, e.g., Title VI of the United States Civil Rights Act of 1964; Section 504 of the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975, and similar legislation enacted in other States.

These By-Laws have been approved by a two-thirds vote of the IAA Council on this 7th day of October, 2016.

Witnessed
and

Approved: Joseph M. Hilbe 7 October, 2016
Joseph M. Hilbe, President date

Stefano Andreon 13 October, 2016
Stefano Andreon, Secretary date