

International Association for Official Statistics –Proposed New Statutes for IAOS Member feedback, April 2024

This version provides only the proposed new statutes

Members who wish to see the changes from the 2013 version of the statutes, or the work to date on the revision, should use of the document International Association for Official Statistics –Proposed New and Current Statutes, Draft v6

Draft for IAOS member feedback

Proposed Changes to be made – Summary

The major drivers for changing the statutes have been

- Implementation of the Act on Management and Supervision of Legal Entities (MSLE) Act in the Netherlands, which has meant that all legal entities need to review their legal arrangements, specifically those related to governance and management. Consequences of this have included the introduction of a Code of Conduct for IAOS EXCO members, and the clarification of the formal relationship between the ISI and its associations, including the IAOS.
- Changes in working procedures, including establishment of sub-groups such as the Krakow Group, and evolutions in the composition of the EXCO membership

Key Proposed changes
Introduction of a new statute covering the establishment, reporting and dissolution of IAOS sub-groups – Statute 9
Introduction of a new statute setting out the relationship between the ISI and the IAOS - Statute 5
Changes to statutes related to membership of the IAOS, to simplify and standardise the different types of IAOS members (individual and organisational/ institutional) - Statute 3
Changes to the terms used for organisational/institutions and their definitions – Statute 3
Changes to the statutes related to the Executive Committee (EXCO) in light of the MSLE and the implementation of the Code of Conduct, along with evolution in the composition of the EXCO. - Statute 7
Changes to the statutes related to the General Assembly, giving the General Assembly held during non-WSC years, the power to change statutes – Statute 6
Introduction of standard definitions of key terms used in the statutes

Terminology

Term	Explanation
Code of Conduct	The guidelines which set out how members of the IAOS Executive Committee (herein referred to as the EXCO) should <u>behave</u> as an IAOS Officer.
EXCO	IAOS Executive Committee. Consists of elected and co-opted Executive Committee members, along with the Ex-Officio Member (ISI Director) and Special Invitees. All these members are officers of the International Association for Official Statistics within the ISI legal structure and entrusted with the management of the Association as laid down in article 6 of the IAOS Statutes.
IAOS Statutes	The statutes state what rules and procedures apply to IAOS and state why the IAOS is set up, how it operates and who is responsible for what.
Individual Member	Persons who have joined in an individual capacity and not acting as a representative of an Organisational Member or any other legal entity or organization
ISI Association	As specified in ISI Statute 7, an ISI Association may be established by the ISI General Assembly to promote the mission and objectives of the ISI in particular areas of specialization or in particular geographical regions. An Association shall have: <ul style="list-style-type: none"> • Its own members, • own organizational structure, • Statutes and By-laws.
ISI Section	As only the ISI is registered under Dutch law, and so is the only legal body; for legal purposes, the Associations of the ISI (as set out in ISI Statute 7) are referred to as Sections of the ISI.
ISI Statutes and Bylaws	The ISI Statutes and Bylaws as of 2011 https://www.isi-web.org/isi-statutes and https://www.isi-web.org/laws-international-statistical-institute
MSLE	Act on Management and Supervision of Legal Entities (“Wet Bestuur en Toezicht Rechtspersonen”, which entered into force in the Netherlands, where the International Statistical Institute (ISI) is registered, on 1 July 2021

<p>Organisational Members (previously known as Institutional Members)</p>	<p>Organisations, including educational and scientific institutions, government and non-profit organizations, business enterprises, etc, which have paid the relevant membership fees. The categories of these are</p> <ol style="list-style-type: none"> a. Institutional members (including National, regional, and international statistical institutes/agencies) b. Affiliates (including National and Regional statistical societies and associations) c. Educational and Scientific Institutes (such as universities or university departments, scientific institutions) d. Corporate ((Private Corporations who shares the values and objectives of the IAOS and the ISI) e. Other (other organisations such as NGOs)
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Introduction

The International Statistical Institute (ISI) is a formal association (“formele vereniging”) registered in the Netherlands, at the Chamber of Commerce, number 40408414. As specified in ISI Statute 7, an ISI Association* may be established by the ISI General Assembly to promote the mission and objectives of the ISI in particular areas of specialization or in particular geographical regions. An Association shall have:

- Its own members
- Its own organizational structure,
- Statutes and By-laws.

(*Note - As only the ISI is registered under Dutch law, and so is the only legal body; for legal purposes, the Associations of the ISI (as set out in ISI Statute 7) are referred to as Sections of the ISI.

While the IAOS, like all associations of the ISI, is subject to the ISI statutes, it also has its own set of statutes. These were last revised in 2013. In addition, during the IAOS General Assembly meeting held virtually on 20 August 2020, members agreed to amend article 5.2 to enable General Assemblies to be held virtually.

This current revision of the IAOS Statutes, addresses the impact of the following:

- The implementation of the Act on Management and Supervision of Legal Entities (“Wet Bestuur en Toezicht Rechtspersonen”, referred hereinafter as the MSLE Act) which entered into force in the Netherlands, where the International Statistical Institute (ISI) is registered, on 1 July 2021. One consequence of this was the introduction of a Code of Conduct for IAOS Executive Members, referred

hereinafter as the Code of Conduct, and clarification of the relationship between the ISI and the various associations (such as the IAOS)

- Changes in a number of working procedures in the IAOS, including the establishment of several sub-groups, such as the Krakow Group.

In addition, a small number of changes have been made to ensure relevance with the current environment. This includes ensuring that terms are gender-neutral, that the statutes reflect the impact of technology, and address changes in terminology, e.g. for organisational members (previously known as institutional members)

Consequences for the Statutes

This has meant that there have been changes to all Statutes, plus the introduction of new statutes. Specifically:

- New Statutes
 - Statute 5 (Relationship of IAOS and ISI)
 - Statute 9 (Standing and Ad hoc Committees)
- Significant Changes to the following
 - Statute 3 (Membership)
 - Statute 6 (General Assembly)
 - Statute 7 (Executive Committee)
- Some Changes to the following
 - Statute 11 (Reporting)
 - Statute 12 (Amendments to the Statutes)
 - Statute 13 (Language)

- Minor, e.g. Numbering or Minor Wording Changes to the following
 - Statute 1 (Name)
 - Statute 2 (Objectives)
 - Statute 4 (Organs)
 - Statute 8 (Election of Officers)
 - Statute 10 (Finances)

Note that in all cases, the Statute number relates to the numbering used in the Proposed New Statutes.

Draft for IAOS member feedback

Proposed Statutes, April 2024

1. Name
1.1 The name of the Association shall be the International Association for Official Statistics (IAOS), hereinafter called the Association. The Association shall be an Association of the International Statistical Institute (ISI) in accordance with Article 7 of the ISI Statutes and para. 3 of the ISI By-laws. (see https://www.isi-web.org/isi-statutes)
2. Objectives
2.1 The objectives of the Association shall be to promote the understanding and advancement of official statistics and related subjects and to foster the development of effective and efficient official statistical services through international contacts among individuals and organizations, including users of official statistics as well as research institutes.
2.2 In order to realize its objectives, in accordance with the ISI statutes and ISI formulated strategy, the Association may:
a) organize meetings, seminars, conferences, and related activities independently or in collaboration with other organizations;
b) collaborate with international, national, regional and other organizations and institutions having objectives consistent with those of the Association, including other ISI Associations, official statistical offices, national and regional statistical associations and similar
c) publish regular publications (e.g. Statistical Journal of the International Association of Official Statistics (SJIAOS)), periodicals, pamphlets, books, information circulars, etc. independently or in cooperation with other organizations; whether in hard copy or electronic format
d) provide electronic forums for the exchange of information and views on topical issues related to official statistics, and/or the work of the Association;
e) establish and operate specific working groups and special interest groups on issues related to specific areas of official statistics, as set out in Article 9
f) undertake or participate in cooperative activities, make business transactions and take all other necessary action for the advancement of the objectives of the Association.
3. Membership

3.1 The membership of the Association shall be of two types, without any restriction on number:

- a) individual members; and
- b) organisational members which may be educational and scientific institutions, government and non-profit organizations, business enterprises, etc. The categories of these are
 - i. Institutional members (including National, regional, and international statistical institutes/agencies)
 - ii. Affiliates (including National and Regional statistical societies and associations)
 - iii. Educational and Scientific Institutes (such as universities or university departments, scientific institutions)
 - iv. Corporate ((Private Corporations who shares the values and objectives of the IAOS and the ISI)
 - v. Other (other organisations such as NGOs).

3.2 Individual members of the International Statistical Institute may become individual members of the Association by applying to the ISI Executive Director and paying any prescribed dues. Payment of Association dues by members of the Institute shall be in accordance with the By-laws of the ISI

3.3 Individuals who are not members of the ISI, or the nominated representatives of IAOS organisational members, and who are interested in the objectives of the Association, may become members by applying to the ISI Executive Director and paying any prescribed dues.

3.4 Pro-bono individual membership of the Association for one year can be granted by the Association in the following circumstances:

- winners of the annual Young Statistician Prize competition
- other situations as determined by the IAOS EXCO

3.5 Individual Membership shall be terminated by death of the member, resignation, termination of the membership by the ISI or for non-payment of the dues of the Association during the preceding calendar year, or for other reasons as may be prescribed by the EXCO.

3.6 Organisational members (as defined in Article 3.1) shall be entitled to

- designate a representative who may attend meetings of the Association and participate in the Association's scientific programme of meetings with the same privileges as the individual members.
- receive one set of the publications of the Association on the same conditions as individual members.
- send one (1) nominated representative to conferences at membership rates

3.7 Institutional/Organisational members of the International Statistical Institute may become organisational members of the Association by applying to the ISI Executive Director and paying any prescribed dues. Payment of Association dues by members of the Institute shall be in accordance with the By-laws of the ISI

3.8 Other organisations, not members of the ISI, may also become organisational members of the Association by applying to the ISI Executive Director and paying any prescribed dues. Payment of Association dues by members of the Institute shall be in accordance with the By-laws of the ISI

3.9 Organisational membership shall be terminated by

- resignation,
- termination of the membership by the ISI,
- non-payment of the dues of the Association during the preceding two calendar years, or
- for other reasons as may be prescribed by the EXCO.

In the case where the member is a legal entity, the membership ends when the entity ends to exist, also when this is the result of a merger or split up unless the EXCO decides otherwise.

3.10 If the EXCO determines that an individual, or organisational member has acted in a way that contravenes the Statutes or is detrimental to the objectives of the IAOS, the EXCO may terminate the IAOS membership. In this case, the member may appeal the decision to the ISI Council within four weeks of receipt of the decision. The Council shall make a final decision according to the

4. Organs

4.1 The organs of the Association are:

- a) the General Assembly composed of the individual members, and one designated representative from each organisation which is a member; and
- b) the Executive Committee composed of the Officers of the Association in accordance with Article 7.2.

5. Relationship between IAOS and ISI

5.1 The IAOS was founded in 1985, as a specialized section of the International Statistical Institute (ISI). As such, it is subject to the ISI Statutes. This means that (not limited to):

- a) As per ISI Statutes Article 7 (d), the IAOS shall not undertake any action that contravenes the objectives and interests of the ISI.
- b) The President of the IAOS is an ex-officio member of the ISI Council (ISI Statutes Article 7(b)).
- c) The Director of the ISI is an ex-officio member of the IAOS Executive Committee
- d) The Director of the ISI is authorized to represent the IAOS Executive Committee and to perform all formal and legal acts, where the IAOS Executive Committee is authorized according to ISI statutes and bylaws, and the IAOS statutes.

5.2 As per ISI Bylaw 3, the following applies to the IAOS.

- a) The IAOS' mission and objectives must be in harmony with those of the ISI.
- b) The IAOS' statement of objectives, its rules of admission to and termination from membership, its By-laws, and amendments to the foregoing, shall be subject to approval by the ISI Council.
- c) The IAOS shall timely provide all necessary input for the annual report of IAOS' activities and finances to the ISI Permanent Office.
- d) In addition to having its own programmes and conferences, the IAOS shall participate in the scientific work of the ISI. In particular, the IAOS shall assign one representative to the Scientific Programme Committee of the World Statistics Congress.

The IAOS shall be supported as much as practically possible by the ISI Permanent Office.

5.3 In case the activities of the IAOS should seriously contravene the objectives or statutes of the ISI:

- a) the ISI Council, at the instigation of the ISI President as chair of the ISI Council, will discuss the matter with the IAOS Executive Committee;
- b) If the matter has not been resolved, the ISI Council will propose to the ISI General Assembly to discuss the matter and how to resolve. The IAOS shall be given an opportunity to appeal to the ISI General Assembly by providing information;

The ISI General Assembly shall make the final decision on the resolution of the problem.

6. General Assembly

6.1 The General Assembly shall be the highest authority of the Association. However, as set out in Article 5, the Association is also subject to the statutes of the ISI.

6.2 A meeting of the General Assembly shall be convened every year, if possible, conjointly with the ISI World Statistics Congress or the biennial IAOS conference.
The General assembly meeting may be held virtually or in mixed format (in person and virtual attendees). In the case of a virtual or mixed meeting format, members are given the opportunity to participate online and vote.

6.3 Subject to Article 6.2, the meetings of the General Assembly shall be held at such times and places as the Executive Committee may decide.

6.4 Notification specifying the place and date of a General Assembly shall be provided to all members of the Association by email and placed on the IAOS website and other relevant IAOS or ISI electronic media, not less than two months before the date of the meeting.

6.5. The convocation for the General Assembly may be sent by e-mail or at the specific request of a member, through postal mail.

6.6 Each individual member and one designated representative from each organisational member, shall have one vote. Proxy voting is only allowed in the procedure for changing the statutes as described in Article 11.

6.7 The quorum for any General Assembly meeting must be at least 50% of the members, in addition to the President or President-Elect.

6.8 If a member has a personal or financial interest in a topic under discussion at the General Assembly, he/she must make a Conflict-of-Interest statement. He/she may give a presentation but will refrain from participating in the discussion and from voting. The conflict-of-interest statement(s) will be recorded in the minutes. The minutes will also record the names of any members not eligible to participate in the discussion and voting.

6.9 The decisions of the General Assembly shall be made by a simple majority of votes cast at a meeting or by electronic means except as otherwise stated by the Statutes. Electronic voting may be organized prior to the General Assembly. Votes expressed electronically shall be considered as valid as votes in person at the General Assembly.

7. The Executive Committee

7.1 The Executive Committee shall be responsible for the proper management of the affairs of the Association in accordance with the Dutch law (specifically including the Act on Management and Supervision of Legal Entities (MSLE Act)), ISI statutes and by-laws, IAOS statutes, policy decisions and guidelines of the IAOS General Assembly and the IAOS Executive Code of Conduct.

7.2 The Executive Committee shall be composed of the Officers who shall be

- a President,
- a President-Elect,
- four elected EC Members, and
- the Director of the Permanent Office of the ISI (ex-officio) acting as the Executive Director and Treasurer.

As described in Article 7.6, the Executive Committee may also coopt up to three further members and invite IAOS members with specific responsibilities to serve on the EXCO

7.3 The principles for decision making responsibilities of members of the Executive are set out in the IAOS Executive Code of Conduct (*link to come*). All members of the Executive are required to review and sign the Code of Conduct at the start of their term of office.

7.4 The term of office of all elected Officers shall be two years. After one term, officers shall be eligible for re-election to the same office, but only two terms may be served consecutively.

7.5 The elected Officers shall all be citizens of different countries (or federations of countries) and the Executive Committee shall have balanced representation from different geographic areas and from producers and users of statistics.

7.6 The Executive Committee may co-opt up to three further members of the IAOS to serve on the EXCO until the next election.

A representative of each Standing and Ad hoc Committees (as described in Article 7.8), will also be invited to serve on the EXCO until the next election.

In addition, other IAOS members with specific responsibilities (including SJIAOS Editor in Chief, Special Advisor to President), etc will also be invited to serve on the EXCO.

7.7 All members of the Executive Committee (whether elected, co-opted or invited) must be individual members of the IAOS

7.8 The Executive Committee may appoint standing and ad hoc committees, as described in Article 9.

7.9 The President shall preside over the meetings of the General Assembly and shall have general responsibility for the execution of the policies and decisions of the General Assembly. In order to ensure the continuity of management of the Association, the President shall keep the President-Elect closely informed with respect to all relevant activities.

7.10 The President will appoint a support person (usually from within the staff of the NSO or organisation that they work for) to provide administrative support for the work of the Executive, including arranging meetings and similar. This person will also liaise with the relevant webmaster for the IAOS website in relation to informing members of key IAOS activities

7.11. The Association shall be formally represented in law by the ISI director, on behalf of the Executive Committee.

7.12 In the event that the Presidency is vacant or that the President is for any other reason unable to fulfil his/her responsibilities, the President-Elect shall serve for the remaining term of the President or until the President shall again be able to serve, as the case may be. If the President-Elect is for any reason unable to fulfil this responsibility, one of the Members shall be elected by the Executive Committee in his/her place.

7.13 The President-Elect shall utilize his/her term to get acquainted with the business of the Association.
Upon the expiry of his/her term of office, the President – Elect will assume the duty of President for the next two -year term.

7.14 The Officers shall assist the President in all important activities of the Association. This includes participation in regular meetings of the EXCO, as well as input into relevant matters outside of the formal meetings.
In order to facilitate their work, they will be kept informed about all the important matters during the course of their term.

7.15 The quorum for any meeting of the EXCO is a minimum of six (6) members, of which at least three (3) must be elected members, in addition to the President or President-Elect.

If a member cannot attend (temporary absence), the member will report their absence to the Secretary or the President of the meeting, this absence will be recorded in minutes of the meeting.

7.16 If, for any reason, an office becomes vacant, a substitute officer shall be appointed, on the nomination of the President and with the approval of a majority of the Executive Committee
7.17 Key decisions made in the EXCO will be shared with IAOS members.
7.18 The Director of the Permanent Office of the ISI, acting as the Treasurer, shall administer the funds, maintain the accounts and provide the financial records of the Association as specified by the Executive Committee.
8. Election of Officers
8.1. Every two years the Executive Committee shall appoint a Nominating Committee consisting of five members who shall be selected from among the individual members of the Association and shall all be citizens of different countries (or federations of countries). The task of the Nominating Committee shall be to make nominations for the posts of President-elect and the four elected Executive Committee members
8.2. The Executive Committee shall designate one member of the Nominating Committee as its chair. The Chair of the previous Nominating Committee shall serve as an ex officio member without voting rights.
8.3 The President shall inform the members of the Association of the setting up of the Nominating Committee and invite them to submit names of possible candidates to the chair of the Nominating Committee.
8.4. In nominating candidates, the Nominating Committee shall give careful attention to the importance of achieving proper geographical distribution, gender balance and proper balance between producers and users of official statistics. The Nominating Committee should also consider succession planning – i.e., ensuring that wherever possible, there is a mixture of new and existing elected members on the EXCO.
8.5. The Nominating Committee shall develop a slate of candidates, all of whom MUST be individual members of the IAOS, as set out in Article 7.7. The slate may include a single candidate or more than one candidate for each post. The Nominating Committee shall submit this slate along with a report to the President at least six months before the General Assembly at the World Statistical Congress (WSC).
8.6. At least five months before the General Assembly at the WSC the final slate of candidates shall be presented by the ISI Executive Director to the members. If the number of candidates for an office does not exceed the number of vacancies, the candidates in question shall be declared elected without vote.

8.7. Where there is more than one candidate for a post, voting shall be organised by the ISI Executive Director. The voting may be done by electronic means or by mail ballot.
8.8. The voting period shall be at least 6 weeks.
8.9. The results of the voting shall be laid down in a report drawn up by the ISI Executive Director and presented to the IAOS Executive Committee at least one month before the General Assembly at the WSC.
8.10. The President shall deliver a report on the outcome of the voting to the General Assembly.
8.11. For each office, the candidate or candidates having received the highest number of votes shall be declared elected. In the event of a tie, the candidate who has been an individual member of the IAOS the longest shall be declared elected.
8.12. Candidates for each office receiving the largest number of votes shall be considered elected and the membership of the Association shall be notified of the results of the elections. This notification shall include the information about any ties that may have
8.13. The term of office of each Officer (elected, co-opted and special attendees) shall begin after the meeting of the General Assembly at which they were elected.
9. Standing and Ad hoc Committees
9.1 As described in Article 7.8, the Executive may appoint standing and ad hoc committees. These committees may cover specific areas of statistics. Membership of these committees is expected to take into consideration geographical and gender considerations as well as specific subject matter expertise.
9.2 A proposal for the establishment of a standing committee should be endorsed by the IAOS General Assembly and includes a clear statement of the objectives, the operational structure and a list of potential members.
9.3 The standing committees may have their own organisation structure and statutes, which will comply to the ISI Statutes
9.4 Each Standing or Ad hoc Committee is required to provide a written report to each EXCO meeting, and to the IAOS General
9.5 Each Standing or Ad-hoc committee is required to have a nominated representative attend every EXCO meeting.
9.6 In case a Committee is inactive, the EXCO may decide to replace the chair and/or members, or abolish the Committee. The final decision to abolish a committee will be made by the IAOS General Assembly.
10. Finances

10.1 Financial resources of the Association shall consist of membership dues, donations, contributions and income, if any, from other sources.
10.2 No donation may be accepted unless approved by the Executive Committee.
10.3 The membership dues to be paid by members, which may be different for individual and organisational members and for different countries, shall be prescribed by the Executive Committee.
10.4. In exceptional cases of recognized hardship, the Executive Committee may waive, reduce or postpone the payment of dues for which an individual member is liable.
10.5. The Officers of the Executive Committee, (elected, co-opted and members with special responsibilities) except the Executive Director, shall serve without compensation.
10.6 An external auditor is appointed by the ISI to examine the annual financial report and issue a statement.
11. Reporting
11.1. The Executive Committee shall submit an annual report to the members within six months of the end of each fiscal year, unless the General Assembly extends this period. This report will be published on the IAOS website and other relevant IAOS or ISI electronic media, as well as sent to all IAOS members.
11.2. The annual report shall include the activities of the Association, a financial statement covering all income and expenditure over the preceding fiscal year and a statement of the assets and liabilities as of the last day of the three preceding years.
11.3 The financial statement must be based on the audited accounts as set out in Article 10.6
11.4. The report will be approved by the members of the Executive Committee and the Executive Director
12. Amendments to the statutes
12.1 Amendments to the IAOS Statutes can only be endorsed by the ISI Council after a decision at a IAOS General Assembly meeting
12.2. Proposals for amending the Statutes can be submitted by the Executive Committee.
12.3. Proposals can also be submitted by individual members and must be signed by at least 10 members. The delivery of the proposal must respect the time schedule in Article 12.4.
12.4 The President shall ask the Executive Director to transmit the proposals and, in case of a proposal submitted under article 12.3, the views of the Executive Committee to all members at least two months before the General Assembly.

12.5 The proposals for amendments shall be brought forward to the members, who shall be asked to express their opinions. The members may express their opinions electronically before the General Assembly They may nominate a proxy, who may be the Executive Director, and direct that proxy how to vote.

12.6. Opinions shall be provided, and proxies nominated at least 30 days before the General Assembly. The Executive Director shall be notified of all nominations for proxies within this period.

12.7.A majority of two thirds of the votes cast, including by proxy is required for any amendment to be successful.

12.8. The dissolution of the Association or the alteration of its name shall be treated as an amendment of its Statutes

13. Language

13.1 The working language of the Association shall be English.

13.2 The conference languages of the ISI shall be - the working language - any other languages for which adequate interpretation facilities for conferences etc, can be made available at the expense of the host country.

13.3 The Local Organising Committee of any IAOS conference shall be entitled to designate its national language(s) as additional conference language(s).

13.4 The working language shall be translated into the conference languages at the General Assembly meeting at the expense of the host country.

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