

# Revised Constitution for the International Palaeontological Association

The current IPA Constitution contains changes approved July 8, 2002 at the IPA business meeting held at MacQuarie University during the IPC 2002, Sydney, Australia.

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At the General Assembly of the International Palaeontological Association (I.P.A.), Moscow, 9th August, 1984, the following revised Statutes and By-Laws were adopted. The revision was necessary in order to enlarge the scientific activities of the I.P.A. and to guarantee a better continuity.

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## Statutes

The I.P.A. was founded in Washington, D.C., U.S.A., in July, 1933 during the 16th Session of the International Geological Congress under the name of *International Paleontological Union* (I.P.U.). The first constitution was published in the *Journal of Paleontology*, Vol. 12 (1938). A revised constitution of I.P.U. was adopted in London, England on 17th July, 1958 during the 15th Session of the International Zoological Congress. The new name 'International Palaeontological Association' and a new constitution were adopted on 25th August, 1972 during the 24th Session of the International Geological Congress in Montreal, Canada. This constitution was published in *Lethaia* (1973, v. 6, no. 1, pp. 91-99). Revisions of the Montreal constitution were adopted on 9th August 1984 during the 27th Session of the International Geological Congress in Moscow, USSR; the revised constitution is published here.

### **Article I. Name**

- (1) The name of the organization is the International Palaeontological Association (I.P.A.).
- (2) The I.P.A., because of its interdisciplinary character, is affiliated to both the International Union of Geological Sciences (I.U.G.S.) and the International Union of Biological Sciences (I.U.B.S.).
- (3) The present constitution of I.P.A. (as laid down in these Statutes and By-Laws) was adopted in Montreal, Canada on 25th August, 1972 during the 24th Session of the International Geological Congress and revised in Moscow, USSR during the 27th Session of the International Geological Congress on 9th August, 1984, and is effective from that date.
- (4) The association is organized exclusively for charitable and educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

### **Article II. Aim**

- (1) The aim of the I.P.A. is to promote and coordinate international cooperation in palaeontology, including palaeobotany and palaeozoology of all geological periods, and to encourage the integration and synthesis of all palaeontological knowledge.

(2) To this end the activities of the I.P.A. shall include:

- (a) Organization of international meetings especially in association with international congresses;
- (b) Collaboration with the officers responsible for programmes of international congresses to ensure that items of palaeontological interest are included on the programme of such congresses;
- (c) publication of a world directory of palaeontologists;
- (d) Cooperation in the publication of international journals devoted to palaeontology;
- (e) Encouragement and incorporation of International Research Groups within special fields of palaeontology, such as the organization of symposia, the publication of proceedings, and by such other methods as shall be decided;
- (f) Cooperation with other international organizations having interests allied to palaeontology;
- (g) Representation in I.U.G.S. and I.U.B.S. of national palaeontological societies;
- (h) Any other activities considered appropriate by the Executive Committee.

### ***Article III. Membership***

Information concerning IPA membership is presently under revision.  
Current membership information and *Lethaia* subscription rates can be found on the IPA web site at <http://ipa.geo.ukans.edu/mission.html#membership>

### ***Article IV. Administration***

The affairs of the I.P.A. shall be administered by the General Assembly and on behalf of the General Assembly by the Council through the Executive Committee.

#### ***Article IV A. General Assembly***

(A1) The General Assembly is the highest authority of the I.P.A. and is constituted of:

- (a) Subscribing Members;
- (b) Ordinary Members, and
- (c) Appointed delegates of Corporate Members.

(A2) Meetings of the General Assembly

- (a) Ordinary meetings shall normally be held at each session of the International Geological Congress.
- (b) Special meetings may be convened at the discretion of Council to coincide with a session of any other international congress.
- (c) Special Meetings must be convened by the Secretary-General within twelve months of the receipt of a request of 10% of the membership in writing.
- (d) Notice convening Special Meetings shall of the General Assembly shall be published in or circulated with I.P.A. journals at least six months before they are held; alternatively such notice may be given to the membership in writing by post.

(A3) The Transaction of the General Assembly shall include the following items taken in

succession:

- (a) Reading and approval of the minutes of the previous General Assembly;
- (b) Reports from Officers, the Executive Committee and Council;
- (c) Reports of activities of Committees and International Research Groups;
- (d) Presentation of and voting on amendments to the Statutes if any;
- (e) Elections of officers (except that of Past President and Past Secretary-General) and Executive Committee;
- (f) Other business.

All reports under (b) and (c) shall be presented in writing to members of the Assembly. They shall be open to questions and discussion.

(A4) All members entitled to a vote have the right to attend all meetings of the General Assembly, to participate in the debates and to present proposals for nomination of Officers, Committee Members and Councillors as laid down below.

(A5) Voting Procedures

- (a) In voting, any person entitled to a vote, but unable to attend a meeting may appoint any other person present at the General Assembly to act as a proxy, provided such authority has been given in writing and has had the prior acceptance of the Executive Committee.
- (b) Decisions of the General Assembly shall be by simple majority except for those on amendments of statutes and By-Laws or on the dissolution of the I.P.A. which shall be transacted as determined by Article VIII.
- (c) All voting on elections and on amendments to the Statutes shall be by ballot.
- (d) If requested by at least one third of the members present or by the Chairman, voting on other business shall be by ballot.

(A6) The President of I.P.A. (or one of the Vice-Presidents acting as his deputy) shall take the chair at all business meetings of the General Assembly. The Secretary-General of I.P.A. (or his deputy) shall act as secretary at such meetings.

#### ***Article IV B. Officers***

(B1) The Officers of I.P.A. shall be as follows: President; Five Vice-Presidents; Secretary-General and Treasurer.

(B2) President's Term of Office

- (a) The President shall take office immediately upon election.
- (b) The President shall hold office from the time of his election until the election of his successor at the next Ordinary Meeting of the General Assembly.
- (c) No person may hold office as President for two successive terms.
- (d) If the office of President becomes vacant through death or resignation, one of the vice-Presidents shall be elected by Council to take his place.

(B3) Other Officers' Terms of Office

- (a) All Officers shall hold office from the end of one Ordinary Meeting of the General Assembly

until the end of the next Ordinary Meeting.

(b) If any office becomes vacant through death or resignation, the Council has authority to elect a successor, who will hold office until the end of the next Ordinary Meeting of the General Assembly.

(c) Vice-Presidents may hold office for only two successive terms.

(d) Secretary-General and Treasurer may hold office for further successive terms.

(e) A nominating Committee shall be appointed by Council to select a slate of names for coming vacancies. The Nominating Committee shall consist of six members the Secretary-General (who shall act as chairman but have no vote) two members of Council, and three members of the I.P.A. who are not members of Council. The Nominating Committee will invite the membership-at-large to suggest names for nomination to office, and will consider all suggestions.

Additional nominations may be made by any member of I.P.A. provided such nomination is supported by at least five other members, and is made in writing, and is received by the Secretary-General before the opening of the next Ordinary Meeting of the General Assembly. Such nominations must include evidence that the nominee is willing to accept office if elected.

#### ***Article IV C. Executive Committee***

(C1) The Executive Committee shall consist of thirteen members as follows: President, five Vice-Presidents, immediate Past President, Secretary-General, immediate Past Secretary-General, treasurer, two Members-At-Large elected from the general membership of the Association as specified in Article IV A1., and a member coopted for the coordination of the palaeontological and stratigraphical programme during the next session of the International Geological Congress.

(C2) The two Members-At-Large thus elected must be residents of different countries.

(C3) The term of office of the Executive Committee is from the end of one meeting of the Ordinary General Assembly until the end of the next meeting.

(C4) Members-At-Large of the Executive Committee may not serve for more than two consecutive terms.

(C5) The nomination and election of membership shall be as laid down in Article IV B for the election of officers, except that additional nomination for election to the Executive Committee may be made from the floor of an Ordinary Meeting of the General Assembly, but the nominating member or members must be able to assure the assembly that their nominee(or nominees) will accept the nomination.

(C6) The Executive Committee may conduct its business by post or in meeting.

(C7) At meetings of the Executive Committee, the President (or in his absence one of the Vice Presidents as his deputy) shall take the chair.

(C8) Decisions of the Executive Committee are by simple majority. Each member, including the Chairman, has one vote. If there is a parity of votes, the President (or in his absence the Chairman) has a second (casting) vote. A quorum shall be at least half the members of the Committee and must include three Officers, one of whom must be the President or one of the Vice-Presidents. Written ballots shall be used whenever requested by two or more Committee Members. Members unable to be present at a meeting shall be circulated by post and given the opportunity of voting by mail ballot.

(C9) The Executive Committee undertakes such business of the Council as may be delegated to it by By-Law or voting decision.

(C10) The Executive Committee has the authority to elect a successor to any office or position on Executive Committee or Council that becomes vacant through death or resignation between

successive sessions of the General Assembly. See Article IV B3. (b).

#### ***Article IV D. The Council***

- (a) One delegate from each Corporate Member of I.P.A.;
- (b) One delegate each, as appointed by the Executive Committee, to represent any country or region which in their view is under-represented in Council;
- (c) One delegate each, as appointed by the Executive Committee, to represent any palaeontological discipline which, in their view is under-represented in Council;
- (d) Such other persons as may be specified in the Bye-Laws;
- (e) The total number of Members and Delegates serving on the Council may be limited if so directed in the By-Laws.

(D2) The term of office of the Council is from the end of one Ordinary Meeting until the end of the next Ordinary Meeting of the General Assembly.

(D3) Councillors are eligible for reappointment.

(D4) Responsibilities of Council:

(a) The council represents the General Assembly during intervals between successive Sessions. It is responsible for implementing through the Executive Committee, the aims of I.P.A. as laid down in Article II, and will decide by vote any matters referred to it by the Executive Committee.

(b) Any member of the Council may ask the Secretary-General to add an item to the agenda for the deliberation of the Executive Committee.

(c) The Council will receive the Minutes of all business conducted by the Executive Committee.

(d) The Council has the authority to establish during its period of office, and on a temporary basis, any special commission it may wish to charge with a defined task. The Chairman of such a special commission must be a member of Council.

(D5) The Council may conduct its business by post or by meetings.

#### ***Article V. Finances***

(1) Membership fees for Ordinary Members, Subscribing Members and Corporate Members shall be determined by the Executive Committee and laid down in the By-Laws. The dues are payable on January 1st each year.

(2) I.P.A. is empowered to request and receive additional funds from organizations or individuals to further its aims as laid down in Article II.

(3) The funds of I.P.A. shall be held in custody by the Treasurer except for that part of the annual dues of Subscribing Members that may be assigned by By-Laws as set aside for the cost of the I.P.A. journal.

(4) Funds shall be deposited in banks or postal accounts in the name of I.P.A. and shall be readily available for the activities of I.P.A. At least one such account shall be opened in the country in which the Treasurer resides. Additional accounts may be opened in other countries.

(5) The Treasurer may be empowered to disburse I.P.A. funds in any way that the Executive Committee may decide to further the aim of I.P.A. as stated in Article II.

(6) The Treasurer and the Secretary-General shall each have the signature of the account.

(7) The accounts of I.P.A. shall be balanced as of 31st December each year and shall be presented to Council before May 1st.

(8) The Executive Committee is responsible for appointing two auditors who are not members of Council to audit each year the accounts of I.P.A. The report of the two auditors shall be quoted on the balance sheet as presented to Council.

#### ***Article VI. Domicile***

The legal domicile of I.P.A. shall be the place where the Secretary-General conducts his business.

#### ***Article VII. Representation***

(1) The official representative of I.P.A. is the President or any member of the Council appointed by him to act as his deputy.

(2) All contracts involving I.P.A. shall be signed by the President and the Secretary-General, acting on behalf of the Association.

#### ***Article VIII. Amendments, Affiliation, Dissolution***

(1) Amendments

(a) Statutes of I.P.A. can be amended only by an Ordinary Meeting of the General Assembly.

(b) Amendments may be proposed by the Executive Committee or by a group of at least twenty members of I.P.A.

(c) Proposals for amendments must be received by the Secretary-General at least 9 months before the next Ordinary Meeting of the General Assembly, who shall, not later than 6 months before the General Assembly, publish them in an I.P.A. journal or send them to members.

(d) Amendments shall take effect on ratification by a two-thirds majority vote of members present at an Ordinary Meeting of the General Assembly.

(2) Affiliation and Dissolution

(a) Proposals for the affiliation or the dissolution of I.P.A. must be received by the President and Secretary-General at least 9 months before the General Assembly who shall, no later than 6 months before the General Assembly, publish them in an I.P.A. journal or send them to members.

(b) The affiliation or dissolution of I.P.A. shall take effect on ratification by a two-thirds majority vote of Members present at an Ordinary Meeting of the General Assembly.

(c) Upon the winding up and dissolution of this association, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code.

(d) No part of the net earnings of this association shall ever inure to or for the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

(e) Notwithstanding any other provisions of these articles, the association shall not carry on any other activities not permitted to be carried on by an association exempt from Federal income

tax under Section 501 (c) (3) of the Internal Revenue Code of 1986.

### **Article IX. Language**

- (a) The official languages of I.P.A. will be those of the I.U.G.S.
- (b) The use of English is advocated.

### Article X. Interpretation of Statutes

The English text of these statutes will be authoritative

## **By-Laws**

- (1) The Journal *Lethaia*.

The Journal *Lethaia* is adopted, by arrangement with the *Lethaia* foundation, as an official journal of the Association.

- (2) Membership Dues

(A) All membership fees are on an annual basis and become due on 1 January. Dues are fixed as follows:

Subscribing Member: Subscription by an individual to the journal *Lethaia* shall constitute individual subscribing membership in the Association.

Corporate Member: according to the financial category of membership (1 to 5). The number of category coincides with the number of contribution units. The value of one unit is US \$7.50 for each 100 full members of the institution or organization incorporated.

(B) The publishers of *Lethaia* are authorized to collect dues of Subscribing Members.<BR>

(C) The Executive Committee is empowered to appoint Regional Collectors in any country to aid the Treasurer in the collection of dues.

- (3) Directories

The *Directory of Paleontologists of the World*, the *Directory of Fossil Collections of the World*, *PaleoLink*, or such other directories as the Association may prepare will be in electronic form and maintained and presented on the Association's web page.

- (4) Amendment

These By-Laws may be amended by a two-thirds majority of the Executive Committee provided that the proposed amendments have been circulated to the Council at least 6 months before a vote is taken.