

**International Society
for
Scientometrics and Informetrics
(ISSI)**

**COPY
of
ARTICLES OF ASSOCIATION**

English translation

FORMATION OF ASSOCIATION

Today, October the fifth, nineteenthundred and ninety-four, to me Master of Laws, Harm Albert Teijen, notary at the station of Utrecht appeared:

Mr. **Cornelis LE PAIR**, managing director, born in Leiden on March the second, nineteenthundred and thirty-six, number of passport **001271Z**, resident at 3435 VJ Nieuwegein, Smient 27, married.

The party declared:

- that in a meeting held in Berlin on September the fourteenth, nineteenthundred and ninety-three during the Fourth International Conference on Bibliometrics, Informetrics and Scientometrics the association **International Society for Scientometrics and Informetrics (I.S.S.I.)** has been founded;
- that during the foundation meeting the statutes were determined and the first board was assigned;
- that it was also decided to take the statutes in a legal act, and that he, party, was appointed to do the necessary;
- that the statutes are as follows:

STATUTES

Name and Seat

Article 1

1. The association is called: **International Society for Scientometrics and Informetrics (I.S.S.I.)**.
2. She has her seat in the town of Utrecht.

Aim

Article 2

1. The aim of the association is:
 - the advancement of the theory, methods and explanations with regard to the following areas:
 - a. quantitative studies of:
 - scientific, technological and other scholarly substantive information;
 - the science of science and technology, social sciences, arts and humanities;
 - generation, diffusion and use of information;
 - information systems including libraries, archives and databases;
 - b. mathematical, statistical and computational modelling and analysis of information processes.
2. She tries to achieve her aim by way of:
 - a. communication and exchange of professional information;
 - b. improving standards, theory and practice in all areas of the discipline;
 - c. stimulating research, education and training;
 - d. enhancing the public perception of the discipline.

Membership

Article 3

1. The association only knows normal members. Both natural and legal persons can be members.

2. Someone can be admitted as a member, after a written request has been applied with the board, which after that will decide about the acceptance. When the board does not accept someone, the general meeting still might decide to accept the person. Only the (legal) persons that subscribe to the aim of the association and really wish to participate in the activities of the association are admitted as members.
3. The secretary of the association meticulously keeps a membership file up to date.
4. The membership is personal and therefore not transferable nor susceptible to be got by succession.

Suspension

Article 4

The board is allowed to suspend a member for a period of at most one month, if the member repeatedly acts contrary to his membership obligations, or by acts or behaviour which severely harmed the interest of the association. During the period in which a member has been suspended, the rights that go with this membership can not be asserted.

End of membership

Article 5

The membership ends:

1. a. by decease of the member. When a legal person is a member of the association, then his membership ends when he ceases to exist, and also if the board of the association - after a decision to disincorporate the legal person concerned - has cancelled the membership;
- b. by cancelling by the member;
- c. by cancelling on behalf of the association;
- d. by deprivation.
2. a. Cancelling of the membership by the member can only occur towards the end of an association year. This takes place by written notification; the secretary has to be in receipt of this notification before December the first. The secretary is obliged to confirm the receipt by letter within eight days. If the cancelling did not take place in time, the membership will continue until the end of the next association year, unless the board decides otherwise, or if the member can reasonably not be expected to continue the membership.
- b. A member can cancel his membership immediately, within a month, after he has been informed about the decision to change the association into another legal form or into a merger.
3. Cancelling of the membership on behalf of the association can take place towards the end of the association year by the board, regarding a term of notice of at least three weeks, when the member - after he has repeatedly been summoned by letter - has not completely met his financial obligations towards the association on December the first, casu quo the requirements of the membership that could be determined at any time by the statutes. Cancellation by the board might imply immediate ending of the membership, when the association can reasonably not be expected to continue the membership. Cancellation always takes place by letter, stating one's reasons.
4. Deprivation from the membership can only be pronounced, when a member acts or has acted contrary to the statutes, rules or decisions of the association, or when the member concerned damages or has damaged the association in an unreasonable way. The deprivation takes place by the board, which immediately informs the member concerned

about the decision, stating her reasons. The person concerned is entitled to appeal with the general meeting, within one month after receipt of the notification. During the term of the appeal and pending the appeal, the member is suspended. The decision of deprivation by the general meeting will have to be taken with a majority of at least two/third of the number of legitimate votes.

5. When the membership ends during an association year, regardless of the reason or cause, the member nevertheless has to pay the complete contribution for the current association year, unless the board decides otherwise.
6. By cancelling his membership a member cannot withdraw from a decision, by virtue of which the financial obligations of the members are increased, undiminished the possibility of cancellation according to part two of this article.

Financial means

Article 6

1. a. The financial means of the association can, among other things, be formed by:
 - contributions of members;
 - assessments;
 - donations;
 - subsidies;
 - sponsor money;
 - receipts and gifts according to the law of inheritance.
- b. Inheritance(s) are only accepted by the association under the benefit of inventory.
2. Every member pays a contribution of which the amount is determined by the general meeting during the annual meeting. Moreover, every member pays the assessments determined by the general meeting; these may, on a yearly basis, not be more than the contribution.

Board

Article 7

1. The board is in charge of the management of the association, regarding the statements in article 8.
2. The board consists of at least three persons. The number of board members is determined by the general meeting. However, the maximum number of members is seven.
If the number of board members has come down below the minimum, the board will still be authorized as long as at least two members are present. The board is obliged to take care that the board will be composed consistent with these statutes as soon as possible.
3. The board members are appointed - at the suggestion of the board or at the suggestion of at least five members - by the general meeting, from the members of the association.
4. The board designates a secretary and a treasurer from one of them. The chairman will always be appointed by the general meeting as such.
5. The general meeting can suspend or dismiss a board member. To decide this, a majority of at least two/third of the legitimate votes is required.
6. The board members are entitled to resign, providing that this occurs by letter subject to at least three months' notice.
7. Yearly, at least one board member resigns according to a schedule to be made by the board. The resigning member will be eligible for re-election immediately.
8. The board is only entitled to conclude agreements, to receive, transfer or mortgage register-bounds goods, - for agreements to which the association ties itself as guarantor or

as several co-debtor, dedicates itself for a third party or ties itself to the debts of a third party to guarantee, - after approval of the general meeting. The lacking of this approval can only be invoked by the association.

9. The board needs the approval of the general meeting for money loans and to hire or rent register-bounds goods. The lacking of this approval can neither be invoked by the association nor by the opposing party.

Board meetings

Article 8

1. Board meetings will be held in Utrecht or a place to be decided on by the chairman.
2. Every calendar year at least one meeting will be held.
3. Moreover meetings will be held whenever the chairman thinks this desirable or if another board member appeals to the chairman by a written request, precisely stating the items to be treated. If the chairman does not grant the request so that the meeting can be held within three weeks after the request, the petitioner is entitled to convene a meeting himself - with due observance of the required formalities.
4. A meeting can be convened - except for the prescriptions in part three - by the chairman, at least seven days beforehand by convocations, excluding the day of the convocation and of the meeting.
5. The convocations will state, except time and place of the meeting, the items to be treated.

Board decisions

Article 9

1. As long as all functioning board members are present in a board meeting valid decisions can be taken on all discussed items - provided that they voted unanimously - even though the prescriptions in the statutes to convoke and hold meetings are not observed.
2. Meetings will be conducted by the chairman of the board; in his absence the meeting will appoint another chairman.
3. Minutes of the proceedings of the meetings will be held by the secretary or by any other person present - on request of the chairman. The minutes will be appointed and signed by the chairman and secretary of the meeting.
4. At the meeting the board can only take valid decisions on items mentioned on the agenda and provided that all board members have been able to make their comments.
A board member can be represented by another board member if a written notification, at the discretion of the chairman, is produced. A member can only represent one other board member.
5. The board can also take valid decisions outside meetings provided all board members have been able to make their written comments or comments by any other means of communication. The secretary will make an account of such a decision, enclosing all received comments, which will be added to the minutes after co-signature by the chairman.
6. Every board member has one vote.
Insofar as these statutes do not prescribe a larger majority, all board decisions will be taken by absolute majority.
7. All the votings in a meeting will occur orally unless the chairman or any other voting member thinks voting by letter desirable.
Voting by letter will be done by unsigned, closed notes.
8. Blank voting-papers will be considered as abstentions.

9. In case of disputes concerning voting for which these statutes do not provide, the chairman will decide.

Representation

Article 10

1. The board as well as the chairman and the secretary together, are authorized to represent the association. They can also be represented by someone authorized by letter.
2. The treasurer can be given limited or complete authority by the board, insofar as the performance of his task is concerned.
3. The statements in the previous parts of this article do not harm the statements in the parts 8 and 9 of the previous article.

Fiscal year/association year and annual accounts

Article 11

The fiscal year casu quo association year coincides with the calendar year.

Article 12 (annual meeting, auditing committee, etc.)

1. Within six months after each fiscal year a general meeting (annual meeting) is held. This meeting can also be held written or by any other means of communication. The board brings out its annual report in this meeting, and by producing or sending to the members at least an audit and a financial report from which the receipts and expenses appear, gives account of its governing during the previous fiscal year.
2. The general meeting appoints yearly, but at most four weeks before the annual meeting, a committee of at least two members, who may not be a part of the board, for research of the account and responsibility for the current casu quo last fiscal year. The committee brings out a report of its results at the annual meeting. The board will send the report for approval to the members before the annual meeting.
If the research requires special accounting knowledge, the committee can get the help of an expert at the expense of the association.
3. The board is obliged to give the committee all the information she wants, to show her the money funds and the norms of the association, and to give inspection of the books and documents of the association.
4. Approval of the account and responsibility by the general meeting, discharges the board, except for what does not appear from the books.
5. If the approval of the account and responsibility is refused, the general meeting will appoint another committee consisting of at least three members, that will again investigate the account and responsibility. This committee has the same authorities as the committee that was appointed earlier. Within a month after the appointment, she will report the general meeting about her results. If the approval is refused again, then the general meeting will take measures necessary for the sake of the association.

General meeting

Article 13 (convening)

1. The general meetings are convened by the board, regarding a term of at least four weeks. Convening occurs by a written announcement to all the members. The location of the meeting is determined by the board.
2. Except the annual meeting meant in article 12, general meetings will be held, as often as the board wishes, and as often as - stating the issues to be dealt with - it is requested by letter by at least such a number of members that is entitled to give one/tenth of the votes in

the general meeting, if all members are present or represented.

3. After receipt of a request as meant in part 2, the board is obliged to convene a general meeting within a term of six weeks. If the request for convening is not granted within fourteen days after it has been received by the board, the requestors will convene themselves in the way in which the board calls together the general meetings.
4. All general meetings can be held written or by any other means of communication. If a general meeting is convened on request of the members and is held written, the request should be supported by at least one/tenth of the registered members.

Article 14 (decision-making)

1. a. Only members are admitted to *casu quo* can participate in general meetings. There they have one vote each. Every member is qualified to have another member - who has been authorized by letter - vote. However, nobody can act as a representative for more than one other member.
 - b. Decisions can be taken regardless of the number of members present or represented at the meeting.
2. An unanimous decision by letter, even if the members are not all together in a meeting, has the same power as a decision of the general meeting in which the members are present, provided that it was taken with prior knowledge of the board. Such a decision is recorded in the minute book by the secretary, while it is mentioned during the next general meeting.
3. Voting about business or persons will occur orally or by letter. Passing proposals by acclamation is possible, provided that this takes place at the suggestion of the chairman and with the approval of the meeting.
4. Decisions about all proposals are taken at a total majority of votes, insofar as the statutes do not state otherwise. In case of equality of votes the proposal is rejected. With elections, the one with the largest number of votes has been chosen.
5. Votes mean legitimate votes. Blank votes are not legitimate votes. Those who abstain from voting or vote invalidly only count to fix the quorum.
6. A judgement about the result of the voting, pronounced by the chairman at the meeting (at which all members are present), is decisive. If however, immediately after the pronouncing of this judgement, the truth is disputed, a new voting will take place when the majority of the meeting, or - if the original voting did not take place by call or by letter - a voting person who is present, wishes. By this new voting the legal consequences of the original voting are cancelled.

Article 15 (management, minutes)

1. The chairman of the board will lead the meetings. When he is absent or ill one of the other board members will act as a chairman of the meeting.
2. Minutes of the issues of the general meeting are drawn up, by the secretary or by a member of the association appointed by the chairman and will be placed on the agenda of the next general meeting.

Change of statutes

Article 16

1. Changing of the statutes can only take place after a decision of the general meeting to which was summoned with the announcement that changing of the statutes would be proposed. The term for summoning such a meeting should at least be four weeks. The prescriptions in article 12 part 1 and article 13 part 4 are accordingly applicable.
2. The persons who summoned the general meeting to treat a proposal for statute alteration

should deposit a copy of that proposal for inspection at least fourteen days before the day of the meeting until the end of the day the meeting was held. It should be deposited at a suitable place for the members or it should be sent at least fourteen days before the general meeting to all members, and the proposed alterations must be written down literally.

3. A decision to change the statutes can only be taken by the general meeting, at which at least two-thirds of the total number of members of the association is present or represented *casu quo* participates in the meeting, with a regular majority of votes.
4. In the absence of the quorum, one can decide to change the statutes, in a next meeting, to be held at least five days but at most thirty days after the first one. This can be done irrespective of the number of members present or represented *casu quo* the number of members that participate in the meeting, but with a regular majority of votes.

Article 17

The statements in article 16 are not applicable if all the members are present or represented in the general meeting, and if the decision to alter the statutes is taken unanimously.

Article 18

1. The change of statutes only comes into force after a notarial act has been drawn up.
2. The governors are obliged to put an authentic transcript of the change and a continuous text of the altered statutes at the office of the Chamber of Commerce at which the association has its seat.

Dissolution and settlement

Article 19

1. The association is dissolved by a decision of the general meeting. The prescriptions in article 16 and 17 are accordingly of force. Furthermore, the association is dissolved in the other cases, mentioned in the law.
2. If no liquidators are appointed in the decision to dissolution, the settlement occurs by the board consistent with the legal definitions.
3. An eventual credit balance will be used for such aims that correspond the most with the aim of the association, and this will be determined by the general meeting. Therefore the liquidators will pass on the credit balance.
4. After dissolution the association will continue its existence insofar as this is necessary until the settlement of its property. During the settlement the definitions of the statutes and the rules will remain effective insofar as possible.
In documents and announcements that come from the association, the words in liquidation should be added to her name.
5. The books and documents of the association should be kept by a natural or a legal person to be appointed by the liquidators, during ten years after the settlement.

Domestic regulations

Article 20

1. The general meeting can, with respect to the domestic regulations, give more specific rules about the membership, the introduction, the amount of the membership fees and admission charges, the activities of the board, the meetings, the way to exercise one's voting right, the management and use of the eventual building of the association, and all other issues of which regulation is wanted.
2. Changing of the domestic regulations can occur by way of a decision of the general meeting at the suggestion of the board and also if it is requested by letter by at least one-third part of the members of the association.

If the proposal for alteration has not come from the board, then the general meeting can only decide to change when the board has had the opportunity to think about this change.

3. The domestic regulations may not contain definitions that differ from or are contrary to the definitions of the law or the statutes, unless the difference is allowed by the law or the statutes.

Final article

Article 21

In all the cases for which the law, nor the statutes, nor the domestic regulations provide, the board will decide. The association will be controlled by Dutch law.

Finally, the party declares:

- that the first association year is from September the fourteenth, nineteenhundred and ninety-three until December the thirty-first, nineteenhundred and ninety-four;
- that at present act as members of the board:
 1. Mr. Cornelis le Pair, party, secretary-treasurer;
 2. Mrs. dr. Hildrun Kretschmer, Scientist, born in Burgstädt, Germany, on August the seventh, nineteenhundred and forty-seven, resident at Borgsdorferstrasse 5, 16540 Hohen Neuendorf, Germany, married, president;
 3. Mr. Michael E.D. Koenig, Dean & professor, born in Rochester, New York U.S.A., on November the first, nineteenhundred and forty-one, resident at 7900 West Division Street, River Forest, Illinois, 60305, U.S.A., married, vice-president;
 4. Mr. Leo Camiel Jeannette Egghe, Chief Librarian/professor, born in Beveren-Waas (Belgium), on February the tenth, nineteenhundred and fifty-two, resident at Belgium, B-3590 Diepenbeek, member;
 5. Mr. Rao Inna Kedage Ravichandra, Designation Teaching & Research, Professor, born in Udipi, Karnataka State, India, on December the fourteenth, nineteenhundred and forty-nine, resident at 86 NHCS Layout, West of Chord Road 3rd Stage, 4th Block, Bangalore 560 079, India, married, member;
 6. Mrs. Jean Tague-Sutcliffe, Professor & Dean, born in Canada in the year nineteenhundred and thirty-one, resident at London, Ontario, Canada N6 G1 H1, married, member;
 7. Mrs. Bluma C. Peritz, director, born in Mihaileni, Romania, on January the eleventh, nineteenhundred and thirty-two, resident at p.o. Box 503, Jerusalem, 91904, Israel, married, member.

The address of the association is at present: Van Vollenhovenlaan 661, 3527 JP Utrecht, (P.O.Box 3021, 3502 GA Utrecht).

The party is known to me, notary, and his identity has been checked by me by way of the above mentioned and appropriate document.

OF WHICH THE ACT,

in minute executed in Utrecht of the day as mentioned in the caption of this act.

After professional statement of the contents of this act to the person appeared, he declared to have taken note of the contents and not to appreciate it to be completely read aloud.

Then this act was signed by the party and me, notary, after limited reading aloud.