



Constitution of the Information Retrieval Facility Society

Definitions in the constitution:

- (a) 'Society' means the Information Retrieval Facility Society.
- (b) 'Scientific board' means the Information Retrieval Facility Society scientific board.
- (c) 'Executive board' means the Information Retrieval Facility Society executive board appointed by the scientific board.
- (d) 'Scientific director' means the chairman of the scientific board.
- (e) 'Executive director' means the chairman of the executive board appointed by the scientific board.
- (f) 'Steering committee' means the Information Retrieval Facility Society steering committee consisting of the scientific board and the executive board.
- (g) 'Arbitral board' means the internal arbitral board for the resolution of disputes between members of the Information Retrieval Facility Society.
- (h) 'HPC' means high-performance computing.
- (i) 'Founding member' means the founding members of the Information Retrieval Facility Society as referred to in Article 4.3.
- (j) 'Bylaws' means any qualified annex attached to the IRF constitution.

Article 1: Reference

1.1 Name

The name of the society is Information Retrieval Facility Society, also known as IRF.

1.2 Registered office

The society shall have its registered seat in Vienna, Austria, and may engage in activities all over the world.

1.3 Fiscal Year

The fiscal year of the society shall correspond to the calendar year unless the executive board determines otherwise.

Article 2: Purpose

2.1 Preamble

The IRF society is a research institution operating a high-performance computer system designed for scientific experiments large corpora in the field of information retrieval.

The society also uses its English name in German as the term “information retrieval” is *the* internationally recognised term in all scientific research fields analyzing, searching and finding as well as managing digital data and documents. Moreover, the society will have a predominantly international membership.

2.2 Non-Profit Organisation

The IRF society is an international non-profit organisation with the objective of supporting and promoting interdisciplinary research in information retrieval (IR) science within large scale information pools.

The purpose of the society is to promote and further develop research in information retrieval science. Special emphasis is placed on aspects of applied sciences.

2.3 Operative Structure

The IRF serves as an operative structure with the goal to support the global scientific community in its effort to provide tools and methods capable of filling the gap between the abundance of information and its actual cognitive accessibility to mankind.

The society operates a scientific IR research facility that is made available to the scientific public free of charge. Additionally, training and project management is provided to prepare the scientists for the effective utilization of the facility.

The society also offers students and scientists educational events, organised in cooperation with other Austrian and foreign university institutions.

Article 3: Actions

3.1 HPC Infrastructure

The society shall build, support and maintain high-performance information processing capabilities for the purpose of experimental work and research.

3.2 Regular Events

Regular events shall include, but not be restricted to:

3.2.1. IRFC

The society shall hold an annual scientific meeting, called the Information Retrieval Facility Conference (IRFC), and provide support for such meetings.

3.2.2 IRFS

The society shall hold an annual meeting, called the Information Retrieval Facility Symposium (IRFS) which shall focus on applied science and technology topics that are relevant to the industry or public administration.

3.2.2 IRF Outreach Missions

The society shall regularly send delegates to visit relevant international research institutes, to recruit further scientists or institutions as member or project partner.

3.3 General Assembly

The society shall convene the general assembly at least every 3 years.

3.4 Education

The society intends to organise, collaborate with or contribute to events, educational programs for students and researchers of information science. In particular, the society emphasizes collaboration with academic activities.

3.5 Public Information

The society commits itself to take adequate measures to inform the general and scientific public about all its activities. The society maintains a publication server for convenient access to the deliverables.

3.6 Research Orientation

The society intends to identify priority areas for research. The society shall also publish guidelines and expertise for research in the field of IR.

3.7 Cooperation

The society intends to promote cooperation between fundamental research and the industry. The society also intends to give advice for applied science.

3.8 Knowledge Transfer

The society shall create a forum for the exchange and transfer of knowledge between its members.

3.9 Share-holding in Corporations

The society shall hold shares in corporate entities.

3.10 Fees & Regulations

The membership fees shall be fixed by the Executive Board. The Executive Board shall maintain a separate document called "Membership, Dues and Fees", which specifies the different kinds of membership fees as well as service fees, consultation fees etc. It shall also contain regulations about member access to the infrastructure and the knowledge base.

Article 4: Membership

Only the Scientific Board has the right to change existing membership categories or create new membership categories.

Membership confers the right to submit project proposals targeted for the IRF infrastructure.

Only scientific members and founding members are entitled to vote.

4.1 Qualification

Application for membership is open to those who have an academic or professional interest in IR science and related fields.

Membership has to be granted by the scientific board.

Membership may be refused without giving reasons. Membership refusal is not subject to appeal.

4.2 Membership Renewal

Membership shall be renewed by payment of the yearly membership fee or, in case of a membership that is not subject to fees, shall be reviewed every 3 years.

4.3 Founding Members

Founding members are (in alphabetical order):

- Callan, Jamie (USA)
- Chiaramella, Yves (France)
- Chon, Kilnam (Korea)
- Croft, Bruce (USA)
- Cunningham, Hamish (United Kingdom)
- Fuhr, Norbert (Germany)
- Hawking, David (Australia)
- Matrixware Information Services GmbH (Austria)
- Narasimhalu, Desai Arcot (Singapore)
- C.J. van Rijsbergen

Founding members may not be expelled. Founding members are entitled to vote.

4.4 Scientific Members (Individuals)

Scientific membership is open to individuals who carry out IR research. Scientific members are entitled to vote.

4.5 Scientific Members (Institutions)

Scientific membership is open to academic institutions that carry out IR research. Scientific members are entitled to vote.

4.7 Student Members

Student membership is open to all university level students in the context of IR research and related subjects. Student members are not entitled to vote.

4.8 Industry Members

Industrial membership is open to all those who are involved professionally in the industrial application of IR. Industry members are not entitled to vote.

4.9 Associated Organisations

The membership for associated organisations is open to governmental and non-governmental institutions that are non-for-profit, and take an interest in IR research. Associated members are not entitled to vote.

4.10 Professional Service Members

Professional service membership is open to all those who offer services in the IR or supporting fields. Professional service members are not entitled to vote.

4.11 Honorary Members

Persons who have earned special merits in the society or in the field of information science may be elected honorary, lifetime members by the scientific board. Honorary members are not entitled to vote.

4.12 Dues & Fees

Membership fees shall be regulated by the executive board in a separate document called "Membership, Dues & Fees".

4.13 Termination

Membership terminates

- (i) by resignation of the member at the end of the fiscal year
- (ii) by expiration of the term of membership without renewal
- (iii) by failure of a member to pay dues and fees
- (iv) by expulsion. A member may be expelled for acting against the best interests of the society. Expulsion shall be decided by a 2/3 majority of the members of the Scientific Board.

Article 5: General Assembly

The organisation of the society includes

- (i) the general assembly
- (ii) the executive board
- (iii) the scientific board
- (iv) the steering committee

5.1 Composition

The general assembly, composed of all members, constitutes the supreme body of the society.

5.2 Decisions

All members entitled to vote in the general assembly have the right to elect the members of the scientific board for a 3-year term. Only the general assembly is entitled to vote on any changes to Articles 5, 6.1 and 6.2 of the present constitution. Amendments to Articles 7.1 and 7.9 shall additionally require the consent of the founding members.

5.3 Meetings

The general assembly is convened to meet in regular or extraordinary session at least every 3 years by the executive board writing to all members, or by a written petition of at least 10% of the members. Any proposal for an extraordinary session must be circulated to all members by mail, e-mail or fax (to the postal address, e-mail address or fax number notified by the member to the society) at least one month in advance. The invitation to the general assembly shall include the agenda.

All members are entitled to participate in regular or extraordinary sessions of the general assembly. Only scientific members and the founding members are entitled to vote. Each member has one vote. The right to vote can be transferred to another member by written proxy.

The chairman of the executive board shall chair the general assembly.

5.4 Quorum

The general assembly shall have a quorum if no less than 10% of all members are present, or have cast their votes by e-mail, fax or electronic voting. All decisions are taken by a simple majority of those present and entitled to vote including the votes received by email, fax or electronic voting.

Article 6: Scientific Board

6.1 Composition

The scientific board shall be comprised of 5 elected members. The scientific board may co-opt up to 12 further members by adopting a resolution.

6.2 Election of the Scientific Board Members

The members of the scientific board shall be elected by the general assembly for a term of 3 years. Each elected member may be re-elected once for a successive term. Afterwards, a period of interruption of 3 years is necessary.

The term for co-opted scientific board members shall end with the end of the 3-year term of the elected board members. Co-opted board members may be elected or co-opted for a successive term, after which a period of interruption of 3 years is necessary.

6.3 Chairman & Vice-Chairman

The members of the Scientific Board shall elect a chairman from amongst their number by majority vote. The Scientific Board shall also elect a vice-chairman who, in the absence of the chairman, shall take on the responsibilities of the chairman.

6.4 Duties

The scientific board governs the society and scientifically represents the society. The scientific board may make all decisions except for those reserved for the general assembly, the executive board or the steering committee. The scientific board meets at least once a year, normally at the IRF Conference or the IRF Symposium. Decisions are valid if supported by more than 50% of the members of the Scientific Board. In particular, the Scientific Board shall

- be responsible for the scientific policy of the society
- grant membership applications
- peer review scientific projects submitted by members
- oversee the applications of Article 3 of the present constitution
- appoint the executive board
- approve the appointment of scientific officers

6.5 Quorum

The scientific board meeting shall have a quorum if more than 50% of all members of the scientific board are present or cast their votes by e-mail, fax or electronic voting.

6.6 Voting by Proxy

Each member of the scientific board may appoint another member of the scientific board to vote on their behalf.

6.7 Casting Vote

In the event of a tie in the scientific board, the chairman shall have the casting vote.

Article 7: Executive Board

The executive board represents the society externally in all matters except those related to the scientific policy of the society.

7.1 Composition

The members of the executive board shall be a chairman, a secretary and a treasurer. The executive board shall be appointed by the scientific board for a 3-year terms. Additional members, such as an assistant treasurer or an assistant secretary, may be appointed by the scientific board.

7.2 Chairman

The chairman shall be the chief executive officer of the society. The chairman shall be responsible for executing the policies of the society as established by the scientific board. The term of the chairmanship is 3 years.

7.3 Secretary

The secretary shall keep the minute book of the society. The term of the secretary is 3 years.

7.4 Treasurer

The treasurer shall be the chief financial officer of the society. The treasurer is responsible for the receipt, management and disbursement of all funds of the society, and for the safe keeping of all securities of the society. The treasurer shall keep or cause to be kept the books and records of account and records of all assets of the society. The treasurer shall prepare or cause to be prepared, annually or more often as so directed by the scientific board or chairman, financial statements of the society. In the absence of the chairman of the executive board, the treasurer shall act as vice-chairman. The term of the treasurer is 3 years.

7.5 Appointment

The executive board shall be appointed by the scientific board. When an elected member resigns, the executive board is entitled to co-opt another eligible member with subsequent approval by the scientific board or, if the chairman is co-opted, with the consent of the scientific board.

7.6 Quorum

The executive board meeting shall have a quorum if all members of the executive board have been invited and if at least 50% of them are present or more than 50% of them cast their votes by e-mail, fax or electronic voting.

The executive board takes its decisions by a simple majority of votes; to become effective, however, decisions shall always require the chairman's consent.

7.7 Resignation from Office

Executive board member may resign at any time by written notice. The letter of resignation shall be addressed to the executive board or, if all executive board members resign, to the scientific board. Resignation only becomes effective upon the election or co-opting (Article 7.5) of a successor.

7.8 Duties

The executive board shall be in charge of all duties and activities not assigned to another body of the society by the constitution. Specifically, its duties shall include the following matters:

- (i) establishing an accounting system meeting the needs of the society with the minimum requirements being records of income/expenditure and an inventory of the assets;
- (ii) preparing and convening the general assembly (Article 5.3);
- (iii) managing the society's assets;
- (iv) hiring and dismissing employees of the society.

7.9 Special Duties of Individual Members of the Executive Board

The chairman of the executive board shall manage the society's day-to-day business. The secretary supports the chairman of the executive board in managing the society.

The chairman of the executive board represents the society in its external relations except for scientific matters. To become effective, written documents of the society shall require the signatures of the chairman of the executive board and the secretary or, in financial matters (asset-related dispositions) the signatures of the chairman of the executive board and the treasurer.

7.10 Authorizations

Authorizations to represent the society in external relations and to sign for it can only be granted by the executive board members mentioned in Article 7.9.

Article 8: Steering Committee

8.1 Composition

The steering committee shall be comprised of all members of the scientific and the executive boards.

8.2 Chairman

Both the chairman of the scientific board and the chairman of the executive board can act as chairman of the steering committee. The decision shall depend on whether the matters that need to be considered and decided upon are of scientific or administrative nature.

8.3 Decisions

The steering committee may adopt, amend or repeal the present constitution and its bylaws except for Articles 5, 6.1 and 6.2.

8.4 Meetings

Steering committee meetings shall be convened by the chairman of the scientific board or the chairman of the executive board upon request of the scientific board or the executive board. The notice convening the meeting and the agenda shall be dispatched to the members of the steering committee by mail, e-mail or fax (to the postal address, e-mail address or fax number notified by the member to the society) at least 2 weeks before the date of the meeting.

8.5 Quorum

The steering committee meeting shall be quorate when the chairman or the vice-chairman of the scientific board and the chairman or the vice-chairman (the treasurer) of the executive board are present in person or cast their vote by e-mail, fax or electronic voting. All decisions of the steering committee are taken by a simple majority of those present and entitled to vote. If only the chairman or the vice-chairman of the scientific board and the chairman or vice-chairman (treasurer) of the executive board cast their votes, unanimity shall be required.

Article 9: Financial Auditors

Two independent financial auditors shall be appointed by the general assembly for a period of 3 years. In the event that the appointment of the auditors is required before the next general assembly, the Scientific Board may elect the auditor. Re-appointment of the auditors is possible. The auditors shall not be members of the society.

The executive board shall provide the auditors with any information required to verify that the financial statements give a true and fair view of the state of financial affairs, and have been prepared in accordance with the constitution of the society.

Article 10: Resources

The funds of the society shall be derived from membership fees, conference fees, donations and granted research funds as well as consultation or service fees, which shall be used for infrastructure and/or support of research activities for the benefit of its members.

A maximum of 20% of these yearly revenues may be donated by the society to third parties.

Article 11: Amendment of the Constitution

A meeting of the steering committee may adopt, amend or repeal the present constitution and its bylaws by unless such action would materially and adversely affect the voting rights of the members of the society.

Without the approval of the general assembly, the steering committee may not adopt, amend or repeal any constitution that would increase or extend the terms of the scientific board, or increase the quorum for the general assembly.

Article 12: Resolution of Disputes

For the resolution of disputes between members of the society, one of the parties in dispute shall choose a scientific member of the society to act as arbitrator in writing to the chairman of the scientific board. By request of the chairman within 7 days, the other party in dispute shall choose another scientific member to act as arbitrator by writing to the chairman within 14 days. By request of the chairman within 7 days, the appointed arbitrators elect a third scientific member to act as chairman of the arbitral board. The members of the arbitral board may not belong to any body of the society other than the general assembly.

The arbitral board must hear all parties of the dispute before making its decision by a simple majority of votes. The decision of the arbitral board is final within the IRF society.

Article 13: Termination

A decision on the disbandment of the society may only be taken at a general assembly specifically convened for that purpose and shall require a majority of two thirds of the votes cast. In the event of the society being disbanded, any assets shall be used for non-profit purposes related to IR research as stated in Article 3.

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