

# ISC Bye-laws

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*Adopted at the on-line Biennial General Meeting of the ISC Governing Council on June 21, 2021*

## **Introduction**

On 8th April 2020, the Charity Commission for England and Wales registered the International Seismological Centre (ISC) as a charitable incorporated organization (CIO) with the charity number 1188971. The Constitution of the ISC, compliant with UK charity law, was adopted at the time of registration, and endorsed by the ISC Governing Council at its electronic meeting on 12<sup>th</sup> May 2020. The Constitution is the main document that lays out the general principles of running the ISC and its governing bodies. The Bye-laws, fully compliant with the Constitution, provide further details and clarification of exact rules and procedures applicable in the day-to-day operation of the ISC in pursuit of its mission.

## **I. Mission and Principal Tasks**

The Constitution states that the mission (object) of the ISC is to advance scientific knowledge of earthquakes and the structure of the Earth for the public benefit. The principal tasks of the ISC, by which the aforementioned mission is to be achieved, are:

- a) To collect instrument readings and derived source parameters from seismological data centres, networks, observatories and other operational and research institutions, or individual scientists throughout the world;
- b) To edit and preserve the reported data for further analysis and distribution in computer-readable form;
- c) To re-compute hypocentres, magnitudes and other source parameters for each considered event, and to make available a bulletin containing the fullest possible account of the original data and derived parameters;
- d) To complement, where necessary, the data reported by the agencies worldwide with the data obtained at the ISC by analysing available waveforms;
- e) To provide the ISC data openly in a variety of formats designed to be used in different fields of science and engineering;
- f) To provide such other services to institutions or to individual professionals throughout the world as are compatible with the execution of the above-mentioned tasks, and with the data and facilities available within the ISC;
- g) To undertake, in cooperation with or using the expertise of research institutions around the world, such research and developments as may be relevant to improving the ISC's services that are within the intent of the Constitution and Bye-laws;

- h) To undertake such other relevant activities as may be approved by the Governing Council on its own motion or on the recommendation of the Executive Committee.

## **II. Data Reporters**

The work of the ISC is dependent on the availability of processed seismological data sent to the ISC either regularly, in time for the production schedule, or as a one-time contribution. These data are sent to the ISC by various Data Reporters and accepted by the ISC on a free and open basis in order to fulfil its mission and principal tasks.

Benefits to the Data Reporters include:

- a) Acknowledgement of data contribution on the ISC website and, collectively, in all scientific articles and conference presentations by ISC staff;
- b) Electronic references/links to the reporting agency/station from individual station readings and seismic event parameters;
- c) Integration of their local/regional dataset into the definitive worldwide summary of seismicity, which is instrumental for further calibration or data quality checking by reporters;
- d) Long-term availability of historical data contributions as a backup in the event of an unexpected data loss at the reporting agency/station;
- e) Free access to all digital data via the ISC's web interface;
- f) Physical copies of ISC products on electronic media at cost.

## **III. Members**

By its Constitution, membership of the ISC is open to any not-for-profit organization, university, academic or research institution, agency, foundation or society who, by the nature of their mission, is interested in furthering the mission of the ISC. Members are subject to conditions in the Constitution, including the payment of a subscription for each calendar year.

Benefits to the Members include:

- a) Preferential timely advice on queries related to ISC data and procedures;
- b) Free regular (printed or on-line) ISC publications, provided without delay following their publication;
- c) Free copies of ISC data on digital media, provided without delay following their manufacture;
- d) ISC Newsletters;
- e) Acknowledgement of Member's financial support on the ISC website, in issues of the Summary of the ISC Bulletin and, collectively, in ISC staff's scientific articles and conference presentations;
- f) Temporary short-term facilities for scientific staff coming to the ISC to work with ISC data and study ISC procedures, providing only that the provision of such facilities is by agreement with the Director and in no way hinders the ISC

operations and that the expenses of such visitors are met from the Member's resources.

Members of the ISC should make every effort to maintain membership subscriptions (fees) regularly and without interruption.

The ISC may fulfil a Member's individual tasks of interest, if the Member provides sufficient further funding to the ISC for that purpose.

In line with the Constitution, each Member of the ISC will appoint a single Formal Representative to act on their behalf. To best fulfil this role, Members are encouraged to appoint from their ranks such professional individuals who are:

- a) aware of the ISC operations and have experience of using ISC data;
- b) willing to share their expertise in a specific area of Seismology or Geophysics relevant to the mission of the ISC;
- c) able to contribute to the work of the Executive Committee of the ISC, if elected.

#### **IV. Sponsoring Organizations and Grantors**

Sponsoring organizations (Sponsors) have an interest in advancing the mission of the ISC. Sponsoring is subject to conditions in the Constitution, including the payment of a contribution for each calendar year.

Grantors are public, private or international organizations (including the United Nations) that provide grants or contracts for the ISC to work on projects consistent with its mission and helping to fulfil its principal tasks.

Sponsors and Grantors are entitled to:

- a) Receive preferential timely advice on queries related to ISC data and procedures;
- b) Attend meetings of the ISC Governing Council without a vote;
- c) Receive reports or presentations from ISC staff on recent achievements in specific areas of interest;
- d) Acknowledgement on the ISC website, in issues of the Summary of the ISC Bulletin and Newsletter, and in scientific publications and conference presentations by ISC staff.

#### **V. Host Institution**

The ISC is normally associated with a scientific or educational institution in the United Kingdom, known as the Host Institution. The ISC and the Host Institution shall have a Memorandum of Understanding, approved by the Executive Committee, that covers the responsibilities of each signatory. The Host Institution shall appoint a Formal Representative who will become a member of the ISC Executive Committee and thus a Trustee of the ISC.

## **VI. Governing Council**

The Governing Council of the ISC is the forum of the Formal Representatives of all Members of the ISC. Although in the eyes of the Charity Commission the power in the running of the ISC lies with the Executive Committee, the Governing Council has ultimate control over the mission of the ISC, its Executive Committee, its general finances and directions of its further development.

The Constitution prescribes details such as the election and rotation of the Chair of the Governing Council, procedures for calling regular and extraordinary meetings of the Governing Council, attendance of additional specialists, voting procedures, quorum and proxies. These Bye-laws add the following necessary clarifications:

- a) For practical reasons, and to achieve the best level of attendance, the regular biennial general meetings of the Governing Council are normally held in conjunction with the General or Scientific Assemblies of the International Association of Seismology and Physics of the Earth's Interior (IASPEI) or the International Union of Geodesy and Geophysics (IUGG);
- b) The Director shall attend meetings of the Governing Council, but without a vote;
- c) The Chair of the Governing Council may appoint a secretary for each meeting, who shall attend without a vote;
- d) The Governing Council shall:
  1. Determine the general tasks of the ISC, consistent with its Mission and giving due consideration to recommendations on scientific policy which may be made by IASPEI;
  2. Elect members of the Executive Committee to oversee the operations of the ISC between the biennial general meetings;
  3. Appoint the Director, having due regard to the international character of the ISC;
  4. Endorse the financial accounts and the budget for the forthcoming years.

## **VII. Executive Committee**

The Executive Committee is the body ultimately responsible for the management of the ISC between the biennial general meetings of the Governing Council and within the term of office of each individual member of the Committee. By the Constitution, each member of the Executive Committee is a Trustee of the ISC, duly registered with the Charity Commission for England and Wales.

The Constitution specifies the rules of election to the Executive Committee, terms of business, rotation and responsibilities of its members. These Bye-laws provide further necessary clarifications:

- a) The Executive Committee consists of up to six elected (from among the Formal Representatives of Members) and two nominated (IASPEI and Host Institution) members;
- b) In selection of the elected members of the Executive Committee, the Governing Council aims to achieve a wide range of professional expertise and geographical representation;
- c) The Term of Office for each elected member of the Executive Committee is determined at the time of election by the Governing Council;
- d) Each elected or nominated member of the Executive Committee (Trustee) is required to act in the best interests of the ISC;
- e) Members of the Executive Committee (elected or nominated) remain ISC Trustees until they step down or their Term of Office ends;
- f) Each time the election of new members has taken place, the Executive Committee elects its Chair from among its elected members;
- g) The Chair of the Governing Council is entitled to participate in the meetings of the Executive Committee, but without a vote;
- h) The Director shall attend meetings of the Executive Committee, but without a vote;
- i) The Chair of the Executive Committee may invite one or more specialists to attend meetings of the Executive Committee, but without a vote;
- j) The Chair of the Executive Committee may appoint a secretary for each meeting, who shall attend without a vote;
- k) The Executive Committee shall:
  1. Ensure that the decisions of the Governing Council are put into effect;
  2. Examine and approve the annual accounts, reports of work done and programmes of work to be undertaken, for later endorsement by the Governing Council;
  3. Examine and approve the budget of the ISC for endorsement by the Governing Council;
  4. Review the appointments of new staff made by the Director.
- l) The members of the Executive Committee (Trustees) may not be employed by the ISC or receive any remuneration other than compensation for travel to and daily expenses during a) meetings of the Executive Committee and of the Governing Council, and b) meetings that advance the financial position of the ISC.

## **VIII. Director and Staff**

- a) The Director of the ISC shall be appointed by the Governing Council on such terms and conditions as shall be specified by the Governing Council.
- b) The Director shall manage the work of the ISC in accordance with the programme and budget determined by the Governing Council and the

decisions of the Governing Council, and of the Executive Committee where a decision of the Governing Council cannot be awaited.

- c) The Director shall also:
1. Maintain good working relations with existing Members, Sponsors and Grantors;
  2. Seek new Members, Sponsors and Grantors;
  3. Maintain and enhance comprehensive data exchange with permanent and temporary seismic networks and geophysical institutions worldwide;
  4. Retain and further improve good visibility of the ISC, its data and services to the geophysical community;
  5. Prepare the plans, budget and annual reports on the activities of the ISC for submission to the Executive Committee and the Governing Council;
  6. Be responsible for the preparation of the annual accounts for submission to the Executive Committee and the Governing Council;
  7. Be entitled to conclude such contracts that further empower the ISC in fulfilling its Mission;
  8. Be responsible for the terms of employment and appointment of all staff and contractors, having due regard to the international character of the ISC;
  9. Draw up, for approval by the Executive Committee, the administrative regulations governing the operations of the ISC and staff's responsibilities, entitlements, safety and wellbeing;
  10. Oversee appropriate maintenance and renovation of ISC assets, such as the land, building, fittings, computers and other facilities.

## **IX. Financial Provisions**

- a) The accounting year shall run from 1 January to 31 December;
- b) The income of the ISC shall consist of subscriptions and sponsorships payable to the ISC, grants, proceeds from the sale of outputs, proceeds from contracts and dues for services rendered;
- c) The subscriptions to the ISC shall be determined by the category which each Member adopts; this is covered by the Constitution;
- d) The value of the unit of subscription for the next three years (3<sup>rd</sup> year as foreshadowed) shall be determined at each biennial general meeting of the Governing Council;
- e) Members are free to pay in advance if that better suits their financial procedures, provided that they clearly communicate that to the ISC;
- f) The Director of the ISC is given discretion to consider any unpaid membership subscription as delayed where a good probability exists that this subscription will be paid. If delayed subscriptions are not paid within three years, the membership lapses and the debt is considered a bad debt;

- g) The Director shall be responsible for the preparation and submission of estimates of income and expenditure and of proposed capital projects on an annual basis to the Executive Committee for each of the following two years. The Director shall also submit revised estimates for the current year to each meeting of the Executive Committee;
- h) The Director shall be responsible for the preparation and presentation for audit of the final accounts, as at 31 December each year, in the form required by the Charity Commission for England and Wales;
- i) A professional auditor, satisfying the requirements of the Charity Commission for England and Wales, shall be approved by the Executive Committee;
- j) The accounts, signed by the Director, shall be subject to scrutiny by the member of the Executive Committee nominated by the Host Institution (or if that member is not available, by any other member) prior to being signed by the professional auditor. The accounts shall then be submitted to the Executive Committee;
- k) The signed accounts and forward estimates shall be examined, approved and recommended by the Executive Committee for endorsement by the Governing Council;
- l) Funds shall be reserved by the Director to reimburse the members of the Executive Committee, as appropriate, and such others entitled to attend its meetings, for travel and subsistence expenses they incur in attending meetings of the Executive Committee;
- m) Subject to the approval of the Executive Committee, the Director may accept on behalf of the ISC any gifts, bequests, covenants or any services or assistance in kind, provided these do not entail any clause or condition contrary to the purposes of the ISC.

## **X. Amendments**

These Bye-laws shall be subject to amendment at the instigation of Members or the Executive Committee, provided that proposed amendments:

- a) are communicated to all Members at least two months in advance of the vote;
- b) do not contradict the Constitution of the ISC or charity laws in the UK;
- c) are agreed:
  1. Either in writing (including e-mail) by at least 2/3 of all Members; or
  2. By at least 2/3 of the votes cast at a physical or on-line meeting of the Governing Council.