

BYLAWS
of
THE SIMULATION
SOCIETY OF
SCANDINAVIA
(SIMS)

Approved at the Annual General Assembly Meeting in
Copenhagen, September 18, 2000

Adopted at the Extra Meeting of the General Assembly held in
Linköping on October 19, 2000.

Most recent change: Oct 13, 2005 (Iceland approved as member)

§ 1

Name and domicile of the Society

The Simulation Society of Scandinavia, abbreviated SIMS, is a society of member organizations and individuals concerned with the science and technology of modelling and simulation (M&S). The Society has no political or religious affiliations. The domicile of the Society is Linköping, Sweden, where it is registered as a non-profit association according to Swedish law.

§ 2

Purpose of the society

The Society exists to

- further the science and practice of modelling and simulation in all application areas
- be a Scandinavian forum for information interchange within the M&S community in Denmark, Finland, Iceland, Norway, Sweden and Iceland
- be a channel for information exchange between the Scandinavian/Nordic and the international M&S communities.

§ 3

Activities

The Society pursues its goals by

- arranging technical and scientific meetings and symposia
- supporting lecturing and publication
- collecting and disseminating information
- maintaining contacts with national and international organizations with similar purposes.

The working year for the Society is from the 1st July until the 30th June in the following year.

§ 4

Membership

Membership in the Society is open to all organizations and individuals that agree to work for the Society's purpose in accordance with these Bylaws.

Organizational membership in the Society can be attained only by organizations. The member organizations may be private societies, academic institutions, business corporations, or other non-governmental bodies.

Sponsor membership in the Society can be attained by organizations, companies or individuals who wish to sponsor the Society. The benefits and fees for a sponsoring member are determined by the Board in each specific case.

Organizational or sponsor membership is attained through written application to the Society's Board, signed by the organization's Chairman or other authorized person, and payment of the appropriate membership fees.

Individual membership in the Society is automatically attained by all individual members of member organizations of the Society. Thus, an individual can only become a member of the Society by joining one of its member organizations. Individual members are as such entitled to all privileges and services that the Society may connect with the membership.

§ 5

Membership fees

The organizational membership fee for one working year is calculated as a *basic fee* (B) plus an additional charge equal to a *per individual fee* (P) multiplied by the reported number of individual members (ind) in the organization at the beginning of the working year, i.e. $B + P*ind$, plus an additional joining members charge $P*E$ for individual members joining after the beginning of the current working year and not previously reported, where E is the sum of the fractions of the current working year during which these individuals have been members of SIMS. (For example, if two members joined during the current working year, and one of these joined 0.5 years after July 1st of the current working year and another after 0.7 years, then $E = 1.2$).

Thus, the total annual fee for a member organization is $B + P*ind + P*E$.

The first fee for a member organization joining the Society later during the working year (after the annual meeting) thus becomes $B + P*E$.

It is the responsibility of the member organization to furnish a list of all its individual members who should be SIMS members one week before the Annual General Meeting each year, on which membership fees will be calculated. Additional new individual members joining later during the working year shall be reported to SIMS as soon as possible.

The membership fee (excluding fees for individuals joining later during the working year) shall be paid yearly, within four weeks after the Annual General Meeting. The joining fee for individuals joining the Society later during the current working year should be paid by the member organization before the end of the current working year.

§ 6

Resignation

An organization that wishes to discontinue its membership in SIMS shall submit its desire to the Board in writing. Membership will only terminate at the turn of the working year, and no paid fees will be returned.

§ 7

Expulsion

A member organization that does not pay its fees can be expelled by the General Assembly. In preparation for such a proposal to the General Assembly, the Board may suspend the membership privileges for a member organization that despite customary reminders does not pay its dues.

Organizations that seriously damage the purposes, activities, or good name of the Society can be expelled by the General Assembly.

§ 8

The Board

The Society is headed by a Board, consisting of a Chairman – who is also the Chairman of the Society – and eight other Board members. Denmark, Finland, Norway, and Sweden shall supply two Board members each; Iceland shall supply one Board member.

The Chairman signs for the Society. Any other Board member may be authorized by the Board to sign for the Society, in all or some specified matters. Such authorizations shall be recorded in the Board meeting minutes.

The Board is elected by the General Assembly. Its term of office is two years. In the Annual General meeting year 2000 however, half of the Board members shall be elected for one year only. Further elections of members of the Board should be made so that four Board positions come up for re-election at each Annual General Assembly meeting.

The Chairman is elected directly by the General Assembly, while the Board members appoint a Vice-Chairman, a Secretary and a Treasurer among themselves.

The Board shall have formal meetings at least twice a year. Board members may participate either in person, or through teleconferencing.

§ 9

Functions of the Board

The Board has the following duties:

- to direct and further the Society's activities according to the purpose of the Society,
- to prepare the matters to be considered by the General Assembly and to execute the decisions made by the General Assembly,
- to decide on membership matters,
- to take care of the Society's assets, documents and other property,
- to prepare a report of the Society's activities during the last working year and make it available no later than two weeks before the Annual General Meeting,

- to submit the Society's minutes, accounts and verifications for the last working year to the Auditors no later than four weeks before the Annual General Meeting, and
- to prepare a special financial statement for each calendar year and in due time submit prescribed tax returns.

§ 10

Board decisions

At least four Board members, of whom one is either the Chairman or the Vice-Chairman, constitute a quorum at Board meetings. Board decisions are made with ordinary majority. When votes are equal, the Chairman of the meeting has a casting vote. Minutes shall be kept at all Board meetings.

§ 11

General Assembly

The Society is governed by the individual members of its member organizations, who constitute the General Assembly. It shall meet annually in one of the Scandinavian/Nordic countries (Sweden, Denmark, Iceland, Norway, Finland) to decide on society matters and to elect a chairman, Board members, and other officials.

§ 12

Auditors

Two auditors shall be elected at each Annual meeting when needed, to audit the accounts of the Society for the last working year. They shall submit their report no later than one week before the Annual General Meeting, present it at the meeting, and propose a decision on the discharge of the Board from liability.

§ 13

Nominating committee

A nominating committee of three members, of whom one is appointed convener, shall be elected at each annual meeting with the task to prepare next year's elections.

§ 14

Annual General Meeting

An Annual General Meeting with the General Assembly shall be held between the 10th September and 20th October at a time and location decided by the Board. Notice about the annual meeting shall be distributed to all member organizations, and to individual members whose email address is known to the Society, at least six weeks in advance. The Agenda, the Board's report, the Balance sheet, and any special matters that shall be considered at the Annual General Meeting must be distributed at least one week in advance.

No two consecutive Annual General Meetings shall be held in the same country.

A member that wishes to put a proposal to the Annual General Meeting shall submit it in writing to the Board no later than four weeks before the meeting.

The Annual Meeting can only decide on matters that have been announced in the agenda.

§ 15

Agenda for the Annual meeting

The following items shall always be on the agenda for the Annual meeting:

- Election of a Chairman for the meeting
- Confirming the agenda
- Ratifying whether the meeting has been announced properly
- Election of two members to approve and sign the minutes together with the Chairman
- Decision on the quorum of the meeting
- Establishment of the register of voters
- Presentation of the Board's report for the previous working year
- Presentation of the Report of the Auditors and decision to discharge the Board from liability for the previous working year
- Decision on the membership fees for the following working year
- Election of a Chairman if the term of office of the current chairman has expired or if the chairman has resigned
- Election of Board members instead of those whose terms of office have expired or who have resigned
- Election of Auditors for the coming working year instead of those whose terms of office have expired or who have resigned
- Election of the Nomination committee for the coming working year instead of those whose terms of office have expired or who have resigned

The agenda shall also contain any matters that the Board wishes the general Assembly to consider, and any proposals from other members.

§ 16

Extra General Assembly meeting

Extra meetings with the General Assembly may be held if the Board finds it necessary, or if at least one fifth of the individual members.

§ 17

General Assembly Decisions

Quorum for the General Assembly is at least four individual members as long as the meeting has been announced at least six weeks in advance, and the agenda distributed one week in advance. Members are allowed to be present

and vote at the meeting through teleconferencing if this is practical to arrange, which is judged by the Chairman of the Society.

Decisions by the General Assembly are made with ordinary majority.

All individual members of the Society that are registered by the member organizations, and can prove their membership, have the right to vote in the General Assembly.

Only individual members have voting rights at General Assembly meetings. Organizational or sponsoring members have no voting rights other than indirectly through individuals affiliated with such organizations who exercise their voting rights as individual members.

No member of the General Assembly may vote as proxy for more than two other members.

Minutes shall be kept at all General Assembly meetings. The Board decides who shall keep the minutes.

§ 18

Bylaw amendments

These Bylaws can only be amended by decision of the General Assembly on two consecutive meetings separated by at least two months. Any proposed Bylaw amendment must be announced and described in full at least four weeks before the first of these meetings.

§ 19

Dissolution of the Society

The dissolution of the Society must be decided by the General Assembly on two consecutive ordinary Annual Meetings. At the second of those, decision shall also be made about the disposition of the Society's remaining assets.