By-laws of the British NetSci Chapter

Article 1: Office and contact information

The name of the nonprofit corporation is the British NetSci Chapter, hereafter referred to as 'Society'. There is no principal physical office. The web address of the Society is https://www.netsci.uk/ and the primary contact e-mail address is britishnetsci@gmail.com. The activities and members of the foundation will be primarily based in the country of the United Kingdom.

Article 2: Nonprofit purposes

The specific objectives and purposes of the Society shall be:

- Acting as a nation-wide body for fostering existing network science research as well as stimulating new research initiatives within the domain of network science, or relating network science to other domains and applications;
- Organizing at least one meeting, seminar, workshop, summer school, or other vehicle per year, which is at least accessible to all interested researchers and (prospective) industrial partners within the nation, in order to stimulate the dissemination of network science research activities and/or applications and build a nation-wide network;

Article 3: Executive Board

The Society is governed by an Executive Board, hereafter referred to as 'board', constituted by at least three members, who shall be known as the board members.

One member of the board shall be known as the chairperson, or two members shall jointly be known as the chairperson.

Qualifications

A board member has obtained the doctorate degree and is primarily based in the country mentioned under Article 1.

Powers

Subject to the provisions of the laws of the country and these bylaws relating to action required or permitted to be taken or approved by the members, if any, of the Society, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the board.

Duties

It shall be the duty of the board to:

- Perform any and all duties imposed on them collectively or individually by law or by these bylaws;
- Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties, if any, of all officers, agents, and employees of the Society;
- Meet at such times and places as required by these bylaws;
- Provide their vote in a timely manner whenever a vote is conducted within the board;
- The chairperson(s) is (are) responsible for initiating meetings; setting the agenda for each meeting; and initiating votes if needed.

Term of Office

Each board member shall hold office for a period of 3 years and until his or her successor is elected and qualifies. A term may be renewed once, after which the board member can no longer be elected or appointed as board member for the duration of at least one term.

The function of chairperson can only be served for the duration of one term, after which he or she can not be elected as chairperson for at least one term.

Compensation

Board members receive no compensation.

Regular meetings

The board meets on a regular basis, which is at minimum twice a year.

Special meetings

Meetings other than the regular meetings can be initiated by any chairperson or any two board members.

Notice of Meetings

Unless otherwise provided by the articles of incorporation, these bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings of the board of directors:

- *Regular Meetings*. No notice need be given of any regular meeting of the board of directors.
- *Special Meetings*. At least one week prior notice shall be given to all board members, through any means, including e-mail, chat, verbally, or written.

Quorum

A quorum shall consist of more than half of the number of board members. The exception is for a meeting or vote about changes to these by-laws or other governing regulations of the Society, for which at least three thirds of the board members constitute a quorum, but no less than three.

Majority Action as Board Action

Every act or decision done or made by a majority of the board members present at a meeting duly held at which a quorum is present is (implicitly) the act of the board, unless these bylaws, or provisions of law require a greater percentage. Explicit decisions by the board can be formed by calling for a vote, for which votes can be cast during a meeting or separately through digital means within two weeks of calling the vote. Any member can call for a vote.

Conduct of meetings

Any meeting shall be presided over by a chairperson. In the absence of chairpersons, a temporary chairperson shall be elected for the meeting. Before commencing a meeting, and in the absence of a secretary already appointed, a secretary shall be appointed among the board members for taking minutes and taking stock of votes.

Vacancies

Vacancies on the board shall exist (1) on the death, resignation, or removal of any member, and (2) whenever the number of authorized members is increased.

Any member may resign effective upon giving written notice to the chairperson(s) of the board, unless the notice specifies a later time for the effectiveness of such resignation. No member may resign if the corporation would then be left without a duly elected member or members in charge of its affairs.

Members may be removed from office, with or without cause, as permitted by and in accordance with the laws of the country.

Unless otherwise prohibited by the articles of incorporation, these bylaws, or provisions of law, vacancies on the board may be filled by approval of the board members. If the number of members then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the members then in office or by a sole remaining member. A person elected to fill a vacancy on the board shall hold office until the next election of the board members or until his or her death, resignation, or removal from office.

Nonliability of board members

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Designation of officers

The Society will elect a chairperson, which may be fulfilled by one member or a shared office among two members.

In the event that the Society controls a budget of any amount, such as for holding conferences or workshops or for (young) talent prizes, the board shall elect a treasurer.

The Society shall elect a secretary for a regular term, or in the absence thereof, elect a secretary before the start of any meeting for the duration of that meeting.

Article 3: Advisory Board and other committees

An Advisory Board or any other committee, temporary or permanent, may be instantiated and appointed by the executive board.

A committee shall, unless specified differently at instantiation, be in office for as long as the issue for which it was created persists, such as the organization of a workshop or the awarding of a prize, or indefinitely if no specific issue was formulated at instantiation, such as for an Advisory Board.

For the Advisory Board, the terms, required qualifications, and rules for election, designation, or removal are equivalent as much as possible to that of the executive board. Members of the

Advisory Board do not have voting rights but may always attend any board meeting, unless specified otherwise in the notice for the meeting. Members of other committees are not implicitly invited for any board meeting without notice.

Article 4: Execution of instruments, deposits, and funds

The board can empower any one of its own members, or members of another (temporary) board instantiated by the board, to enter into contracts or other agreements of payment or financial liabilities, on the behalf of the Society and for a specific purpose (e.g., catering costs for organizing a workshop, or renting a web address). Unless so authorized, no individual member is empowered to do so.

Article 5: Documentation

The Society shall continuously store minutes, reports, contracts, or other official documents that are central to the functioning of the Society as a whole, for the duration of at least three years, in such a way that at least the chairperson(s) and the secretary, if any, can readily access it.

Article 5: Members

If the Society has members, then any member has the power to request for inspection any minutes, reports, contracts, or other official documents that are central to the functioning of the Society as a whole. Information that can be traced back to individuals may be redacted for privacy purposes, except for the minutes. Expressly not covered by this article is personal communication, informal documents used for brainstorming, and other documentation that is strictly personal or is clearly informal or of unfinished nature.