

Proposed Changes or Clarifications to the Bylaws: For Online Voting

June 2025 General Assembly

Three proposed bylaw changes



ITD Alliance

Global Alliance for
Inter- and Transdisciplinarity

B1. Lifetime membership

Change to Clause 4. Membership (Mitgliedschaft)

Proposal for voting: That the wording in Clause 4 Membership (Mitgliedschaft) is changed as follows:

Current version: 4. Membership (Mitgliedschaft)

Institutions and individuals can become members of the ITD Alliance. Persons or institutions are eligible to be members of the ITD Alliance if they promote its goals. Membership requires payment of a membership fee that can be reduced by the Leadership Board under certain circumstances.

Proposed change (new paragraph break as shown): 4. Membership (Mitgliedschaft)

NO CHANGE: Institutions and individuals can become members of the ITD Alliance. Persons or institutions are eligible to be members of the ITD Alliance if they promote its goals. Membership requires payment of a membership fee that can be reduced by the Leadership Board under certain circumstances.

NEW TEXT: Institutions and individuals that have made exceptional contributions to the advancement of the ITD Alliance may be recognised with "Lifetime membership." This requires a case to be put to the General Assembly and a majority vote at the General Assembly. Lifetime members are recognised on the membership page of the website and receive a fee waiver for life.

B1. Lifetime membership

Change to Clause 4. Membership (Mitgliedschaft)

Proposal for voting: That the wording in Clause 4 Membership (Mitgliedschaft) is changed as follows:

Rationale:

This is a common and appropriate way of recognising exceptional contributions.

Associated Procedure:

Lifetime members are full institutional or individual members with all rights, including voting at the General Assembly.

Nominations for lifetime membership can be made by any ITD Alliance member and should be sent to the Leadership Board, through the Executive Secretary. The Leadership Board will decide if the nomination should be brought to the General Assembly.

Exceptional contributions go significantly beyond contributions that members generally make. Having said that, exceptional contributions need to be judged on the merits of each case and relative to context, so that they are commensurate with institutional and individual circumstances. In general, an expectation would be that nominees have a long-term (more than 5 year) association with the ITD Alliance. Examples of exceptional contributions in a Global North context could include significant financial donations in addition to membership fees (for instance, more than 20,000 CHF for an institution and more than 10,000 CHF for an individual) and/or significant in-kind contributions (for instance, personnel time of more than 2,000 hours).



B2. Ex-officio member

Change to Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording of the first paragraph of Clause 6 Governance (Organisation) b. Leadership Board (Vorstand) is changed as follows:

Current version: b. Leadership Board (Vorstand)

The Leadership Board consists of 9-15 board members. Members of the Leadership Board are elected by the general assembly for a period of 2 years. They can be re-elected for a maximum of 3 continuous terms. After reaching maximum number of terms, re-election is possible after a break of 1 term.

Proposed changes (new paragraph break as shown): b. Leadership Board (Vorstand)

NEW TEXT IN ITALICS: The Leadership Board consists of 9-15 board members, *including an ex-officio member, who is a representative of the Swiss Academies of Arts and Sciences. Apart from the ex-officio member, the* [m]embers of the Leadership Board are elected by the general assembly for a period of 2 years. They can be re-elected for a maximum of 3 continuous terms. After reaching the maximum number of terms, re-election is possible after a break of 1 term.

NEW TEXT: *The appointment of the ex-officio member is negotiated between the leadership of the Swiss Academies of Arts and Sciences and the Leadership Board of the ITD Alliance; the ex-officio member has full voting rights and is eligible to hold any position other than President or Executive Secretary; the appointment is for two years, is renewable and the necessity for the appointment is also reviewed every two years.*

B2. Ex-officio member

Change to Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording of the first paragraph of Clause 6 Governance (Organisation) b. Leadership Board (Vorstand) is changed as follows:

Rationale:

At this stage in its development, the ITD Alliance would struggle to progress without the support provided by the Swiss Academies of Arts and Sciences, provided through Leadership Board member, Theres Paulsen. This support currently includes financial and administrative support for the conference; advice on Swiss law relating to associations, on taxes and on Swiss banking; and serving as Treasurer (since 2023). This continues a long history of substantial support from the Swiss Academies of Arts and Sciences in the formation of the ITD Alliance, including supporting a staff member in filling the position of Executive Secretary from 2019 to 2021 and curating an archive of ITD Alliance documents.

To ensure continuity and institutional commitment, the ITD Alliance proposes that there is an ex-officio appointment to the Leadership Board of a representative of the Swiss Academies of Arts and Sciences. This is envisaged to be a temporary arrangement (for around 6 years), subject to review by both parties every two years. Either party can request termination of the arrangement, which will require an amendment to the bylaws.

B2. Ex-officio member

Change to Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording of the first paragraph of Clause 6 Governance (Organisation) b. Leadership Board (Vorstand) is changed as follows:

Associated Procedure:

A memorandum of understanding would be established between the ITD Alliance Leadership Board, represented by the President, and the Swiss Academies of Arts and Sciences, represented by the Secretary-General of SCNAT (Swiss Academy for Natural Science, which oversees the operation of tdnet), outlining procedures to appoint the ex-officio representative, as well as the duties that the ex-officio representative would perform, namely to:

- ensure access to reliable advice on the relevant provisions of the Swiss law, especially in relation to the bylaws and the operating status and procedures of the ITD Alliance
- making an annual tax declaration
- monitor ITD Alliance-related correspondence to the Swiss Academies of Arts and Sciences as the address or “Sitz” of the ITD Alliance
- ensure access to advice about Swiss banking, given that the banking of the ITD Alliance is through the Swiss financial institution, Postfinance
- provide advice on the mandate for the employment of the Executive Secretary
- ensure maintenance of an archive of documents pertaining to the ITD Alliance on the SCNAT Collaboration site.



B3. Composition of the Leadership Board

Change to Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording of clause 6b (Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)) is changed as follows:

Current version: The following general principles apply for composition of the leadership board:

- At least 2/3 of its members represent institutional members; however, each institutional member may only be represented on the Leadership Board by at most one representative at a time;
- The host institution(s) of the secretariat has(have) the right to delegate one board member;
- The board aims to maximize diversity and inclusion in composition, defined in our diversity statement.

Proposed changes: The following general principles apply for the composition of the leadership board:

- *NEW TEXT: In line with advancing the goal of global reach of the ITD Alliance and the aim of maximising diversity and inclusion on the Leadership Board, seven positions on the Leadership Board are reserved for members from the Global South; if these positions are not filled, they will remain vacant until the next General Assembly;*
- ~~DELETE: At least 2/3 of its members represent institutional members; however, each institutional member may only be represented on the Leadership Board by at most one representative at a time;~~
- NO CHANGE: The host institution(s) of the secretariat ...
- NO CHANGE: The board aims to maximize diversity



B3. Composition of the Leadership Board

Change to Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording of clause 6b (Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)) is changed as follows:

Rationale:

Establishing quotas is generally effective, especially in increasing diversity and inclusion. For the ITD Alliance to be truly global, both the Global North and the Global South would be well-represented on the Leadership Board. Until 2024, the majority of members of the Leadership Board were from the Global North. In 2024, for the first time, 7 of the 15 members of the Leadership Board were from the Global South. This could only be achieved by suspending the bylaw requirement that “[a]t least 2/3 of its members represent institutional members.”

Furthermore, **90% of institutional members are from the Global North, making it impossible to both meet the existing bylaw requirement and to substantially increase diversity.**

Nevertheless, institutional members are greatly valued and encouraged to nominate members for election to the Leadership Board. The value given to institutional members by the ITD Alliance is demonstrated by the significant benefits they are afforded, namely:

- a) There are very substantial reduced fees for the “persons to receive benefits” compared to individual members, ranging from reductions of 25% to 90%, depending on the country and institutional size.
- b) If the bylaw clarification on who can vote (#4 below) is agreed, each “person to receive benefits” is entitled to vote (previously the institution had only one vote).

Three proposed bylaw clarifications



B4. Who can vote

Clarification for Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung) is clarified as follows:

Current version: a. General Assembly (Generalversammlung)

The assembly will decide by majority vote. In order to approve or change the bylaws or to terminate the ITD Alliance, a qualified majority of 2/3 of the members present at the general assembly is needed. A minimum of 1/5 of the total number of members have the right to request an extraordinary meeting of the general assembly.

Proposed change: a. General Assembly (Generalversammlung)

NEW TEXT IN ITALICS: The assembly will decide by majority vote. In order to approve or change the bylaws or to terminate the ITD Alliance, a qualified majority of 2/3 of the members present at the general assembly is needed. *Only individual members of the ITD Alliance can vote; this includes the individuals nominated as "persons to receive benefits" by institutional members. Each individual has one vote.* A minimum of 1/5 of the total number of members have the right to request an extraordinary meeting of the general assembly.



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B4. Who can vote

Clarification for Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung) is clarified as follows:

Rationale:

This proposal aims to make clear a) the number of votes that can be cast by an institutional member and b) who can cast those votes. This is currently not specified, although the practice has been for institutions to be restricted to one vote, without identifying who can cast that vote. This proposal aims to be fairer, allowing everyone nominated by an institution as a “person to receive benefits” to be treated as equivalent to an individual member, including full voting rights. (NB “Persons to receive benefits” is specified on the ITD Alliance website in the fee structure for institutional members; see <https://itd-alliance.org/membership-3/>.)



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B5. Voting process

Clarification for Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung) is clarified as follows:

Current version: a. General Assembly (Generalversammlung)

The assembly will decide by majority vote. In order to approve or change the bylaws or to terminate the ITD Alliance, a qualified majority of 2/3 of the members present at the general assembly is needed. A minimum of 1/5 of the total number of members have the right to request an extraordinary meeting of the general assembly.

Proposed change: a. General Assembly (Generalversammlung)

NEW TEXT IN ITALICS; DELETIONS STRUCK THROUGH: The assembly will decide by majority vote, *except when motions concern approval or change to the bylaws or terminating the ITD Alliance, in which case support from 2/3 of those voting is required.* ~~In order to approve or change the bylaws or to terminate the ITD Alliance, a qualified majority of 2/3 of the members present at the general assembly is needed.~~ A minimum of 1/5 of the total number of members have the right to request an extraordinary meeting of the general assembly.



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B5. Voting process

Clarification for Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) a. General Assembly (Generalversammlung) is clarified as follows:

Rationale:

The wording change aims to make the proportion of votes for different circumstances clearer and to accommodate online voting, which is currently the norm.



B6. President's term

Clarification for Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) b. Leadership Board (Vorstand) is clarified as follows:

Current version: b. Leadership Board (Vorstand)

The Leadership Board consists of 9-15 board members. Members of the Leadership Board are elected by the general assembly for a period of 2 years. They can be re-elected for a maximum of 3 continuous terms. After reaching maximum number of terms, re-election is possible after a break of 1 term.

Proposed change b. Leadership Board (Vorstand)

NEW TEXT IN ITALICS: The Leadership board consists of 9-15 board members. Members of the Leadership Board, *including the President*, are elected by the general assembly for a period of 2 years. They can be re-elected for a maximum of 3 continuous terms. After reaching the maximum number of terms, re-election is possible after a break of 1 term.



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B6. President's term

Clarification for Clause 6 Governance (Organisation) b. Leadership Board (Vorstand)

Proposal for voting: That the wording in Clause 6 Governance (Organisation) b. Leadership Board (Vorstand) is clarified as follows:

Rationale:

The term of appointment of the President is currently unclear and should be explicitly stated in the bylaws.