

# INTERNATIONAL INSTITUTE OF SPACE LAW

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## STATUTES

### ARTICLE I - Name and registered office

The name of the Institute shall be the International Institute of Space Law (IISL), hereinafter referred to as the Institute. It has its registered office in Leiden, The Netherlands, and place of business at 94 bis, avenue de Suffren, 75015 Paris, France.

### ARTICLE II - Purposes and Objectives

The purposes and objectives of the Institute shall include:

- (a) The providing of advice to the President of the International Astronautical Federation (IAF) when requested;
- (b) Cooperation with appropriate international organizations and national institutions in the field of space law;
- (c) The holding of meetings, colloquia and competitions on juridical and social science aspects of space activities, thereby providing fora for individuals from different legal systems and regions of the world to engage in the free expression and exchange of ideas relevant to space law and policy;
- (d) The preparation or commissioning of studies and reports;
- (e) The publication of books, proceedings, reports and other papers;
- (f) The granting and presentation of awards and certificates;
- (g) The conduct of such other activities as may be considered desirable in fostering the development of space law and studies of legal and social science aspects of the exploration and use of outer space.

### ARTICLE III - Membership

#### Section 1

Individuals distinguished by their contributions to or of proven interest in the field of space law or other social science aspects related to space activities may be nominated for membership to the Institute by a Director or by three members of the Institute. The Board of

Directors decides on the admission of members. No appeal to the General Meeting lies from the decision of the Board of Directors.

## **Section 2**

Corporate entities and other institutions actively engaged or otherwise interested in the field of space law or other social or scientific aspects related to space activities, may be nominated for membership of the Institute by a Director, or by three members of the Institute. The Board of Directors decides on the admission as a member. No appeal to the General Meeting lies from the decision of the Board of Directors.

## **Section 3**

The decision to admit a member is taken by the Board of Directors by a majority vote at a meeting of the Board of Directors.

## **ARTICLE IV - Membership dues**

### **Section 1**

All members of the Institute shall pay annual membership dues, as set out in Article 6 of the By-laws. Dues are expressed in terms of units.

### **Section 2**

The Board of Directors shall establish the value of the unit in which membership dues are expressed. The Board of Directors may modify the value of the unit and decide when any modification will take effect.

### **Section 3**

Members of the Institute who are in default of their membership dues will have their membership suspended and shall lose the right to vote at a General Meeting or other meetings. The Board of Directors may decide to terminate the membership of the Institute of members in arrears of payment of membership dues for more than two years. Membership may be terminated only with effect from the end of the financial year of the Institute and subject to a prior notice period of four weeks.

### **Section 4**

On cause shown the Board of Directors may reduce or waive the membership dues for a particular member.

### **Section 5**

The Board of Directors may terminate the membership of the Institute of any member whom or which they judge to have violated the principles of the Statutes. Such decisions shall be taken by a two-thirds majority vote at a meeting of the Board of Directors.

## **ARTICLE V - General Meeting**

### **Section 1**

Every year at least one General Meeting (annual meeting) of the Institute shall be held, normally within six months from the end of the fiscal / financial year. In addition, special meetings may be held at such times and places as the Board of Directors may determine.

The General Meeting will be convened by notice to those entitled to vote with due observance of a notice period of at least seven days. The notice must include the subjects to be discussed.

### **Section 2**

At the General Meeting the Board of Directors shall present an annual report on the affairs of the Institute and on the policy pursued, including a balance sheet and a statement of income and expenditure with explanatory notes.

The General Meeting shall appoint an Audit Committee of at least two members, who shall not be members of the Board of Directors. The Audit Committee shall inspect these documents and report its findings to the General Meeting. If in the opinion of the Committee this inspection or audit requires special accounting knowledge, it may arrange for the assistance of an expert at the expense of the Institute.

The Board of Directors shall provide the Audit Committee with all the information it desires, present to the Audit Committee evidence of the funds and assets, if it so requires, and make the books and documents of the Institute available for inspection.

### **Section 3**

At each annual meeting the Board of Directors shall submit a report on the activities of the Institute containing an outline of the events and accomplishments of the preceding year and setting out its plans as to future policy and projects of the Institute.

### **Section 4**

The General Meeting shall elect from among the members of the Institute, by a majority vote of the members present, the Officers and other Directors of the Board, with due regard to the provisions of Article VI, Sections 2 and 3.

Election will be by a majority of the votes cast. If in an election between more than two persons no one obtains a majority, a further vote will be held between the two persons who obtained the largest number of votes.

### **Section 5**

The General Assembly may dismiss a Director for failing to perform relevant duties. A decision on dismissal shall be taken by a two-thirds majority of the votes cast.

## **ARTICLE VI - Board of Directors**

### **Section 1**

The governing body of the Institute is the Board of Directors, consisting of the Officers of the Institute: the President (Chair), two Vice-Presidents, the Executive Secretary and the Treasurer, together with sixteen other Directors.

Presidents Emeriti, elected according to the terms of Article VI (5) are Directors with a right to vote.

Honorary Directors of the Institute elected according to the terms of Article VI (6), as well as the Presidents of other organizations that the Board of Directors may invite to attend its meetings, shall be non-voting members of the Board of Directors.

### **Section 2**

In the election of Directors, the Institute shall seek that the membership of the Board reflects and represents the various regions of the world and its different legal systems, due regard being paid to those countries which have significant space programmes or which have made considerable efforts to develop space law.

### **Section 3**

Directors are elected for a period of three years, and may be re-elected. Five Directors shall be elected to serve as Officers: one President, two Vice-Presidents, an Executive Secretary and a Treasurer. In the election of Directors, Officers and other members of the Board, all those involved shall take account of the desirability of ensuring both continuity and an adequate rotation of membership within the Board. Each year, approximately one third of the Board will be elected.

### **Section 4**

If in the period between two annual meetings a vacancy occurs in the Board of Directors, the Board may appoint a temporary Director to fill that vacancy until the expiration of the relevant term, subject to the ratification of that appointment by the next General Meeting.

### **Section 5**

An outgoing President, who has served in that capacity over several years and has contributed substantially to the development and the activities of the Institute, may be elected for life as a President Emeritus by the majority vote of a General Meeting.

### **Section 6**

On the recommendation of the Board of Directors, persons who have made outstanding contributions to international cooperation in the peaceful uses of outer space, or to the development of space law, and Directors who have served for several succeeding terms and have contributed substantially to the work of the Institute, may be elected for life as Honorary Directors by the majority vote of a General Meeting.

## **ARTICLE VII - Responsibilities and Powers of the Board of Directors**

### **Section 1**

The President of the Board of Directors shall guide and supervise the activities of the Institute pursuant to its Statutes and in accordance with its By-laws. The President shall represent the Institute in its external relations.

### **Section 2**

The Board of Directors shall manage the Institute, including:

- (a) Carrying out the purposes and objectives of the Institute as set forth in Article II of these Statutes;
- (b) Implementing resolutions and directives adopted at the General, annual and special meetings of the Institute;
- (c) Creating standing committees with appropriate terms of reference and powers for their functions;
- (d) Creating ad hoc committees and working groups for specific purposes and functions;
- (e) Appointing members of the Institute to fill vacancies occurring in the membership of the Board of Directors, in accordance with Art. VI (4) of the Statutes;
- (f) Supervising the correspondence of the Institute and providing for the safekeeping of its archives;
- (g) Establishing a secretariat as appropriate, designating its duties and supervising all its activities;
- (h) Arranging for meetings and colloquia;
- (i) Arranging for the publication of books, proceedings, reports and other papers;
- (j) Deciding on the giving of medals, certificates, prizes and awards;
- (k) Approving budgets and supervising accounts;
- (l) Accepting donations and legacies, and funds from private sources, and contributions from national and international organizations, governments, institutions, and agencies;
- (m) Approving the annual reports of the President and the Treasurer to be presented at the annual meetings of the Institute, and the annual report of the President to be presented at the Plenary Meeting of the General Assembly of the International Astronautical Federation.

### **Section 3**

The Board of Directors may pass resolutions and take decisions at a meeting only if at least twelve Directors are present or represented, including the President or Acting President.

The Board may also pass resolutions or take decisions without holding a meeting, provided that all Directors are given the opportunity to cast their vote by mail or other reliable communication system(s) and none opposes this manner of decision-making on the particular matter.

When a matter must be decided by mail or other reliable communication systems, the same number of replies shall be required for a valid decision of the Board.

#### **Section 4**

The Board of Directors will endeavour to act by consensus. In the event of a vote, each Director entitled to vote may have his or her vote cast by another person entitled to vote who has been authorised thereto in writing or other reliable communication systems. A person entitled to vote may act as authorised representative of no more than two persons.

Except where these Statutes and relative By-laws provide otherwise, resolutions and decisions of the Board that have been put to a vote are validly passed when a majority of the votes has been cast in favour of the proposal. If the votes are equally divided, the President will cast the decisive vote.

#### **Section 5**

The ordinary business of the Institute shall be conducted in accordance with the By-laws of the Institute. These By-laws shall be adopted on the recommendation of the Board of Directors by the Institute at an annual or special meeting by a majority vote of the members present and voting.

#### **Section 6**

The membership of standing committees, of ad hoc committees and of working groups, shall be determined by the President in consultation with the Board of Directors.

#### **Section 7**

By the end of April of each year the President, in consultation with the Board of Directors, will appoint the Chairman and members of a Nominating Committee which will be responsible for nominating candidates for election as Officers, or other Board members whose terms of office are to begin following the next annual meeting. The Committee shall be composed of not less than three, but not more than five members. The Report of the Nominating Committee shall be submitted to the President no later than one month prior to the annual meeting.

### **ARTICLE VIII - Amendments to the Statutes and By-laws**

#### **Section 1**

The Statutes and By-laws may be amended only by the decision of a General Meeting on the proposal of the Board. The decision shall be passed by a majority of the votes cast. The notice convening the meeting shall contain an announcement that an amendment to the Statutes will be proposed at that meeting. The notice period will be at least seven days. The

resolution of the Board of Directors to propose an amendment to the Statutes or By-laws shall be adopted by a two-thirds majority of the votes cast.

The Executive Secretary of the Institute shall be informed in writing of any proposals for the amendment to the Statutes or By-laws of the Institute, other than those made by the Board, at least twelve weeks prior to the annual meeting, and any such proposal must be supported in writing by at least twenty individual fully paid-up members of the Institute.

Those who issue the notice convening a General Meeting at which a proposal to amend the Statutes or By-Laws will be discussed must make a copy of that proposal, setting forth the proposed amendment verbatim, available for inspection by the members at a suitable place at least five days prior to the day of the meeting, and until after the end of the day on which the meeting is held.

## **Article IX - Dissolution**

### **Section 1**

The Institute may be dissolved at a General Meeting by the decision taken on the proposal of the Board of Directors and by a majority of the votes cast. If the dissolution of the Institute is to be on the agenda of a General Meeting, ample notice shall be given to all members of the Institute, at least three months prior to the General Meeting.

### **Section 2**

In the event of the dissolution of the Institute, unless the General Meeting decides to use the credit balance or assets of the Institute differently, such credit balance or assets shall be offered to an international institution having objectives comparable to or consonant with those of the Institute.