



International Institute for  
Applied Systems Analysis

IIASA [www.iiasa.ac.at](http://www.iiasa.ac.at)

# **Charter** of the International Institute for Applied Systems Analysis



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Laxenburg, Austria



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# **Charter of the International Institute for Applied Systems Analysis**

## **PREAMBLE**

The parties to this Charter,

Realising increasing rates of change and complexity of modern societies that enhance both development opportunities as well as vulnerabilities,

Recognising that addressing these challenges requires advanced cutting-edge systems knowledge and methodological innovation combined with a transdisciplinary approach,

Believing that this aim can best be achieved through international co-operation and bridge-building across a broad group of relevant actors informed by independent science-evidenced analyses,

Convinced that science and technology, if wisely directed, can benefit all humankind,

Believing that international collaboration between national and international institutions promotes co-operation between nations and is necessary to ensure sustainable development;

**HEREBY RESOLVE TO ESTABLISH AN INTERNATIONAL INSTITUTE FOR  
APPLIED SYSTEMS ANALYSIS PURSUANT TO THE FOLLOWING AGREEMENT**

## ARTICLE I

### ESTABLISHMENT AND GENERAL POWERS

**Section 1.** The parties hereto are agreed to create an International Institute for Applied Systems Analysis (IIASA), hereinafter called “the Institute”; to pursue the objectives set out in Article II; and to ensure that it shall have the legal status and powers set out in this Charter.

**Section 2.** The Institute is a non-governmental, multi-national, autonomous scientific institution.

**Section 3.** The headquarters of the Institute shall be situated at Laxenburg, Lower Austria, Austria. IIASA may also establish facilities in other locations. Countries hosting IIASA headquarters or other facilities shall guarantee equal rights and privileges to member institutions and their representatives as well as to IIASA staff members.

**Section 4.** The Institute shall have legal personality. The Institute shall be established as a not-for-profit entity subject to the laws of the host country.

**Section 5.** English shall be the official language of the Institute.

## ARTICLE II

### OBJECTIVES

**Section 1.** The Institute shall initiate and support collaborative and individual research in relation to problems of modern societies arising from scientific and technological development. To this end, the Institute shall undertake its own studies into both methodological and applied research in the related fields of systems analysis, cybernetics, operations research, and management sciences.

**Section 2.** The Institute shall encourage and reinforce national and international efforts in corresponding fields of inquiry; devise means of enhancing appreciation of this type of research among scientists from all nations; and attempt to increase understanding through the development of uniform standards and terminology. Its work shall be open to all experts in conformity with the normal practice of international scientific co-operation and the Institute shall endeavour to meet the highest standards of scholarship. Recognizing that innovation arises from a diversity of ideas, the Institute shall encourage the exploration of diverse approaches, methods, and models.

**Section 3.** The Institute’s work shall be exclusively for peaceful purposes.



**Section 4.** The Institute shall work towards ensuring conditions that allow its member institutions to fulfil their commitments to:

- a.** free and open exchange of ideas and information.
- b.** unconditional access to knowledge and research findings among its members.
- c.** freedom of movement across borders for individuals participating in IIASA's activities.

## ARTICLE III

### MEMBERSHIP OF THE INSTITUTE

**Section 1.** Membership shall be open to one institution from any country or region provided that:

- a.** the institution be representative of the relevant scholarly community of the country or region.
- b.** the institution subscribes to the Charter of the Institute.
- c.** the institution agrees to respect the international character of the Institute in accordance with Article XI.
- d.** the institution meets the financial obligations of membership.
- e.** the institution agrees to maintain membership for a minimum of five years.
- f.** subject to the approval of the Council in accordance with the provisions of Article V (9), the institution may transfer membership to another professional institution satisfying the requirements set out in this Section; in which case the new organisation shall hold membership during the balance of the term of its predecessor without in any respects jeopardising the rights enjoyed by the former institution.
- g.** the institution is approved for membership by a vote of the Council in accordance with the provisions of Article V (9).

**Section 2.** A national or regional institution applying for membership shall do so by notifying in writing the Director General of the Institute who shall duly inform the Chair of the Council. The Chair shall inform the relevant committees of the Council and, pursuant to Article V (9), seek Council's approval for such an application.

**Section 3.** It shall be the responsibility of the Council, pursuant to Article V (9), to establish the financial and other obligations of membership.

**Section 4.** After its fifth year of membership, a member institution may resign from the Institute by giving one year's notice at the end of the current fiscal year. Any member institution so resigning shall be liable to the Institute for financial obligations incurred pursuant to membership until such obligations have been discharged.

**Section 5.** If, upon a determination by the Council, pursuant to Article V (9), a member institution is deemed to have failed to fulfil its financial or other obligations under the terms of this Charter, it shall, at a date and in accordance with the above determination, cease to be a member of the Institute.

**Section 6.** The Council, in accordance with the provisions of Article V (9), shall have the authority to change the status of a member institution to observer if the member so requests and/or can no longer meet its financial or other obligations of membership. Observers shall be allowed to attend Council meetings but shall have no voting rights in the Council. Observers can return as members of the Institute on the full payment of all financial obligations for past and current years. They shall remain observers for a maximum of two years, after which re-entry to the Institute shall depend on the decision of the Council.

**Section 7.** National and regional institutions may apply to become prospective members of the Institute. The Council shall consider such applications in accordance with the provisions of Article V (9). Prospective members shall be allowed to attend Council meetings but shall have no voting rights in the Council. After two years of prospective membership, an institution shall be allowed to apply for membership of the Institute. In the absence of such application, this institution shall lose its prospective membership status.

## ARTICLE IV

### ORGANS

The Institute shall comprise:

- a.** the Council.
- b.** the IIASA Executive.

## ARTICLE V

### THE COUNCIL

**Section 1.** The Council is the governing body of the Institute. In particular, the Council:

- a.** sets the strategic directions for the Institute.
- b.** provides guidance and support to the IIASA Executive in taking and implementing decisions fundamental for the functioning of the Institute.
- c.** oversees the activities of the Institute in establishing relations with governments and multi-national bodies.
- d.** facilitates and oversees the dissemination of the results of the Institute's research.

**Section 2.** The Council shall be composed of one permanent representative from each member institution. Each representative may be accompanied at the meetings of the Council by advisors. In the temporary absence of a permanent representative, a member institution is authorised to designate an alternate.

**Section 3.** The Council shall adopt its own rules of procedure and, pursuant to Section 9 hereof, shall elect a Chair and two Vice Chairs, who shall be the Officers of the Council. In the absence of the Chair, the two Vice Chairs shall each in turn preside at meetings of the Council. The three Officers shall each be elected for a term of three years and may be re-elected.

**Section 4.** The Council shall appoint, pursuant to Section 9 hereof, a Director General of the Institute and other members of the IIASA Executive, for a defined term with a possibility of extension.

**Section 5.** The Council shall have authority, pursuant to Section 9 hereof, to dismiss the Director General and other members of the IIASA Executive, and to appoint an interim successor in the event of incapacitation, resignation, dismissal or death of the incumbent.

**Section 6.** The Council shall approve, pursuant to Section 9 hereof, a budget for the Institute, on the basis of proposals prepared and submitted by the IIASA Executive.

**Section 7.** The Council shall meet at least once annually. The Council may hold its meetings in-person, in electronic, or in hybrid format. In all meetings, the presence of two-thirds of the Council members constituting the quorum, shall be required. In-person meetings may be organized at the seat of the Institute or other locations as in the judgment of the Council will best facilitate the work of the Institute. At the request of the Chair of the Council, one-third of the members of the Council, or the Director General in consultation with the Chair of the Council, a Council meeting shall be called within 30 days. The Council Chair may, if deemed necessary, initiate electronic ballots.

**Section 8.** Each Council member shall have one vote. Observers and prospective members shall have no voting rights in the Council. Presence of two-thirds of the Council members is required for any decision to be taken. Unless otherwise defined by the Charter, decisions at all meetings of the Council shall be taken by a majority of the Council members present. In the case of electronic ballots initiated outside the framework of the Council meetings, decisions shall be taken by a majority of all Council members.

**Section 9.** In addition to any other obligations defined by this Charter, the Council shall exercise the following powers:

- a.** to admit, pursuant to Article III, new members, to approve transfer of membership, to approve prospective members, and to change the status of a member

institution to observer.

- b.** to establish and to amend the financial and other obligations of membership.
- c.** to make a determination as to measures to be applied in relation to members failing to meet their financial or other obligations.
- d.** to amend this Charter by a qualified majority of two-thirds of all Council members.
- e.** to dissolve the Institute by a qualified majority of two-thirds of all Council members.
- f.** to elect its Chair and two Vice Chairs.
- g.** to determine the research priorities, facilitate and oversee the dissemination of the results of the Institute's research to enhance their impact in policy making.
- h.** to approve, after modifications where necessary, the budget of the Institute, as prepared by the IIASA Executive and reviewed by the committee dealing with matters of finance, risk and audit.
- i.** to appoint, reappoint or dismiss the Director General of the Institute and other members of the IIASA Executive.
- j.** to appoint an interim successor in the event of incapacitation, resignation, dismissal or death of the Director General, or other members of the IIASA Executive.
- k.** to set priorities underlying the regulations established by the IIASA Executive for the Institute's operations and conditions of employment.
- l.** to establish the Committees of the Council.
- m.** to establish IIASA facilities in other locations.
- n.** to take decisions on other matters of primary importance for the governance of IIASA and not expressly assigned to the IIASA Executive.

**Section 10.** The Council, in electing its officers and appointing members of committees, shall promote and base its actions on principles of equitable geographic representation and gender diversity.

## ARTICLE VI

### SETTLEMENT OF DISPUTES

**Section 1.** Any dispute between the Institute and its members or between members in relation to their membership of the Institute, which is not settled through negotiations between the parties concerned, shall be submitted for final decision to a Board of Arbitration.

**Section 2.** The Board of Arbitration shall consist of three arbitrators: one to be nominated by each party to the dispute and the third, who shall be the chair of the Board of Arbitration, to be jointly nominated by the first two arbitrators. The Council shall determine and adopt the rules of procedure of the Board of Arbitration, which shall govern, in particular, the procedure of decision-making of the Board of Arbitration.

## ARTICLE VII

### COUNCIL COMMITTEES

**Section 1.** The Council may establish committees, under regulations adopted by the Council, to carry out specific functions delegated by the Council.

**Section 2.** There shall be an Executive Committee of the Council composed of the officers of the Council appointed for a period of three years and such additional representatives selected from the Council membership as may be approved by the Council pursuant to Article V (9). The Executive Committee may meet upon call of the Chair and, unless otherwise instructed by the Council, shall act on its behalf between sessions of the Council. The members of the IIASA Executive shall be entitled to participate in the meetings of the Executive Committee. The Executive Committee shall report its actions to the Council.

**Section 3.** There shall be a Committee dealing with finance, risk and audit composed of members appointed for a period of three years from the Council membership. The Committee shall facilitate the decision-making of the Council by providing recommendations, support, monitoring, and oversight related in particular to issues of finance, audit, accounting, annual payments of member institutions, realisation of royalties and other revenues, and risks the Institute is facing.

**Section 4.** The Council may establish other standing and ad hoc committees to facilitate the decision-making of the Council by providing recommendations, support, monitoring, and oversight in their respective mandated areas and to provide advice on scientific matters.

## ARTICLE VIII

### THE IIASA EXECUTIVE

**Section 1.** The IIASA Executive shall be the executive decision-making body of the Institute. It shall consist of the Director General and at least one other member. The IIASA Executive shall be responsible for the management of the Institute. In case of divergence within the IIASA Executive, the decision of the Director General shall prevail. The Director General shall be the legal representative of the Institute. Other members of the IIASA Executive shall support the Director General in the fulfilment of his/her duties and responsibilities. The IIASA Executive shall report to and be accountable to the Council. In the performance of its duties, the IIASA Executive shall give due consideration to the objectives of the Institute, the provisions of its Charter, the interests of all member institutions and the principles of good governance.

**Section 2.** The IIASA Executive shall ensure proper administration of the Institute, including human resources and financial management, in accordance with relevant strategies and principles adopted by the Council or its Committees. It shall establish, in accordance with Article V (9), rules and regulations governing the Institute's operations.

## ARTICLE IX

### STAFF OF THE INSTITUTE

**Section 1.** The Institute shall strive to recruit and retain staff with the highest possible qualifications. The Institute shall apply non-discriminatory policies for recruitment of staff, taking due account of the principle of equitable geographic distribution and gender diversity.

**Section 2.** The Director General shall be the appointing authority of the Institute. He/she can delegate such authority to members of the Institute's staff.

## ARTICLE X

### RESEARCH

**Section 1.** The research priorities and general objectives shall be developed by the Institute under the guidance of the Council; they shall be documented, reviewed periodically, and approved by the Council in accordance with the provisions of Article V (9).

**Section 2.** Institute's scholars shall have freedom in the selection and pursuit of research; consistent with the institutional priorities set by the IIASA Executive and the Council.

**Section 3.** Pursuant to Article VIII, the IIASA Executive shall be responsible for authorizing research to be undertaken.

**Section 4.** To maximize the use of its publications, data and research tools, the Institute shall develop and maintain appropriate infrastructure and policies. In particular, the Institute shall facilitate open access of its publications, data, and models by external users, where appropriate.

## ARTICLE XI

### INTERNATIONAL CHARACTER OF THE INSTITUTE

**Section 1.** In the performance of their duties within the Institute, members of the IIASA Executive and other staff shall neither seek nor receive instructions from any government

or other authority external to the Institute and shall refrain from any action which might reflect on their affiliation with the Institute.

**Section 2.** The Institute shall not hold any meeting outside the country of its location unless the host country of such meeting guarantees freedom of travel of participants to and from, as well as freedom of movement within, that country to meet the programme requirements of the planned meeting.

## ARTICLE XII

### FINANCIAL MATTERS

**Section 1.** The financial resources of the Institute shall include the following:

- a.** annual membership contributions from member institutions.
- b.** external funding from contracts and grants.
- c.** general and special targeted contributions, including gifts, bequests, subventions, and funds in trust from members, non-members, foundations, organizations, institutions, companies, and private persons.
- d.** any other income.

**Section 2.** The IIASA Executive shall keep account of all income and disbursements, real and personal property, and other assets as required by the laws of the host country and by sound financial practice.

**Section 3.** The fiscal year of the Institute shall be from 1 January to 31 December of that year.

**Section 4.** The accounts of the Institute shall be subject to an annual independent audit by an internationally recognized auditing entity appointed by the Council.

**Section 5.** The financial support of the Institute by member institutions shall be in accordance with the relevant decisions of the Council establishing, in particular, the annual membership contributions.

## ARTICLE XIII

### ANNUAL REPORT

**Section 1.** The IIASA Executive shall prepare and present an annual report of the Institute's activities, including finances, to the Council, which, following its approval by the Council, shall be transmitted to all member institutions.

## ARTICLE XIV

### AMENDMENTS

**Section 1.** Amendments to this Charter may be proposed by a member institution.

**Section 2.** All proposed amendments shall be provided in writing to all member institutions at least ninety (90) days before the Council meeting at which they are to be discussed.

**Section 3.** Adoption of amendments shall be subject to the provisions of Article V (9).

**Section 4.** Except when the Council decides otherwise, amendments shall come into force ninety (90) days after their adoption.

## ARTICLE XV

### DISSOLUTION AND LIQUIDATION

**Section 1.** For the purposes of this Charter, the Institute shall be deemed to have been dissolved if:

- a. all parties, except one, have withdrawn from the Institute; or
- b. the Council decides to dissolve the Institute pursuant to the provisions of Article V (9).

**Section 2.** In the event of such dissolution, the Institute shall be deemed to exist only for the purpose of its legal dissolution under the laws of the country of incorporation.

**Section 3.** In the event of such legal dissolution, after payment of all debts, the remaining assets of the Institute shall be divided among the member institutions then remaining in direct proportion to their total lifetime contribution to the Institute. The assets so distributed shall be dedicated by each such member for support of activities in accordance with the provisions of Article II including scientific research of benefit to humankind.

## ARTICLE XVI

### FINAL PROVISIONS

**Section 1.** The Charter that entered into force upon signature by representatives of all founding member institutions shall remain in force until terminated, subject to the provisions of Article XV.

**Section 2.** The Charter shall enter into force for other institutions upon approval of their request for membership in accordance with Article III.





**IN WITNESS WHEREOF THE UNDERSIGNED, DULY APPOINTED BY THEIR  
RESPECTIVE INSTITUTIONS, HAVE SIGNED THIS AGREEMENT.**

Done at London the fourth day of October 1972

For the Academy of Sciences,  
Union of Soviet Socialist Republics  
**Dr. J.M. Gvishiani**

The Committee for the International  
Institute for Applied Systems Analysis,  
Canada  
**Dr. J.R. Whitehead**

The Committee for the International  
Institute for Applied Systems Analysis of  
the Czechoslovak Socialist Republic  
**Dr. T. Vasko**

The French Association for the  
Development of Systems Analysis,  
France  
**Professor M. Lévy**

The Academy of Sciences of the  
German Democratic Republic  
**Dr. O. Leupold**

The Japan Committee for the International  
Institute for Applied Systems Analysis  
**Professor K. Miyasawa**

The Max Planck Society for the  
Advancement of Sciences,  
Federal Republic of Germany  
**Dr. F. Schneider**

The National Centre for Cybernetics  
and Computer Techniques,  
People's Republic of Bulgaria  
**Mr. C. Zhelezov**

The National Academy of Sciences,  
United States of America  
**Dr. P. Handler**

The National Research Council,  
Italy  
**Professor N.B. Cacciapuoti**

The Polish Academy of Sciences,  
Poland  
**Professor D. Smolenski**

The Royal Society of London,  
United Kingdom  
**Sir Alan Hodgkin**





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