

# Constitution of the Association for Mathematical Consciousness Science e.V.

Ratified at the foundational assembly on  
January 08, 2021 in Krailling, Germany.

## **Preamble**

The Association for Mathematical Consciousness Science (AMCS) is an international association of scientists and philosophers devoted to mathematical topics in the scientific study of consciousness. It aims to further the development of mathematical approaches in the scientific study of consciousness, henceforth referred to as *Mathematical Consciousness Science* (MCS). Its particular goals are:

1. To connect researchers whose work relates to MCS, in order to facilitate joint work, exchange of ideas and debates among members in a cooperative and respectful, rather than competitive, atmosphere.
2. To encourage and support open-minded, unprejudiced, and non-dogmatic research on MCS while ensuring and advocating scientific quality, honesty and integrity.
3. To offer guidance to the emerging field of MCS through coordinating a discussion of a shared sense of its purpose and its long-term goals, as well as through helping to avoid and resolving personal conflicts within its community of researchers.
4. To facilitate the communication of the field's goals, activities, scientific knowledge and progress to its own community, other scientific disciplines and the general public, to increase the field's visibility generally speaking, to instantiate mutual education of members and of young scientists who are interested in MCS and to help in particular students to connect with researchers working in MCS.
5. To raise funds for the above-mentioned causes, as well as for directly financing research on MCS, and to work collaboratively with those around the world who strive to set up research centres and initiatives devoted to MCS.

## **§1 Name, Registered Location and Goals of AMCS**

AMCS has the legal status of a "Verein" according to German law. It is seated in Munich. AMCS strives exclusively and immediately towards charitable goals as explicated in the paragraph "Steuerbegünstigte Zwecke" in the "Abgabenordnung" of German law. AMCS aims to achieve the goals set out in the preamble in particular by:

1. Building an infrastructure to connect members and exchange ideas.
2. Organizing conferences, workshops, seminars and background lectures.
3. Organizing summer schools and lectures especially aimed at young scientists.
4. Encouraging and coordinating of, as well as giving assistance with, applications for grants by its members.

5. Organizing public outreach events and building contact points for popular science journals and the media in case of journalistic inquiries. AMCS also strives to take an active role in public debates related to MCS.
6. Providing a hub of information for MCS researchers – including a list of the MCS projects that are being carried out around the globe and a wiki with entries supported by scientific references – to work towards the development of a systematic knowledge database for the field.
7. Supporting research by providing financial support, by directly hiring researchers, and by providing an institutional affiliation for members that can be used in publications, grant applications and the like.
8. Establishing a journal devoted to MCS.
9. Implementing a process of conflict management that can be called upon by members of the association.

## **§2 Non-profit Organisation**

AMCS is a non-profit organisation with purely charitable ends.

## **§3 Usage of Resources**

The resources of AMCS may only be used for the goals and purposes described in this constitution. Members of AMCS do not, in their function as members solely, obtain allowance from the resources of AMCS.

## **§4 Remuneration**

No person must benefit from the resources of AMCS either through disproportionately high remuneration or through expenses that are not compatible with the goals of AMCS.

## **§5 Dissolution**

Upon dissolution, revocation of the Verein status or the non-profit status, all assets of AMCS are transferred to a legal entity of the public law or another tax-advantaged corporate body and used for charitable purposes in accordance with the statutes of AMCS.

## **§6 Associated Members**

1. All natural persons who support the goals of AMCS as explicated in the constitution can in principle be associated members of AMCS provided they are able to demonstrate their suitability by at least having a degree in a science or philosophy related subject or by having engaged in the field of MCS in a meaningful way.
2. Decisions to accept or remove associated members are made by the board. The board can remove associated members in exceptional circumstances such as when the actions of an associated member are unlawful, dishonest, aggressive or risk bringing AMCS into disrepute.
3. Associated members can withdraw from AMCS at any time by giving written notice of a period of one month to the board.

4. Associated members are not automatically members in the sense of §7, but can become such members as detailed in that §7. Hence, associated members are in general not eligible to attend the general assembly. Associated members cannot use AMCS as their affiliation in papers.

## **§7 Members**

1. All natural persons who support the goals of AMCS as explicated in the constitution can in principle be members of AMCS.
2. Members may use AMCS as affiliation in publications, applications, etc., and are therefore also referred to as *affiliated members*. Members are part of the general assembly that establishes the guidelines of the work of AMCS and decides upon questions of fundamental importance.
3. To become a member, a person has to have already been an associated member for at least one year and then be endorsed by a majority vote at a general assembly at any point after the at least one year long associated membership.
4. In the first year after the foundation of AMCS, members can be admitted without need of a general assembly vote and without need of associated membership if all existing members accept the admission.
5. Members can withdraw from AMCS at any time by giving written notice two months in advance to the board.
6. In case the actions of a member are in conflict with the goals and principles of the Verein or if he or she does not fulfil the responsibilities as laid out by AMCS, the member can be expelled from the Verein by the board. The decision to expel a member can be revoked by majority vote in the general assembly as part of an appeal process.
7. To help ensure high scientific and organizational standards of the AMCS, the number of affiliated members will not normally exceed 33% of the total number of all associated and affiliated members.

## **§8 Institutional Members**

1. All legal persons, for example other charitable organisations, research centres, university departments or companies, can become members of the AMCS. They will be referred to as *institutional members*.
2. Organisations that are not legal persons can become *institutional partners* of the AMCS.
3. The decision to grant institutional membership or partnership is made by the board, the requirements of §7.3. do not apply. The board may also offer institutional partnership to institutions which are legal persons.
4. Whenever AMCS seeks substantial funding and there is a known risk of AMCS entering into direct competition with its own institutional members, then AMCS will contact the respective institutional members to find and agree on a suitable solution with them. In particular, AMCS will avoid competition when this might risk the future viability of the involvement of its institutional members in MCS. No restrictions apply to institutional members entering into

funding competitions with each other, although AMCS may help coordinate when this is beneficial.

## **§9 Organs of AMCS**

1. AMCS is equipped with the following organs:
  - a) The general assembly,
  - b) The board,
  - c) The advisory board,
  - d) The founding members,
  - e) The revisor,
  - f) The president.
2. All decision processes of all organs of AMCS can be made in written form<sup>1</sup> or via remote connection, provided that the identity of the participating persons can be determined.

## **§10 General Assembly**

1. The highest organ of AMCS is the general assembly, which all members are eligible to attend. By default it is chaired by the chairman of the board.
2. The general assembly establishes the guidelines for the work of the Verein and decides upon any question of fundamental importance. In particular, it has the following duties:
  - a. Election and dissolution of the board.
  - b. Evaluating the status and strategy of the AMCS.
  - c. Ratification of the financial plan and investments of the AMCS as presented by the board.
  - d. Decision about the annual statement of accounts.
  - e. Discussion of the report of the board.
  - f. Hearing of the revisor.
  - g. Decision about the formal discharge of the board.
  - h. Formulation of the rules of procedure for the board.
  - i. Decision about new duties and the removal of duties of the AMCS.
  - j. Decision about changes of the constitution and the dissolution of the AMCS, see §17.
3. The ordinary general assembly meets annually. The chairman of the board sends a written invitation to the members at least four weeks before the assembly takes place, including a preliminary agenda.
4. An exceptional general assembly takes place if at least  $e^{\pi}\%$  ( $\approx 23\%$ ) of the members demand it (stating the reasons thereof). It needs to meet at the latest five weeks after the request has been sent in. Again, all members have to be invited by a written invitation as for the ordinary assembly.

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<sup>1</sup>Within this constitution, the term “written” shall include communication by post, email and other online messenger services.

5. The general assembly has a quorum if more than  $\pi^\pi\%$  ( $\approx 36\%$ ) of the members and at least one founding member are present; the decisions are carried out by majority vote. In case the general assembly has no quorum, the board immediately sends out a second invitation to another general assembly with the same agenda. The latter has a quorum independent of the number of members present. This fact has to be pointed out clearly in the invitation. An exception to this rule are the points mentioned in §17.
6. It is allowed for members to participate in the general assembly via remote connection. The requirement, however, is that their identity can be determined. When joining via remote connection, members only have the right to vote by casting a non-secret vote.
7. Minutes have to be kept which record the proceedings, any decisions taken and, where necessary for comprehension, the reasons for these decisions. Minutes have to be signed by the head of the assembly and by the scribe who takes the minutes. These minutes must be made available to every member of AMCS upon request.

## §11 Board

1. The board is a service department of the AMCS, and should not be viewed as comprising the leaders of the AMCS.
2. The board consists of the chairman of the board, the vice chairman and the treasurer. They form the board (“Vorstand”) according to § 26 BGB of German law.
3. The board members offer their services to AMCS community voluntarily (“ehrenamtlich”), free of charge.
4. AMCS can act in a legally binding way if two of the members of the board sign a document. Changes in the registration of the Verein (“Vereinsregister”) can be carried out by a single member of the board.
5. The board is elected by a general assembly and remains in office until the election of a new board. A general assembly may choose not to elect a new board.
6. The board may appoint officers who take care of specific tasks.
7. All decisions of the board need to be documented and communicated to the revisor. The chairman has the duty of surveying the list of all decisions.
8. The board is responsible for ensuring an accurate translation of legal documents of the AMCS, such as minutes or the constitution, into German language if necessary for administrative purposes.

## §12 Advisory Board

1. The advisory board consists of recognized scientists who offer guidance and advice for the development of the AMCS.
2. All natural persons can in principle become members of the advisory board.
3. A person is invited to become a member of the advisory board if this is endorsed by a two thirds majority among the founding members.

4. If a person accepts an invitation to be a member of the advisory board, the person can become a member of AMCS independently of the conditions of §7.3.

### **§13 Founding Members**

1. The founding members ensure that AMCS continues to stand for what it was originally conceived as and intended for, including, in particular, the emphasis on scientific quality and scientific honesty, and to prevent bias and narrowing of the scientific research agenda of MCS unless this is substantially justified by the weight of scientific results and discoveries. The founding members are in particular members according to §7.
2. The founding members elect the revisor through a two-thirds majority vote.
3. A founding member assembly can be summoned by written invitation. A founding member assembly may expel an associated member or a member from AMCS by majority vote and may deprive an acting board of its powers by a two-thirds majority vote. In the latter case, the revisor has to call for an exceptional general assembly immediately as detailed in §14.3. Until a new board is elected, the revisor takes over the necessary powers and duties of the board.
4. By majority vote, founding members may veto the eligibility of a person to contest for a position in the board of AMCS or to run as president, the inclusion of a person as member or associated member, the establishment of a member project, or a change in the constitution.
5. Founding members cannot be expelled from AMCS unless all founding members other than the person to be expelled agree to do so in conjunction with a majority vote at a general assembly.
6. If a founding member decides to withdraw from the AMCS, the remaining founding members may vote to include a new founding member with a two-thirds majority.

### **§14 Revisor**

1. The revisor reviews the action of the board during the periods between general assemblies.
2. The revisor is elected by the founding members with two third majority and remains in office until the election of a new revisor.
3. If the board deviates from the rights and obligations granted by the general assembly, the revisor may call an exceptional general assembly as detailed in §10.4. The general assembly is organised and chaired by the revisor and announced in writing.
4. If the revisor sees a conflict between the ideals underlying AMCS and some decision of the board, most notably concerning the ideals of scientific quality and scientific honesty, he or she may veto that decision.

## **§15 The president**

1. The president represents AMCS in public and carries out symbolic duties such as the opening of conferences and the presenting of awards.
2. The presidency is a representational organ that has no power or authority over the running and the organisation of the AMCS.
3. The president agrees to facilitate the goals of AMCS rather than only promoting areas of their own personal interest.
4. In all cases a presidency will not exceed five years and will normally be significantly less than five years. The general assembly can vote for a change of president at any time and whilst there is a maximum limit on term length, there is no minimum limit.
5. The president is elected by the general assembly with a vote carrying two thirds majority. The only exception to this is in the first year of AMCS during which the founding members are able to elect a president with a vote of two thirds majority. Nominations should be on the basis that the nominee will make a good president and either their standing will elevate the profile of AMCS or they deserve to be better known and the standing of AMCS will increase the nominee's profile.

## **§16 Member Projects**

1. AMCS may serve as home institution for projects organized by its members and associated members if these projects are in keeping with the goals set out in the preamble and with AMCS's purely charitable ends. Examples for the services that AMCS may provide are infrastructure to handle a project's finances or legal infrastructure to handle event contracts and event insurance. Examples are workshops, conferences or summer schools that are organized by members, or the management of research grants raised by members. Projects of this sort are called *member projects*.
2. In order to establish a member project, between one and three persons that are responsible for managing the project need to be named in writing to the board, along with a description of the project. The board reviews the project's goals and conditions and may accept the project proposal in case it aligns with the AMCS's goals set out in this constitution.
3. A member project is governed by the responsible persons, who make decisions by majority vote. The board may overrule decisions made by the responsible persons only if necessary to satisfy legal constraints, to avoid general harm or to ensure compatibility with the purely charitable goals of AMCS. In order to be able to ensure these conditions, the responsible persons must contact the board previous to engaging in any contract with a third party. If responsible persons reach a tie when making a decision, the board is required to break the tie. All responsible persons are responsible for the consequences of the decisions they make.
4. When proposing a member project the finances of which are to be handled by AMCS, the board must agree with the responsible persons about the overhead that AMCS requires to provide services prior to accepting the proposal. This overhead may vary from project to project, and different amounts of overhead

may be set for one single project depending on the circumstances (for example, whether the project would like to hire researchers).

5. The responsible persons are in charge of spending their project's funds (overhead excluded), as long as the AMCS's purely charitable goals and legal constraints are being respected. If AMCS is unable to carry out an intended transaction for technical or organizational reasons, the responsible persons may have the funds transferred to a legal entity of the public law or another tax-advantaged corporate body provided that it is ensured that the funds continue to be used for charitable purposes in accordance with the statutes of AMCS.
6. If a member project does not carry out financial transactions within one year, the board may give notice to responsible persons, who may decide to spend the funds in accordance with the goals of AMCS, to have them moved according to 5. or to donate to the general AMCS overhead so as to close the project. If responsible persons do not react within two months of a written notice, the last case applies.
7. The board will take appropriate measures to allow the removal of services provided by AMCS from a project in case of there being substantial problems of any kind. For example, the board can request that grant contracts allow funds to be returned to the grant body and held for a period of three months whilst the responsible persons connected to the project seek an alternative organisation to provide grant handling services.

## **§17 Changes of the Constitution and Dissolution**

1. Decisions about changes of the constitution, changes of the goals of the AMCS, and the dissolution of AMCS are made by the general assembly. Proposals for such decisions have to be forwarded to all members one month before the general assembly. A two thirds majority of those present at the general assembly and among founding members is required to carry votes on such decisions.
2. Changes or amendments of the constitution, which are dictated by the responsible government office of Germany, can be carried out by the board and do not have to be decided upon by the general assembly. All members have to be informed about such changes.

## **§18 Gifts and membership fees**

1. Gifts and membership fees will be used solely for the goals and aims of the AMCS.
2. All moneys handled by AMCS will be held securely by regulated financial organisations.
3. AMCS will avoid direct investment in industries that may have ethical issues such as the gambling industry, arms industry, tobacco industry and companies known to operate poor standards for their workforce or which disregard environmental issues.

**§19 Awards and honoree members**

1. Within five years of its establishment, the board will put forward proposals to the general assembly regarding the development of awards and honoree memberships.

**§20 Data protection and security**

1. The board will ensure that AMCS data systems are backed-up to prevent data loss.
2. The board will ensure that AMCS observes data protection regulations such as GDPR in the EU/UK. This includes the provision of a privacy notice to be used by members.
3. The board will ensure data is held securely and, in particular, will avoid the holding of members' financial details whenever possible.

**§21 Environmental policy**

1. The board takes responsibility for setting and implementing suitable environmental policies for the AMCS.
2. The board will pay particular attention to how carbon offsetting can be incorporated into plans for international events such as conferences.
3. The board will seek to agree standardised policies with organisers of other conferences to help create a level playing field for carbon offsetting fees.

**§22 Diversity and representation**

1. AMCS will not negatively discriminate on grounds such as, but not limited to, gender, class, race, religion, age, sexual orientation and disability.
2. As far as is practical while upholding the scientific standards, AMCS strives to be representative of subgroups such as, but not limited to, those mentioned in 1.

Krailling, 08.01.2021

Signed by the founding members,

Johannes Kleiner

Jonathan Mason

Yakov Kremnitzer

Robin Lorenz

Sean Tull

Xerxes Arsiwalla

Pedro Resende