

The Full Constitution of the Artificial General Intelligence Society

April 4, 2012

Section 1: Name

The name of the society shall be the Artificial General Intelligence Society. The abbreviation “AGI Society” may also be used as appropriate.

Section 2: Objects of the Society

The objects of the Society shall be:

1. to promote the study of artificial general intelligence, and the design of artificial generally intelligent systems.
2. to facilitate co-operation and communication among those interested in the study and pursuit of artificial general intelligence.
3. to hold, or to participate in the holding of, conferences and meetings for the communication of knowledge concerning; to produce publications regarding artificial general intelligence research and development; and to publicize and disseminate by other means knowledge and views concerning artificial general intelligence.

Section 3: Amendments to the Constitution

1. Conduct of the Ballot. Voting on amendments to the Constitution shall be conducted via a General Referendum of the Society.
2. Votes. Changes in the Constitution shall require the approval of two-thirds of those actually voting, provided that the number voting be not less than fifteen percent of the members with voting privilege.
3. Notification. The Board of Directors shall give one clear month's notice of the text of proposed amendments.
4. Proposals. Proposals to amend the Constitution may be put forward by the Board. Additionally such proposals may be forwarded by an individual Member to the Board provided that it bears the signature of at least twelve voting members of the Society.
5. Timescale. In either case the proposal must be put to the Society for voting not later than at the next Annual Referendum provided that time allows for due notice to be given, otherwise at an early General Referendum and no later than the next Annual Referendum.

Section 4: Publications and Conferences

1. The Society shall maintain a website, containing general information about the Society, as well as a copy of this Constitution.
2. The Society shall publish the Journal of Artificial General Intelligence, containing scientific reports of Artificial General Intelligence research and development

3. By default, the Society shall hold an Artificial General Intelligence (AGI) conference each year, publishing a proceedings and featuring presentations on AGI research and development. The Board may decide in any given year, by majority vote, to override this default and not hold such a conference that year.

Section 5: Membership

1. The Society shall have two types of membership:

- Regular Member
- Senior Member

Regular membership shall be open to any individual with an interest in Artificial General Intelligence (though an individual's membership may be rescinded under certain circumstances). Senior membership is restricted and comes with additional privileges, including voting as described below.

2. Senior membership can be obtained in multiple ways, including:

- Authoring or co-authoring a paper presented at an AGI conference, or published in the AGI journal; or serving on the Program Committee for an AGI conference. Authors and PC members from 2012 onward will be explicitly offered Senior Membership at the time of conference registration or paper acceptance. Authors and PC members from 2011 and earlier will be automatically given Senior Membership upon request.
- Being invited by the Membership Committee of the Society.
- Applying to the Membership Committee of the Society and obtaining approval.
- Additional ways of obtaining Senior Membership may be decided via majority vote of the Board

3. Senior Members shall not be exempt, by virtue of membership alone, from any due fees for conferences or meetings, or any publication charges for the AGI Journal.
4. Senior Members are entitled to vote at the Annual General Referenda of the Society and in any email or online ballots which the Board may from time to time conduct.
5. Membership Fee. The Board may choose (via majority vote) to require a membership fee for membership and/or senior membership.
6. Termination of Membership. The Board may, via majority vote, terminate the membership (or downgrade the Senior Membership) of any Member whose behavior is judged unacceptable and detrimental to the goals of the Society.
7. Resignation. Notice of resignation of membership must be given to the Secretary via email.

Section 6: Officers and Board of the Society

1. Principal Officers of the Society. The Principal Officers of the Society shall be drawn from the elected members of the Board and shall be a Chairman, a Vice-Chairman, a Secretary and Treasurer. The same individual may serve multiple roles, but the Chairman and Treasurer must be different people.
2. The Officers of the Society. All officers of the society are drawn from the Board, and shall include:

- the Principal Officers of the Society,
- the Chief Editor of the Journal of AGI
- The Chair of the Steering Committee of the AGI conference series

Other officerial posts may be created at the Board's discretion.

3. The Board of the Society. The business of the Society shall be conducted by a Board of Directors (“Board”) consisting of no more than eight, and no fewer than four, elected members. The Board may, at its discretion, co-opt further members to the Board.
4. Membership Committee. The Board shall nominate a Membership Committee, which may or may not consist of Board members, with the purpose of promptly reviewing applications for membership and senior membership.
5. Voting of the Board may occur during in-person meetings, or via online voting mechanisms such as email or web-based polling. The voting process shall be managed according to Robert’s Rules of Order, with the Secretary bearing responsibility for tabulation of votes and reportage of results to the Board. Voting within the Board shall be by a simple majority of the elected members. In the event of a tie, the chairman of the meeting shall be entitled to a casting vote as well as a deliberate vote.
6. Minutes. The Secretary is responsible for recording Minutes including the results of Board votes, and making these Minutes available to Senior Members upon request.
7. Quorum. A quorum shall consist of half of the current elected members of the Board, of whom at least two must be Principal Officers.
8. Co-opted members shall not be entitled to vote.
9. Board Elections. An elected Board member, once elected, will serve by default until the Annual General Referendum occurring in the third calendar year after their election. Vacancies on the Board for each year shall be filled by election by email or online ballot, at the Annual General Referendum. The results must be published on the Society’s website. In the event that the number of elected members on the Board falls below four, the Board must organize a special General Referendum, to be held no more than two months from the time at which the number has fallen below four.
10. Nominations. Nominations must carry a statement of the nominee's willingness to serve and must be sent out to the members at least one month before the closing date of the ballot.
11. Term of Office. No elected member may serve for more than three years without re-election.
12. Votes of No Confidence. An individual senior member of the society may instigate a vote of no confidence in a principal officer of the society by submitting a petition to that effect to the Secretary signed by no less than 10 per cent of the senior membership of the society. No more than one vote of no confidence may be called against an officer in one calendar year.
 - A ballot must be held within 3 months of receipt of such a petition. This may be conducted as an email or online ballot or in an Annual General Referendum and will be decided by a simple majority of those actually voting, provided that the number voting be not less than fifteen percent of the membership. A clear month's notice should be given for the ballot. This notice should include any text supplied with the petition outlining the reasons for the vote. The officer in question should be provided with an opportunity to defend their actions by similarly including a defense with the notice of the vote.
 - If the vote is carried the principal officer in question must resign immediately from his or her post and the Board and may not re-stand for election to the Board for a period of three years.

Section 7: General Referendum

1. Annual General Referendum. The Society shall hold at least one general referendum in each calendar year, with a date announced to the Senior Members via email at least one month in advance. In this general referendum, matters requiring voting (such as election of Board members and consideration of proposed constitution changes) will be announced via email to all Senior Members at least 2 weeks prior to vote collection. Vote collection may occur via Senior Members emailing votes to a specified email address, or via Senior Members utilizing an appropriate online polling mechanism, as determined by the Board.
2. Proposed Resolutions. Any member may propose a resolution to be considered in the Annual General Referendum
3. Votes. Voting on proposals shall be decided by a simple majority of those who vote. In the event of a tie, the Chairman shall be entitled to an additional vote.

4. Additional General Referenda. Other General Referenda may be held at the discretion of the Board, not less than one month's advance notice being given of the date of such a Referendum.

Section 9: Society Finances and Assets

1. Publication of Accounts. The Balance Sheet and Income Expenditure Account of the Society, duly audited, shall be made available to any Senior Member upon request.
2. Use of Income and Assets. The income and property of the Society shall be applied solely towards the promotion of the objects of the Society, as set forth in this Constitution, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to Members of the Society except by way of re-imbusement of authorized expenses legitimately incurred in the Society's service or by way of paid employment deemed by the Board to be necessary for the furtherance of the objects of the Society. No elected Board member or officer shall be eligible to be paid solely for the fulfilling of any of the normal duties or responsibilities of their position.
3. Liability. In the execution of the objects of the society, no Board member or paid employee of the society shall be liable for any loss to the property of the society arising by way of any improper investment made in good faith, providing that professional advice had been taken regarding that investment. In the execution of the objects of the society, no Board member or paid employee of the society shall be liable for any loss to the property of the society arising by way of any other matter or thing other than willful and individual fraud on the part of that person.
4. Winding up of the Society. In the event of the winding up of the Society, any assets or funds remaining after the discharging of all debts and commitments shall be transferred to an educational or research oriented charity, to be selected by a simple majority of those participating in a general referendum of the Society.