

PUGWASH CONFERENCES ON SCIENCE AND WORLD AFFAIRS

1995 Nobel Peace Prize

BYLAWS OF THE PUGWASH COUNCIL

PREAMBLE

The mission of the Pugwash Conferences on Science and World Affairs is to bring scientific insight and reason to bear on threats to human security arising from science and technology in general, and above all from the catastrophic threat posed to humanity by nuclear and other weapons of mass destruction. Through meetings and projects that bring together scientists, academics, and public policy specialists, Pugwash focuses on those problems that lie at the intersection of science and world affairs.

These Bylaws govern the organizational structure, authority, and operations of the Pugwash Council, its subsidiary organs and its elected senior officers.

GOVERNANCE

The organization is composed of the following bodies:

- A. The Pugwash Council
- B. The President
- C. The Executive: Secretary General
- D. The Advisory Board
- E. The Treasurer

A. The Pugwash Council

The Pugwash Council is the main governing body.

Composition

1. All members participate *ad personam*. They represent no country, no government, no organization, no association and no national Pugwash group, nor should they belong to any interest group or organization which may adversely affect the Pugwash reputation or its operation.
2. Membership in the Council shall be drawn from global scientific, academic, and public policy communities, with due respect given to regional distribution, age, and gender.
3. When electing new members, the Council will also consider the organization's most urgent support and oversight needs and define the profile of any new Council member in terms of competencies that the organization will gain through his/her election. In the election of new

members, attention is paid to academic merits, professional experience and integrity in accordance with Pugwash objectives. Additional criteria for the election may include considerations relating to the fundraising capacity of the organization, as well as the commitment to actively contribute to the work of Pugwash.

4. To ensure a smooth transition at the end of each mandate, or whenever a mandate becomes suddenly vacant, the Council shall appoint an ad hoc Nominating Committee composed of no more than three members. This committee shall consult with Council members, the Advisory Board, and National Pugwash Groups to develop a slate of suitable candidates for all elected positions.
5. The Secretary General, the Chair of the Pugwash Advisory Board, the Director of the International Student/Young Pugwash group are non-voting *ex officio* members of the Council.
6. Former Pugwash Officers – the President, the Secretary General, the Chair of the Council, the Treasurer – may be invited to attend Council meetings without voting rights.

Duration of terms

7. The Pugwash Officers and Members of the Council are elected for a four-year term. At the end of the first mandate, if they express their interest to serve an additional term, the Council may re-elect them for a second term.
8. As a rule, no Council Member or Pugwash Officer shall serve in the Council for more than two consecutive terms. Exceptions must be approved by the Council with a two-thirds majority of votes of all Council members. Long-serving members of the Council may be invited to attend Council meetings in consultative and non-voting capacity in order to contribute their experience for a specific agenda item addressed by the Council.
9. Council members who fail to attend two consecutive meetings of the Council without advance justification will be notified by the Chair of the Council of their removal from the list of Council members.

Roles and responsibilities

10. The Pugwash Council, presided by the Chair, is responsible for strategic direction and governance. The Council shall in particular:
 - i. Approve strategies to fulfil the objectives of Pugwash
 - ii. Discuss international developments that require Pugwash involvement
 - iii. Elect, renew or revoke the mandate for the President of Pugwash, the Secretary General, the Chair of the Council, the Treasurer, the Council members
 - iv. Approve the annual budget and audited financial statements
11. The Pugwash Council shall establish Committees of the Council concerned with governance issues. Such Committees should be composed of Council members who undertake to support the legal and ethical responsibilities of the Executive and Secretariat. These may include, but are not limited to,
 - i. Financial Oversight, which shall include the Treasurer
 - ii. A Nomination Committee to prepare election of Officers and Council members

12. Other Committees or Working Groups may be established as needed by Council resolution. The Council shall define the mandate and composition of each committee.

Meetings

13. The Council shall convene as often as necessary but not less than three times per year. Meetings and decision-making may occur via teleconference, videoconference, or any other suitable means of communication.
14. One meeting each year shall be designated as the annual meeting of the Pugwash Council. It shall be convened by the Council Chair, preferably in person, but if necessary via digital platform to review financial reports and consider other organizational matters.

Method of Convening

15. Advance notice for such meetings shall be provided via email no less than 14 days prior to the scheduled date. The agenda and supporting documents shall be distributed to participants at least one week in advance. In cases where urgent matters require prompt deliberation, the Chair of the Council may convene an emergency meeting within 48 hours.

Decision-making procedures

16. **Quorum requirement:** Valid proceedings require a quorum of at least 50% of the voting members of the Council.
17. **Adjournment for lack of quorum:** If a quorum is not achieved, the decision shall be adjourned and deferred to a subsequent Council meeting. The Chair of the Council may convene another meeting of the council within 14 days, which may validly deliberate and decide with the members present.
18. **Decisions by consensus:** The Council shall strive to reach decisions by consensus. Failing consensus, decisions shall be taken by vote. Only the votes "for", "against" and "abstained" shall be counted; empty or otherwise invalid ballots shall be disregarded. Where not otherwise explicitly stated in these Bylaws, decisions require a two-thirds majority of valid votes cast.
19. **Electronic Voting:** Resolutions and votes of the Council may be conducted and passed by electronic means. The Secretariat General shall establish an electronic voting system in accordance with recognized best practices for electronic voting.
20. **Issuance of public Statements:** The President, the Chair of the Council, and the Secretary-General may issue statements in their collective capacity as Officers of Pugwash. In exceptional cases, the Council may issue a statement only if two conditions are met: (1) the decision to issue a statement is approved by consensus or at least two-thirds of all Council members, and (2) the text of the statement itself is then adopted by consensus or at least two-thirds of all Council members.

B. The President

The President is the titular head of the Pugwash Conferences and is elected by the Council.

Roles and responsibilities

1. The President's role is to represent Pugwash on formal and public occasions, as appropriate.
2. The President presides over Pugwash Conferences in addition to participating in the discussions of the Pugwash Council, as appropriate.

C. The Executive: Secretary General

The Secretary General is the Chief Executive of the organization. He or she heads the Secretariat and assumes responsibility for all operational, financial and administrative management within the general framework defined by the Council.

1. The Secretary General shall in particular:
 - i. Represent the organization, including in interactions with governments, intergovernmental organizations, international NGOs, media, with National and local Pugwash groups and other components of the Pugwash community
 - ii. Provide strategic leadership to the Secretariat and manage its staff
 - iii. Operationalize Pugwash's vision by leading on all aspects of planning and delivery of programs and activities
 - iv. Lead the planning and organization of Pugwash International Conferences
 - v. Implement the approved budget
 - vi. Mobilize political, financial and operational support for the activities of Pugwash
 - vii. Assume responsibility for elaborating and implementing a coherent corporate fundraising strategy
 - viii. Develop cooperation with research institutions in fields of interest to Pugwash
 - ix. Ensure compliance with international and relevant national legislation and promote a culture of equity, justice and integrity
 - x. Submit to the Treasurer timely quarterly and annual financial statements (such as balance sheets, income/expense statements, cash-flow statements), as well as annual budgets and other financial planning instruments.
 - xi. Cooperate with the appointed auditing firm to ensure that all annual financial reports are audited in time.
 - xii. Report to the Council in regular intervals and submit an annual activity report
 - xiii. Convene Committees and Working Groups to assist in the substantive and operational work of the Executive, as deemed necessary to fulfil the mission of the Pugwash movement.

D. The Advisory Board

The Pugwash Advisory Board is a consultative organ providing strategic thinking, foresight, expertise and support to the general functioning of Pugwash. Advisory Board members can also assist and facilitate the activities of International and National Pugwash Groups in their home countries.

1. The Pugwash Council forms the Advisory Board and appoints a Chair that coordinates its

activities and serves as a liaison to the Council. It is formed by invitation of eminent scientists and academics, policy specialists and experienced Pugwashites, including Pugwash ex-officials, former Council members, and present or former leaders and members of national or local Pugwash groups. The Council is free to elect, at any time, new Advisory Board members.

2. The Board meets at least annually and may hold ad hoc group consultations between some of its members at the initiative of the Chair. Any member can at any time contact the Council or other Pugwash organs via the Chair.

E. The Treasurer

The Treasurer oversees all financial management.

1. He or she can be an elected voting Council member with the requisite competencies in Finance and Accounting.
2. The Treasurer shall in particular:
 - i. Ensure that accounting follows international established generally accepted accounting practices
 - ii. Ensure that the Secretariat is equipped with the required instruments, technology, and knowledge to carry out all financial management operations in a swift and efficient manner
 - iii. Examine all financial transactions and establish that expenses comply with established practices approved by the Council
 - iv. Inform the Council of any observed gaps in the internal regulation of financial management processes and recommend appropriate measure
 - v. Annually report on his/her activity and present to the Council, for approval, the audited consolidated financial statements, as well as the proposed budget for the following year, to be submitted in October of each year
 - vi. Advise the Secretary General and the Council on all aspects related to Financial Management and Oversight.

GENERAL AND CONCLUDING PROVISIONS

1. Entry into Force

These Bylaws shall enter into force on the date of their adoption by a two-thirds (2/3) majority vote of the Council present and voting and shall remain in effect until duly amended or repealed in accordance with the procedures set forth herein.

2. Amendment Procedure

These Bylaws may be amended or supplemented at any time by a two-thirds (2/3) majority vote of the members of the Council. The text of the proposed amendment shall be circulated to all members at least two weeks prior to the meeting at which it is to be considered.

3. Supersession of Previous Rules

Upon entry into force, these Bylaws shall supersede and render null and void all prior bylaws, rules, and procedural provisions previously adopted by the Council that are inconsistent with the present text.

4. Dispute Resolution

Any question arising from the interpretation or application of these Bylaws shall be referred in the first instance to the Chair of the Council. If a dispute arises among Council members regarding interpretation, the matter shall be resolved by a two-thirds majority vote of the Council. Such resolution shall be final and binding.

5. Severability

Should any provision of these Bylaws be found invalid, unlawful, or unenforceable by competent authority, such invalidity shall not affect the validity of the remaining provisions, which shall continue in full force and effect.

ADOPTED IN THE COUNCIL MEETING OF 12/09/2025

BY CONSENSUS OR AT LEAST 2/3-MAJORITY

TRANSITIONAL PROVISIONS

Draft Resolution

All appointments taken by the Council prior to the adoption of these Bylaws shall remain valid and in effect until 31 December 2028, unless explicitly modified or repealed by subsequent Council action. The Council may adopt specific transitional measures, as needed, to ensure a smooth and orderly implementation of these Bylaws.