

#### § 1. NAME

The society's name is the Nordic Wittgenstein Society (NWS).

#### § 2. PURPOSE

The society has the following objectives

- to promote research related to Ludwig Wittgenstein's philosophy and different problems and areas of philosophy inspired by his thought
- to provide a forum for Nordic research groups and individuals interested in this research area
- to strengthen and coordinate Nordic cooperation in this area
- to increase the visibility of Nordic research in the field

The society promotes these objectives by

- organizing conferences, courses and other meetings with relevant themes
- initiating Nordic and international research and cooperation projects
- promoting research and dissemination in the field in other ways

#### § 3. ORGANS OF THE SOCIETY

The society's organs are

- The general assembly
- The Board of directors
- The auditors

#### § 4. MEMBERS

Any person who wants to support the society's purpose can be admitted as a member. Application for membership is to be submitted to the society's governing Board, which will decide on the matter and notify the applicant as soon as possible. In case of a rejection of the application, a justification must be offered.

#### § 5. MEMBERSHIP

Membership fee is determined at the regular Annual Meeting by a simple majority.

#### § 6. EXIT

A member has the right at any time, after notice to the Board, to resign from the society. A member who after a reminder has not paid membership dues is deemed to have resigned from the society.

#### § 7. EXCLUSION

Members who actively work against the society's objectives may be excluded.

#### § 8. BOARD

The society's governing Board of Directors consists of six ordinary members, and three substitute members.

## § 9. ELECTION OF BOARD MEMBERS

The Board is elected at the regular Annual Meeting for the period between two regular annual meetings. The Annual Meeting appoints the Chairman from among the members of the elected Board. The Board itself appoints a vice-president and a secretary, and decides which of its other members are ordinary.

## § 10. OPERATION

The society's fiscal year runs from the January 1 and ending December 31.

## § 11. MEETINGS OF THE SOCIETY

Members' entitlement to participate in the management of the society is exercised at the Society's general assembly. At meetings each member has one vote.

A meeting may be held when the Board considers it necessary, or when at least 1 / 3 of the members make a written request to the Chairman of the Board to have a meeting.

## ANNUAL MEETING

The Annual Meeting is held in the period between January and May, in a place and on a date determined by the Board. Notice of the Annual Meeting is issued in writing (primarily via e-mail) no later than 14 days before the annual meeting.

## VOTE

Voting is open, except in elections if a closed ballot is demanded. Decisions are made, where these statutes do not determine otherwise, by simple majority. In the case of tie, the Board's Chairman has the casting vote, except in the case of elections, where tie is to be decided by lot.

## § 12. AGENDA AT THE ANNUAL MEETING

At the annual meeting, the following issues are on the agenda:

1. Roll call and recording of those present
2. Election of chairman and secretary for Annual Meeting
3. Choice of member to check the minutes and to function as teller in the case of vote
4. Determination of whether notice to attend the Annual Meeting was properly issued
5. Consideration of the Board's annual report for last fiscal year
6. The auditors' report for the same time
7. Ratification of the income statement and balance sheet
8. Decision concerning discharge to the Board of Directors
9. Statutory elections
10. Decision on the annual fee to the society for the current fiscal year
11. Consideration of matters referred by the Board to the Annual Meeting
12. Consideration of motions introduced by members

Cases not listed on the agenda may not become the subject of decision.

A motion may be introduced by any member of the society. Motions must be submitted

to the Board within a time limit decided by the Board.

A member or substitute member of the Board may not participate in the decisions regarding freedom from liability or election of auditors and deputy auditors.

#### § 13. TASKS OF THE BOARD

The Board represents the society, defends its interests and manages its affairs, and decides on its behalf in all matters except those the handling of which is regulated by these statutes.

It is the responsibility of the Board

- to promote the Society's purposes
- to execute decisions made at the Society's meetings
- to manage the Society's economy and accounting
- to execute the other duties assigned to it in these statutes

#### § 14. BOARD

The Board meets if summoned by its Chairman, or if at least half of the Board members so request.

Board members who can not attend a Board meeting must immediately give notice of non-attendance and call in a substitute. A substitute functioning in place of an ordinary member is considered under these statutes as ordinary. Other substitute members may attend a Board meeting and have the right to be heard, but no vote.

Minutes shall be kept over matters in which the Board makes a decision, and they must include date, participating members and substitute members, a brief description of the matter, the Board's decision, and possible reservations submitted by Board members. Minutes shall be approved by the Chairman or, in his absence, the member who has been acting Chairman at the meeting.

A Board meeting may also take place via video link, in which case the same rules apply.

#### § 15. DIRECTORS FEES

Possible remuneration and allowances for Board members are determined by the annual meeting.

#### § 16. QUORUM

The Board is quorate when at least half of its members are present, including the chairman or vice chairman. Decisions are taken by simple majority. In case of a tie the chairman has the casting vote.

#### § 17. AUDITING

The Board's management and its accounts shall be annually reviewed by auditors appointed by the Annual Meeting.

Administrative and financial statements shall be submitted to the auditors for review no later than three weeks before the regular Annual Meeting.

The auditors shall deliver their report within two weeks before the regular Annual Meeting.

§ 18. AMENDMENT OF STATUTES AND DISSOLUTION OF THE SOCIETY

Amendment of these statutes or the dissolution of the society requires a decision in two consecutive meetings, one of which shall be an Annual Meeting, and that the proposal is supported by at least two thirds of the votes at the last meeting. At the latter occasion a decision shall be taken concerning the disposition of the society's property, which may not be distributed among its members.

§ 19. EFFECTIVE DATE

These Statutes shall enter into force as from March 28<sup>th</sup>, 2009.

Rules outside the statutes:

- The society must have a website. Site content is determined by the Board.
- The society must have a webmaster responsible for maintaining the website. The Webmaster is appointed by the Board, but need not be a board member.
- Membership and admission to be a member: membership list is maintained by the Secretary. Application for membership shall be possible through the website.
- E-mail is the primary means of communicating with the members, and the society shall for that purpose establish a mailing list where all members who entered their e-mail address are included.