

**CONSTITUTION FOR THE
GLOBAL ASSOCIATION OF APPLIED BEHAVIOURAL SCIENTISTS
[GAABS]**

Established as an Association with a scientific, social, non-commercial purpose according to the Swiss Civil Code (Art. 60 et seq.) open to individual and organisational membership.

INTRODUCTION

The Global Association of Applied Behavioural Scientists (GAABS) is being created in order to help stimulate the growth, highlight the relevance and ensure the quality of applied behavioural science. GAABS will share insights and best practice to further support and benefit private, public and non-governmental organisations.

With behavioural science becoming a global phenomenon, the Association will safeguard the proper application and academic foundation of behavioural science work. It aims to ensure that both accredited and qualified practitioners / organisations promote behavioural science insights and approaches with the appropriate practical, technical, and ethical backgrounds. For this, the Association will establish a professional code of conduct, a set of operating principles and a global ethical standard with which all members must align.

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DEFINITIONS

Applied Behavioural Scientist

A person fulfilling the criteria to become a member of GAABS, as outlined in Article 4, and who is both practically and ethically applying a range of insights from behavioural science (including, but not limited to, empirical research, principles, tools, methods, models) in order to address behavioural challenges in private, public and non-governmental organisations globally. ‘Applied behavioural scientists’ and ‘behavioural science practitioners’ are used interchangeably throughout this document, representing the same concept.

Behavioural Science

The systematic study of human behaviour and strategies to intentionally and verifiably change it, leveraging psychological insights and experimental methods from a variety of disciplines, including (but not limited to) behavioural economics, psychology, cognitive science, decision science, sociology, and neuroscience.

Code of Ethics

The code of the Association, containing a set of agreed principles of ethical and qualitative conduct, related rules and procedures pertaining to the application of Behavioural Science.

Majority

An Absolute Majority is more than half of the valid votes cast.

A Simple Majority is the highest number of votes cast for a candidate, subject or motion in a specific vote.

A Special Majority is two-thirds of the valid votes cast, such two-thirds to represent at least half of the total voting power of all Members of GAABS.

Present

Present refers to the attendance of individuals or organisations in meetings of all kinds. Present includes physical and virtual presence, for example through the use of video conferencing.

In Writing

In writing includes physical forms such as written letters and notes as well as digital forms such as email.

Language

The official languages of the GAABS shall be English. The Constitution, Code of Conduct, Minutes, Reports and other communications shall be drawn up in English and in any other language(s) as the Board may decide.

ARTICLES

1. Legal Form and Name

The Association shall be constituted as a Swiss Association with a scientific, social, non-commercial purpose according to the Swiss Civil Code (Art. 60 et seq.) open to individual and organisational membership. The name of the Association shall be the “Global Association of Applied Behavioural Scientists”. The Association's name may be registered with the commercial register. The Association will use the name, its logo, and/or its acronym (GAABS) in all publicity materials and correspondence. All property and usage rights to the trademarked logo and rights will belong to GAABS as an Association in the sense of the Swiss Civil Code.

2. Domicile

The domicile of the Global Association of Applied Behavioural Scientists (GAABS) is "GAABS c/o Baker & McKenzie Zurich, Holbeinstrasse 30, CH-8008 Zurich, Switzerland". Its members shall be represented globally. The domicile can be changed by resolution of the Board of Directors.

3. Purpose

A leading global, member-based, non-profit Association for applied behavioural scientists, with the following goals:

- A. Create a quality stamp for approved behavioural scientists through the membership of the Association, helping individuals or organisations interested in acquiring behavioural science expertise to navigate and identify approved practitioners.
- B. Promote high-quality ethical behavioural science applications in private, public and non-governmental organisations through a set of agreed principles.
- C. Bridge academia and practice, connect a network of associated individuals / organisations and increase awareness of the field's most important insights.
- D. Encourage and support a responsible concern for human rights, ethical and environmental issues, consistent with the UN sustainable development goals.

- E. Safeguard the authenticity and integrity of applied behavioural science, taking all possible measures to eliminate conduct which might place this at risk.
- F. To promote all rights of GAABS towards the achievement of these goals.

4. Organisation

Governing bodies of The Global Association of Applied Behavioural Scientists are:

- A. The General Meeting (Article 5)
- B. The Board of Directors (Article 6)
- C. The Board of Advisors (Article 7)
- D. The Auditors (Article 8)

5. General Meeting

5.1. Composition of the General Meeting

The General Meeting of members is the Association's supreme governing body. It represents the member body of the Association, appoints the Board of Directors and decides all matters which are not reserved to other governing bodies of the Association.

5.2. Powers and Responsibilities of the General Meeting

The General Meeting has the following powers and responsibilities:

- A. Approval of the minutes of the last General Meeting
- B. Approval of the annual report of the Committee
- C. Amendments of the Articles of Association
- D. Resolution on submissions by the Board and the members
- E. Reception of the audit report and approval of the annual accounts
- F. Discharge of the Committee
- G. Election of the Chairwoman/Chairman, Board of Directors and the Auditor
- H. Determination of the membership contributions
- I. Taking note of the annual budget
- J. Taking note of the programme of activities
- K. Decision on exclusion of members
- L. Decision on the annual membership fee and one-off joining fee.

- M. Resolution on dissolution of the Association and appropriation of the liquidation proceeds.

5.3. Calling a General Meeting

The General Meeting must be held, generally physically or in exceptional cases (e.g. pandemics) virtually, every 12 months.

It must be called by the Board of Directors with 3 months' notice in conjunction with a proposed date, time and place of the meeting, and a written list of the agenda items. Invitations may be sent out by email. All General Meetings must be convened in accordance with the rules set out in the Articles of Association and also, as required by law, if one-fifth (20%) of the members so request. In such a case, the meeting shall take place no later than 3 months after receipt of the request.

5.4. Resolutions and Petitions in General Meetings

Members can submit petitions for resolutions in General Meetings. Such submissions to the General Meeting must be sent in writing to the Board of Directors at least 1 month in advance. The Board of Directors may decide on the submission of such written petitions to the General Meeting by an absolute majority vote. Resolutions on matters for which proper notice has not been may only be passed if supported by an absolute majority of the Board of Directors.

Resolutions are passed at the General Meeting. The written consent of two thirds of all members to a proposal is equivalent to a resolution of the General Meeting.

5.5. Voting at General Meetings

General voting rights:

- A. All duly held General Meetings shall have a quorum if a minimum of one third of all members are present.
- B. Resolutions are passed by an absolute majority of present members' votes.
- C. In the case of tied votes, the Board of Directors shall cast with one joint deciding vote.
- D. Amendments of the Articles of Association shall require a special majority, i.e. the approval of two thirds of the votes cast.
- E. Abstentions and invalid votes shall not count.

Exclusion from voting:

- A. Each member is, by law, excluded from voting on any resolution concerning a transaction or dispute between him or her, his or her spouse or a lineal relative on the one hand and the Association on the other.
- B. Each member is also excluded from voting on any resolution where there is a perceived conflict of interests, whether acknowledged by the Board member themselves or another Board member.
- C. The Board of Directors shall have the final decision as to the voting eligibility in the event of any dispute.

6. Board of Directors

6.1. Composition of the Board of Directors

The officers of the Global Association of Applied Behavioural Scientists shall constitute the Board of Directors (also referred to as The Committee/The Board). The Board of Directors is entitled and obliged as defined under Articles of the Association to govern, manage and publicly represent the Association, for which purpose it may exercise all the powers of the Association.

The Board shall consist of a minimum of 6 officers and a maximum of 12. The Board of Directors will initially be formed by several founding members. It should be composed by a mixture of both practitioners and academics, possibly backed further by reputable academic institutions globally, possibly being individuals leading behavioural science advisory firms and/or individuals from organisations leading/supporting private or government nudge-units.

In the event that there is a change in the Board of Directors and its members, a replacement may be nominated by any Board member. Election will be determined by a simple majority vote of the General Meeting or an ad hoc meeting of the Board of Directors requiring a subsequent confirmation at the next General Meeting. If the situation requires, Board members may hold several positions in GAABS for a maximum of one year.

The Board of Directors must at least be composed of the following positions:

- A. Executive Chairwoman/Chairman
- B. Ethics Chairwoman/Chairman

- C. Two Executive/Non-Executive Directors
- D. Treasurer
- E. Secretary

The Board of Directors may further include the following positions (subject to change and nomination by the sitting Board of Directors):

- A. Head of Membership
- B. Head of Academic Relations
- C. Head of Corporate Relations
- D. Head of Communication and Media
- E. Two additional Heads, if required and defined by the sitting Board of Directors

6.2. Powers and Responsibilities of the Board of Directors

The Board of Directors shall principally perform their duties on a voluntary basis. Where appropriate, the members of the Board of Directors are entitled to reimbursement of actual travel and/or operating expenses which have to be approved by two authorised signatories of the Board upon request (see Section 6.6).

The Board of Directors has the following powers and responsibilities:

- A. Set and manage GAABS's strategic aims and ensure necessary resources in place to meet its objectives.
- B. Pass the regulations.
- C. Decide on the admission of new members.
- D. Establish working groups (specialised groups).
- E. Employ or engage individuals to achieve the Association's objectives in return for appropriate compensation.
- F. Provide entrepreneurial leadership within a framework of prudent and effective controls which enable risk to be assessed and managed;
- G. Set, monitor and guide the values and standards and ensure that its obligations to its members and others are both understood and met.

In addition, the Board of Directors has the following suspension powers, to safeguard the interest of the Association:

- A. Suspend a member from membership for a fixed period or until a specified set of circumstance changes or ceases to exist

- B. Reinstatement a member who has been suspended (under A), before the end of the fixed period or before the set of circumstances specified has changed or ceased to exist;
- C. Exclude a member from the General Meetings;
- D. Remove or deny accreditation to individuals, or officers or other representatives of organisational members
- E. Impose any other sanctions that it may deem to be appropriate.

6.3. Calling a Board Meeting

In the initial start-up phase of the Association, Board Meetings will be held monthly for the first 12 months. Thereafter Board Meetings will generally be held every quarter in which all members of the Board must attend either personally or via means of visual communication (i.e. video call).

In addition, any member of the Board of Directors has the ability to call the convocation of a Board Meeting, stating grounds for this request, with two weeks' notice.

The Secretary shall be responsible for taking meeting notes and minutes, or ensuring that a nominated person does so in their absence. These notes are to be sent to the board at least 2 weeks after the Board Meeting.

6.4. Resolutions in Board Meetings

If none of the members requests an oral discussion, board resolutions may be passed in writing (including email). All Board resolutions require an absolute majority vote of the Board members.

6.5. Voting in Board Meetings

A majority of the Board shall constitute a quorum to manage the Association. A majority of those voting shall constitute an affirmative vote of the Board. Each Board Member shall be entitled to one vote and the vote of the simple majority of the Board at any meeting at which there is a quorum shall be sufficient to transact business.

6.6. Signatory Rights of the Board of Directors

The Board shall stipulate joint signatory power by either combination of i) the Executive Chairman/Chairwomen, ii) the two Executive Directors, iii) the Treasurer or iv) a nominated representative by any of the aforementioned four authorised signatories.

6.7. Terms of Office of the Board of Directors

The term of office is three years. Re-elections are possible with a maximum of three consecutive elections. If the situation requires, Board members may hold several positions in GAABS for a maximum of one year.

7. Board of Advisors

7.1. Composition of the Board of Advisors

The Association's Board of Directors should be advised and supported by a Board of Advisors (also referred to as Advisory Board). The Board of Advisors will be composed of globally renowned experts in the field of behavioural science, including but not limited to, leading academics and practitioners, regional representatives of the Association as well as experts from associated fields relevant for the Association. While there should not be a specific minimum or maximum number of members nor any specific quota, the target size of the Board of Advisors should be twelve selected members.

The members of the Board of Advisors are invited by the Board of Directors. The members of the Board of Advisors (and the regional representatives) are not members of the Association's Board of Directors, unless by exceptional appointment, as agreed by the sitting Board of Directors.

7.2. Powers and Responsibilities of the Board of Advisors

The Board of Advisors has a non-executive, advisory function. It represents a selected circle of renowned subject-matter experts, providing unbiased, non-binding guidance to the Association bodies, in particular to the Board of Directors on a voluntary basis. Its members

support the Association's purpose and act as an ambassador and source of inspiration for the Association.

All members of the Board of Advisors are invited to become honorary members of the Association. They are not required to pay annual fees, unless at their own election. Their powers and responsibilities equal the powers and responsibilities of individual members.

7.3. Terms of Office of the Board of Advisors

The term of office is three years. Re-elections by the Board of Directors are possible with an unlimited amount of consecutive elections. If the situation requires, Board members may hold several positions in GAABS for a maximum of one year.

8. Auditors

The General Meeting may elect one auditor or a legal entity to audit the accounts and conduct a spot check audit at least once a year. Only if elected, the auditor shall submit a report and motion to the Committee for the attention of the General Meeting.

The auditor shall be appointed for 2 years. Re-elections are possible, subject to Board of Director approval

9. Members

9.1. Composition of the Members

GAABS will welcome individuals and organisations with an established track record and demonstrated commitment to behavioural science.

There are four different types of membership:

- A. Individual members
- B. Organisational members
- C. Honorary members
- D. Founding members

9.2. Privileges and Responsibilities of Members

Privileges of members include:

- A. The usage of a professional quality label obtained by being admitted to the Association. This label may be used by individuals and organisations to signal membership and provide guidance to interested experts, academics, employees, media, organisations, clients and/or the general public. This membership label is intended as a distinguishing mark in the unregulated field of Behavioural Science practitioners.
- B. The establishment of a professional code of conduct, which all members subscribe to, supporting that individuals and organisations linked to the Association are providing sound and ethical Behavioural Science work.
- C. In future, the potential for members to exchange data, experiences and best practice via a dedicated online channel for the exchange of information, data, practices and models amongst its members. Alongside this, events, conferences and educational programmes may be held either physically or virtually, by member organisations.
- D. In future, the potential for mentoring schemes may be made available to individuals.
- E. In future, the potential for scholarships for prospective students of behavioural science related postgraduate programmes.
- F. In future, the potential for access to information and media exclusive to members of the Association, including but not limited to publications, podcasts, etc.
- G. In future, the potential for complimentary subscriptions to subject-related academic journals and magazines.
- H. In future, the potential for additional fringe benefits and rebates in subject-related content and services.

Responsibilities of members include:

- A. The respect and promotion of the purpose of the Association
- B. The compliance with all applicable rules and regulations of the Association
- C. The acceptance of and compliance with all decisions of the General Meeting and the Board of Directors.
- D. The necessary provisions in their individual or organisational work as may be required by the GAABS Constitution and/or Code of Conduct
- E. The advancement and connection of the field of Behavioural Science and the care of its reputation.

- F. The timely and correct payment of the joining fee and the annual membership fees (as per Article 10.2).

9.3. Individual Members

In order to be eligible for the Global Association of Applied Behavioural Scientists as an individual, one of the following criteria must apply (either 'A' or 'B' below):

- A. Proof of a completed postgraduate qualification (e.g. MSc/PhD) in a relevant subject (including, but not limited to, behavioural science, behavioural economics, psychology, decision science, cognitive science, neuroscience, or similar).
- B. Proof of a significant contribution to the field of applied behavioural science. This must involve a combination of at least two of the following five criteria:
 - a. Proof of a relevant post-graduate training programme, e.g. an Executive Programme in Applied Behavioural Science.
 - b. Proof of at least two relevant publications in peer-reviewed journals or behavioural science books, subject to approval by the Board.
 - c. Proof of a full teaching position on a Behavioural Science related course or programme.
 - d. Proof of endorsement of at least three existing individual members. This may include members of the Executive or Advisory Board.
 - e. Proof of relevant contribution to the field through an impact statement outlining practical applications.

Individual membership shall be open to all, regardless of age, race, sexual orientation, gender identity, socio-economic status, disability, or national origin (this list is not exhaustive) as long as they meet the above criteria. All criteria will be evaluated by the Association's Board of Directors or its dedicated Membership Committee.

9.4. Organisation Members

In order to be eligible for organisation membership, all of the following criteria are required:

- A. Operate as i) a specialised applied behavioural science setup or ii) an applied behavioural science team or unit within a non-behavioural science organisation.
- B. Proof of a portfolio of projects developed within the domain of applied behavioural science.

- C. Proof that a significant proportion of all employees of either i) the specialised applied behavioural science organisation, or ii) the specialised applied behavioural science team/unit within a broader non-behavioural science organisation, meet the criteria outlined above for the individual membership. A significant proportion is achieved for both i) and ii), if two thirds or more of all staff members (>66%) qualify under the criteria of individual membership (New employees to a member organisation will receive a 12-month grace period. This means they have 12 months before inclusion in the two thirds (>66%) hurdle, during which time they can achieve eligibility for individual membership.)

Where an organisation is neither i) a specialised behavioural science setup nor ii) a specialised behavioural science team or unit within a non-behavioural science organisation, permission will not be granted under any circumstances. For the avoidance of doubt, sponsoring GAABS does not lead to eligibility as a member organisation (see Article 11.2). Being a member organisation of GAABS does not automatically qualify all individuals within that organisation or applied behavioural science team or unit as individual GAABS members themselves. For this to be the case, they must meet the individual member criteria. As with individual members, all criteria will be evaluated by the Association's Board of Directors or its dedicated Membership Committee.

9.5. Honorary Members

Honorary members may be awarded to particularly deserving individuals in the field of applied behavioural science. In order to be eligible for honorary membership, applications or nominations have to be submitted for evaluation and decision to the Association's Board of Directors or its dedicated Membership Committee. Honorary members should enjoy the same privileges and responsibilities as individual members (see Article 9.3). However, they are not required to pay annual fees, unless at their own election.

9.6. Founding Members

Founding members are the individuals and organisations that have first constituted and established the organisation as per signature of this Constitution. Only founding members have the right to use the special designation and label reserved for Founding Members. Founding members should otherwise enjoy the same privileges and responsibilities as individual members.

On top, founding members are granted a selected amount of benefits:

- A. Founding member status for the life of the member organisation
- B. Joint development of events and promotional activities.
- C. Early presentation as founding members on the Association's website and social media channels. The Board of Directors can decide on the degree of this presentation over the lifetime of the Association (this relates exclusively to point C).

10. Admission, Fees, Resignation and Termination

10.1. Admission

Individual and organisation members may be admitted at any time on a rolling basis (subject to managerial capacity of the Association's Board of Directors or its dedicated Membership Committee). All memberships will be reviewed and decided by the Board, or a specifically appointed Membership Committee.

The membership application process including all required criteria, documentation and forms will be made available on the Association's website (gaabs.org). If eligible, individuals/organisations will be awarded membership on receipt of the relevant joining and membership fees. All members are advised to use the GAABS accreditation in their public and private announcements and communication towards third parties.

10.2. Fees

All individual and organisation members, including founding members, are obliged to pay a nominal one-off joining fee and yearly membership fee. Fees shall be determined by the Board of Directors and should be paid in advance of the membership year. Fees shall be set annually and fixed for a period of 2 years, after which time, the General Meeting may vote on an adjustment of fees. Honorary members shall be exempt from the duty to pay membership fees.

10.3. Resignation

Members have the right to resign or withdraw from GAABS, subject to three months' notice expiring at the end of every calendar year, or, if a different administrative period should be provided for by the Association's Board of Directors, at the end of such period. Members who resign have no claim on the assets of the Association. They remain liable for the subscriptions due during the period of their membership.

Membership shall expire upon resignation, termination, death in the case of natural persons, dissolution in the case of organisations, or a dissolution of the Association itself. Upon resignation, termination, death or dissolution, membership is neither transferable nor heritable.

Membership shall also expire if relevant membership fees are not paid.

10.4. Termination

Members may be excluded if they violate any article of this constitution or the Association's code of conduct. In particular, membership will be revoked for those who are found to be using behavioural science in a way that would be classed, by the Board of Directors, or its delegated Ethics Committee, as inappropriate, harmful, coercive, misrepresentative, dishonest unethical or going against the GAABS Code of Conduct, values or principles set out by the Association. This includes individuals or organisations who are found to be guilty by an independent legal process, to have caused harm or damage to third parties or the field of Behavioural Science itself.

Exclusion can be proposed by any member of the Association, or clients of its members. All exclusions will be reviewed and decided by the Board of Directors and/or the Advisory Board. The Board of Directors shall retain sole authority over this decision. Members can refer an exclusion decision to the General Meeting by way of appeal. Members who are excluded have no claim on the assets of the Association. They remain liable for the full subscriptions due during the period of their membership.

11. Resources

11.1. Funding Sources

Funding of the Association's activities may occur through:

- A. A creation/joining fee for the founding members
- B. A joining fee for individual members
- C. A joining fee for organisation members
- D. An annual membership fee for individual members
- E. An annual membership fee for corporate/organisational members
- F. Organisational, institutional and private sponsorships (see Article 11.2)
- G. Private and government grants

11.2. Sponsorship

A restricted number of selected sponsors will be invited to become such by the GAABS Board of Directors for a set period of time, in return for a sponsorship fee/donation to the Association. Both the Sponsor and the associated fee will be decided by the Board of Directors or an appointed Sponsorship Committee. This fee will contribute to the successful establishment, marketing and functioning of the Association. For the avoidance of doubt, sponsoring GAABS does not lead to eligibility as a member organisation (see Article 9.4)

For this partnership status, respective organisations will be granted benefits over a specific term. These will include but are not limited to the following (subject to the rights of refusal by the Board of Directors):

- A. Presentation on the Association's website and social media channels
- B. Conditional use of GAABS logo and reputational Associations therein.
- C. Access to academic and practitioner expertise, as appropriate and at their discretion.
- D. Ability to promote the Association and its relationship status.

12. Amendments to the Articles

Amendments to this Constitution may be proposed by any member, either at the General Meeting, or by a written petition to the Board 1 month prior. The Board of Directors may submit such written petitions to the General Meeting by an absolute majority vote.

The Articles may be amended in line with the general voting rights by a special majority vote of two thirds of the votes cast at the General Meeting (see Article 5.5).

All questions concerning the interpretation of this document shall be decided by the Board of Directors.

13. Liability

In line with the Swiss Civil Code (Art. 60 et seq.) personal liability of the members is excluded. The Association's assets shall be solely liable for the Association's debts. In addition, appropriate insurance may be taken out by the Association and at the Association's expenses to ensure coverage of its Board members.

14. Dissolution

The dissolution of the Association may be decided by resolution of a General Meeting convened for this purpose. It requires a special voting majority of two-thirds of the members. If less than two thirds of all members are present at the meeting a second meeting shall be convened within a period of one month. At this meeting, the Association may be dissolved by an absolute majority if less than two thirds of the members are present again.

Upon dissolution of the Association, the Association's assets shall be transferred to a separate organisation that pursues the same or a similar purpose. Distribution of the assets to the members is excluded.

15. Signatures of Founding Members

This constitution (Articles 1-14) was agreed by all members at the meeting for the foundation of GAABS on 21 May 2020.

Version 1, effective as of 21 May 2020

Prof. Liam Delaney
University College Dublin

Date

Signature

Prof. Paul Dolan
London School of Economics

Date

Signature

Steve Martin
Influence at Work & Columbia University

Date

Signature

Pelle Guldberg Hansen
iNudgeyou & Roskilde University

Date

Signature

Torben Emmerling,
Affective Advisory

Date

Signature

Nuala Walsh,
MindEquity

Date

Signature

Maddie Quinlan
Salient Behavioural Consultants

Date

Signature

Alain Samson
Behavioural Science Solutions

Date

Signature

Prof. Matteo Galizzi
London School of Economics

Date

Signature

Dr. Dario Krpan
London School of Economics

Date

Signature