



**The Common Software Measurement International
Consortium**

Constitution

VERSION 3.0

Oct. 7, 2019

Acknowledgements

List of IAC members who approved the Constitution, v3.0 (alphabetical name order)

Name	Position	Country
Alain Abran	Chair, COSMIC	Canada
Jean-Marc Desharnais	Vice-President, COSMIC	Canada
Frank Vogelezang	President, COSMIC; METRI	Netherlands
Sylvie Trudel	Treasurer, COSMIC; UQAM	Canada
Beatriz Marin	University, Santiago	Chile
Cigdem Gencel	MPC, University of Bozen/Bolzano	Turkey
Peter Fagg	MPC, Pentad Ltd	UK
Jay Jayakumar	IAC, AmitySoft	India
Asma Sellami	IAC, University of Sfax	Tunisia
Francisco Valdes*	IAC, and Chair MPC, Spingere	Mexico

Note 1: MPC= Measurement Practice Committee members

Note 2: The proposed revision of the COSMIC constitution has been circulated to the IAC members over weeks previous to the COSMIC Annual meeting, the feedback has been received and the proposal updated. Frank Vogelezang proposed the final revision at the COSMIC Annual meeting in Haarlem (The Netherlands) on Oct. 7 2019, and it is accepted unanimously.

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A public domain version of the COSMIC method documentation and other technical reports, including translations into other languages can be found online at cosmic-sizing.org.

Version Control

The following table gives the history of the versions of this document.

DATE	REVIEWER(S)	Modifications / Additions
10/12/2010	COSMIC International Advisory Counsel	First version 1.0 issued
31/12/2011	COSMIC President	Version 1.1 updated for next election dates.
31/08/2014	COSMIC International Advisory Counsel	Modifications due to the transition to the Canada Not-for-profit Corporations Act (NFP Act)
07/10/2019	COSMIC International Advisory Council	Version 3.0 due to a new governance structure of the COSMIC organization.

Foreword

COSMIC, the Common Software Measurement International Consortium's primary 'products' are open methods and guidelines. These are increasingly used by organizations all over the world for vital economic decisions. Given this situation, the COSMIC organization accepts its obligations to ensure that:

- its products are properly supported;
- as an organization we remain accountable and responsive to the needs of our users and that we must ensure long-term support of our products.

The COSMIC organization commenced its work in 1998 and grew informally (though it is incorporated in Canada). Now that it operates globally, it needs to become a more open and democratic organization. The first version of the Constitution (published in 2011) recognized that the organization continues to rely on unpaid efforts by volunteers and that finding and appointing individuals to a position of responsibility in the organization happens mainly by personal contact. For the past years, COSMIC continued to be managed as an informal organization and the first Constitution was therefore a very basic document. We expected that the Constitution would evolve over time and this second version includes now the creation of an executive committee to direct and manage the COSMIC group.

At present, the Constitution formally recognizes the Officers, the members of the International Advisory Council (IAC), the members of the Measurement Practices Committee (MPC), and its Permanent Functions. But besides these, many other people make valuable contributions to the COSMIC organization. Their contributions are recognized in the various publications.

Currently, COSMIC has no formal User Group. Anyone wishing to contribute to the work of the COSMIC organization should contact a member of the International Advisory Council or any member of the executive committee (either directly by email or via the website at cosmic-sizing.org).

Alain Abran, Chair

Frank Vogelezang, President

COSMIC Constitution

1. Statement of purpose

The Common Software Measurement International Consortium aims to:

- develop, test, bring to market and seek acceptance of the COSMIC functional sizing method, which is an 'open' software sizing method to support key business decision making processes, such as software project estimation, benchmarking, project control, cost engineering, and performance measurement;
- develop 'open' products arising from identified market needs and, where we have the ability to supply, to support the use of COSMIC sizing practices (examples: guidelines for applying the method in various circumstances, certification examinations, benchmarks, estimating methods, etc.).

2. The COSMIC Organization

Executive Committee:

The Executive Committee consists of at least five Officers: Chair, President, Vice-President, Treasurer and Secretary, and can be extended to a maximum of seven persons, by resolution of the IAC. At least one of the officers within the Executive Committee shall be a Canadian resident to fulfil the obligations of the Canada NFP Act. The roles of the Officers are:

Chair

- Overall director of the organization;
- Determines the strategy of the organization and decides on policy issues in consultation with the President and IAC Members;
- Appoints IAC Members;
- Decides on 'strategy and policy issues' including:
 - The scope of COSMIC activities;
 - The organization of COSMIC;
 - Means of raising finance and approval of all expenditure.

President

- The COO of the organization:
 - Managing the Committees;
 - Deciding on and forming of Ad Hoc teams;
- Manages the terms of reference for every position mentioned in this Constitution and any amendments thereof agreed by the IAC.

Vice-President

- Can act as one of the other Officers, in case of absence of this Officer.

Treasurer

- Manages the finances, controls all receipts and submissions of payments subject to approval of the Chair or President;
- Prepares the annual Financial Statement conformant to the requirements of the Canada NFP Act and presents this statement to the IAC for approval.

Secretary

- Safeguards official COSMIC documents.
- Maintains the minutes of official COSMIC meetings.

Permanent Committees and their roles

International Advisory Council (IAC)

The roles of the IAC are:

- To advise the Officers on policy and the future direction of COSMIC activities;
- To act as a local point of contact for people who seek information and advice about the COSMIC method in their respective countries.

Therefore the roles of the individual IAC members are:

- To actively help promote the COSMIC method within their country by, for example, organizing a national COSMIC Special Interest Group, translating COSMIC material into the national language(s), etc;
- To help distribute news about COSMIC in their country, for instance by forwarding the COSMIC newsletter to appropriate channels and communities.
- To help promote periodical benchmarking initiatives initiated by the COSMIC organization;
- To report annually on any significant progress, to the President, for the purpose of keeping the COSMIC community informed and for possible communications externally;
- To be the formal member class with respect to the Canada NFP Act, which requires a member class with formal rights of vote;
- To vote on official decisions, including but not limited to the changes to this Constitution, policies, significant investments, appointments, liquidation of COSMIC, etc., either at the Annual Meeting or by any electronic vote.

An IAC member is appointed to be a representative of COSMIC in their country, not a representative of their country to COSMIC.

Measurement Practices Committee (MPC)

The roles of the MPC are:

- To maintain the Principles and Rules of the COSMIC method;
- To collect, store, track, analyse and eventually resolve issues related to the COSMIC methods, such as correcting defects and improving ease of understanding of its publications. The MPC Chair must aim to resolve issues by obtaining broad consensus of MPC members, rather than by narrow majority voting;
- To initiate activities to meet the aim of developing products to support the use of COSMIC method sizing;
- To approve all final versions of the official documents of the COSMIC method;
- To ensure these documents conform to the ISO/IEC 19761 international standard definition of the COSMIC method;
- To provide leadership for maintaining ISO/IEC 19761.

Certification Committee

The roles of the Certification Committee are:

- To develop examinations that certify the competence, at various levels, of users of the COSMIC method and to maintain the examinations in line with any evolution of the method;
- To manage the process of conducting certification examinations including approving the conduct of specific exams, issuing and marking exam papers, and issuing certificates to successful candidates.

Market Development Committee

The roles of the Market Development Committee are:

- To promote the COSMIC method, by all appropriate means, with the aim of ensuring its successful adoption worldwide. Marketing efforts in any particular country should be carried out in liaison with the IAC member(s) for that country;
- To set up and maintain a marketing strategy for the COSMIC method;
- To set up and maintain relations with organizations that can play a significant role in the promotion of the COSMIC method;
- To coordinate with the Interactive Media Committee as to which interactive channels are most appropriate for the marketing activities.

Interactive Media Committee

The roles of the Interactive Media Committee are:

- To maintain and enhance the existing website, including maintaining its physical integrity, performance and continuity and to manage the processes of maintaining the site content;
- To maintain the COSMIC LinkedIn User Group and to manage the processes with regards to the content and interactions within that group;
- To maintain the @COSMIC_FSM Twitter account and to manage the processes with regards to the content and interactions with that account;
- To maintain the SlideShare account and to manage the processes with regards to the content and interactions with that account;
- To coordinate with the Marketing Committee whether the interactive channels are still appropriate to support the COSMIC marketing strategy.

Ad Hoc Teams

These teams are established and tasks are allocated as the need arises, for example to develop a specific Guideline.

Ad Hoc Teams report to the President on any significant progress or development, for the purpose of keeping the Executive Committee informed and for possible communications externally.

2. Elections, Appointments, Terms of Office

Although COSMIC is an entirely voluntary organization, it is desirable that each position is subject to review for satisfactory performance. Each position therefore has a fixed term of office, after which the appointing body (see table below) decides whether the person holding the position may be re-appointed or re-elected. Further:

- Each elected or appointed person is free to end their tenure of that position at any moment, but anyone holding a position is urged to fulfill the term for the position;
- For each position the elected or appointed person may choose to ask for re-appointment or re-election. There is no maximum number of terms for any given position;
- Re-appointment or re-election is a decision to be made by the appointing or electing body;
- Persons holding an appointed or elected position can be requested to resign their position at any time by the appointing/electing body when the latter has serious concern about the quality or integrity with which the person is fulfilling the role, or the contribution the person is making;
- If the person who is holding the appointed or elected position does not agree with the request to resign and the appointing/electing body is not the IAC, the person may ask the IAC to vote on the request to resign.
- Election or resignation decisions by IAC Members are made by simple majority of the votes cast.

The electing or appointing bodies and the terms of office for each position are set out in the table below:

Position	Elected/(Appointed) by	Term of Office
Chair	IAC Members	3 years
President	IAC Members	3 years
Vice-President	(Apptd.) Chair & President	3 years
Treasurer	(Apptd.) Chair & President	3 years
Secretary	(Apptd.) Chair & President	3 years
Executive Committee Member	IAC Members	3 years or less by decision of the IAC
IAC Members	(Apptd.) Chair in consultation with any existing IAC Member for the country concerned	3 years
MPC Chair	MPC Members	3 years
MPC Members	(Apptd.) MPC Chair in consultation with existing MPC Members	3 years
Benchmarking Committee Members	(Apptd.) President	3 years
Certification Committee Members	(Apptd.) President	3 years
Marketing Committee Members	(Apptd.) President	3 years
Interactive Media Committee Members	(Apptd.) Chair & President	3 years
Ad-hoc team	(Apptd.) Chair or President	For the activity duration

Rules for committee membership

IAC

- There shall be a maximum of two IAC Members per country, with the exception of countries with over 250 million inhabitants, where there shall be a maximum of three IAC members per country.
- IAC members must report periodically on their activities to promote COSMIC in their country, either at the annual meeting or in writing to the Executive Committee.
- The IAC members shall be entitled to receive notice of and to attend all meetings of the members of the IAC.

MPC

- There shall be a maximum of two MPC members from any one country, excluding the Chair and normally no more than approximately a dozen members in total.

Ad-hoc teams

- A Committee (on-going or ad hoc) may be jointly chaired or led by two persons.

4. Annual Meeting

- Purpose: to discuss progress, develop policies and plans, approve the financial statement, approve new activities and hold elections.
- Quorum: the Chair and/or President plus at least one IAC Member physically present from five different countries. Another Committee Member may represent and vote for his country when no IAC Member is able to be present for that country;
- Resolutions: Any three IAC Members or the Executive Committee can issue a Resolution to be decided on during the Annual Meeting. Preferably, Resolutions are circulated to all IAC Members before the start of the Annual Meeting.
- Voting on elections, and on major policy issues requiring votes (electronically and/or at the meeting):
 - One vote per country;
 - On elections for the Chair and President and on major policy issues (notified electronically at least 21 days in advance), by simple majority of all countries that vote;
 - On issues arising at an annual meeting, by simple majority of all countries represented by a Member physically present or in electronic contact;
 - The Chair has the casting vote when there is a tie in votes;
 - Elections for the Chair and President will be conducted by an IAC Member that is not from the same country as any of the candidates and does not work for the same company as any of the candidates, so that this IAC member can be considered neutral with respect to the elections.

5. Additional provisions

The COSMIC organization shall be carried on without the purpose of gain for its members. Any profits or other accretions to the organization shall be used in furtherance of its purposes.

Officers shall serve without remuneration, and no officer shall directly or indirectly profit from his or her position as such, provided that an officer may be reimbursed for reasonable pre-approved expenses incurred in his or her duties.

Any vacancy on the Executive Committee shall be filled by a vote of the IAC Members.

Any property remaining on liquidation of the COSMIC organization, after discharge of liabilities, shall be distributed to scholarship funds related to software measurement at École de Technologie Supérieure (Montreal, Québec, Canada) or any academic institute that has contributed significantly to the development of the COSMIC method.

List of Abbreviations used in this document

CEO	Chief Executive Officer, within COSMIC called the Chair
COO	Chief Operating Officer, within COSMIC called the President
COSMIC	The <i>Common Software Measurement International Consortium</i>
IAC	International Advisory Counsel
MPC	Measurement Practices Committee
NFP Act	The <i>Canada Not-for-profit Corporations Act</i> , the statute that governs federally incorporated non-share capital not-for-profit corporations. Since the COSMIC organisation is based in Canada, this is the law by which the organisation is governed.