



**CONSTITUTION AND BY-LAWS  
OF  
THE NINETEENTH-CENTURY STUDIES ASSOCIATION  
Updated June 2021**

**CONSTITUTION**

**Article 1: Name, Territory, and Purpose**

- 1.1 Name:** The name of the Association shall be The Nineteenth-Century Studies Association.
- 1.2 Territory:** The Territory in which the operations of the Association will be principally conducted is the United States.
- 1.3 Purpose:** The purpose of this non-profit educational organization shall be to advance research and scholarship, with a particular focus on interdisciplinary studies, in all aspects of nineteenth-century culture.

**Article 2: Membership**

- 2.1 Active Members:** Any individual who supports the purpose of the Association, upon payment of dues, may become an active member. Membership covers a calendar year from the start of the membership year in the fall and includes voting privileges and one year of NCSA's journal, *Nineteenth Century Studies*, per year of membership year. Membership may be purchased in the following tiers: Fulltime Faculty, Part-Time Faculty/Independent Scholar/Graduate Student/Emeritus, Institutional Membership, Three-Year Membership, and Lifetime Membership.
  - a. Fulltime Faculty:** Any eligible individual may become, upon payment of Fulltime Faculty membership dues, a member for one year.
  - b. Part-Time Faculty/Independent Scholar/Graduate Student/Emeritus:** Any eligible individual may become, upon payment of Part-Time Faculty/Independent Scholar/Graduate Student/Emeritus membership dues, a member for one year.
  - c. Institutional Members:** Any educational institution; professional architectural, art, history, literary, preservation, or philosophical society; public or private museum; or related scholarly society may become, upon payment of institutional dues, an institutional member.

a. **Designated Representative of Institutional Member:** An institution may designate, in writing to the Conference Organizer, one individual to act as its representative at the annual business meeting. The individual is thus authorized to act by proxy on behalf of the institutional member. Such a designated representative, upon payment of the registration fee for the conference, is exempt from paying further individual active membership dues, and may present a paper at the annual meeting at which he or she serves as Designated Representative of Institutional Member. The Designated Representative does not individually receive other benefits already extended to the Institutional Member, such as a subscription to *Nineteenth Century Studies*. Each individual participating as proxy on behalf of their institutional membership will be encouraged to maintain their own active membership. Individual participating faculty are encouraged to maintain their own active memberships in addition to their institution's institutional membership.

d. **Three-Year Membership:** Any eligible individual may become, upon payment of Three-Year membership dues, a member for three years.

e. **Lifetime Membership:** Any Active Member of the Society, upon payment of current Life Membership dues established by the Board of Directors, may become a Life Member. Life Members enjoy privileges of membership for life without further payment of annual dues. This membership is open to individuals only and not to institutions.

2.2. **Good Standing:** All Members of the Association who are current on their dues shall be members in good standing of the Association. All Officers and Board members must be in good standing to serve in their positions.

### **Article 3: Officers, Board of Directors, and Committee Chair Positions**

3.1 **The Officers of the Association** shall be elected officers and ex officio appointed officers. Elected officer positions include President, Vice President, Treasurer, Secretary, and Digital Director(s); appointed officer positions include Journal Editor(s), Archivist(s), Conference Organizers, Diversity Committee Chair(s), Graduate Caucus Chair, Graduate Caucus Representative, and Centre for Nineteenth-Century Studies International Representative, Article Prize Chair, Emerging Scholars Prize Chair, and Travel Awards Chair. Officers shall hold office until their successors shall be elected or appointed. Members of the Board of Directors may serve terms as ex officio appointed officers concurrently.

a. **The President** shall be elected to a three-year term, renewable for one additional term of three years, and shall serve on the Board an additional one-year term as Past

- President. During the second year of a President's first three-year term, the President shall inform the Board of Directors in writing of their willingness to stand for reelection to a second three-year term as President. In the event the President does not stand for such reelection, a President Elect shall be nominated and elected at the annual meeting prior to the President's last year of office; in the event that the President stands for such reelection, the President Elect shall not be nominated or elected until the second year of the President's second 3-year term. In the event the President wins such reelection to a second three-year term, the President Elect position on the Board shall be considered vacant until the second year of the President's second three-year term, at which time a President Elect shall be elected.
- b. **The President Elect** shall be elected during the second year of the President's first or second term, in accordance with Article 3.2.a, to serve during the third year of the President's term as President Elect.
  - c. **The Vice President** shall be elected to a three-year renewable term, subject to the term limits as outlined in Article 3.3.
  - d. **The Treasurer** shall be elected to a three-year renewable term, subject to the term limits as outlined in Article 3.3.
  - e. **The Secretary** shall be elected to a three-year renewable term, subject to the term limits as outlined in Article 3.3.
  - f. **The Digital Director(s)** shall be elected to three-year renewable terms, subject to the term limits outlined in Article 3.3.
  - g. **The Journal Editor(s), Archivist(s), Diversity Committee Chair(s), Graduate Caucus Chair, and CNCSI Representative** shall be appointed by the Board of Directors as ex officio Board Members and shall serve at the pleasure of the Board with an expectation of a minimum of a three-year renewable term, subject to the term limits as outlined in Article 3.16.
  - h. **The Conference Organizers** shall be appointed by the Board of Directors as ex officio Board Members and shall serve a three-year term on the Board of Directors the year before, the year during, and the year after serve as Organizers of the annual conference.
  - i. **The Graduate Caucus Representative, Article Prize Chair, Emerging Scholars Prize Chair, and Travel Awards Chair** shall be selected by the Executive Officers and/or their committees as ex officio Board Members and shall serve one-year renewable terms.
  - j. **The Board of Directors** shall be elected immediately prior to the Annual Meeting for a term of three years. The Board shall be comprised of no fewer than eight and no more than ten members (in addition to Officers and members enumerated in Articles

3.2 through 3.11 above). Terms of service for members of the Board of Directors are renewable and subject to the term limits as outlined in Article 3.16. Nominations presented by the Board (or its nominating committee) to the membership shall provide, insofar as possible, a balanced representation of the various academic fields of the membership.

### 3.2 Nominations and Elections

- a. **The Nominating Committee** is convened by the President at least two months prior to the Annual Meeting and shall be comprised of the President, Secretary, Archivist, one Board Member, and one At Large Member not currently serving on the Board.
- b. **Nominations:** Members may propose candidates to the Nominating Committee, including themselves, for any position, at any time prior to 45 days in advance of the Monday prior to the Annual Meeting. The Nominating Committee's slate will be posted on the NCSA website no later than 30 days before the Monday prior to the Annual Meeting. In the week after this slate is proposed, members may propose additional candidates by a nomination petition, signed by 10 members in good standing of the Association and presented to the President, so as to add such candidate(s) to the nomination slate. Nominations presented by the Nominating Committee shall provide, insofar as possible, a balanced representation of the various academic fields of the membership.
- c. **Elections:** Elections of Officers and members of the Board of Directors shall be completed online by the Monday prior to the Annual Meeting by a majority vote of those active members voting in the election. Members will vote based on a slate of nominees prepared by the Nominating Committee. Voting will commence 21 days before the Monday prior to the Annual Meeting and close at midnight EST on the Monday prior to the Annual Meeting. In conformity with By-Laws Article 2.2 below, election of candidates without competition may be determined by vote to endorse the Nominating Committee's full or partial slate. Candidates competing for the same office shall be decided by individual vote for that office. Board terms shall be staggered so that approximately 1/3 of the Board shall be elected each year. See Article 2.2 of the By-Laws below for more information.

- 3.3 **Term Limits:** Terms of office of Officers and members of the Board of Directors shall be limited to two successive three-year terms requiring a three-year period off the Board, or in a different position, prior to being eligible for election to the same position. Ex officio members shall serve appointed terms of variable length, depending on the specifics of their committees or groups. Ex officio appointment or election to Office or a Board position for a partial term shall not be considered in determining this term limit. A Board member, including a Conference Organizer serving ex officio on the Board, elected to a successive office or Board position shall be eligible for two successive terms in that office. Exceptions to any term limit may be made, upon recommendation of 2/3 of the Board of Directors, for the position of Treasurer, who may serve successive terms without limit due to specialized skills beneficial to the Association.

- 3.4 Unfulfilled Terms:** In the event that the President resigns or is unable to serve their complete term, the Vice President shall assume the duties of the President until the next Annual Meeting. In the event that any other Officer resigns or is unable to serve their elected terms, the President shall appoint a member of the Association to serve until the next election (following election procedures outlined in Article 3.2 above) and shall immediately notify the Board of such appointment. In the event that a Board Member resigns or is unable to serve their elected term, the President may appoint a member of the Association (insofar as possible from within the same academic discipline as the retiring Board Member) to complete the unexpired term and shall immediately notify the Board of such appointment.

#### **Article 4: Senior Advisory Council**

- 4.1 Senior Advisory Council Members** are appointed for two-year renewable terms by the Board from among Association members of longstanding service to NCSA.
- 4.2 Purpose:** The purpose of the Senior Advisor Council is:
- a.** to honor past services of senior members of the Association.
  - b.** to Provide societal memory and a valuable source of academic and administrative experience to guide the Board of Directors of the Association.

#### **Article 5: Association Meetings**

- 5.1** The Association shall hold an Annual Meeting (conference) at such a place as the membership shall approve. The Association shall meet annually at the invitation of an institution of higher learning or other such host society or organization within the territory as defined in Article 1.2. Each conference location will be determined via membership vote at the previous conference. The Annual Meeting (conference) will include a Board Meeting and Business Meeting.
- a. Board Meeting:** This meeting is held in person at the conference, or virtually in the event that the conference is held virtually. Additional Board meetings to conduct incidental or emergency business may be held, in person or virtually, at any time upon call of the President and/or three members of the Board. The Secretary shall give at least ten days' notice of any special Board meeting and state the purpose thereof. Minutes shall be kept at all regular and special Board meetings. At least half the members of the Board of Directors (including Officers) and at least one Officer in attendance shall constitute a quorum at any meeting of the Board. An Annual Meeting may be canceled for emergency reasons by 2/3 vote of the Board of Directors.
  - a. Business Meeting:** The Business Meeting is held in person at the conference, or virtually in the event that the conference is held virtually.

- 5.2** The electoral business of the Association shall be conducted principally via online voting completed by the Monday prior to the Annual Business Meeting, which is held during the conference. No matter not on the agenda set by the Board of Directors may be considered during the Business Meeting at the conference unless a majority of the active members present and voting desire to put the matter on the agenda. Membership participating in the Annual Business Meeting shall have final authority to conduct the business of the Association other than Board elections, but it may refer any questions except elections to an electronic ballot of the membership at any time during the year.

#### **Article 6: Publications**

- 6.1** The Association produces a peer-reviewed journal *Nineteenth-Century Studies*, which is edited by members of the Association and produced via Pennsylvania State University Press.
- 6.2** The Association shall issue or sponsor additional publications proposed by the Board of Directors and approved by majority vote of the active members present and voting at the Annual Business Meeting.

#### **Article 7: Adoption**

- 7.1** This Constitution shall take effect upon adoption by two-thirds of the active members present and voting at the Annual Business Meeting.

#### **Article 8: Amendments**

- 8.1** Proposals to amend this Constitution may be made by the Board of Directors of the Association at any Annual Business Meeting. Amendments may also be proposed by members of the Association, upon written petition to the Board of Directors, signed by at least ten active members of the Association. Notice of any proposed amendment must be communicated to the membership at least thirty days prior to the Annual Meeting. Thirty-day advance posting of proposed amendments on the Association's website shall constitute such adequate notice.
- 8.2** To become effective, a proposed amendment to this Constitution must be approved by a 2/3 vote of the active members of the Association present and voting at the Annual Business Meeting.

#### **Article 9: Dissolution**

- 9.1** The Association shall be dissolved by a 2/3 vote of the membership in good standing after the matter has been moved and discussed in two consecutive Annual Meetings. This vote may be by mail, online, or at an Annual Business Meeting if sufficient numbers of members in good standing are present to achieve the required 2/3 vote.

- 9.2 Upon dissolution, the Board of Directors shall pay all of the liabilities of the Association and dispose of any remaining assets by donation to a non-profit, academic society, or similar association. Such group will be determined by the membership of the Association.

\*

## BY-LAWS

### **Article 1: Fees and Privileges of Classes of Membership**

- 1.1 Active and life members, as defined in Article 2.1 of the Constitution and present at the Annual Meeting, shall establish the amounts of dues for each class of membership pursuant to the recommendation of the Board of Directors.
- 1.2 Membership dues shall be collected before or at the Annual Meeting.
- 1.3 Only Active and Life members as defined in Article 2.1 of the Constitution may vote in elections and on business matters of the Association.
- 1.4 All classes of membership shall receive a copy of the general publications of the Association except that joint members will receive only one joint copy.
- 1.5 The Association's fiscal year shall be the calendar year for tax and accounting purposes. The Association's membership year shall be October 1<sup>st</sup> to September 30<sup>th</sup>, in accordance with conference and prize deadlines and in order to facilitate membership records, etc. Since all conference attendees must be members, dues received by the Treasurer for first-time members will be applied to the membership year in which they are attending the conference; subsequent dues renewals will be required for subsequent years and applied accordingly. Members will receive the Association's journal for the year in which they are members.
- 1.6 An honorary active membership in the Association may be extended for a period of one year to one individual each year upon recommendation of the Board of Directors and approval by a majority of the members present and voting at the Annual Business Meeting.

### **Article 2: Nomination and Election of Officers and Board of Directors**

- 2.1 The President shall appoint a Nominating Committee at least two months prior to the Annual Meeting in order to conduct elections. The Nominating Committee shall consist of at least five active members of the Association, including the President who shall chair the Committee without a vote, the Secretary, the Archivist, an additional member of the Board, and an at-large member who is not currently serving on the Board.
- 2.2 When terms of Officers or members of the Board of Directors are due to expire, the

Nominating Committee shall present to the membership at least 30 days before the Monday prior to the Annual Meeting a slate of 1, 2, or 3 nominees per position. The membership shall be notified of the slate by email and announcement on the Association's website. At least 30 days before the Monday prior to the Annual Meeting, the Nominating Committee's recommendations should be finalized (alterations to be made only if successful petitions are received, as outlined in Article 3.2 of the Constitution above) and shall be posted online for the membership to review; members should be alerted about the slate via email notification and website announcement. Voting will commence 21 days before the Monday prior to the Annual Meeting. Members should log into the website where they can register their votes regarding the presented slate. Individual elections will be held for election of the President, President-Elect, and Officers; elections to the Board as non-Officers will also be conducted online. Voting should close the Monday before the Annual Meeting at midnight EST. The President and Treasurer will independently review the electronic votes and present results together to the membership at the Annual Business Meeting. In the event of a tie, the Present will break the tie; in the event of a Board Member being unable to complete their term, the President will nominate another candidate as a replacement and ask the Board for an e-vote confirmation. The replacement candidate will be eligible for the Nominating Committee's consideration at the next regular election.

<u>Timeline</u>	<u>Election Action</u>
60 days prior to Conference	President convenes Nom. Comm.
45 days prior to Monday before Conference	Membership nomination deadline
30 days prior to Monday before Conference	Nom. Comm. slate on website
21-30 days prior to Monday before Conference	Additional candidates via petition
21 days prior to Monday before Conference	Elections held electronically
Midnight EST Monday before Conference	Voting ends
Business Meeting at Conference	Results of voting announced

### **Article 3: Duties of Officers and Directors**

- 3.1 President:** The President is the chief executive officer of and spokesperson for the Association. They are responsible for promoting the goals and purpose of the Association, its welfare, and its prosperity. The President convenes and presides over the Board of Directors and shall guide the development of the Association in consultation with the Board of Directors. The President appoints all committees created by the Board of Directors unless other provision is made for their appointment. At least three weeks prior to the Annual Board Meeting, the President shall send an agenda for that Board Meeting to the board of Directors. The President may forbid (in writing) the payment of any bill incurred by an Officer or Board member if this payment is unauthorized by the approved budget. With the approval of three quarters of the Board of Directors, expressed in writing, the President may remove any other Officer or Board member from office provided the reasons for doing so are stated in writing and made available to the membership. The President shall be elected by the Association membership for a three-year renewable term.

- 3.2 President-Elect:** During the third year of a President's last term the President-Elect shall serve in training to become the following year the President of the Association; the President-Elect shall assist the President in the administration of the Association.
- 3.3 Vice President:** The Vice President shall assist the President in the administration of the Association, including oversight of publications and planning, long-range planning and new programs, policy making, and advancing the mission of the society, as well as specific oversight of all committees. The Vice President shall assume the duties of the President in the absence of the President or inability of the President to serve their term of office as outlined in Article 3.2 of the Constitution of the Association. With the cooperation of the Conference organizers and Committee Chairs, the Vice President shall develop and maintain guides for Annual Meeting planning and committee work, outlining by month action required in order to provide for the timely execution of this work, including a) annual meeting registration and local arrangements; b) annual meeting program development from Call for Papers to Final Program; c) Nominating Committee work; and d) other work of committees as may be formed with a multiple-year charge. The Vice President shall be elected by the Association membership for a three-year renewable term.
- 3.4 Treasurer:** The Treasurer shall manage the collection and disbursement of Association funds as directed by the Board of Directors. The Treasurer shall manage the collection of dues, work with the Secretary and Digital Director(s) to maintain membership rolls, and report to the Board of Directors annual on the status of membership in all categories. The Treasurer shall provide mailing labels of current paid members, upon request to the Journal Editor(s) or Press, to the Conference Directors, and to anyone authorized by the Board of Directors to receive the membership list, for the purpose of mailing Association publications, announcements, or other materials approved by the Board to be distributed to members. The Treasurer shall prepare an annual financial report, providing an itemized and full report of income and expenditures and a thorough accounting of the Association's fiscal status, including membership status, and shall distributed an annual itemized Treasurer's Report at the Annual Business Meeting. Normal and routine expenses may be paid directly by the Treasurer as authorized by and not to exceed the budget adopted at the Annual Business Meeting. The Treasurer shall prepare for each Annual Business Meeting a proposed Association budget for the following year and shall receive and review the proposed budget prepared by the Conference Directors of the Annual Meeting, reflecting the same in the Association's Annual Budget. The Treasurer shall be elected by the Association membership for a three-year renewable term.
- 3.5 Secretary:** The Secretary shall record the proceedings of the Association, maintain the administrative correspondence of the Association, record or have recorded minutes of the Annual Business Meeting, minutes of all meetings of the Board of Directors, and minutes of any Association committee meeting so designated by the President as requiring minutes to be kept and shall distribute such minutes as designated by the Board of Directors. The Secretary shall work with the Treasurer and Digital Director(s) to maintain membership rolls and shall maintain current and recent lists outlining the Board of Directors by name of Board member (including year term ends), affiliation, field,

Board position, address (postal and email), and phone(s), and distribute such lists to Board members. The Secretary shall also maintain rotation charts organized by year, indicating which positions, held by which members, will be up for reelection or reappointment at each coming year's meeting. These rotation charts shall include Officers, Board members, and members of the Senior Advisory Council, and shall be updated and given to the President at the time of submission of minutes for each year's Annual Meeting. The Secretary shall be elected by the Association membership for a three-year renewable term.

- 3.6 Digital Director(s):** The Digital Director(s) shall oversee the Web Committee and Publicity Committee and shall be responsible for setting up and maintaining the Association website, listserv, Facebook page, and other social media and electronic platforms that are part of NCSA's online presence. They will work with the Journal Editors, at their discretion, to establish and maintain the journal's electronic identity and circulation. They will work with the Treasurer and Secretary to maintain membership rolls, and with the Conference Organizers each year to help promote the Call for Papers and to help with the online conference registration portal. The Digital Director(s) shall be elected by the Association membership for three-year renewable terms.
- 3.7 Journal Editor(s):** The Journal Editor(s) shall be responsible for the receipt (and solicitation as necessary) and review of manuscripts, the editorial preparation and publication, and working with Penn State University Press to produce the journal of the Association, which shall be called *Nineteenth-Century Studies*. The Editor(s) shall operate within the budget approved for such purposes by the Board of Directors but may receive on behalf of the Association contributions and/or grants from other societies, organizations, or institutions in support of the journal, reporting the same to the Treasurer. The Editor(s) shall be removed from office by the President for just cause and with the advice and consent of a majority of the Board following written explanation by the President of the need or desirability for such removal from office. In the event of multiple Editors, only one may vote at Board meetings in the position of Journal Editor while all are welcome to attend such meetings as ex officio Board Members. Specific editorial roles may include Editor, Coeditor, Review Editor, and Exhibitions Review Editor. The duties of these Editors shall be determined by the Editorial Board. The Review Editor and Exhibitions Review Editor serve at the pleasure of the Journal Editor(s), and may be removed from office for just cause and with the advice and consent of a majority of the Board of Directors following written explanation by the Journal Editor(s) to the Board of the need or desirability for such removal from office.
- 3.8 Archivist(s):** The Archivist(s) shall keep the permanent records of the Association. This shall include but is not limited to, two copies of all Association publications, including *Nineteenth-Century Studies* and *XIX: The Newsletter of the Nineteenth-Century Studies Association*; a copy of agenda, minutes, budgets, and all reports made for and a part of all Board of Directors meetings and Annual Business Meetings of the Association, a copy of the agenda and minutes of any committee meetings of the Agenda which convenes formally and establishes a formal agenda and keeps minutes; a copy of the membership list for each year; a roster of Officers and members of the Board of Directors for each

year, a copy of any resolutions passed or proposed, documents of awards given, and special recognitions as may occur on behalf of the Association; a copy of each conference Call for Papers and Annual Meeting Program; a copy of major presidential correspondence made on behalf of the Association; and a copy of the end-of-year bank reports/summaries and any tax report or tax form filed or corporation documentation executed on behalf of the Association. The Archivist(s) shall serve as ex officio Board Members.

- 3.9 Conference Organizers:** The Conference Organizers—who may include a specific Program Director and a specific Local Arrangements Director—shall be responsible for the development of the annual conference program, shall convene and chair the program and arrangements committees, and shall regularly keep the President informed of program status. They are also responsible for securing appropriate meeting space, audio/visual equipment and housing for the annual conference, and for arranging registration, conference reception(s), excursions, and meals. The organizers shall develop a conference theme in consultation with the Executive Officers, the Diversity Committee, and the rest of the Board. They shall issue a Call for Papers for the conference and distribute said Call at the previous conference and, through the Publicity Committee, to the membership at large, to professional societies and institutions, and to other interested individuals and groups. They shall publish and distribute by January 15<sup>th</sup> of each year a Preliminary Program of the Annual Meeting (conference). They shall ensure the timely and regular communication of conference budget details to the Treasurer, including a budget proposal that outlines anticipated expenses as planning solidifies. A final budget showing all expenses paid and revenue received must be sent to the Treasurer no later than six weeks following the conclusion of the conference, except when the Local Arrangements Director and Treasurer agree, with the consent of the President and Officers, that circumstances warrant an extension. They are exempt from registration fees for the conference they organize. The Conference Organizers shall serve as ex officio members of the Board the year prior, the year during, and the year following the conference they organize.
- 3.10 Diversity Committee Chair(s):** The Diversity Committee Chair(s) shall be responsible for leading the Diversity Committee in coordinating events and programming, both at the annual conference and throughout the year. The Committee shall develop initiatives to help promote diversity within NCSA, including supporting scholarship of and by BIPOC. The Diversity Committee Chair(s) shall serve a three-year term as Chair and shall serve as ex officio Board Members during their terms.
- 3.11 Chair of the Graduate Caucus:** The Chair of the Graduate Caucus shall be responsible for coordinating events with and for graduate students at the annual conference, and for advocating for and helping to support graduate students within the Association. They will work with the Graduate Caucus and Conference Organizers to ensure graduate student events are well integrated into the conference program and to develop initiatives at and beyond the conference in support of our more junior colleagues. The Chair of the Graduate Caucus shall serve as an ex officio Board Member.

- 3.12 Graduate Caucus Representative:** The Graduate Caucus Representative shall be a graduate student and shall represent the Graduate Caucus on a one-year renewable rotation. The Representative will work closely with the Chair of the Graduate Caucus to develop initiatives in support of graduate students within the Association. The Representative will be welcome to attend the Board Meetings and shall serve as an ex officio Board Member.
- 3.13 Centre for Nineteenth-Century Studies International Representative:** The Association is a member of the Centre for Nineteenth-Century Studies International and shall identify a member to serve as Representative to that organization. The Representative shall serve as an ex officio member of the Board.
- 3.14 Article Prize Chair:** The Article Prize Chair shall be a member of the Article Prize Committee and shall serve as Chair on one-year rotation. The Chair shall convene the Committee, work with the Publicity Committee to solicit submissions, and organize the work of the Committee in determining a Prize winner. The Chair will serve as an ex officio member of the Board and shall provide a Committee report at the annual Board Meeting and Business Meeting.
- 3.15 Emerging Scholars Award Chair:** The Emerging Scholars Award Chair shall be a member of the Emerging Scholars Award Committee and shall serve as Chair on one-year rotation. The Chair shall convene the Committee, work with the Publicity Committee to solicit submissions, and organize the work of the Committee in determining an Award winner. The Chair will serve as an ex officio member of the Board and shall provide a Committee report at the annual Board Meeting and Business Meeting.
- 3.16 Travel Awards Chair:** The Travel Awards Chair shall be a member of the Travel Awards Committee and shall serve as Chair on one-year rotation. The Chair shall convene the Committee and will work with the Conference Organizers to collect submissions for the Diversity Award, Faculty Development Travel Award, Student Travel Grant, and Scheuerle-Zatlin International Travel Award. The Chair will also organize the work of the Committee in determining award winners. The Chair will serve as an ex officio member of the Board and shall provide a Committee report at the annual Board Meeting and Business Meeting.
- 3.17 Board of Directors:** The Board of Directors shall administer the affairs of the Association. The Board shall meet annually at the Association conference to approve a budget for the following year, to approve the agenda of the Annual Business Meeting, to consider the needs and goals of the Association and initiate action towards the fulfillment of the purpose of the Association, and the carry out such duties as are approved for them by the Constitution and By-Laws of the Association. A quorum shall consist of at least half of the members of the Board of Directors (including Officers) and at least one Officer in attendance. The Board of Directors shall have sole purview over all fiscal matters relating to the Association and shall provide the membership with a report regarding the Association's fiscal state at each Annual Business Meeting. The Board of

Directors shall be responsible for advising and assisting the President about the work of the Association in their states and within their academic disciplines. The Board shall report its actions to the membership at each Annual Business Meeting, where any member-wide votes on non-fiscal Association matters shall also be conducted. Board Members are elected for three-year renewable terms.

- 3.18 Good Standing:** All Officers and Board Members of the Association shall be members in good standing of the Nineteenth-Century Studies Association.

**Article 4: Responsibilities of, and Conditions Governing, the Senior Advisory Council**

- 4.1 Responsibilities:** The responsibilities of a member of the Senior Advisory Council are to advise the President and to serve as a resource for all Officers and the Board of Directors on administrative, business, and other matters of the Association, including societal memory, present governance, and strategic planning. Senior Advisory Council members are also responsible for attending the annual Board of Directors meetings and business meetings of the Association, when possible.
- 4.2 Conditions:** Members of the Senior Advisory Council will receive, in advance of the Annual Meeting, the agenda of the Board of Directors meeting and information and materials pertaining to the agenda items. In addition, in advance of any special meeting of the Board, members of the Senior Advisory Council will be notified of the date, the purpose, and the agenda of such meetings. As an advisory body, the members of the Senior Advisory Council are not elected members and may not make, second, or vote on motions for Board actions. As members of the Association, Senior Advisory Council members retain all rights and privileges and procedural prerogatives of Association members, including the right to be elected to the Board of Directors, in which case they would relinquish the appointment to the Senior Advisory Council. Senior Advisory Council members may interrupt their terms on the Council to serve as Conference Organizers.
- 4.3 Membership and Terms:** The Board of Directors shall make appointments to the Senior Advisory Council. Nominations for appointment to the Council may be forwarded to any member of the Nominating Committee, or to the President, as the Nominating Committee's Chair, from any NCSA member, including self-nomination. "Senior" shall mean a long-term member of the Association, as may be interpreted by the Board of Directors. All members of the Senior Advisory Council shall be current Active or Life Members of the Association as defined in Article 2 of the Association Constitution. Senior Advisory Council member appointments are for two years, renewable at the discretion of the Board of Directors. Reappointments for succeeding terms will be based upon the Senior Advisory Council members' continued active participation and involvement in the Association beyond current payment of dues; such participation and involvement may include contributing to electronic discussions, telephone conversations, or other methods of being engaged with the ongoing business of the Association.

## **Article 5: Attendance and Participation in the Annual Meeting and Annual Business Meeting of the Association**

- 5.1 Attendance at the Annual Meeting:** Every person who attends the Annual Meeting shall be a member in good standing and shall pay the registration fee for the meeting, with exceptions by written or electronic request from the Conference Organizers and approval by the President. Exemptions from payment of all or part of the registration fee may be extended to as many but not more than five persons; all presenters must be members in good standing of the Association, having paid Association dues. Conference Organizers are exempt from the registration fees for the conference they are organizing but must be current on their Association dues.
- 5.2 Participation in the Annual Meeting:** Individuals presenting papers at the Annual Meeting shall be members in good standing of the Association at the time of their participation. Exemptions from the requirement of a paper presenter to be an active member of the Association may be extended (upon written request from the Conference Organizers to the President) to one person per session. This exemption is normally intended to apply to a presenter from outside the NCSA territory whose participation in a conference session is solicited by an Officer, Panel Chair, or Conference Organizers.
- 5.3 Annual Business Meeting:** An Annual Business Meeting of the Association shall be convened at the conference. Its purpose shall be for membership to review and approve or disapprove recommendations of the Board of Directors, as well as review and approval or disapproval of any recommendations or other business that may be properly presented by an Association member. A resolution or general motion from the floor of the business meeting (not specifically on the announced agenda) may be considered as new business and may be acted on immediately following majority vote (motion to consider a resolution) of the active membership present and voting. Any such resolution or motion, insofar as it does not conflict with this Constitution or By-Laws, which is brought to a vote and receives a majority vote of active members present and voting, shall be considered binding on the Association. Each active member shall be considered a voting member of the Association and shall have one vote.

## **Article 6: Amendments**

- 6.1** Procedures for proposing amendments to and approval of amendments to the By-Laws shall be the same as those for taking like action in amending the Constitution of the Association.

## **Article 7: Adoption**

- 7.1** These By-Laws shall take effect upon adoption of 2/3 of the active members present and voting at the Business Meeting of the annual conference.