

VISAWUS CONSTITUTION

Article I Name

The name of the organization shall be the Victorian Interdisciplinary Studies Association of the Western United States (VISAWUS).

Article II Purposes

The purpose of the organization shall be to promote in an interdisciplinary way the study of the Victorian period as defined by Britain and its empire between 1837 and 1901 through an annual conference, a newsletter, a website, and any other means approved by the Board of Directors.

Article III Membership

Section 1. Membership shall be open to anyone who supports the purpose of this organization and who pays annual membership dues.

Section 2. Dues shall be set by the officers of the association at their board meeting prior to the business meeting of the annual conference.

Section 3. Yearly membership shall apply to the interval between annual conferences, or October 1 if a conference is not held.

Section 4. All members in good standing shall be eligible to vote at the business meeting.

Article IV Officers and Board of Directors

Section 1. Officers of the Association shall be: President, Vice-President/President-Elect, Secretary, and Treasurer.

Section 2. The officers shall perform the duties described in the bylaws of the organization.

Section 3. The officers shall hold office for two years and shall be elected by a majority of the members in good standing and present at the annual meeting. The terms of office for all shall begin with the adjournment of the annual meeting.

Section 4. No person shall hold office if not a member, and no member shall hold more than one office.

Section 5. The management of the business of the Association shall be vested in a Board of Directors composed of the officers, the immediate past president, the executive director, the webmaster, the newsletter editor, and others, as appointed by the Board. A majority of Board members must be present at a meeting to constitute a quorum.

Section 6. The Board shall establish committees and other positions deemed necessary to achieve the goals of the organization.

Section 7. The Board shall make interim appointments to fill vacancies until the next annual meeting.

Article V Meetings

Section 1. The Association will hold one annual business meeting at the annual conference. The Board shall be empowered to call additional meetings of the membership.

Section 2. The organization shall meet in conference annually, the time and place to be chosen by the officers.

Article VI Amendments

Section 1. Amendments to this constitution may be proposed by the Board of Directors or by a motion made at the annual business meeting and approved by a majority of those members in good standing in attendance. Proposals must then go through the process of ratification as described in Sections 2, 3, and 4 below.

Section 2. The text of proposed amendments to the constitution shall either be printed in the

newsletter immediately preceding an annual conference or be distributed with the program and registration forms sent to members in advance of the meeting. Copies shall also be made available at the time of registration.

Section 3. Amendments must be approved by a majority vote of those members in good standing present and voting at the business meeting.

Article VII Dedication [This becomes applicable with tax-exempt status.]

Section 1. Upon the disillusionment of the VISAWUS, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or to the corresponding section of any federal tax code, or shall be distributed to the federal government, or to a state or local government for a federal purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the association is located, exclusively for such purposes or to such organizations, as the said Court shall determine, which are organized and operated exclusively for such purposes.

BYLAWS

Article I Membership

Section 1. Membership dues for full-time employed, part-time employed, retired, graduate students, independent scholars, and institutions shall be set by the Board of Directors.

Section 2. Only members of the Association who have paid dues for the current membership year have voting privileges. Institutional members shall be entitled to representation at any meeting by one delegate who may vote, but if that delegate is also an individual member, he/she may not cast a second vote.

Article II Duties of the Officers

Section 1. The President shall have general charge of the affairs of the organization subject to the direction and determination of the Board of Directors; conduct all Board and business meetings; appoint the chair and members of each standing and ad hoc committee as needed; serve as ex-officio member of all committees; represent the organization in its dealings with other groups; provide a column for each issue of the newsletter, and perform such other tasks as the Board of Directors shall authorize.

Section 2. The Vice-President/President-Elect shall assist the President and prepare to assume the presidency at the end of their respective terms and shall work with the conference coordinator.

Section 3. The Secretary shall:

- 1) Take minutes and notes for board meetings and business meetings. If the secretary is unable to attend a board meeting and/or a business meeting, the Secretary shall designate an appropriate substitute to take minutes. If the Secretary is unable to act, the President shall appoint an appropriate substitute to take minutes.
- 2) Present the minutes of the previous conference for approval at the next business meeting.
- 3) Have responsibility for membership recruitment and follow-up.
- 4) Maintain the mailing lists and dues records.
- 5) Provide mailing labels and appropriate records to the editor of the newsletter and, under appropriate circumstances, to the other officers and members.
- 6) Handle the correspondence of the VISAWUS.
- 7) Meet those responsibilities required by state and federal law.

Section 4. The Treasurer shall maintain the financial records; deposit all receipts in appropriate accounts; pay all expenses with funds drawn on the proper accounts; present a financial report at the annual meeting; file with the authorities the reports required by state and federal law. The signatures of the Treasurer and another officer are required on all checks drawn on the

Association's account. An audit shall be performed in odd-numbered years .

Article III Duties of Other Members of the Board of Directors

Section 1. The Editor of the newsletter shall be responsible for publishing two issues a year, one after and one prior to the annual conference, with input from other members of the Board and from the membership.

Section 2. The Social Media and Webmaster shall manage the organization's online presence via the website and social media channels with the aim of keeping the organization, its activities, and members visible to the public. In addition to hosting current information about the organization—conferences, board members, membership documents, the website shall serve as the primary repository for the organization's history via past conference programs, information about the Scheurle Graduate Student Paper Award, and the organization's by-laws. Social media shall be used to network with other organizations, members, potential members, and the general public and to build the organization's brand as an active organization.

Section 3. The immediate past President shall serve for two years as a member of the Board and shall also: 1) serve as the chair of the Nominating Committee and 2) act as general counselor to the Board about the administration of the organization and matters relating to interdisciplinary Victorian studies.

Section 4. The Executive Director shall represent the organization in its dealings with other groups; seek funding to carry out projects to benefit the organization and its members, and shall undertake other tasks as approved by the Board of Directors.

Article IV Property

The property of the Victorian Interdisciplinary Studies Association of the Western United States (VISAWUS) is irrevocably dedicated to the purpose as stated. The Board of Directors and members will not receive profit therefrom but may be reimbursed for out-of-pocket VISAWUS expenses.

Article V Political Activity

No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Article VI Parliamentary Authority

The parliamentary authority of the Victorian Interdisciplinary Studies Association of the Western United States wherever applicable, and when not inconsistent with the Bylaws of the organization, shall be the current edition of Robert's Rules of Order.

Article VII Amendments

The Board of Directors is authorized and directed to initiate amendments to the Bylaws as may be desirable to regularize the administrative practices of the Victorian Interdisciplinary Studies Association of the Western United States. An up-to-date copy of these Bylaws shall be made available upon request. Any part of the Bylaws shall be subject to review and amendment by a majority of the votes cast by members in good standing.

AMENDMENTS

Amendment 1. Constitution, Article II, second paragraph: VISAWUS is a nonprofit, public benefit organization and is not organized for the private gain of any person.

Amendment 2. Constitution, Article IV, Section 8: New Board members may be proposed by the

membership.

Amendment 3. Constitution, Article IV, Section 9: The Board is to be composed of no fewer than seven and no more than twenty members.

Amendment 4. Constitution, Article IV, Section 5: The management of the business of the Association shall be vested in a Board of Directors composed of the officers, the immediate past president, the executive director, the webmaster, the newsletter editor, and others, including past presidents, as appointed by the Board. A majority of Board members must be present at a meeting to constitute a quorum.

Amendment 5. Constitution, Article IV, Section 8: A Senior Advisory Panel shall be established, consisting of self-selected, former Board members and officers. The Senior Advisory Panel may participate in Board meetings as non-voting members and may advise the Board as appropriate.

Amendment 6. Constitution, Article II; Article IV, Section 5; Article VI, Section 2; Bylaws, Article II, Section 1 and Section 3.5; Article III, Section 1; and Amendment 4. All references to the newsletter and the newsletter editor shall be struck from the Constitution.