

VISAWUS

Mission Statement, Constitution, and Bylaws

Victorian Interdisciplinary Studies
Association of the Western
United States



[Approved October 2023]

MISSION STATEMENT

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 website, and any other means approved by the Executive Board.

CONSTITUTION

Article I Name

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

Article II Non-Profit Status

VISAWUS is a nonprofit, public benefit organization and is not organized for the private gain of any person. No part of the net earnings of the organization shall inure to the benefit of any Executive Board member or any private individual (except that reasonable compensation may be paid for services rendered to or for VISAWUS affecting one or more of its purposes); and no officer or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the organization (see Article IX below). The organization shall not conduct or carry out any activities not permitted to be conducted or carried out by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under 170 (c) (2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

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 organization at the 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

SECTION 1

Officers of the organization 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. Votes may take place in person or via a secure online voting platform (e.g., Qualtrix). 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.

Article V Executive Board

SECTION 1

The management of the business of the organization shall be vested in an Executive Board composed of the four Officers, the immediate past President, the Social Media Coordinator, the Webmaster, and eight others, as appointed by the Executive Board. Up to three of these shall be graduate students in good standing with their respective degree programs. Board composition will reflect, as much as possible, a range of disciplines, institution types, and geographic regions. A majority of Board members must be present at a meeting to constitute a quorum.

SECTION 2

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

SECTION 3

The Board may appoint additional members to serve limited term special functions (e.g., Webmaster). Such additional members shall enjoy all the rights and responsibilities of regular board members and may be counted for purposes of establishing a quorum. The Board may make interim appointments to fill vacancies until the next annual meeting.

SECTION 4

Term limits for Executive Board members are as follows:

- Board members will serve for 5 years; rotations align with the academic calendar (e.g. service begins August 1 and ends July 31).
- Members' terms will be staggered, so there are always experienced members along with new ones.
- People can reapply to rejoin the board after a 2-year hiatus.
- Those who choose to leave will become members of the Senior Advisory Council upon their request to join the SAC.
- The Senior Advisory Council is composed of former Board members who are serving in a non-voting advisory capacity.

Article VI Senior Advisory Council

SECTION 1

The Senior Advisory Council (SAC) shall be comprised of former officers and Executive Board members who agree to serve. The SAC shall advise the

officers and Executive Board on general policy and specific matters. SAC members shall serve until they voluntarily withdraw their membership.

SECTION 2

Senior Advisory Council members may attend any and all board meetings, but are not eligible to vote, nor do they contribute to making up a quorum.

Article VII Meetings

SECTION 1

The organization will hold one annual business meeting at the annual conference. The Executive Board shall be empowered to call additional meetings of the membership. Meetings may take place in person or virtually.

SECTION 2

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

Article VIII Amendments

SECTION 1

Amendments to this constitution may be proposed by members of the Executive Board 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 and 3, below.

SECTION 2

The text of proposed amendments to the constitution shall either be circulated in a digital form 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 IX Dissolution Clause

SECTION 1

Upon the dissolution of VISAWUS, assets shall be distributed by majority vote of Executive Board members for one or more exempt purposes with 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 organization 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 Executive Board.

SECTION 2

Only members of the organization 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 Officers

SECTION 1

The President shall have general charge of the affairs of the organization subject to the direction and determination of the Executive Board; 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; and perform such other tasks as the Executive Board shall authorize. Official meetings of the Board may take place in person or virtually.

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 take minutes for board and business meetings. If the Secretary is unable to attend a board or business meeting, a substitute shall be designated. The Secretary shall also present the minutes of the previous conference for approval at the next business meeting; handle any correspondence, including receiving checks for membership dues or conference registration, adding these to the current membership list, and passing checks on to the Treasurer. With the aid of the Treasurer and in communication with the Webmaster, the Secretary will receive the list of members paying online, maintain the mailing list and dues records, and provide mailing addresses to the editor or acting secretary for *Victorian Review*, and, under appropriate circumstances, to the other officers and members. Finally, the Secretary will meet those responsibilities for record-keeping 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 (including taxes and annual documentation required to maintain VISAWUS's 501c3 status); file or assist in filing requests for outside funding; discuss with other officers the financial decisions of the board and communicate with the Secretary for the purposes of membership record-keeping. The Treasurer will receive the online payment system records and will have access to this account to move funds as needed. An audit shall be performed in odd-numbered years.

Article III Duties of Other Executive Board Members

SECTION 1

Other members of the Executive Board may be approved and appointed from time to time by the Executive Board as outlined in Article IV, Section I above.

SECTION 2

The Social Media Coordinator shall manage the organization's social media presence with the aim of keeping the organization, its activities, and members visible to the public. Social media shall be used to network with other organizations, members, potential members, and the general public, and to publicize and build VISAWUS's brand.

SECTION 3

The Webmaster shall manage the organization's online presence via the website. In addition to featuring current information about the organization—conferences, announcements, Executive Board members—the website shall serve as the primary repository for the organization's history via past conference programs, information about the Scheuerle Graduate Student Paper Award, and the organization's constitution and bylaws. The Webmaster shall coordinate as necessary with the Treasurer to ensure a working mechanism for online conference registration and payment. The Webmaster and Secretary will coordinate to use the online payment system (e.g., Paypal) to generate a current membership list.

SECTION 4

The immediate past President shall serve for two years as a member of the Executive Board and shall also:

- 1) Serve as the chair of the Nominating Committee
- 2) Act as a general counselor to the Executive Board about the administration of the organization and matters relating to interdisciplinary Victorian studies.

Article IV Property

The property of VISAWUS is irrevocably dedicated to the purpose as stated. The Executive Board 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 VISAWUS, 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 Executive Board is authorized and directed to initiate amendments to the bylaws as may be desirable to regularize the administrative practices of VISAWUS. An up-to-date copy of these bylaws shall be made available on the website. Any part of the bylaws shall be subject to review and amendment by a majority of the votes cast by members in good standing.