

ACHA CONSTITUTION

Article I: Name

The name of this organization shall be the American Catholic Historical Association, hereafter referred to as the Association. [The name of this body, as founded in 1919 and incorporated in Washington, D.C., by the Internal Revenue Service as tax exempt in 1946, shall be the American Catholic Historical Association, Incorporated (hereinafter referred to as “the Association”).]

Article II: Purpose

The purpose of this Association shall be to promote study and research of the history of Catholicism broadly conceived and to encourage professional and personal contacts among students of this history. [The American Catholic Historical Association sponsors Spring and Winter academic meetings, encourages new scholarship through research and travel grants, recognizes yearly achievements with prizes and awards, and celebrates the ACHA's long-standing history of scholar-teachers.]

Article III: Membership

Section 1. Any person involved or interested in the study and research of the history of Catholicism may become a member.

Section 2. ~~Prospective members shall make application to the Secretary.~~ The Executive Council may designate various levels of membership as described in the Bylaws.

Section 3. ~~Each dues-paying member shall be entitled to receive a copy of the Catholic Historical Review.~~ [Persons elected shall remain members in good standing so long as they shall regularly remit payment of annual dues as established by the Association.]

[Section 4. Members whose dues are in arrears more than twelve months shall have their names dropped from the membership rolls of the Association. Such persons may be reinstated by paying their dues.]

Article IV: Officers and Executive Council

Section 1. The Officers of the Association shall be a President, a Vice-President, [an Executive Director, and a Treasurer] ~~an Executive Secretary, and a Treasurer.~~ The Executive Secretary and Treasurer may, at the discretion of the Executive Council, be combined into one position.

Section 2.1. There shall be constituted an Executive Council of this Association.

Section 2.2. The Executive Council shall consist of the officers of the Association, six at-large members as provided for in Section 3 of Article 5, the immediate past president (for one year only), [two graduate students as provided for in Section 4 of Article 5 (ex officio), and the editor of *The Catholic Historical Review* (ex officio).] ~~with voice but not vote.~~ Past presidents of the Association shall be consulting members of the Executive Council with voice but not vote. The President [or Executive Director] may invite the chairs of standing committees to attend meetings of the Executive Council with voice but not vote.

Section 2.3. The Executive Council shall be vested with the management of the Association. It shall be charged with pursuing the purpose of the Association, furthering its general interests

by the exercise of powers granted in this Constitution and according to the duties stipulated in the accompanying Bylaws. Six members of the Council shall constitute a quorum for the transaction of business.

Section 2.4. The property of the Association shall be vested in the Executive Council, which will be responsible for conducting the business and legal affairs of the Association. The Executive Council may not bind the Association to an obligation in excess of its current net assets.

Section 2.5. Should the President be unable to perform his [or her] duties, the Vice-President shall succeed to that office. A vacancy in the office of the Secretary or Treasurer [of Executive Director] shall be filled by the Executive Council for the remainder of the year in which the vacancy occurs. If more than three vacancies on the Executive Council occur in any one year, the Council may fill such vacancies for the remainder of the year. The Executive Council reserves the right to remove by 3/4 vote of its members present (virtually or in-person) any officeholder of the Association who the Executive Council deems has demonstrated ethical misconduct or unprofessional behavior.

Section 2.6. The Executive Council sets the policies governing the investment portfolio of the Association; with the advice of the Finance Committee, and oversees the office of Treasurer [and receives quarterly reports on Association finances from the Treasurer].

Section 2.7. The Executive Council accepts or declines invitations from institutions offering to sponsor spring meetings.

Section 2.8. A summary of the meetings of the Executive Council will be published on the official website of the ACHA.

Article V: Elections

Section 1. Active members alone will be eligible to vote and to hold office. Election to an office shall be by a simple majority of the members choosing to vote.

Section 2. The President serves for only one year. The Vice-President shall be elected annually by the members of the Association. He or she serves a term of one year and automatically succeeds to the Presidency after that one year. One can be elected to the Presidency only once. The current Past President shall serve on the Executive Council for one year only.

Section 3. Two of the six at-large members of the Executive Council shall be elected each year for a term of three years by members of the Association. An at-large member shall be eligible to be elected an officer of the Association. An at-large member who has served a full term of three years shall be eligible for re-election only after one year has elapsed. An at-large member elected to complete an unexpired term may be re-elected to a full term immediately if serving less than a majority of the unexpired term.

[Section 4. One of the two graduate student members of the Executive Council shall be elected every year for a term of two years by the Association. Only graduate students who have successfully completed their doctoral course work are eligible to stand for office.]

Section 4. [5]. Elections shall be held no earlier than one hundred and twenty days before the annual meeting and no later than ninety days. Results shall be certified by the Elections Board within one week of the conclusion of balloting.

Section 5. [6]. The presidential and vice presidential terms end at the conclusion of the annual [in-person] Executive Council meeting [in January]. Members of the Executive Council take office one week after election results are announced and certified by the Elections Board and the Executive Secretary [Director] of the Association. ~~Committee assignments terminate at the conclusion of the annual meeting.~~

Section 6. [7]. ~~The Executive Secretary and the Treasurer~~ [Executive Director] of the Association shall be elected by the Executive Council for renewable terms of three [five] years.

Article VI: Meetings

Section 1. The Association shall meet at least once annually for scholarly exchange and business at a time and place determined by the Executive Council. Normally, the annual meeting will be held in conjunction with the annual meeting of the American Historical Association.

Section 2. An electronic version of the Annual Conference Program will be posted on the ACHA website and made available to all members once the Program Committee has approved and finalized all proposals and panels, [and it has been accepted by the American Historical Association].

Section 3. There shall be a business meeting of the Association during the annual meeting at which time reports of the Executive Council, Elections Board, other committees, [and the Executive Director] ~~the Secretary and the Treasurer~~ are given to the membership. During the business meeting or by electronic medium members may raise issues and concerns. [At the business meeting of the Association the active members present will constitute a quorum. The membership may raise issues from the floor.]

Section 4. ~~The Executive Council (EC) shall meet once a year, usually during the annual meeting;~~ [The Executive Council (EC) normally meets in-person at the Annual Meeting (typically in January) and virtually in April, July, and October. Emergency meetings may also be called by the President or Executive Director.] and [W]ith a quorum present, [the EC may] conduct business of the Association. In addition, the EC may conduct business via electronic medium provided that the President [or Executive Director] has requested a meeting and a majority of EC members have approved. ~~At the business meeting of the Association the active members present will constitute a quorum. The membership may raise issues from the floor.~~

Section 5. Any legislation approved by the Executive Council that requires General membership approval may be presented to the members via electronic medium for consideration and approval. In order to pass legislation a majority of members voting must approve.

Section 6. There shall normally be a [biennial] Spring Meeting of the Association at a host institution. (See Bylaws, Article III.)

Article VII: Committees

Section 1. The President shall have the power to appoint committees as the general welfare of the Association demands. These committees shall be at all times responsible to the Executive Council, [and shall be supported by the Executive Director. Committee chairs are eligible for compensation].

[Section 2.1] Elections Board. There shall be an Elections Board comprised of five members: a Convener and four Elections Officials (EO), who shall oversee the nomination and election process of all elected offices as prescribed in the Constitution and Bylaws.

[Section 2.2] Officers of the Election[s] Board. The Convener of the Elections Board (EBC) is elected by the general membership for a three-year term and serves as chair at the Elections Board meetings. By virtue of office, the Vice President and the secretary [Executive Director] of the ACHA are Elections Officials. The two remaining EO positions will be filled by a second-year and third-year member of the Executive Council (EC), serving a two-year and one-year term, respectively. The EC members will be appointed by the president in consultation with the voting members of the Elections Board.

~~Section 2.3 The President shall appoint the first Convener to serve a three-year term. Upon completion of that individual's term in office, the regular election process will be followed (i.e., the Convener will be elected by the general membership of the Association). Former members of the Nominating Committee are not eligible to run for this office.~~

Section 3. The President shall appoint a Finance Committee consisting of three members for staggered terms of three years each. [The Finance Committee will be chaired by the Treasurer. The Finance Committee will also normally include a financial professional who may be compensated similarly to chairpersons of standing committees. With the assistance of the Finance Committee, the Executive Director shall present an annual report to the Executive Council and to the membership at large at the annual business meeting and publish on the official ACHA web site.]

Article VIII: Publications

Section 1. *The Catholic Historical Review* is the official organ of the Association.

Section 2. The Association may publish books or pamphlets as determined by the Executive Council.

[Section 3. The Association may publish web content as determined by the Executive Council.]

Article [X]: Dissolution

Upon dissolution [of the American Catholic Historical Association], the Executive Council shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law), as the Executive Council shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the District of Columbia, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes. (Passed unanimously at the business meeting of the Association in New York on December 28, 1985)

Article [XI]: Amendments

This Constitution may be amended by a vote of two-thirds of those present and voting or of those voting by electronic medium provided that the proposed amendment has been approved

by the Executive Council and distributed to the membership for a discussion period of not less than 30 [thirty] days.