



## CONSTITUTION OF THE MODERN GREEK STUDIES ASSOCIATION

(as amended December 1974, December 1976, January 1981, September 1992, September 1996 and November 2005)

### ARTICLE I – NAME

1. This non-profit organization shall be called The Modern Greek Studies Association (hereafter called “the Association”) and shall employ the abbreviation MGSA.

### ARTICLE II – PURPOSE

1. The general purpose of the Association shall be the fostering and advancement of Modern Greek studies, particularly in North America.
2. Toward this end, the Association deems as its specific purposes
  - a. to organize scholarly symposia in the various fields of Modern Greek studies;
  - b. to finance, edit, and publish a professional journal with peer review selection procedures;
  - c. to publish appropriate reference works, including bibliographies, relating to Modern Greek studies;
  - d. to assist in establishing chairs, programs, and departments of Modern Greek studies in universities and colleges;
  - e. to encourage the teaching of Modern Greek studies at all levels;
  - f. to serve as a center for the dissemination of literature and information regarding courses, publications and professional opportunities in the field of Byzantine and Modern Greek studies;
  - g. to support other groups and individuals sharing an interest in the realization of the above goals, and
  - h. to engage in any and all other activities as may be deemed necessary or expedient for the better realization of any of the foregoing purposes.

### ARTICLE III – MEMBERS

1. Any person or institution interested in the purposes of the Association shall be eligible to become a member.
2. There shall be four categories of members: institutional members, regular members, student members and life members. Members in all categories except that of institutional members shall have voting rights in the Association. In addition, the Executive Board shall have the authority to name individuals as non-voting honorary members.
3. All members, except life and honorary members, shall be subject to such dues and other necessary fees as may be determined from time to time and with due notice by the Executive Board.
4. Any person or institution may become a member by payment of dues for the calendar year in which that membership status is to begin.

5. If a member resigns during any given year, that member shall forfeit the dues for the calendar year in which the resignation occurs.
6. Each member, except Life and honorary members, shall pay to the Association the annual dues, in the amount previously fixed and duly announced by the Executive Board.
7. If a member does not pay the appropriate dues within the time prescribed, she/he will be dropped from membership. Members may pay dues in advance for one or two years, and such dues shall be considered as paid in full regardless of any change in the amount of dues after the date on which they were paid.
8. Any undergraduate or graduate student enrolled in the regular academic year as a candidate for a degree in a college, university, or other institution of higher learning may become a student member by payment of dues for the year in which that status is to begin, the amount of such dues to be fixed by the Executive Board, but to be less than the dues required of regular members in the same year. Except for the amount of dues, all regulations and privileges applying to regular members apply to student members as well.
9. Any library, institution, or business may become an institutional member by payment of dues for the year in which its membership is to begin.
10. Honorary members shall be nationally or internationally recognized scholars in the field of Modern Greek studies. Any scholar of such distinction may be elected an honorary member for life, by a vote of two-thirds of the Executive Board. The total number of honorary members shall not exceed twenty-five; and not more than three may be elected in any one year.
11. The rights of membership are as follows. All members shall receive gratis any journal or other periodical publication issued by the Association. All current members of the association except institutional members may participate in the meetings of the Association, but honorary members may not vote. All members except honorary and institutional members may nominate candidates for office (as hereafter specified) and vote in the Association's elections, and all members except honorary members and institutional members may hold offices in the Association.

#### ARTICLE IV – ADMINISTRATION

1. The property, assets, affairs and business of the Association shall be under the care of, and be managed by, the Executive Board, which shall appoint an Executive Director to conduct the day-to-day management of the said property, assets, affairs and business of the Association, and to carry out the duties specified in this Constitution as appropriate to the role of the Executive Director, under the direction of the Executive Board.
2. The Executive Board shall normally consist of twelve (12) persons.
3. Six (6) members of the Executive Board, this number to include at least two (2) officers, shall constitute a quorum.
4. All matters before an Executive Board meeting in which a quorum exists shall be decided by a simple majority except for decisions concerning the election of honorary members (III.10), the utilization of endowment funds (IV.23) and constitutional amendments (VI.3), which require a two-thirds majority vote of those present..
5. The Executive Board shall convene the business meetings of the Association in the context of the Association's symposia. Such meetings may be cancelled for any overriding reason by vote of the Executive Board, the balloting to be conducted by such means as the President may deem expedient at the request of one or more members of the Executive Board.
6. At every second fall meeting of the Executive Board starting in 2007, the Executive Board shall establish a Nominations Committee consisting of three current members of the Association, two of whom shall not be current members of the Executive Board; the third member shall be a

member of the Executive Board and shall chair the Nominations Committee. The Nominations Committee shall be administered as follows:

- a. All the members of the Nominations Committee shall serve for a non-renewable term of one (1) year;
  - b. In the event of a postal ballot, the Executive Board may only add or remove candidates if a plurality specify such changes;
  - c. The MGSA Bulletin, or some other appropriate vehicle bearing the authority of the Association, shall carry an announcement of the most proximate forthcoming elections, soliciting suggestions of candidates' names for the Nominations Committee's consideration by no later than 1 February of that year. If such suggestions are supported by four (4) or more members in good standing, they will be treated as formal nominations in accordance with the provisions and restrictions laid out in Article IV, Sect. 7, below.
  - d. The chair of the Nominations Committee shall present the proposed nominations for approval and possible emendation by the Executive Board at the Executive Board's spring meeting, or, in the absence of such a meeting, by postal ballot within a period to be determined by the Executive Director but to fall within four and six weeks of the postmark date of the mailing.
7. The members of the Executive Board shall be elected as follows:
- a. The Nominations Committee shall nominate at least one nominee per opening, the total number to exceed by at least twenty-five percent (25%) the number of openings, and the Executive Director shall mail to the membership ballots bearing these nominations.
  - b. All candidates must be current members of the Association.
  - c. Current members of the Executive Board eligible for re-election shall not be placed on the ballot automatically, but shall be considered in the same framework and according to the same criteria as all other candidates.
  - d. The names of incumbent members of the Executive Board who are selected as candidates for re-election shall be marked "incumbent" on the ballot.
  - e. At least two nominees, and preferably more, shall be members of the Association who have not served on the Executive Board for the previous six years.
  - f. Every effort shall be made to designate candidates representing the various academic disciplines and arts within the Association and to provide for regional representation.
  - g. Any regular or student member may nominate a member of the Association for election to the Executive Board. If the chair of the Nominations Committee receives, not later than 1 April, four or more letters nominating the same candidate, that candidate shall have equal standing with those nominated by the Nominations Committee.
  - h. The chair of the Nominations Committee shall inquire of each person nominated in either of the two ways just prescribed whether the said nominee is prepared to stand and would serve if elected, and shall obtain from each candidate a curriculum vitae of not more than ten (10) lines within three weeks of the request for said curriculum vitae. Unless an affirmative reply is received from the said nominee, the nominee's name shall be removed from the list of candidates.
  - i. Voting shall be by postal and secret ballot, the ballot to be sent by First Class Mail by the Executive Director to all current members by 15 April of each election year, and each ballot shall carry a statement to the effect that only ballots received by the Executive Director by 1 June of the same year may be counted.
  - j. The Executive Director shall be responsible for the counting of the votes under conditions that guarantee the secrecy of the ballot to the satisfaction of the Executive Board. Candidates receiving the largest pluralities of the votes cast shall be deemed to have been duly elected to fill

the vacant places on the Executive Board. In the event of a tied vote for the lowest placed seat on the Executive Board, all those tied for that seat shall serve. If a vacancy arises on the Executive Board during a three year term, the candidate(s) receiving the next highest number of votes in the last election shall fill the remainder of the term.

k. The Executive Director will also be responsible for advising the membership of the Association of the election results and the final composition of the Executive Board by the fastest reasonable means.

l. The Executive Board shall be responsible for establishing procedures for the election of a student member of the said Executive Board.

8. The members of the Executive Board shall be elected for terms of three (3) years. No member may serve more than two (2) such terms consecutively. Each term shall commence on the first Executive Board meeting immediately following the election.

9. The Executive Board shall have the power to take any action that the Association itself could take; but any action so taken is subject to expeditious review if such a review is requested by at least ten (10) current Association members, and, if those so requesting so indicate, any decision emerging from the review must be put before the full membership of the Association for a vote within two months after the decision has been reported to the members who have initiated this action.

10. The President may take the initiative of asking, and must at the request of any three members of the Executive Board so ask, the Executive Board to vote upon specific questions by mail, and if a majority of the Executive Board should vote by mail for or against any measure thus submitted, that vote shall be binding, providing that the responses constitute a quorum.

11. The Executive Board shall have the power to appoint Editors and Associate Editors of the Association's journal and to determine their terms of office. The Editors of the journal are not ex officio officers of the Association or members of the Executive Board, but shall be eligible for any elected position in the Association.

12. The Executive Board shall have the power to create any standing or ad hoc committee which, in its judgment, would be helpful or advisable in the conduct of the affairs of the Association. The Executive Board shall determine the purpose and size of any such committee and shall appoint the personnel thereof from among the membership of the Association. The Executive Board shall also have the power to designate committees or individual delegates to represent the Association at meetings of other relevant scholarly organizations, provided that adequate prior consultation with the persons concerned be ensured.

13. The Executive Board shall meet at least twice a year, unless a majority of its members agree to cancel one (1) such meeting per year. At the first such meeting after an election the Executive Board shall elect by majority vote the officers of the Association. All members of the Executive Board and only members of the Executive Board shall be eligible to serve as officers.

14. The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer.

15. Election of the officers shall be by a plurality vote of the Executive Board. In the event of a tied vote, further rounds of balloting may be conducted as necessary.

16. The terms of office for the officers of the Association shall be three years, beginning at the Executive Board meeting immediately following the election. The Vice President shall automatically succeed the President if the latter's term is prematurely discontinued because of incapacitating illness, death, or resignation, until the Executive Board can elect a person to fill the remainder of that presidential term. The Executive Board shall elect from among its members

a person or persons to fill any other offices that become vacant. Incumbents of all offices may be re-elected for a maximum of one additional term so long as they are members of the Executive Board.

17. The President shall preside at all meetings of members and shall be the chair of the Executive Board. The President shall sign all contracts and other instruments which may be entered into by or on behalf of the Association. The President may authorize appropriate representatives to sign agreements on behalf of the Association.

18. The Vice President shall assist the President in the execution of the latter's functions and perform the duties of the President in the absence of the President.

19. The Secretary shall prepare the agenda and write the minutes of all meetings of the Association and of the Executive Board and shall assist the President and the Executive Director in receiving and answering correspondence addressed to the Association, where necessary after due consultation with the officers and, where appropriate, with the Executive Board.

20. The Treasurer shall have the final responsibility for the care and custody of all funds of the Association and shall authorize the Executive Director to deposit incoming funds in such a manner and in such banks as the Executive Board or the President may direct and to disburse such funds under the direction of the Executive Board. The Treasurer shall delegate to the Executive Director the task of keeping true books of account and shall render statements thereof whenever required to do so. The Treasurer is also responsible for the collection of dues, but shall ordinarily direct that this be done by the Executive Director.

21. The fiscal year of the Association shall be 1 January to 31 December.

22. Since the Association shall be non-profit, no pecuniary profits or benefits shall be paid to the elected officers thereof in any matter directly devolving from their status as such. The Association may, however, award the Executive Director a salary in recognition of the services rendered by that appointed official. Upon dissolution of the Association, none of the property and none of the assets of the Association shall be assigned or transferred to any of its members or used for their personal benefit, either collectively or individually, but shall be transferred at the discretion of the Executive Board to appropriate educational institutions organized for purposes related to the goals of the Association and not organized for profit.

23. Those funds of the Association generated for its endowment and other funds designated by the Executive Board as endowment shall be administered by an Endowment Funds Committee consisting of three former Presidents of the Association who are current members, the Treasurer of the Association, and an additional member appointed for a renewable term of three (3) years by the Executive Board from among those former officers of the Association who are current members. The Chair of the Endowment Funds Committee shall be elected by its members for a renewable term to be determined by them but in no case to exceed three (3) years. The expenditure of such funds shall be made only at the request of a two-thirds majority vote of the Executive Board and approved by the Endowment Funds Committee with no more than one dissenting vote.

## ARTICLE V – BUSINESS MEETINGS

1. The latest edition of Robert's Rules of Order shall be the authority in any question of parliamentary procedure at any meeting under the auspices of the Association.

2. The Executive Board may call special meetings and organize symposia, establishing

the procedures whereby papers are to be submitted, chosen, and presented at such meetings or symposia. Unless the Executive Board decides otherwise in respect to a specific occasion, thematic scholarly symposia will be held biennially, and abstracts submitted to these will be subject to blind peer review by a specially appointed Program Committee as the basis of selection.

3. Each member attending the business meeting shall have one (1) vote. Members may vote by proxy at any meeting if their proxy is filed with the Secretary at or prior to the time of the meeting.

4. All decisions shall be by plurality vote, unless otherwise specified in this Constitution.

5. A quorum shall consist of twenty percent (20%) of the total number of current voting members, which quorum must be present in person or by proxy to constitute a valid meeting in respect to each vote taken, except for the purpose of adjourning a meeting at which a simple majority is required.

#### ARTICLE VI – AMENDMENTS

1. This Constitution may be altered, amended, modified, in whole or in part, in accordance with the provision of Article VI, Sections 2 and 3, below.

2. Any group of four (4) or more members may propose an amendment to this Constitution.

3. Amendments to this Constitution become operative if voted by two-thirds of the members by a postal election in which only ballots received by a specified date no less than six (6) weeks after the postmark mailing date are counted, provided that the proposed amendment has been presented in writing to the Secretary not less than six (6) weeks before the date of the postal vote and mailed by the Executive Director or the Secretary to the membership of the Association not less than three (3) weeks before the said postal vote or six (6) weeks before the deadline for the receipt of completed ballots.

#### ARTICLE VII – ENABLING CLAUSE

This Constitution shall be effective immediately after approval is obtained by two-thirds of the members in good standing who return their ballots to the Secretary of the Executive Board in care of the Executive Director within six (6) weeks from the date of the postmark on the envelope at the time this amended Constitution.