

CONSTITUTION

MIDDLE ATLANTIC COUNCIL OF LATIN AMERICAN STUDIES, INC.

Article 1. Title

1.1 The name of this organization shall be the Middle Atlantic Council of Latin American Studies, Inc., herein called MACLAS.

Article II. Purpose

- 2.1 The purposes of MACLAS are to foster and develop interest in Latin American Studies by scholars, researchers, teachers, students and interested professionals primarily located in the Middle Atlantic region, to encourage more effective training, teaching and research, and to facilitate greater exchange of information and ideas.
- 2.2 MACLAS shares the broad purposes of the Latin American Studies Association and other regional groups but shall not necessarily be bound by their policies.

Article III. Membership

- 3.1 Membership is open primarily to persons and institutions interested in the purposes and undertakings of MACLAS in the Middle Atlantic region defined as Delaware, the District of Columbia, Maryland, New Jersey, New York,¹ Pennsylvania, Virginia, and West Virginia.
- 3.2 The categories of memberships shall be the following:
- a.) Individual members
 - i) Regular members
 - ii) Student members
 - b.) Institutional members
- 3.3 Membership requires registration and payment of annual dues. Dues shall be set on the recommendation of the Executive Committee and approval by the membership.
- 3.4 All registered individual members, whether from the Middle Atlantic region or from outside that region, shall have equal rights and privileges, subject only to the geographic limitations on the composition of officers and members of the Executive Committee, as set forth in Articles IV and V below, which apply to members both inside and outside the region.²
- 3.5 All institutional members will be apprised of MACLAS activities and will receive its publications.

Article IV. Officers

4.1 At least three of the four officers of MACLAS shall be from the Middle Atlantic region.³ The officers shall be:

President
Vice-President
Secretary
Treasurer

4.2 The President and Vice President shall be inaugurated at the conclusion of the annual business meeting, to hold office through the next annual business meeting.

4.3 The President shall:

- a.) preside over the annual and Executive Committee meetings;
- b.) appoint chairpersons of all committees;
- c.) be responsible for the publication of the MACLAS newsletter.

4.4 The Vice President shall be President-elect and shall be elected by a majority vote of individual members conducted by mail prior to the annual meeting of MACLAS.⁴ The Vice President shall fulfill all presidential functions in the absence of the President. The Vice President shall succeed to the presidency if the office becomes vacant and shall continue in that office until the expiration of his or her own presidential term.

4.5 The Secretary shall be appointed by the Executive Committee for a two-year term, renewable for one additional two-year term.⁵ The Secretary shall:

- a) keep minutes of the MACLAS annual business meeting, Executive Committee meetings, and other such committee meetings as directed by the President;
- b) conduct elections and other balloting as directed by the Executive Committee, and on the basis of information provided by the Chair of the Nominations Committee;
- c) prepare any correspondence or special communication to the membership that the Executive Committee or the President may deem necessary.

4.6 The Treasurer shall be appointed by the Executive Committee for a two-year term, renewable for four additional two-year terms. The Treasurer shall:

- a) collect annual dues and maintain membership lists;
- b) maintain financial records and report on them, in written form, at the Executive Committee meetings and the annual business meeting;
- c) oversee the functioning of the Program and Local Arrangements committees for the annual meetings, particularly with respect to matters that affect revenues and expenditures.

Article V. Executive Committee

5.1 The Executive Committee shall consist of four⁶ officers, the Past President for the year immediately following his or her term of office, and four other members, one of whom may be from outside the Middle Atlantic region,⁷ to be elected by plurality vote of individual members conducted by mail prior to the annual meeting of MACLAS.⁸ The four other members shall serve for two years on a staggered basis, and may not immediately succeed themselves. No more than two of the eight⁹ members not including the Past President, may be from the same state or the District of Columbia.

5.2 The Executive Committee is responsible for implementing the purposes of MACLAS. It shall:

- a.) meet at least twice a year. A quorum shall consist of four members, including at least one officer.
- b.) appoint the Secretary and Treasurer;¹⁰
- c.) supervise all balloting;
- d.) receive and act upon reports from committees;
- e.) determine the time, place, and nature of the annual meeting;
- f.) fill unexpired terms of the four non-officer members of the Executive Committee and appoint an acting Vice President, if that becomes necessary;
- g.) determine standing committees, including nominations and program, as well as ad hoc committees.

Article VI. Nominations, Resolutions, and Amendments

6.1 A list of one candidate for the position of Vice President/President-elect and at least two candidates for each vacant position on the Executive Committee shall be prepared by the Nominations Committee in time to be printed on the ballot in the February newsletter. The ballot shall also include any nominations submitted by at least ten individual members with the approval of the candidate and a place for members to cast a write-in vote for Vice-President/President-elect.¹¹

6.2 Voting for MACLAS officers and Executive Committee members may take place by any one of the following three methods:¹²

- a) **Mail Ballot.** A mail ballot, along with brief biographical statements regarding each candidate, shall be included in the February Newsletter mailed to the entire membership. Those eligible to vote and wishing to do so by this method should complete the ballot included in the February Newsletter and seal it in an unmarked envelope. This envelope shall then be placed inside another envelope that must show the address of the voter. The outer envelope, with the sealed ballot inside, shall be mailed to the Secretary, who shall record the name of the person voting, checking it against the membership list to determine eligibility for voting; verify that this person has not already voted by electronic mail (E-mail; see below); and set aside the sealed envelope in such a way that the ballot therein cannot be identified with

- any specific individual. Unmarked outer envelopes and those received from persons ineligible to vote (including persons who have already voted by E-mail) shall be invalid and shall be destroyed unopened.
- b) **Electronic Mail (E-mail).** Those willing to forego ballot secrecy may send an E-mail message to the Secretary indicating their choices of candidates. The Secretary shall determine eligibility of E-mail voters by checking their names against the membership list; record the names of these voters; and verify that they have not already voted by (regular) mail ballot.
 - c) **On-site voting at conference registration.** Ballots will be available at the annual conference for those who have not previously voted, but only on the first day of the conference, so that the Secretary may tabulate the votes in time to announce the results at the membership business meeting at the conference. The Secretary shall have made available to the registration staff a list of all members who had voted prior to the conference by (regular) mail ballot or by E-mail, and who therefore are ineligible to vote during the conference registration. The registration staff shall determine that those wishing to vote are eligible to do so; record the names and signatures of all persons voting; and provide a ballot box that maintains voting secrecy. At the close of registration on the first day of the conference, the registration staff shall deliver to the Secretary the list of persons voting and the ballot box containing their votes. The Secretary shall ensure that the number of these ballots does not exceed the number of persons voting on-site at the conference, an outcome that would invalidate all such ballots.

6.3 Resolutions passed at the annual business meeting shall be submitted to mail or electronic mail vote¹³ by individual members if requested by twenty per cent (20%) of those attending the business meeting or by four members of the Executive Committee.

6.4 An amendment to this Constitution may be proposed in writing by any five individual members of MACLAS. Proposed amendments announced in the June and October Newsletters shall be voted on by (regular) mail ballot included in those Newsletters, or by E-mail; those announced in the February Newsletter may also be voted on during the first day on-site registration for the annual meeting of MACLAS. Proposed amendments may also be presented to the membership through special mailings. Ballots shall be tabulated by the Secretary. Voting for proposed amendments shall follow the same procedures used in voting for officers and Executive Committee members (Article IV, Section 2), in order to preserve the secret ballot (other than for E-mail voting) and to provide safeguards against the possibility that members might vote more than once.¹⁴

6.5 The Constitution shall become operative upon adoption by two-thirds (2/3rds) of proposed individual members of MACLAS at the meeting called for this purpose on April 6, 1979.

Article VII. Non-Profit Status

- 7.1 No substantial part of the activities of MACLAS shall be legislative in nature, or involve participation to any extent in a political campaign for or against any candidate for public office. MACLAS shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.
- 7.2 In the event of the dissolution of MACLAS, the Executive Committee, after paying or making provision for the payment of all of the liabilities of MACLAS, shall turn over all assets of MACLAS to an organization which qualifies as an exempt organization under the provisions of Section 501 (c) (3) of the Internal Revenue Code or to a governmental agency.
- 7.3 No part of the net earnings or income of MACLAS shall inure to the benefit of, or be distributed to, its members, officers, private persons, or any other activities in violation of Section 501 (c) (3) of the Internal Revenue Code.

Article VIII. Transitory

- 8.1 For purposes of transition, the MACLAS Organizing Committee comprised of Charles Ameringer (chairperson), Robert Alexander, G. Pope Atkins, Michael Burke, Ivo Dominguez, M. Kathleen Dutt, Judith Ewell, and G. Harvey Summ shall serve as the Interim Executive Committee and perform the functions of the officers and the Executive Committee of MACLAS until these are elected in accordance with the procedures set herein and are inaugurated as prescribed, at the first annual business meeting. In the first election, the President shall be elected in the same manner as the Vice President.

¹ Amendment approved March 26, 1999.

² Amendment approved April 7, 2000.

³ Amendment regarding regional source of officers approved March 26, 1999; amendment splitting the Secretary-Treasurer position into that of Secretary and that of Treasurer approved April 7, 2000.

⁴ The language on election procedure is superseded by Article 6.2.

⁵ Articles 4.5 and 4.6 amended and approved April 7, 2000.

⁶ Amendment approved April 7, 2000.

⁷ Amendment approved March 26, 1999.

⁸ The language on election procedure is superseded by Article 6.2.

⁹ Amendment approved April 7, 2000.

¹⁰ Amendment approved April 7, 2000.

¹¹ Amendment approved April 1, 1995

¹² Amendment approved April 7, 2000.

¹³ Amendment approved April 7, 2000.

¹⁴ Amendment approved April 7, 2000.