

# BY-LAWS of the ACPA

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# **BY-LAWS**

## **Article I: DUES**

The dues of the Association shall be set by the Council, subject to the approval of the general membership, or the approval of those present and voting at the business meeting session of the Annual Meeting.

## **Article II: COMMITTEES**

All committees other than the Executive Committee of the Council and the Nominating Committee shall be appointed by the President.

## **Article III: OFFICERS ELECTED BY THE COUNCIL**

### ***A. The Office of Secretary***

The Secretary shall be elected by the Council at their annual meeting.  
The term of office of the Secretary shall be four (4) years.  
The limit of service of the Secretary shall be two (2) consecutive four-year terms.

### ***B. Duties of the Secretary***

The duties of the Secretary shall consist in, but not necessarily be limited to, the following matters:

to oversee the practical arrangements of the Annual Meeting, (e.g., setting up the Committee on Local Arrangements, contacting hotels, and so forth);  
to conduct all mailings to members of the Association and to members of the Council;

to print and distribute the program of the Annual Meeting;  
to maintain liaison with national and international societies;  
to edit, print, and distribute the Proceedings of the Association;  
to record and publish the minutes of the Council (in the Proceedings);  
to record and publish the minutes of the business meeting session of the Annual Meeting (in the Proceedings);  
to maintain, update, and publish the membership roster of the Association; and  
to conduct other such business of the Association as shall be assigned to him/her by the Council and/or by the President.

### ***C. The Office of Treasurer***

The Treasurer shall be elected by the Council at their annual meeting.  
The term of office of the Treasurer shall be four (4) years.  
The limit of service of the Treasurer shall be two (2) consecutive four-year terms.

### ***D. Duties of the Treasurer***

The duties of the Treasurer shall consist in, but not necessarily be limited to, the following matters:

- to collect all moneys due to the Association;
- to open and maintain bank account(s) in the name of the Association;
- to pay all legitimate indebtedness of the Association;
- to maintain accurate records of account;
- to manage any investments of the Association;
- to prepare financial reports for the meetings of the Council and for the business meeting session of the Annual Meeting;
- to conduct other such business of the Association as shall be assigned to him/her by the Council and/or by the President.

## **Article IV: NOMINATING COMMITTEE**

### ***A. Appointment***

The Nominating Committee shall consist of three (3) members, the immediate past-President and two (2) others appointed by him/her.

### ***B. Representation***

In making their nominations, the Committee shall strive to achieve as widespread a representation as possible from among the more active members of the Association.

The Committee shall consider proposed nominations for the office of Vice-President (President-Elect) and for membership on the Council.

Any Constituent member may submit names to the Committee for this office and for these memberships.

### ***C. The Slate***

The Nominating Committee shall present a slate of at least two (2) names for the office of Vice-President (President- Elect), and a slate of ten (10) names for the five (5) positions in the membership of the Council.

### ***D. Conduct of the Election***

Working in conjunction with the Nominating Committee, the Secretary shall supervise the election. Any ties shall be resolved by the Council in session at the current Annual Meeting of the Association.

## **Article V: THE EXECUTIVE COMMITTEE OF THE COUNCIL**

### ***A. Membership.***

The Executive Committee of the Council shall consist of the President, the Vice-President (President-Elect), the Secretary, and two (2) members of the Council, elected by the Council from among those members entering their third year of service. The President shall chair the Committee.

## ***B. Functioning of the Committee***

The Executive Committee shall exercise the decision- making authority of the Council in the interim between Annual Meetings.

- a. They shall exercise this authority in as limited a manner as possible.
- b. All decisions shall be by a majority vote.

The Executive Committee shall exercise the oversight authority of the Council as they see fit in the interim between Annual Meetings.

C. Communication. The Secretary shall report promptly to all members of the Council any decisions made by the Executive Committee.

## **Article VI: THE ANNUAL MEETING**

### ***A. The Program***

The theme and format of the subsequent Annual Meeting shall be proposed by the incoming President at the close of the meeting of the Council, subject to the approval of the Council. This same incoming President shall be charged with the preparation of the program of the Annual Meeting.

### ***B. Conduct of business***

The Council may set down various directives regarding the conduct of business at the business meeting session of the Annual Meeting.

The presiding officer shall conduct the business meeting session in accord with the directives of the Council.

## **Article VII: AMERICAN CATHOLIC PHILOSOPHICAL QUARTERLY**

- A. There shall be a quarterly journal of the Association issued to all members, American Catholic Philosophical Quarterly.
- B. The Editor and the Associate Editor shall be elected by the Council for three (3) year terms.
- C. The Consulting Editors shall be appointed by the Editor, subject to the approval of the Council.

## **Article VIII: AMENDMENTS**

### ***A. Suspending the By-laws.***

These By-laws may be suspended for a fixed period of time not to exceed one (1) year by a simple majority of those Constituent members voting at the business meeting session of the Annual Meeting, a quorum being present.

If necessity exists according to the considered judgment of the President, the By-laws may be suspended but not amended by a unanimous vote of the Council for a fixed period of time not to exceed one (1) year.

## ***B. Amendment***

These By-laws may be amended by a simple majority of those Constituent members present and voting at the business meeting session of the Annual Meeting, if:

- a. a quorum is present; and
- b. a draft of the proposed amendment has been sent to all Constituent members at least thirty (30) days before the Annual Meeting.

These By-laws may be amended unanimously by the Constituent members present and voting at the business meeting session of the Annual Meeting:

- a. if a quorum is present; and
- b. without prior written notice to the Constituent members of the Association.

For the purposes of this section, those Constituent members present at the business meeting session of the Annual Meeting shall constitute a quorum, but in no case shall a quorum be constituted by fewer than fifty (50) members of the Association.