

Eastern Communication Association

Bylaws

Article I. Name

The name of this Corporation shall be the Eastern Communication Association.

Article II. Purposes

Section 1. Nonprofit Purpose. This corporation is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. Specific Purpose. The purpose of the Eastern Communication Association shall be to promote the study, criticism, research, teaching and application of the artistic, humanistic and scientific principles of communication.

Article III. Membership

Section 1. Eligibility for Membership. Membership shall be open to any person or institution interested in promoting the Association's purposes; in particular, persons or institutions within the states, commonwealths, federal districts and territories of Maine, Vermont, New Hampshire, Massachusetts, Connecticut, Rhode Island, New York, New Jersey, Delaware, Pennsylvania, Maryland, West Virginia, the District of Columbia, and Puerto Rico.

Section 2. Membership Categories. There shall be seven categories of membership in the Association: retired, student, regular, sponsor, institutional, life, and honorary life. Specifications for each membership category and for membership tenure will be established by the Executive Council.

Section 3. Membership Dues. Annual dues in each membership category shall be determined by the Executive Council. Upon the petition of 10 percent of the active members, the Executive Council must submit any decision to change the dues structure to the active members for approval by secure ballot. A simple majority of those responding within 30 days shall constitute approval.

Section 4. Rights of Members. All categories of individual membership in the Association shall include the option of affiliation with up to three Interest Groups.

Article IV. Meetings

Section 1. Annual Convention. An annual convention to promote the purposes of the Association will be held at a time and place to be determined by the Executive Council. The convention shall be under the general direction of the First Vice President with policy implementation and financial obligations subject to the approval of the Executive Council.

Section 2. General Business Meeting. The convention shall include a general Association business meeting. A quorum for the annual business meeting at the annual convention shall be five percent of the members in attendance at the convention.

Section 3. Other Meetings. The convention shall include a business meeting for each officially recognized Interest Group, and program sessions distributed over a three day period at such site as approved at least one calendar year in advance by the Executive Council.

Section 4. Meeting Rules. Meetings of the Association and of its constituent bodies are normally open to all members. Each body shall establish its own rules. The Association shall assume no responsibility for

statements of opinion expressed by participants in the program of its annual convention or in such other conferences and meetings as it may sponsor.

Section 5. Parliamentary Authority. In the absence of any provision to the contrary in the Bylaws, all business meetings of the Executive Council, of the Association, or the standing committee, and of other subsidiary bodies of the Association shall be governed by the parliamentary rules and usages contained in the current edition of *Robert's Rules of Order*.

Article V. Executive Council

Section 1. General Powers. The Executive Council shall establish fundamental Association policy and shall manage its resources and affairs.

Section 2. Number, Tenure, Requirements, and Qualifications.

- a. The voting membership of the Executive Council shall consist of the President, the First Vice President, the First Vice President Elect, Immediate Past President, Executive Director, and Interest Group Representatives.
- b. Each Interest Group shall be entitled to representation on the Executive Council. Each Interest Group Representative to the Executive Council shall serve a term of two years, commencing at the close of the annual business meeting of the group following the representative's election. At the annual business meeting of each Interest Group eligible to elect a representative (as determined by the Executive Director), the Interest Group shall nominate and elect a Representative to the Executive Council. The Interest Group Representative so elected must be a member of the Interest Group at the time of election. The results of this election shall be reported immediately to the President and Executive Director of the Association. An Interest Group Representative to the Executive Council shall be ineligible to succeed himself or herself as representative of that Interest Group. This exclusion does not prohibit the individual from serving on the Executive Council in any other capacity.
- c. All Executive Council appointees shall serve as *ex officio* members of the Executive Council, without vote.

Section 3. Meetings. The President shall call one or more meetings of the Executive Council annually. Meetings may also be called by the Executive Director upon signed petition of three members of the Executive Council. A quorum for Executive Council meetings shall be a majority of the membership of the Executive Council.

Article VI. Officers

Section 1. Officers. The officers shall be: President, First Vice President, First Vice President Elect, Immediate Past President, Second Vice President, Executive Director, and the Editors of scholarly journals. The First Vice President shall succeed to the office of the President. The First Vice President Elect shall succeed to the office of the First Vice President. The First Vice President Elect shall be nominated and elected as specified in the Bylaws.

Section 2. Appointed Officers. The Executive Council shall appoint Association officers as it deems necessary.

Section 3. Eligibility for Office.

- a. A person must be a member of the Association to be eligible for: (1) nomination to candidacy for any elective office of the Association; (2) appointment to any appointive office or committee position in the Association; and (3) election to any elective office in

the Association. Such membership must be confirmed by the Executive Director at the time of nomination, appointment, or election.

- b. Any officer or other member of the Executive Council must be a resident of those states, commonwealths, districts, and territories cited in Article III, Section 1., or be a member in good standing for five or more consecutive years at the time of his/her election.
- c. Any person elected or appointed to any office, committee post, or board membership in the Association must be a member of the Association throughout his or her period of tenure in such position.
- d. No member of the Executive Council except the Executive Director shall be eligible to succeed himself or herself in the same capacity. The Executive Director, at the discretion of the Executive Council, may be appointed for one additional consecutive term only.

Section 4. The President. The President shall serve as presiding officer of the Executive Council and annual convention and shall discharge responsibilities normally adhering to the office. The President shall be responsible for the general policy of the convention program and have particular responsibility for the organization of the general session.

Section 5. The First Vice President. The First Vice President shall discharge the responsibilities normally adhering to the office and shall succeed to the Presidency whenever that office is vacated. This officer shall have responsibility for organization of the annual convention. The First Vice President shall succeed automatically to the Presidency at the conclusion of the general business meeting at the convention over which his or her predecessor has presided.

Section 6. The Executive Director. The Executive Director, appointed by the Executive Council for a term not to exceed three years, shall perform the usual duties of secretary, treasurer, and business manager of the Association. The Executive Director shall, subject to the approval of the Executive Council, be responsible for the administration of all Association funds and shall prepare an annual financial report to the Association. The Executive Director shall be responsible for the distribution and tabulation of all regular and special ballots for voting on candidates and issues. The Executive Director will be bonded by the Association.

Section 7. Editors. The Editors, appointed by the Executive Council for a term not to exceed three years, shall select editorial staffs and shall, respectively, perform the usual duties of an Editor-in-Chief.

Section 8. Election of Officers.

- a. The Nominating Committee shall be composed of representatives of all recognized Interest Groups. The Interest Group representatives will be the Chairperson of that group or such person as the Interest Group shall delegate. The Immediate Past President will serve as the Chairperson of the Nominating Committee.
- b. The Nominating Committee shall prepare annually a slate consisting of at least two nominees for the office of First Vice President Elect, at least two nominees for each open position on the National Communication Association Legislative Assembly, and at least two nominees for the National Communication Association Nominating Committee. The Nominating Committee will report their slate of nominees to the membership at the following convention's general session. Additional nominees for any office may be added by a majority vote of members attending that general session.
- c. At the beginning of the academic year, a full-membership secure ballot listing all nominees for each office shall be distributed by the Executive Director. Should no candidate for First Vice President Elect receive a majority of votes cast, a runoff election

will be held between the two candidates receiving the largest number of votes shall be elected.

Section 9. Removal from Office. In the event any officer or other official of the Association fails to discharge the office to which that person has been elected or appointed, the President shall, with the consent of the majority of the Executive Council, request that person's resignation. Any member of the Executive Council may petition the Executive Council for recall of any officer or other official who has not discharged the responsibilities of his or her office. Upon review of such a petition, the Executive Council may, by consent of three fourths of its membership, remove from office the person in question. In the event an officer or other post is so vacated, the procedures outlined in these Bylaws for filling such a position shall apply.

Section 10. Vacancies. In the event of the incapacity of any officer or a vacancy in any office, the Executive Council shall, at its discretion, elect a replacement or establish a nominating and election procedure for doing so.

Article VII. Committees

Section 1. Standing Committees. The Executive Council shall have the following standing committees: Convention Site Selection, Finance, Nominating, and Publications. These committees shall be advisory and all recommendations of the standing committees will be subject to approval of the Executive Council, with the exception of the Nominating Committee's election slate.

Section 2. Convention Site Selection Committee. The Convention Site Selection Committee shall be responsible for investigating potential sites for Association conventions and making appropriate recommendations concerning convention site selections to the Executive Council. The membership of this Committee shall be the President (Chair), Immediate Past President, Executive Director, First Vice President Elect and the Immediate Past President once removed. If any of the mandated members of this Committee are unavailable for service, the President shall appoint a replacement or replacements from the membership of the Executive Council.

Section 3. Finance Committee. The Finance Committee shall be responsible for reviewing the financial health of the Association, evaluating proposals coming before the Executive Council which may have an economic impact on the Association, and making appropriate recommendations concerning financial issues to the Executive Council. The membership of this Committee shall be the President (Chair), Immediate Past President, First Vice President, First Vice President Elect, Executive Director and a member of the Executive Council elected by the Executive Council. The Editors of the Association's journals shall serve as *ex officio* members of this Committee, without vote.

Section 4. Publications Committee. The Publications Committee is responsible for the general supervision of all publications of the Association, evaluating proposals coming before the Executive Council which may impact the Association's publications, and making appropriate recommendations concerning publication issues and nominations for editorial positions to the Executive Council. The membership of this Committee shall be the President (Chair), the First Vice President Elect, the Executive Director, the Immediate past editors of the Association's journals and two members of the Executive Council elected by the Executive Council. The current Editors of the Association's journals shall serve as *ex officio* members of this Committee, without vote.

Article VIII. Interest Groups

Section 1. Establishment of Interest Groups. The Association shall have such Interest Groups as shall be created by the Executive Council. Individuals wishing to form an Interest Group shall present to the Executive Council a petition signed by at least 25 Association members expressing their support for the proposed Interest Group. Upon acceptance of an appropriate petition by the Executive Council, an Interest

Group has official standing in the Association. Permissible grounds for rejection of a petition are: (1) insufficient signatories; and (2) Executive Council determination that the proposed group presents a probability of excessive overlap with an existing Interest Group.

Section 2. Dissolution of Interest Groups. Interest Groups formed within the Association shall continue to be officially recognized until such a time as any of the following conditions obtain: (1) a petition requesting dissolution of the Interest Group containing the signatures of a majority of the members of the Interest Group present at the Interest Group's annual business meeting is received by the Executive Council; (2) fewer than 25 Association members are affiliated with the Interest Group as of the close of two successive membership years; and (3) attendance at the Interest Group's annual business meeting falls below 10 Association members. At such time as one or more of the above conditions obtain, the Executive Council may discontinue official recognition of the Interest Group.

Article IX. Affiliate Organizations

Affiliate organizations are those groups whose objectives are consistent with those of the Association and have been endorsed by the Executive Council. Granting of such recognition shall constitute neither an endorsement of the activities of the organization nor a financial commitment to the organization on the part of the Association. If a group wishes to become an affiliate organization of the Association, it must petition the Executive Council for such recognition.

Article X. Amendments

Amendments to these Bylaws may be initiated by a majority of the Executive Council or by a petition addressed to the Council and signed by 25 members of the Association. Proposed amendments to these Bylaws shall be presented to the full membership for a secure vote. Such an amendment shall be adopted if it is approved by a majority of the members voting.

Article XI. Dissolution

The Association may be dissolved only at a special meeting called for such purpose, and in the manner prescribed by the relevant state laws, by vote of three fourths of the members present. Upon any such dissolution of the Association, the Executive Council shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, or scientific purpose 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 corresponding provisions of any subsequent Federal tax laws), as the Executive Council may determine.