

## **CONSTITUTION**

### **The Canadian Society for History and Philosophy of Science/ La Société canadienne d'histoire et de philosophie des sciences**

#### **ARTICLE I. Name**

The Society shall be called 'The Canadian Society for History and Philosophy of Science/La Société canadienne d'histoire et de philosophie des sciences'.

#### **ARTICLE II. Aim**

The aim of the Society is to promote throughout Canada discussion, research, teaching and publication in the history and the philosophy of science and of technology. This aim will be pursued through regional and national meetings open to all, special public lectures, and publications available both to specialists in these fields and to the interested public.

The Society, its organization, meetings and publications, will be carried on without purpose of gain for its officers and members. All income, profits, or other accretions to the Society shall be used solely to promote its aim for benefit of public life.

#### **ARTICLE III. Membership and Dues**

- (a) Any person who supports the aim of the Society is eligible to become a member.
- (b) An eligible candidate for membership shall be accepted upon payment of the annual dues for the first year.
- (c) The date on which the annual membership dues shall be payable shall be established by the Officers of the Society. The various applicable dues, their classification according to status, and any changes therein proposed by the Officers shall be approved at the Annual General Meeting. Notice that changes in dues are to be submitted for approval and must be sent to members at least three weeks prior to the Meeting.
- (d) The name of any member whose dues remain unpaid beyond 12 months shall be removed from the membership roll after due notice has been given. Reinstatement shall be made upon renewed payment of dues.
- (e) Any member may resign by submitting a written resignation to the Secretary.
- (f) The name of any member whose conduct may have been prejudicial to the good of the Society may be dropped from the roll of members by majority vote of the Officers of the Society present at a meeting of the Executive Council. The party concerned must have been notified in writing of the charges against him or her at least three weeks in advance of the meeting, and must have been given the opportunity to answer the charges in person, in writing, or by an authorized representative. This item of business must appear on the agenda of the said

meeting.

(g) Any Foundation, Corporation or Organization interested in promoting the aim of the Society by the donation of monies or services toward the realization of specific projects or activities of the Society, or for its general support, may be designated a Corporate Member of the Society by a vote of the membership on recommendation of the Executive Council. Corporate Membership is not subject to dues, and does not entail any of the rights or privileges of ordinary membership.

(h) It shall be within the power of the Society at its Annual General Meeting to designate Honorary members of the Society at its discretion. Honorary members will be exempt from membership dues but will have all the rights and privileges of ordinary membership.

(i) A report on the state of membership shall be made at the Annual General Meeting.

#### **ARTICLE IV. Officers and Executive Council**

(a) The Officers of the Society shall be the President, the First Vice-President, the Second Vice-President, the Secretary and the Treasurer. The latter two offices may be combined. These Officers shall be members of the Society and shall perform the duties prescribed by these articles and by the parliamentary authority adopted by the Society.

(b) The Executive Council shall consist of the Officers of the Society; the immediate past President; an Advisory Board consisting of six members, two of whom shall be replaced each year; the chairs of standing committees (including the Program Committee, the Nominating Committee, and any other standing committees that may be struck); the editor of *Communiqué* (the official publication of the Society); and the Website/Listserv manager.

(c) The Officers, Advisory Board members, standing committee members, *Communiqué* editor, Website/Listserv manager, and Local Arrangements coordinator shall be elected by ballot at the Annual General Meeting. The Program Committee members and the Local Arrangement coordinator shall serve one-year terms. All other terms shall be for three years. Terms of office shall begin at the close of the election.

(d) No member shall hold more than one Office at a time, except when the Offices of Secretary and Treasurer are combined. No member shall be eligible to serve more than two consecutive terms on the Advisory Board or in the same Office.

(e) An interim vacancy in the office of President shall be filled by the First Vice-President. An interim vacancy in the office of First Vice-President shall be filled by the Second Vice-President. An election for vacant offices must be held at the next meeting of the Society. An interim vacancy in either of the Offices of Secretary or Treasurer shall be filled by appointment by the Executive Council, such appointment expiring at the close of the next meeting of the Society, at which meeting the offices of Secretary or Treasurer shall be filled by election.

The membership shall be notified of vacancies occurring in the offices of the Society.

(f) The Officers, in consultation with the Advisory Board, shall have general supervision of the affairs of the Society between its meetings, make recommendations to the Society, and shall perform such other duties as are specified in these articles. The Officers and Advisory Board shall be subject to the orders of the Society, and none of their acts shall conflict with action taken by the Society. The Officers shall report their actions and activities to the Society at the annual meeting.

(g) The removal from office of any member of the Executive Council may be effected by a General Meeting of the members of the Society. A motion to remove a member of the Executive Council may be entertained only on condition that notice of the motion shall have been submitted in writing by a member in good standing for at least the previous two years to the Secretary at least ten weeks prior to the date of the meeting at which his or her removal is to be discussed. The Secretary shall circulate such notices to all voting members of the Society at least six weeks prior to that meeting. When a motion to remove an officer is directed against the Secretary, another member may circulate the notice of motion. In order to be adopted, a motion to remove an officer of the Society requires at least a two-thirds majority of the votes cast by members in good standing present at the meeting.

(h) Meetings of the Officers or of the Executive Council shall be called by the President at his or her discretion or upon written request of three members of the Executive Council. A quorum for a meeting of Officers shall be three, and a quorum for a meeting of the Executive Council shall be five.

(i) The office of the Society shall be maintained by the Secretary.

## **ARTICLE V. Publications**

The official publication of the Society is *Communiqué*, which is published on a regular basis by the Editor.

## **ARTICLE VI. Meetings**

(a) The Annual General Meeting of the Society (the AGM) shall be called by the Executive Council to coincide with the Congress of the Humanities and Social Sciences (or its successor). There shall be one annual meeting during each fiscal year. Ten members of the Society shall constitute a quorum. Questions before the AGM shall be settled by a simple majority, excepting amendments to the Constitution (see Article IX).

(b) The Executive Council shall meet annually at the Congress, before the AGM. Questions before the Council shall be settled by a simple majority.

(c) A special meeting of the Society may be called by the President or the Executive Council and shall be called upon the written request of ten members of

the Society. The purpose of such a meeting shall be stated in the call. Except in cases of emergency, at least thirty days' notice shall be given.

#### **ARTICLE VII. Finance**

- (a) The fiscal year of the Society shall close on July 31st, unless this date is altered by the Executive Council.
- (b) The Treasurer shall have general supervision of the financial affairs of the Society and shall have charge of the books of account. The Treasurer shall receive advice on financial policy from the Officers and the Advisory Board members.
- (c) The Treasurer shall produce an annual financial report for the fiscal year, which after being audited by two members of the Advisory Board (both chosen by the Executive Council for the current fiscal year) shall be presented at the AGM. Signatories shall be the Treasurer and at least one of the auditing Board members.

#### **ARTICLE VIII. Standing or Temporary Committees**

- (a) A Nominating Committee consisting of two members serving staggered terms shall be elected at the Annual General Meeting. It shall be the duty of this Committee to nominate candidates for positions to be filled at the next election. The membership shall be notified of the Nominating Committee's nominees at least thirty days before the Annual General meeting, after which time members of the Society may make additional nominations. Additional nominations by members shall be permitted at the Annual General Meeting.
- (b) A Program Committee, elected at the Annual General Meeting, shall organize an Annual Conference, normally to be held at the time and place of the Congress of the Humanities and Social Sciences. A Local Arrangements coordinator shall be elected at the same time and will work closely with the Program Committee chair
- (c) The Executive Council may also appoint such other Standing or Temporary Committees as it considers necessary to promote the aim of the Society.

#### **ARTICLE IX. Amendments to the Constitution of the Society**

- (a) The Constitution of the Society may be amended: by an affirmative vote of not less than two-thirds and not fewer than twenty of the members present and voting at the Annual General Meeting; or by letter ballot. The decision to call for a letter ballot shall be made by an affirmative vote of not less than two-thirds of the regular members present and voting at the Annual General Meeting.
- (b) The Secretary shall distribute copies of the proposed amendment to all Members not less than three weeks before the Annual General Meeting.
- (c) If a letter ballot is called for, the Secretary shall distribute copies of the

amendment accompanied by ballot forms within eight weeks of the Annual General Meeting.

(d) No ballot shall be counted unless marked by a qualified voter to indicate his or her choice, returned to the Secretary in a sealed envelope bearing the voter's name, and received by the Secretary by the date specified on the ballot form. The adoption of the proposed amendment shall require affirmative votes of not less than two-thirds and not fewer than twenty of the received ballots. The ballots shall be counted by tellers, who shall be appointed by the President and the Secretary, and the result announced by the Secretary.

#### **ARTICLE X. Review of Constitution of the Society**

The Constitution of the Society shall be subject to a review every five years.

#### **ARTICLE XI. Dissolution of the Society**

If, by a vote at the AGM, the decision is taken to dissolve the Society, the remaining funds shall be dispersed to scholarly organizations in Canada, by a formula determined by a committee formed of all available former presidents of the Society and by Executive Council and not to the personal monetary benefit of remaining members of the Society.

#### **ARTICLE XII. Languages of the Society**

Official business of the Society shall be conducted in either French or English. All notices to Members of meetings or elections must be in both languages.

Revised June 4, 2013