

**CONSTITUTION of
THE AMERICAN SOCIETY FOR POLITICAL AND LEGAL PHILOSOPHY
(Last Amended September 2022)**

ARTICLE I – NAME

The name of this organization shall be the American Society for Political and Legal Philosophy.

ARTICLE II – PURPOSE

To encourage interdisciplinary exploration, treatment and discussion of issues of political and legal philosophy of common interest to the social sciences, law and philosophy, and in particular to arrange formal and regular conferences of persons interested in such issues, and where desirable to publish the results of these conferences.

ARTICLE III – MEMBERSHIP

Section 1: Members. A member is one who is making or has made a contribution to the fields of political or legal philosophy and who is elected as provided in Section 2.

Section 2: Nomination and election of members. A properly qualified candidate is accepted into membership by approval of the Secretary-Treasurer and upon payment of membership dues.

Section 3: Removal of a member. By unanimous vote or by vote of all but one, the Council may at any time terminate any membership.

Section 4: Dues. The annual dues are to be paid by regular members, at a reduced rate by student members and emeritus members, and at a higher rate by sustaining members. (B) The amount of the annual dues shall be set by the Council and approved by a majority vote of members present at the annual meeting.

Section 5: Rights of membership. (A) All members shall be entitled to vote and to hold office. (B) The Council shall determine the conditions under which the different levels of membership (regular, student, emeritus, and sustaining) are to receive publications.

ARTICLE IV – OFFICERS

Section 1: Number of officers. The elected officers shall be a President, two Vice Presidents, a Secretary-Treasurer and two at-large members.

Section 2: Term of office. (A) Officers shall serve for a period of three years. (B) The period shall run from the adjournment of the annual meeting of election to adjournment of the annual meeting three years hence. (C) Each officer shall continue in office ad interim if delay should occur in election of their successor, or in acceptance of the office by the latter. (D) The President and Vice Presidents shall serve for non-renewable terms, but a term as Vice President shall not preclude a future term as President, or vice versa. (E) Similarly, at-large members may only serve for one non-renewable term, but their service shall not preclude a future term as President or vice versa.

Section 3: Election of officers. (A) Officers shall be elected at the annual meeting. (B) For each election, a slate shall be presented at the annual meeting by a Nominating Committee of three persons appointed by the President from the three professional groups that constitute the Society. (C) Election shall be by majority vote of those present at the annual meeting.

Section 4: Vacancies in office. (A) Vacancies among the officers shall be filled by a majority vote of the Council. (B) Members elected by the Council to fill a vacancy shall serve for the unexpired term of office to which they are so elected.

Section 5: Duties of officers. (A) The President shall preside at all meetings of the Society, be chairman of the Council, appoint all committees, including those established by the Council, and perform all other duties incumbent upon this office. (B) One of the Vice Presidents, upon request or on the resignation or death of the President, shall become President. (C) The Secretary-Treasurer shall issue notices of meetings, attend to regular business, be responsible for all funds of the Society, except those otherwise provided for by the Council, and be responsible for the financial records of the Society. (D) At-large members will complete the term of Vice Presidents should both be unable to complete their service, due to resignation, promotion to president or death.

ARTICLE V – THE COUNCIL

Section 1: Composition of the Council. The Council shall be composed of the President, two Vice Presidents, two at-large members, the Secretary-Treasurer, the Communications Director, the Program Chair, the Editor of the Society's publications, and the immediate past President.

Section 2: Meetings of the Council. (A) The President shall call the meetings of the Council. (B) There shall be at least one meeting of the Council each year, although if the scheduling of annual meetings of the Society requires a gap of more than twelve but no more than eighteen months between meetings, the Council's meetings may be separated by the same gap. (C) Between annual meetings, decisions requiring Council approval may be taken by majority vote by correspondence among the members of the Council, provided that each member of the Council is included in the correspondence

Section 3: Quorum of Council. (A) Five members of the Council shall constitute a quorum. (B) In the event of a tie vote, the vote of the President shall be decisive.

Section 4: Powers and duties of Council. (A) The Council shall be the governing body of this Society, shall perform duties prescribed in the Constitution and By-laws, and shall act as an advisory body in matters pertaining to the Society. (B) The Council shall propose by-laws for the Society from time to time as appropriate.

ARTICLE VI – MEETINGS

Section 1: Annual meeting. There shall be one annual meeting unless for special reasons the Council decides otherwise.

Section 2: Place and program of annual meeting. (A) The Program Chair and the Editor of the Society's publications shall determine the program of the annual meeting by consultation with the members. (B) The decision as to program of the annual meeting may be changed by the

Council. (C) The Council shall determine the time and place of the annual meeting. (D) In selecting the place of the annual meeting, the Council shall take cognizance of the annual meetings of those other professional societies which are attended by substantial numbers of members of this Society. (E) The Council may but is not obligated to hold the annual meeting at such a time and place as will precede or follow the annual meeting of either (a) The American Philosophical Association or (b) The American Political Science Association or (c) The Association of American Law Schools. (F) The program shall include a business meeting. (G) The Editor of the Society's publications shall, in consultation with the Council, select each meeting's Program Chair. If the position of Editor is vacant, the Program Chair shall be selected by the President in consultation with the Council.

ARTICLE VII – PUBLICATIONS AND COMMUNICATIONS

Section 1: Publications. (A) The publications of the Society shall be issued in such a manner as the Council may direct. (B) The Editor of the Society's publications shall be appointed by the Council for a three-year term, subject to renewal at the pleasure of the Council.

Section 2: Communications. (A) The Communications Director shall maintain and develop the Society's presence and communications on social media, facilitate communications with members and prospective members, and work with the Secretary-Treasurer to maintain and grow membership. (B) The Communications Director shall be appointed by the Council for a three-year term, subject to renewal at the pleasure of the Council.

ARTICLE VIII – PROCEDURE

Robert's Rules of Order, except when inconsistent with the Constitution or By-laws of the Society, shall govern the meetings of the Council and those portions of the annual meeting devoted to business.

ARTICLE IX – AMENDMENTS

Section 1: Who may propose amendments. Amendments to this Constitution shall be proposed by the Council, either on their own initiative or at the request of twenty-five regular members.

Section 2: Amendments may be proposed by two methods. (A) The Council may propose amendments to the Constitution at the annual business meeting. Such amendments shall be proposed at such a time during the annual business meeting as will allow for the full discussion of the amendment. (B) Alternatively, the Council may propose amendments to the Constitution through communications with all members. Members shall have the opportunity to comment upon and make arguments in support of or in opposition to such proposed amendments; in turn, the Council shall communicate the substance of any member's comments and arguments to all members before the membership votes on the proposed amendment.

Section 3: Voting on amendments. (A) After the annual meeting at which an amendment has been proposed and discussed, or after the Council has proposed an amendment through communications with all members and shared the substance of any member's comments and arguments with all members, the Secretary-Treasurer shall mail to each member of the Society a

ballot which sets out the proposed amendment. (B) The proposed amendments to the Constitution which receive a favorable vote from a majority of the members voting shall be incorporated into and become part of the Constitution. (C) The Council shall fix the time limit within which ballots on proposed amendments must be returned to the Secretary-Treasurer in order to count in the official voting.

ARTICLE X – DISSOLUTION

Section 1: The Society may be dissolved only at a special meeting called for the purpose at which such dissolution is to be voted on and shall take effect only if approved by three fourths of the members present. If less than one third of the members of the Society are present at such a meeting all members shall be asked to vote on the dissolution in writing and only if two thirds vote in the affirmative shall the dissolution take effect.

Section 2: Subject to the general provisions of the law, upon an affirmative vote in favor of dissolution of the Society, all property of the Society and everything remaining after satisfaction of all its obligations shall be distributed to such one or more corporations, funds or foundations, organized and operated exclusively for charitable, scientific, literary or education purposes, no part of net earning of which inures to the benefit of any private shareholder, member or individual, and which does not carry on propaganda or participate or intervene in any political campaign, as the Council of the Society may select.

ARTICLE XI – TAX STATUS

Notwithstanding any other provision of these articles, the American Society for Political and Legal Philosophy will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue law. In the event of dissolution, the residual assets of the American Society for Political and Legal Philosophy will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purpose.