

Constitution

[Adopted 2006, Amended 2014]

ARTICLE I: NAME

Sec. A. The name of this organization shall be “The Alabama Association of Historians.”

Sec. B. The principal office of the Association shall be located in the city of Dothan, county of Houston, but the Association may establish other places of business and other offices elsewhere within the State of Alabama.

Sec. C. The name and address of the designated agent of the Association is Martin T. Olliff, III, 1909 Hilltop Dr., Dothan. AL 36303.

ARTICLE II: PURPOSE

The purpose of the Association is to transact any and all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Alabama, as amended, specifically:

To establish closer relations among all persons and institutions interested in the study of history and,

To stimulate and improve the research, service, and teaching conducted by historians at all levels and in all fields of history within the State of Alabama.

ARTICLE III: MEMBERSHIP AND DUES

Sec. A. Membership shall be open to all persons and institutions involved in teaching and working in the areas of history and social studies in Alabama and at all grade levels and other persons and organizations interested in promoting the objectives of this organization.

Sec. B. Membership will be classified as regular, lifetime, or institutional. Additional membership categories may be established by vote of the members at annual meeting.

Sec. C. Dues shall be set by a majority vote of the members at the annual meeting.

ARTICLE IV: OFFICERS (Amended 2014, reaffirmed 2018)

Sec A. The Executive Officers of the Association shall include a President, President-elect, Secretary, and Treasurer.

Sec. B. The Executive Council shall consist of the executive officers, four elected members, and the immediate past president.

Sec. C. The Executive Council may appoint an Assistant Secretary if such position is needed.

ARTICLE V: ELECTION OF OFFICERS (Amended 2014, reaffirmed 2018)

Sec. A. All executive officers and the four members of the Executive Council shall be elected at the annual meeting of the Association by majority vote of the members present. The President, President-elect, and two elected council members shall be elected in even-numbered years. The Secretary, Treasurer, and two elected council members shall be elected in odd-numbered years.

Sec. B. The Executive Council shall fill all unexpected vacancies on a temporary basis until the next annual meeting.

Sec. C. A Nominating Committee shall nominate one person for each office to be filled. Other persons may be nominated from the floor.

ARTICLE VI: POWERS AND DUTIES OF ELECTED OFFICERS (Amended 2014, reaffirmed 2018)

Sec. A. The President shall preside over all business meetings of the Association, call and preside over meetings of the Executive Council, appoint such committees as may be authorized, and otherwise direct the affairs of the Association.

Sec. B. The President-elect will assume the duties of president if that officer becomes incapacitated or vacates the office, act as chairperson of the time and place committee, and assist the President and Executive Council as requested in directing the affairs of the Association.

Sec. C. The Secretary shall keep the minutes of all proceedings of the Association and the Executive Council, conduct general correspondence, send notices concerning meetings, dues, and other appropriate matters to all members, and maintain file of the same.

Sec. D. The Treasurer shall also receive all monies due and payable to the Association, pay all approved Association bills, keeping a complete, accurate, and up-to-date record of the same. An interim financial report must be made at each annual meeting and a complete annual report at the end of each fiscal year.

Sec. E. The Executive Council shall be responsible for all Association activities except those activities specifically provided for in the Constitution and by members at official meetings

ARTICLE VII: MEETINGS

Sec. A. The Association shall hold an annual meeting each year and such other meetings as the membership of the Executive Council may direct.

Sec. B. All members shall be notified of each Association meeting at least thirty days in advance of the meeting.

Sec. C. The Executive Committee must meet within sixty days after the annual meeting and may meet at other times as the President deems necessary. If the President fails to call a meeting, any three members of the Council acting together may call a meeting of the Executive Council.

Sec. D. All meetings shall be conducted according to Robert's Rules of Order except where otherwise specified in the Constitution.

ARTICLE VIII: COMMITTEES

Sec. A. Standing Committees

Paragraph 1. The Nominating Committee, consisting of at least three members, shall be appointed for terms of one year. This committee will nominate one person for each elective position at the annual meeting.

Paragraph 2. A Time and Place Committee consisting of the President-elect and two appointed members shall arrange, with the Executive Council's concurrence, the time and place for the annual meeting.

Sec. B. Additional committees may be created as needed.

ARTICLE IX: QUORUM

Sec. A. A simple majority of the members shall constitute a quorum in the Executive Council and all committee meetings.

ARTICLE X: AMENDMENTS

Sec. A. The members of the Association or the Executive Council may adopt such by-laws as are needed for the implementation of this constitution.

Sec. B. This Constitution may be amended at the annual business meeting by a majority of the members present provided the proposed amendment shall have been submitted in writing to each member at least thirty days prior to the meeting.

ARTICLE XI: TAX-EXEMPT STATUS

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, officers, Executive Council, or other private persons, except to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the IRC or its successors.

ARTICLE XII: DISSOLUTION

Sec. A. The Association exists in perpetuity unless earlier dissolved by the same procedure for amending this constitution.

Sec. B. Upon dissolution of the Association, assets shall be distributed to the Friends of the Alabama Archives or other tax exempt organization within the meaning of IRC Section 501(c)(3) or its successors that shares the purposes of the Alabama Association of Historians, as chosen by the Executive Council. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization(s) as such court shall determine, which are organized and operated exclusively for such purposes.

BY-LAWS

Membership dues shall be \$20.00 per year for regular members, \$250.00 for lifetime members, and \$50.00 per year for institutional members.

The registration fees and annual dues and other income shall be kept separate in the financial records.

The fiscal year shall begin March 1st of each year and end the last day of February of the following year.

The four elected members of the Executive Council shall be selected from among the members of the following groups: teachers in grades K-12; junior college teachers; senior institution teachers; and public historians.

The membership year shall be the same as the calendar year January 1 through December 31 each year.