

THE MARIOLOGICAL SOCIETY OF AMERICA BYLAWS

Mission Statement

The Mariological Society of America (MSA) is a Catholic theological association dedicated to studying and making known the role of the Blessed Virgin Mary in the mystery of Christ and the Church and in the history of salvation. Through its Annual Meeting and its publications, the Society seeks to promote comprehensive and integrated study of the person and role of the Virgin Mary so as to foster a well-informed and theologically sound devotion and spirituality.

Article I. Membership

Section 1. Members are those who have a degree in theology or religious studies or have longstanding academic interest and expertise in Marian studies.

Associates are those who share the aims of the Society and wish to be associated with its mission.

Section 2. The names and qualifications of those who have applied to be *members* or *associates* shall be presented at the annual meeting and shall be admitted by a resolution through a majority vote of those present.

Section 3. The annual dues for *members* and *associates* shall be proposed by the Administrative Council and approved by the members present at the Annual Meeting.

Section 4. Any *member* or *associate* who shall fail to pay dues for the period of two consecutive years shall lose his or her membership.

Article II. Administrative Council

Section 1. The Society shall be directed by an Administrative Council which shall consist of the Officers of the Society, namely, the President, the Vice-President, the Administrative Secretary, as well as six Council Members, each assigned to one of the three Offices—Program, Promotion, and Planning.

Section 2. The Council shall meet for the transaction of business at such times and places as shall be designated by the President, provided the call gives sufficient notice and provides an agenda with the items to be considered.

Section 3. A quorum shall consist of five (5) members of the Council, provided that either the president or vice-president is present. A quorum shall not suffice for items which, according to the Bylaws, require the vote of the entire Administrative Council.

Section 4. If any vacancy shall occur on the Council by reason of death or resignation, such vacancy may be filled by the majority vote of the remaining members of the Council to select a *member* to serve in the vacated position for the remainder of its term.

Article III. The Administrative Officers (President, Vice-President, Administrative Secretary)

Section 1. The Officers shall consist of a President, a Vice-President, and the Administrative Secretary. This shall be the order of succession of Officers in the case of absence or temporary disability.

Section 2. The President shall be responsible for animating and coordinating the work of the Three Offices and the Secretariat in the duties to which they have been assigned, and for presenting the recommendations of the Offices to the entire Administrative Council for final decision, and the proposals of the Administrative Council to membership for ratification. The President maintains contact with the Officers and Council Members, especially in matters related to planning future meetings. The President shall preside at meetings of the Society and at the meetings of the Administrative Council. The President shall also monitor the expenditures of the Secretariat.

Section 3. The Vice-President, at the request of the President, or in the event of the absence or disability of the same, shall perform the duties of the office of the President. The Vice-President maintains a “working relationship” to the Offices planning the meeting and shall assume a special responsibility for planning the two meetings which will occur after the current president completes his/her term.

Section 4. The Administrative Secretary shall perform the duties related to the role of secretary, that is, the keeping of the minutes of the meetings of the Society and of the Administrative Council, with the additional responsibilities listed in Article V and the Appendix.

Section 5. The terms of office shall begin at the conclusion of the Annual Meeting at which the Administrative Officers and Council members were chosen. The newly-elected may be invited to participate in any meetings of the Administrative Council which may occur during the Annual Meetings; however, the newly elected may not vote in the Administrative Council during the meeting at which they were elected.

Article IV. The Council Members (Program, Promotion, Planning)

The *Council Members* belong to one of the three following Offices:

1) Office for Program – Responsible for proposing themes or topics for future meetings; for evaluating both the proposals for papers to be delivered at the meetings and for the articles to appear in *Marian Studies*; for establishing and maintaining contacts with academic and religious

organizations.

2) Office for Promotion – Responsible for promoting the annual meetings through publicity; for attracting and retaining members; for overseeing the finances of the Society; for promoting the sale and distribution of *Marian Studies*; for monitoring the MSA website.

3) Office for Planning – Responsible for recommending sites for future meetings; planning and overseeing hospitality; making local arrangements; and for organizing the social and religious activities at the meetings.

Article V. The Secretariat and the Administrative Secretary

Section 1. Upon the consent of an institution or group of individuals willing to assume the responsibility, the Administrative Council shall appoint that institution or group to serve as the "secretariat" of the Mariological Society of America for a period of four years, which appointment may be renewed indefinitely. The appointment shall be ratified by the membership at the Annual Meeting. The designation shall continue until the institution or group of individuals requests the cessation of the agreement or until the Administrative Council wishes to transfer the Secretariat to another institution or to redistribute the duties assumed by the Secretariat.

Section 2. Similarly, the Administrative Council shall appoint a qualified individual to serve as Administrative Secretary for a period of four years, which appointment may be renewed indefinitely. The Administrative Secretary oversees the responsibilities of the Secretariat.

The Administrative Secretary is accountable to the Administrative Council. The ordinary responsibilities of the Secretariat and the Administrative Secretary include the maintenance of the membership lists, renewals, arrangements and literature on the annual meetings, the reception of moneys given to the Society.

Section 3. The Secretariat shall make all the ordinary disbursements connected with annual meeting, the publication of *Marian Studies*, and ordinary office expenditures (telephone, printing). Extraordinary disbursements—those not associated with the office, the meeting, or the publication—must be authorized by the Administrative Council.

Article VI. Voting, Elections, Terms of Office

Section 1. All voting for elections and motions shall be either by ballot, by voice-vote, or by a show-of-hands. Officers (Vice-President, and in cases of the resignation of the President) shall be elected at the Annual Meeting by a majority of the votes cast, provided however, that if no candidate receives a majority vote after three rounds of votes have been taken, the candidate who receives the highest number of the votes in the third shall be considered elected.

Section 2. A majority of the votes cast shall be sufficient to carry any motion or

resolution presented at any meeting.

Section 3. Members shall be eligible to vote in elections; those members who have attended at least three meetings shall be eligible to hold office. Voting by proxy shall not be allowed.

In order to hold office (i.e., be a member of the Administrative Council), one must be a practicing Catholic in union with the Holy See.*

Section 4. The person elected Vice-President shall serve for a term of two years as vice-president. At the end of two years, provided the person receives an affirmative “vote of confidence” (i.e., a majority vote) from the Administrative Council and then approved by the members present at the Annual Meeting (i.e., a majority vote), that person shall serve for two years as president. The vice-president has the responsibility to oversee the planning and preparation for the two meetings over which he/she will preside as president.

Section 5. There are six Council Members, each of whom functions in one of the Three Offices. Council members serve four-year terms. Each Office shall have two members. Every two years, three members are elected, so that each Office will have a junior and senior member.

Section 6. The Council Members are elected individually. The election of the three Council Members, every two years, is conducted in the following manner: Members vote for one person from the list of candidates willing to serve on Council; the individual with the plurality of votes is elected.

*Article VI, Section 3, amended by a two-thirds affirmative vote of the Administrative Council and by the members present at the Annual Meeting, May 20, 2011.

Article VII. The Nominating Committee

The Nominating Committee shall consist of three members, each appointed for three years by the Administrative Council. All the members are invited to make nominations (as well as give their reason for the nomination) to members of the Nominating Committee. At least a month before the Annual Meeting, in consultation with the Administrative Council, the Nominating Committee shall determine names of individuals to fill the Office of Vice-President. (If the incumbent Vice-President chooses not to become president or has not received a “vote of confidence” from the Administrative Council, there shall also be an election for President.)

At the Annual Meeting, the Nominating Committee shall then present a ballot or a “slate of nominees” for the elective offices as provided in the Bylaws. At that point, additional nominations from the floor must be seconded by three individuals.

Article VIII. The Annual Meeting and Order of Business

Section 1. The Society shall have an Annual Meeting each year at a time and place to be designated by the Administrative Council. *Members* and *associates*, as well as all interested individuals, may attend the meetings.

Section 2. Notice of the Annual Meeting shall be given at least two months in advance thereof, signed by the Secretary. This notice shall comprise the program and registration form—containing the date, place, and time of the meeting, as well as the costs and other practical information.

Section 3. At the annual meetings of the Society,

- 1) The sessions shall begin and end with a prayer or a song;
- 2) The Administrative Council shall approve an order of business for the annual meetings, so that the Secretary can organize the program for each session.
- 3) The general program for each annual meeting shall provide time for the following activities:
 - a) The presentation and discussion of papers;
 - b) The meeting of the Administrative Council;
 - c) The reports of the Officers and Council Members;
 - d) The election of Officers and Council Members;
 - e) The admission of new *members* and *associates*;
 - f) The presentation of reports from the Regional Units.

Section 4. This regular order of business may be temporarily suspended by a majority vote of the members present.

Section 5. Robert's *Rules of Order* shall govern the deliberations of this Society in all cases where it does not conflict with a standing rule of this Society or with the Code of Canon Law.

Article IX. Publications

Section 1. The official organ of the Society, bearing the title *Marian Studies*, shall be published each year, subject to the approval of the Administrative Council.

Section 2. The editor of *Marian Studies* shall be appointed by the Administrative Council and be assisted by Offices of Planning and Promotion.

Article X. Amendments

These Bylaws may be amended at any annual meeting by a two-thirds affirmative vote of the *members* present, provided notice of such proposed amendment, with copy thereof, shall have been mailed to the entire voting membership not less than in one month in advance of such meeting. They may be amended by proposals approved by a two-thirds vote of all the members of the Administrative Council and then submitted for ratification by two-thirds affirmative vote of the members present at the Annual Meeting.

Article XI. Regional Units

Section 1. The Mariological Society of America encourages the formation of regional units by *members* of the Society.

Section 2. These units are organized, subject to the approval of the Administrative Council, to hold regional meetings in accord with the purpose of the Society may have a more pastoral orientation.

Section 3. Participation in meetings of regional units is not limited to those who are *members* of the Mariological Society of America.

Section 4. Reports of the activities of regional units may be made at the Annual Meeting of the Society.

Approved by the Board of Directors, May 18-19, 2004

Appendix: Responsibilities of the Secretariat and the Administrative Secretary

1. Membership

- Maintains membership list (new members, changes of address);
- Sends out the membership renewal notice with the program for the annual meeting;
- Maintains e-mail address list;
- Prepares list and folder with applications of those who apply for membership (for presentation at next meeting);
- Prepares materials for elections (as needed).

2. Meetings

a) Annual Meeting of the Society

- Sends letter to bishop requesting permission to hold annual meeting (with projected program);
- Prepares meeting program brochure (topics, speakers, prices of accommodations, maps and directions);
- Sends out meeting program brochure to members, selected individuals and groups;
- Receives and records advanced preliminary registrations for annual meeting;
- Communicates with the institution hosting the meeting (details of arrangements, list of participants, special needs, etc.);
- Maintains registration desk at meeting;
- Prepares materials for the meeting (session reminder sheets, handouts, etc.).

b) Annual Meeting of the Administrative Council

- With the president and others, publishes the agenda for the meeting;
- Composes minutes of Council meetings and distributes minutes to Council members;
- Prepares text of approved Council minutes for publication in *Marian Studies*.

3. Finances

- Receives all moneys paid to the Society;
- Causes all moneys and other valuable effects to be deposited in the name and to the credit of the Society, in such banks or trust companies as shall be selected by the Administrative Council;
- Makes all the ordinary disbursements connected with office supplies, the annual meeting, the publication of *Marian Studies*;
- Dispenses all extraordinary disbursements—those not associated with the secretariat office, the meeting, or the publication—authorized by the Administrative Council;
- Keeps the accounts of the books belonging to the Society, which shall at all times be open to the inspection of the Office of Promotion of the Administrative Council;

- At the annual meeting, makes a report of the receipts and disbursements of the year;
- Sends out membership renewal notices with the meeting brochure.

4. *Marian Studies*

- Assists the editor of *Marian Studies* with all editorial responsibilities;
- Maintains records on subscribers/subscriptions;
- Handles all necessary contacts with subscribers and subscription agencies (invoices, correspondence, telephone calls, e-mails, etc.);
- Mails copies to members, subscribers, other recipients (complimentary copies, review copies).