

## Constitution and Bylaws

### Midwest Modern Language Association

#### Constitution

##### I. Name

The name of the Association shall be the Midwest Modern Language Association.

##### II. Purpose

The purpose of the Association shall be to facilitate scholarship and teaching in the modern languages and their literatures.

##### III. Membership

Any person interested in the purposes of the Association may be admitted to membership by the payment of the annual membership fee, and said person may be continued as a member by the payment of the annual dues.

##### IV. Officers

1. The Executive officers of the Association shall be:

- the President
- the Vice President
- the Treasurer
- Executive Director

2. The President, Vice-President and Treasurer shall serve for terms of one year. A Vice-President will be elected by the Executive Council at the annual conference, and will serve as President and as Treasurer in subsequent years. The Executive Director will ordinarily serve for a term of five years. If any officer resigns or is otherwise unable to continue serving as an officer, the vacancy shall be filled by a member of the Executive Committee, who shall be elected by majority vote of the remaining members of the Executive Committee.

3. The term of new officers begins on the day after the annual convention.

##### V. Executive Committee (EC)

1. The administration of the Association shall be conducted by an Executive Committee composed of the President and Vice President, the Treasurer, and between four and eight additional members. The Executive Director will attend the annual meeting of the EC (without a vote).

2. The four or more elected members of the Executive Committee provided for in Section 1 of this article shall ordinarily serve for three years, new members to be chosen in their third years.

3. A majority shall constitute a quorum of the Executive Committee.

4. The Executive Committee shall be responsible for preparing a slate of nominees from which new committee members may be chosen. New members shall be confirmed at the annual meeting.

5. The Executive Committee shall be selected so as to be as representative as possible of the fields and groups in the Association.

6. The Executive Committee shall have particular responsibility for suggesting the means of keeping activities of the Association responsive to the needs of the membership. It shall make appropriate proposals from time to time to insure that the Association contributes to significant scholarly and critical developments in the fields of language and literature. To carry out this end, the Executive Committee shall be empowered to use whatever resources may be at its command.

7. The Executive Committee shall make a report of its activities, through minutes, each annual meeting, and its policies and actions shall be subject to the direction and approval of the Association.

#### VI. Annual Meeting

The Association shall hold an annual meeting at such time and such place in the Midwest as the Executive Committee shall determine (it being understood that "Midwest" refers primarily to the states of Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota and Wisconsin).

#### VII. Miscellaneous

Notwithstanding any other provisions contained herein, the following shall apply:

1. No part of the net earnings of the Association shall inure to the benefit of or be distributable to any member or officer of the Association, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth exclusively in Section 501(c)(3) of the Internal Revenue Code of 1954, as further limited by this Constitution.

2. No substantial part of the activities of the Association shall be devoted to attempting to influence legislation, and the Association shall take no part in any political campaign on behalf of a candidate for public office.
3. The activities of the Association shall be restricted to those permissible (a) by an organization 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) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the Constitution and Bylaws.qxd 5/1/2006 2:11 PM Page 95 responding provision of any future United States Internal Revenue Law).

## VIII. Amendments

Amendments to this Constitution must be approved by a majority vote of the Executive Committee and ratified by a majority vote of members in good standing responding to a mail ballot.

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## Bylaws

### I. Membership

1. Voting Membership. Members shall pay dues as determined by the Executive Committee and will receive the official publication of the Association, the *Journal of the Midwest Modern Language Association*.
2. Institutional Membership. Institutional membership shall be available for a fee determined by the Executive Committee. Institutional Members shall be extended privileges (as determined by the Executive Committee) at the annual convention

### II. Executive Committee and Officers

1. The Executive Committee (EC). The EC shall administer the affairs of the Association. It will meet once a year, at the annual convention (traditionally in the fall). At other times, it will conduct matters through appropriate means of communication (such as group emails, conference calls, etc.). All decisions of the Executive Committee shall be by a simple majority of voting members present. A tie vote shall be construed as a failure to pass the measure proposed.
2. The President. The President is the chief executive officer of the Association and, in consultation with the Executive Director, shall act on behalf of the Executive Committee in the administration of the Association. By custom, the President chairs the meetings of the Executive Committee; organizes the theme of the annual convention; and selects the convention's keynote speaker.
3. The Vice President. The Vice President shall assist the President in any matters assigned by the President. By custom, the Vice President is in charge of co-ordinating sessions at the annual convention. If necessary, the Vice President shall assume the duties and responsibilities of the President.

4. The Executive Director. The Executive Director shall be responsible for overseeing the daily activities of the Association in accordance with the decisions and policies of the Executive Committee and the President. The Executive Director shall report on the membership and finances of the Association at the Annual Meeting.

### III. Selecting new Executive Committee Members.

1. Nominees to the EC will be collected in two ways. 1) In her last year, an EC member will nominate at least one person to her place on the committee. 2) Shortly after the annual convention, a request will be sent out to all current members for nominations. Nominees will be asked to apply by submitting their CVs and a brief statement of interest. The EC will review applicants, discuss, and vote on them.
2. The EC shall keep in mind, when nominating and reviewing possible new EC members, the need for the committee to reflect the range of academic disciplines and specializations represented in the association, and the need to maintain a balance of age, racial, ethnic, regional, and gender participation.

### IV. Other Committees

1. The Executive Committee shall appoint an editorial committee ordinarily consisting of two EC members. The editorial committee will edit the fall issue of *JMMLA*; and select a guest editor for the spring issue (customarily focused on a special topic), and oversee the progress of the issue.
2. The EC shall appoint other committees as necessary. The actions of these Committees shall be subject to review and approval by the Executive Committee.

Updated November 2024