

WORKING-CLASS STUDIES ASSOCIATION

BYLAWS

I. Name

The name of this Delaware exempt corporation is “Working-Class Studies Association” (hereinafter “WCSA,” the “Association,” or the “Corporation”).

II. Purpose

The purpose of the Association is to promote and develop multiple forms of scholarship, teaching, and activism related to working-class life and cultures.

III. Membership

Membership is open to the general public.

There shall be three categories of individual membership: (i) people who are employed full time; (ii) students or part-time employed, unemployed, and retired persons; and (iii) honorary and lifetime members. Organizations, such as schools, departments, or unions, may also join as institutional members, though they are ineligible to vote in Association elections. The dues structure within each category shall be determined by the Executive Committee. Privileges and responsibilities of each membership category shall be established by the Executive Committee.

In addition to general membership in the Association, members can pay an additional dues amount to participate in the Working-Class Academics Section. Other sections may be proposed in the future.

All individuals serving in leadership positions including, but not limited to, Officers, Executive Committee members, or members of any committee or editorial board, shall be required to be a member of the Association. In order to maintain membership status, an individual or group member shall pay annual dues by the member’s renewal date. Dues for each membership category shall be established by the Executive Committee. Privileges and responsibilities of each membership category shall be established by the Executive Committee.

A. Life members: Persons eligible for regular membership may become life members by making a single payment, thereafter becoming exempt from the annual payment of dues.

B. Honorary members: Distinguished persons may be elected honorary members. Honorary members shall be nominated by the Executive Committee and elected by the membership of the association through an online voting system.

Rights of Members: Membership grants the right to vote for officers in elections during the term of membership and as specified in the Bylaws. Membership grants members the opportunity to be on the presentation schedule of Association conferences.

IV. Administration

A. The administration of the Association shall be in the hands of the Executive Committee (considered the “Board of Directors”). The Executive Committee shall consist of the President, the President-Elect, the Immediate Past-President, the Secretary, the Treasurer, the current Chair of the Working-Class Academics Section, and four at-large members. At least one member of the Executive Committee shall at all times come from each of the following constituencies: (i) college or university faculty and staff, (ii) graduate students, (iii) independent scholars, artists, community organizers, activists, and (iv) members from outside the United States. To the extent practicable, members shall represent the diverse fields, activities, and constituencies that constitute working-class studies.

The Executive Committee shall act either on its own initiative or on the recommendations of a properly-convened meeting of the membership as a whole.

B. The Executive Committee shall meet as often as needed to transact the business of the Association, but no less than twice during any given year. Five members of the Executive Committee shall constitute a quorum at meetings, and a majority vote of the members present and voting shall control its decisions. Special meetings of the Executive Committee may be called by the President or by a majority of the members of the Executive Committee.

C. The Executive Committee may establish other offices, boards and committees, as the business of the association may require, define their tasks and powers, and fix their terms and methods of appointment.

V. Responsibilities of Officers

A. President: The President shall preside at all meetings of the Executive Committee and of the membership of the organization. The President is empowered to represent the organization in appropriate public fora, or to delegate responsibility for such representation to other of the officers or members of the Executive Committee . The President shall chair the Outreach Committee.

B. The President-Elect shall execute the functions of the president in case of the President's absence or incapacity. The President-Elect shall chair the Conference Committee and therefore take primary responsibility for organizing conferences.

C. The Immediate Past-President shall be a member of the Executive Committee and shall participate in the work of the Conference Committee. The Immediate Past-President shall chair the Awards Committee.

D. Secretary: The Secretary shall act as secretary of the Executive Committee , as clerk of general meetings of the membership of the association, and as chair of the Communications Committee.

E. Treasurer: The treasurer shall have charge of all financial operations of the association, including managing its funds; the collection of sums due the association and the payment of its bills; presentation to the Executive Committee each year of a budget for the ensuing fiscal year; maintaining the membership mailing and e-mail lists; and, with other officers, preparing grant proposals and other fund-raising initiatives. After action by the Executive Committee , the treasurer shall insure that the budget be distributed to the members of the association for their information. The treasurer shall maintain corporation/nonprofit status through responsibilities including but not limited to filing an annual report and paying a filing fee in Delaware, annually renewing and updating contact information with the Delaware designated agent, and filing annual IRS nonprofit forms. The Treasurer shall chair the Finance Committee.

F. Chair of the Working-Class Academics Section. The Chair of the WCA Section shall participate in the activities of the Executive Committee and serve as the Chair of the WCA Section. The Chair represents the concerns and interests of the members of the Working-Class Academics Section and maintains and oversees the WCA section listserv and other forms of communication with section members.

G. Executive Committee members: At-large members of the Executive Committee shall participate in the activities of the Executive Committee . In addition, each member shall participate in the activities of at least one of the standing committees.

H. Emergency replacement: The Executive Committee shall be empowered to designate one of its members, or another member of the association, to serve in lieu of any one of the officers should that officer resign, die, or become otherwise unavailable, such service to continue until an election can be held.

I. Terms of office: The President-Elect, President, and Immediate Past-President shall fill each of those offices in sequence for a period of one year from election—a three-year term in all (the first president will only serve a two-year term), unless recalled. The Secretary and Treasurer shall be elected in alternate years to serve terms of two years. Two at-large members of the Executive Committee shall be elected every year to serve terms of two years.. The Working-Class Academics chair shall serve a two-year term, the first year as Chair and the second year as Past-Chair.

VI. Election of Officers

A. The President-Elect, Treasurer, Secretary, members of the Executive Committee, Section Chairs, and any other committee members who are elected by the membership shall each be elected by a plurality of votes of the members of the Association. The term of office shall begin on August 1. Elections shall be conducted electronically through an online voting system and will conclude no later than July 15.

B. Recall: Officers, including at-large members of the Executive Committee, may be recalled for cause, such cause to include failure to perform duties, malfeasance, or the like. The officer or at-large Executive Committee member recalled will be entitled to procedural due process. The officer or at-large Executive Committee member must be notified by written letter of cause and intent to recall at least thirty days before recall petition is initiated. A petition to recall must be signed within sixty days of its initiation by at least the number of members who voted for the officer or at-large Executive Committee member. An officer or at-large Executive Committee member who is thus recalled by petition may, with any other candidates nominated by the methods herein stated, run in an election called to fill the office.

VII. Responsibilities of the Executive Committee

A. The Executive Committee shall meet as often as needed to transact the association's business.

B. The responsibilities of the Executive Committee shall be as follows:

1. To provide for its own organization and operations and to manage the business and affairs of the association as provided by the laws of the state in which the organization is incorporated for directors of a corporation.

2. To conduct a review of the constitutional, legal, and fiduciary issues posed by the language of each resolution or motion approved by duly-constituted meetings of the membership. The Executive Committee will then, in a timely manner, either forward to the membership the resolution as approved, or with non-substantive modifications, or determine that it is unable to implement the resolution of the membership for one or more of the following reasons:

a) The resolution or motion impedes the council's ability to carry out its fiduciary responsibilities.

b) The resolution or motion contains erroneous, tortious, or possibly libelous statements.

c) The resolution, by itself or taken with other resolutions, poses a threat to the association's continuing operation as a tax-exempt organization. If the Executive Committee is unable to approve and implement a resolution of the membership, it will, at the earliest possible opportunity, present to the membership the reasons for its action. The membership may then consider reformulating the resolution or motion, or other appropriate action.

3. To act on the recommendations of meetings of the membership, and to inform it of actions taken. Such actions may include implementation, modification, referral to an appropriate committee of the association, or return to the agenda of a legally-constituted membership meeting. The Executive Committee shall not reverse decisions of the membership on purely political bases.
4. To inform the membership of actions taken to implement resolutions or motions passed and ratified.
5. To initiate and supervise the services of the association.
6. To appoint an executive director and/or other staff members, and to supervise the administrative structure of the association's office.
7. To approve the budget of the association and to supervise its expenditure.
8. To establish and (except for Standing Committees) discharge committees and commissions of the association, either on the recommendation of the membership or on its own initiative, and to designate their chairs. In making appointments to committees, the Executive Committee shall ensure fair representation of all relevant constituencies within the domain of the association. The Executive Committee shall provide for the appointment of at least one member of the association to each committee of the association whose charge emerges from actions taken at a duly-constituted membership meeting.
9. To act on proposals affecting the dues structure approved by the membership.
10. To supervise publications and other media of the association.
11. To authorize applications for and administration of grants and contracts.
12. To plan, with the Conference Committee and the membership, the time, place, character, and scope of general conventions and meetings of the association.
13. To nominate honorary members, if any.

VIII. *Standing Committees*

A. The following Standing Committees will, under the supervision of the Executive Committee , carry forward the work of the Association: Outreach, Conferences, Communications, Finance, Awards, Elections, Working-Class Academics. Membership of these committees, except for the Elections Committee, and except as specified within these bylaws shall be determined by the Executive Committee .

B. *Elections Committee:*

1. Responsibilities: The Elections Committee, consisting of three members, is responsible for selecting two nominees for President-Elect, Secretary, Treasurer, at-large members of the Executive Committee, the Working-Class Academics Chair, and any other elected committee members; for devising appropriate methods for submitting a ballot containing the names of nominees to the membership for their vote; for arranging for the counting and certification of such votes.

2. Nominations Procedures:

a. Prior to the time of the meeting of the Elections Committee, all members of the Association shall be invited to suggest names for nominations for all elective offices; the Executive Committee shall be guided but not bound by the suggestions received.

b. Prior to the submission of the official ballot for the election, the Elections Committee shall make its nominations for all offices known to the membership of the Association. Within thirty days of that notice, any member of the Association may propose additions to the ballot. A member who is supported by 5% of members of the Association for nomination to the Executive Committee or by at least 10% of members for nomination as President-Elect, Treasurer, or Secretary will be placed on the official ballot along with the nominees of the Elections Committee.

3. Election of the Elections Committee: Nominations for vacancies on the Elections Committee shall be made by the Executive Committee. The members of Executive Committee shall select twice as many names as there are vacancies to be filled. Additional nominees may be proposed by members of the Association as provided in 2b, above. The Elections Committee shall be elected by a plurality of members voting on the annual ballot of the Association.

4. Terms of Office: Each member of the Elections Committee is eligible to serve for a term of three years; initially, one member shall be elected for a term of one year, one for a term of two years, and one for a term of three years.

C. *Outreach Committee*: Chaired by the President, the Outreach Committee shall be responsible for making contacts with other organizations, recruitment of members, and for developing projects designed to promote activity in the field of working-class studies.

D. *Conference Committee*: Chaired by the President-Elect, the Conference Committee shall be responsible for planning of the annual meeting and such other meetings as the Association decides to undertake. The Conference Committee shall also be responsible for overseeing local arrangements connected to mounting the annual meeting.

E. *Finance Committee*: Chaired by the Treasurer, the Finance Committee shall be responsible for preparing an annual budget for presentation to the Executive Committee, for preparing an annual report of the Association's financial state, for developing fund-raising proposals and other appeals.

F. *Communications Committee*: Chaired by the Secretary, the Communications Committee shall oversee communications with the members and others interested in the work of the Association; publication of a newsletter; development and publication of a journal; creation and maintenance of a web site; creation and maintenance of social media accounts. In addition to the Secretary, its members may include a listserv moderator, a newsletter editor, a journal editor, the web manager, and others selected by the Executive Committee

G. *Awards Committee*: Chaired by the Immediate Past-President, the Committee on Awards shall have oversight of all WCSA awards. The Committee on Awards shall have the responsibility to propose to the Association policies and procedures for establishing and promoting all awards; shall consider proposals to establish new awards and recommend actions to the Executive Committee ; and shall nominate to the Executive Committee members to participate in subcommittees whose responsibility it shall be to choose among nominees for Association awards.

H. *Working-Class Academics Section Committee*: Chaired by the Chair of the Working-Class Academics Section, the committee shall be responsible for selecting nominations and appointing judges for the annual Jake Ryan and Charles Sackrey Award; communicating with the President-Elect to ensure representation of poverty-class and working-class faculty and student concerns at association conferences; facilitating dialogue among poverty-class and working-class teachers and scholars; and advocating for class equity in educational settings. The Committee liaises with other standing committees to ensure the needs and interests of working-class academics are being addressed relevant to the particular business of each committee.

IX. *Annual Business Meeting*

A. The Association shall meet at a time and place designated by the Executive Committee, generally in connection with the annual conference. In the event that no conference is held in the May/June time frame, the Annual Business Meeting shall be conducted electronically/online by the end of June. The Executive Committee and the officers shall make every effort to acquaint the members with the business of the Association and with the issues involved in the agenda of the Annual Business Meeting or in a ballot by mail, and to provide sufficient time at business meetings for deliberations and votes. Bylaws amendments and items to be included in the agenda of the annual business meeting must be submitted to the President no less than 45 days in advance of the annual business meeting. Emergency resolutions may be submitted and must be circulated by the President no less than 30 days in advance of the annual business meeting.

B. The membership of the Association duly assembled in the Annual Business Meeting or in a special meeting called by the Executive Committee to conduct Association business shall consider policy questions brought to it, and may vote to confirm, revise, or suspend the actions of the Executive Committee, or any officer. Whenever a majority of those present and voting at the Annual Business Meeting or special business meeting vote to suspend, revise, or substitute the judgment of the Meeting for an act or recommendation of the Executive Committee or of any

officer, the question shall be submitted to the entire membership in an electronic, confidential ballot under conditions prescribed by the Executive Committee and shall be determined by a majority of those voting on the question.

C. Resolutions may be proposed by any member of the Association under conditions prescribed by the Executive Committee. All resolutions shall be referred to the Executive Committee for its recommendations before submission to the vote of the Association at its Annual Business Meeting. Notice of this provision shall be given to the members of the Association in advance of the Annual Meeting. A proposed resolution shall be ratified whenever a majority or more of dues-paying members in good standing present and voting at the Annual Business Meeting vote in support.

D. At all meetings of the Regular Members, ten percent (10%) of the voting Regular Members shall constitute a quorum for the transaction of business. If a quorum is present, a majority of the Regular Members voting shall determine any matter, unless a different vote is required by statute, by the Articles of Incorporation, or by these Bylaws.

X. Nonprofit Status

This Association is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. It may engage in any lawful act or activity for which Corporations may be organized under the General Corporation Law of the State of Delaware provided, however, that the Association shall only engage in acts or activities that are consistent with and in furtherance of its status under Section 501(c)(3) of the Internal Revenue Code.

No substantial part of the activities of this Association shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this Association shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Bylaws.

The Association will provide to the public for inspection, upon request and without charge (except for a reasonable charge for copying), its applications for nonprofit status and the annual returns that it has submitted to the Internal Revenue Service. Each annual return must be made available for a three-year period starting with the filing date of the return. The requests may be made in person or in writing.

XI. *Amendments*

A. Amendments to these Bylaws may be proposed by the Executive Committee or by twenty-five (25) members of the Association. The Executive Committee shall transmit all proposed amendments to the next Annual Business Meeting and may make recommendations on those amendments originating outside the Executive Committee .

B. Amendments to these Bylaws shall be considered at the annual business meeting, or at a special meeting called for the specific purpose of considering a Bylaws amendment, and must be presented for inclusion on the agenda of any such meeting no less than 45 days in advance. To be adopted, any amendment must be approved by two-thirds of the members present and voting at the annual business meeting, or at a special meeting called for the specific purpose of considering a constitutional amendment, and then approved by an online ballot by a majority of members voting upon the question.

C. The Bylaws may also be amended by a two-thirds affirmative vote of those voting in a referendum submitted to the voting members of the Association. All proposed amendments to the Bylaws shall be communicated to the voting membership at least 45 days prior to the vote on the amendment.

D. An amendment shall take effect immediately upon ratification unless the amendment itself provides otherwise.

XII. *Dissolution*

In accordance with the laws of the State of Delaware, the Association may be dissolved if 1) a majority of the Council adopts a resolution to dissolve the Association and 2) a majority of members votes to approve that resolution at a meeting called for that purpose. The members of the Association may vote to dissolve the Association without a resolution by the Council if all members entitled to vote consent to dissolution in writing and submit a certification of dissolution with the Delaware Secretary of State.

Upon the dissolution of this Association, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.