

BYLAWS
OF
THE IBSEN SOCIETY OF AMERICA

ARTICLE I. NAME

The name of the corporation is THE IBSEN SOCIETY OF AMERICA, normally designated in these bylaws as “the Society.”

ARTICLE II. PURPOSE

The purpose of the Society is to foster and further, through lectures, readings performances, discussions, conferences, publications, and the encouragement of research, an informed understanding of the works of Henrik Ibsen, as they have been and continue to be interpreted in written texts and produced on stage and in television, films, and other media. The Society is the Ibsen Society of *America* by virtue of its location and the citizenship of most of its members, but it is concerned with Ibsen activities throughout the world.

ARTICLE III. STATUS

The Society is a non-profit, non-political, literary and theatrical association incorporated under the laws of the State of New York. It is an Affiliate of The Society for the Advancement of Scandinavian Study (SASS). The official address of the Society is that of the elected President of the Society, or such other addresses as the Council may from time to time determine.

ARTICLE IV. MEMBERSHIP

1. The Society seeks a broad membership reflecting interest in all aspects of Ibsen’s life and work.
2. Membership shall be open to anyone upon annual payment of dues.
3. Membership shall be divided into the following categories: Regular, Student, Sponsor, Institutional, and Honorary. Dues for the Student members shall be one-half the dues for Regular Members. Sponsor member status is based on the making of a financial contribution to the Society above regular dues.
4. All members except Institutional Members are voting members of the Society.
5. The amount of annual dues to be paid by regular members shall be determined by the Council.

6. The membership year is from March 1 to the end of the following February. The treasurer shall send written notification to the members when dues are due and shall send a second notification to those members who have not renewed their membership by May 1.

ARTICLE V. MEETINGS

1. A Business Meeting shall be held annually, at the annual conference for The Society for the Advancement of Scandinavian Study, for the transaction of Society business and for hearing reports from officers of the Council.
2. The number of members present and eligible to vote shall constitute a quorum for the annual business meeting.
3. The Society shall also meet annually to discuss Ibsen's work in fulfillment of its purposes. One such meeting will be held at the conference of The SASS. Additional meetings shall be held elsewhere as determined by the Council. Topics and plans for the meetings to discuss Ibsen's work shall be determined by the Council, acting upon suggestions from its own group as well as from other members of the Society.
4. The membership of the Society may call a Business Meeting at any time by a petition of twenty members submitted to the Council.

ARTICLE IV. OFFICERS

1. The officers of the Society are the President, the Vice President, the Secretary, the Treasurer, and the Editor of the annual publication.
2. The President presides over all meetings of the Society and of the Council. He or she also represents the Society in dealings with other organizations. He or she delegates such responsibilities as will best serve the interests and purposes of the Society.
3. The Vice President assumes the duties and responsibilities of the President in his or her absence or disability. He or she performs for the Society any other duties that may be assigned by the Council.
4. The Secretary is responsible for such correspondence as may be delegated to him or her. In consultation with other officers, he or she prepares the agenda and keeps the minutes of all Council and Society meetings where business is transacted. He or she maintains an up-to-date roster of members of the Society. He or she notifies the appropriate membership of all business, discussion, special meetings and of other relevant news of interest.

5. The Treasurer collects and supervises the funds of the Society, keeping or causing to be kept complete and accurate records of receipts and disbursements in books belonging to the Society. He or she is responsible for the collection of membership dues in accordance with Article IV, item 6. He or she reports to the Council at each of its meetings, prepares an annual written report of the financial condition of the Society, distributes or arranges to have this report distributed to the membership of the Society prior to the annual business meeting, and presents the substance of this report to those attending the annual business meeting.
6. The Editor of the annual publication shall be appointed by the Council, serving at the pleasure of the majority of its members, to plan, prepare, publish, and distribute an annual journal of information and opinion on Ibsen activities throughout the world and on the annual activities of the Society. The Editor, in consultation with the Council, shall secure whatever assistance is judged necessary for this task.
7. Terms for the officers are four years. They may be elected to one additional consecutive term in the same office. (Exceptionally, in the 2003 election, the Secretary and the Treasurer will be elected to a two-year term.)
8. A vacancy in any office may be filled, for the remainder of the current term, by the President, with approval by the Council. All resignations shall be submitted in writing to the Secretary, for action by the Council. An elected officer may be removed from office upon recommendation of the Council approved by a majority of those voting members of the Society responding to a mail ballot on the matter.

ARTICLE VII. COUNCIL

1. The governance of the Society shall inhere in the Council, which shall consist of the President, the Vice President, the Secretary, the Treasurer, the Editor of the annual publication, and six Members-at-Large.
2. Members-at-Large of the Council are elected for four-year terms and may serve one additional term consecutively. (Exceptionally, in the 2003 election, three members will be elected to a two-year term.) They are elected according to the provisions for the election of officers in Article VI, items 7 and 8. Should an elected Member-at-Large vacate his or her position, the vacancy may be filled for the remainder of the term by the President, with the approval of the Council.
3. The Council shall meet at least once annually, normally in conjunction with the annual business meeting.

4. Five members, including two officers, constitute a quorum for transaction of business of the Council.

ARTICLE VIII. COMMITTEES AND DELEGATES

1. A nominating committee shall exist as a standing committee of the Society, although it shall have a different complement of members for each election. The members of the nominating committee shall be chosen by the Council.
2. The President, with approval of the Council, is empowered to create special committees to further the purpose of the Society. Their term shall not extend beyond the term of the Council of President appointing them, with the option of renewal by the succeeding President and Council.
3. Rules and procedures governing the scope and responsibilities of the individual committees shall be determined by the Council. Chairpersons of committees shall report periodically to the Council on the results of their work and, as called for, to the Society at the annual general meeting.
4. The President shall be responsible to serve as, or to select from the Council membership, a delegate upon request from any organization seeking appropriate temporary representation from the Society, or upon the discretion of the President, confirmed by the Council, that such a delegate to a conference, assemblage, or official function would be appropriate and in the best interest of the Society.

ARTICLE IX. FISCAL POLICY

1. The fiscal year shall extend from March 1 to the end of the following February.
2. Before the annual general meeting the Treasurer's Report shall be audited by a member of the Council and by an assistant appointed by him or her. At the discretion of the officers other than the Treasurer or upon the request of the membership at large, the Society may appoint a firm of accountants to audit the financial records of the Society.
3. Prior to the annual business meeting of the Society, every member shall be furnished with a written report of the business transacted by the Society during the preceding fiscal year and a statement of the receipts and expenditures of the Society during such year and of its financial condition at the end of the year.

4. All checks, drafts, demands for money, and notes of the Society and all written contracts of the Society shall be signed by such officer or officers, agent or agents, as the Council shall designate.
5. All assets, dues, earnings, and contributions accruing to the Society shall be used exclusively for its educational purposes, including payment of expenses incidental thereto. No part of the assets of the Society may be distributed to any officer, member of the Council, or any private individual. This provision shall not be construed to prohibit reimbursement of legitimate expenses incurred by members of the Society, payment of reasonable compensation for services rendered to the Society when duly authorized in accordance with these bylaws, and the payment of prizes and awards of an honorary nature.
6. Officers of the Society shall be reimbursed on demand for out-of-pocket expenditures necessary to the transaction of Society business up to a total of \$100 per annum. Expenditures by officers that exceed that limit must be approved by the Council.

ARTICLE X. MISCELLANEOUS

1. All correspondence of officers and committees shall be filed at the office of the Society for future reference.
2. The Council by its majority vote shall decide all questions of interpretation of these bylaws, recording its determination in a file for that purpose.

ARTICLE XI. AMENDMENTS

These bylaws may be amended by a two-thirds vote of the Council approved by a two-thirds vote of those voting members of the Society who participate in the balloting. The ballot shall be circulated by mail and a reasonable amount of time shall be allocated for its completion and return.

Last update 12 March 2002