

SOCIETY FOR LATIN AMERICAN STUDIES

Constitution

1. Name of the Society

The name of the association shall be the Society for Latin American Studies (hereafter the Society).

2. Objects

The objects of the Society shall be to advance and promote the study of Latin America within the United Kingdom, and in particular to:

- (a) sponsor an annual conference for Latin Americanists.
- (b) sponsor or co-sponsor such other conferences or meetings as the Society shall from time to time deem appropriate.
- (c) publish a periodical bulletin, the *Bulletin of Latin American Research* (BLAR), the ownership of the copyright to the content and title of which will be retained by the Society.
- (d) maintain a web-site for the Society and publish other publications as the Society shall from time to time deem appropriate;
- (e) co-operate with public, academic and institutional bodies which have similar interests or objectives; and
- (f) support postgraduate research students, of whatever nationality, who are registered at a UK institution of higher education and study Latin America.

3. Charitable Status

The Society shall be constituted and registered as a charity in accordance with the laws of England and Wales.

4. Government of the Society

- (a) The whole body of the members in General Meeting shall constitute the highest governing body of the Society.

(b) All the business of the Society not reserved to a General Meeting by this Constitution shall be conducted by a Committee and Officers elected in accordance with this Constitution and the Society's Standing Orders.

5. Membership

(a) Membership of the Society shall be open to any person concerned with Latin American studies.

(b) Members shall be such persons as shall have applied in due form, on condition of payment of an annual subscription (which may be at a lower rate for students in full-time or part-time education or for the unwaged).

(c) Members of the Society shall have the right:

i) to attend, initiate business, and vote at General Meetings of the Society, each member having one vote;

ii) to stand for election to the offices of the Society;

iii) to receive the publications distributed by the Society and such other privileges as the Committee may from time to time determine.

(d) Membership of the Society shall terminate where a member's subscription for the current year is in arrears. It may be reinstated at any time by immediate payment of the relevant subscription. Only members in good standing shall have the right to vote, stand for office in the Society, and receive its publications and other privileges.

6. The Officers of the Society

a) The Officers of the Society shall be the President, the Vice-President, the Secretary, and the Treasurer. The President, Vice-President, Secretary and Treasurer shall be elected in accordance with the procedure laid down in the Society's Standing Orders.

b) Officers must be ordinary Members of the Society and must reside principally in the United Kingdom and Ireland.

c) The Officers of the Society will be elected as follows:

(i) The President and Vice-President shall hold office for two years and shall not be immediately eligible for re-election to the same office.

(ii) The Treasurer and Secretary shall hold office for two years and shall be immediately eligible for re-election to the same office.

(iii) The officers shall be elected in such a way that two officers are elected in one year and two officers in the alternate year.

d) The duties of the officers are as follows:

i) The President shall:

- chair the meetings of the Society and its Committee;
- oversee the efficient functioning of the Society;
- represent the Society to other bodies and institutions;
- keep the Members of the Committee fully informed of all developments with respect to the Society.
- maintain a supervisory function over the administration of the Society's membership.

ii) The Vice-President shall deputise for the President in his/her absence and carry out such other of the President's duties as the President may request.

iii) The Secretary shall:

- keep the archives and carry on such correspondence of the Society as the President shall from time to time require;
- serve notice of such meetings as the Constitution, the Committee or the Members shall from time to time require;
- keep the minutes of the meetings of the Society and its Committee;
- administer the annual election of Officers and Committee Members;
- carry out such other duties as the Society shall from time to time deem appropriate.

iv) The Treasurer shall:

- manage such financial assets as the Society possesses;
- operate such bank accounts as the Society shall from time to time set up, on his/her own signature and, for sums over a limit that shall be determined by the Committee, that of the President;
- keep the books of the Society which s/he shall have audited annually by an independent examiner in accordance with the requirements of the Charity Commission and for presentation to the Annual General Meeting;
- present such other accounts as the Committee shall from time to time require;
- prepare annual accounts to be circulated to the Committee for its meeting held prior to the Annual General Meeting.

7. The Committee

a) The management of the affairs of the Society shall be vested in a Committee, which shall consist of all the Officers of the Society and six ordinary Members to be elected as provided below. The Committee shall also have as members ex-officio the Past President, the representative of PILAS (Postgraduates in Latin American Studies), the co-ordinating editor of BLAR (or another editor as his/her delegate), and the Organiser of the next Annual Conference. The Committee shall have the power to co-opt ordinary members in order to fill vacancies.

b) The six ordinary members of the Committee, who must be Members of the Society and reside principally in the United Kingdom and Ireland, shall be elected by the Society as laid down in the Standing Orders for its Annual General Meeting. An ordinary Member of the Committee shall hold office for a term of two years and shall be eligible for re-election.

c) The co-opted Members shall hold office until the next Annual General Meeting of the Society following their co-option.

d) The Committee shall meet at least three times a year, and at other times when convened by the President.

e) The Committee shall make Standing Orders for regulating the affairs of the Society and the Committee, and for the conduct of meetings and elections.

f) The President shall preside over the meetings of the Society and the Committee. When the President is unable to act, the Vice-President (or failing the Vice-President, any other member of the Committee designated by the President or the Vice-President) may exercise any of the functions of the President as provided in the Society's Standing Orders.

g) The Committee shall be deemed to have a quorum when at least seven voting members are present. In the event of a Committee meeting being inquorate, the President may determine that, in order to continue the business of the Society and providing that any three Officers are present, the meeting should be deemed a meeting of Officers, who will exercise their due executive authority to take any decisions deemed necessary; any non-Officers present from the Committee will be invited to remain at this meeting.

8. Meetings of the Society

a) The Society shall hold an Annual General Meeting of its Members once in each calendar year.

b) The business of the Annual General Meeting shall include:

- i) the notification of the election of officers of the Society;
- ii) the notification of the election of ordinary Members of the Committee;
- iii) the receipt of the audited accounts of the preceding calendar year;
- iv) the receipt of a general report by the Committee on the activities of the Society;
- v) the appointment of auditors;
- vi) any other business relating to the Society and its affairs.

c) The President may, or (at the request in writing of not fewer than ten Members of the Society) shall, convene an Extraordinary General Meeting to discuss any matter of which not less than twenty-eight days' notice has been given to Members.

d) Twenty-eight days' notice of every General Meeting and of the business to be transacted therein shall be given to all Members.

e) A General Meeting shall be constituted when there are present:

- i) the President or, in his/her absence, the Vice-President;
- ii) one other of the officers of the Society; and
- iii) 20 paid up members of the Society.

f) The Society shall meet at such other times as the Committee may determine. At such meetings business other than that for which the meeting has been called shall be transacted.

9. Amendment of the Constitution

a) This Constitution may be amended by a resolution approved by not less than two-thirds of the Members of the Society present and voting at a General Meeting.

b) Any proposal for an amendment of the Constitution shall be in writing, be submitted not less than twenty-eight days before the date of the General Meeting at which it is sought to move the amendment, and shall either:

- i) be submitted by the Committee; or
- ii) be supported by at least ten Members of the Society who have signified their support in writing or by email.

10. Property of the Society

a) The property of the Society, other than cash to such amounts as the Committee shall from time to time specify, which shall be under the control of the Treasurer, shall be vested in trustees who will be all the current members of the Committee.

b) In the event of the winding up or dissolution of the Society any remaining assets, after all liabilities have been discharged, shall not be paid or transferred to any member or members of the Society, but shall be transferred to some other institution or institutions having objectives similar in whole or in part to the objectives of the Society, as the members of the Society at or before the time of dissolution shall determine.

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STANDING ORDERS OF THE SOCIETY

1. Election of members

- a) Persons wishing to join the Society shall pay such membership subscription as shall have been determined by the Society at an AGM.
- b) Members will be deemed to have resigned if:
 - i) they shall have signified the same to the President (or his/her approved delegate)
 - ii) they shall have failed for one year to maintain their subscription.

2. Elections

The election of officers and ordinary members of the Committee will take place annually, prior to the Annual General Meeting, in accordance with the following procedures:

- a) Two months prior to the Annual General Meeting, the Secretary shall inform the membership, via the SLAS website and email mailing list, of the vacancies that will occur on the Committee, requesting written nominations within 21 days.
- b) All nominations for elected posts will require a proposer and seconder. The nominee, proposer and seconder must be fully paid-up members of the Society. The nominee shall have signified his/her willingness to stand.
- c) Twenty-eight days prior to the Annual General Meeting, the Secretary shall notify the members of the nominees, via the SLAS Website and email mailing lists.
- d) If for an office there is only one nominee, the office will be filled. If there is more than one, the Secretary will organise an online vote. Members will be notified of the election via email, which will include instructions on how to vote. For this, each candidate will prepare a statement of up to 200 words, outlining his/her relevant background and qualifications for the post. Online voting will close seven days before the Annual General Meeting, at which the Secretary will announce the result.
- e) The Secretary shall inform the President of the outcome of the elections, and the President shall inform the Annual General Meeting.

3. The Conduct of the Annual General Meeting (AGM)

a) The Committee shall in each calendar year, appoint a time and place for the AGM of the Society in the ensuing year.

b) Not less than 28 days prior to the AGM the Secretary shall circulate to the members:

- i) an Agenda showing what business is to be transacted
- ii) the minutes of the previous AGM
- iii) such other documents as the Committee shall determine.

c) At the AGM, the statement of accounts, as audited, for the previous calendar year, shall be presented.

d) Amendments to the Constitution shall be entertained only in General Meetings.

i) Amendments shall be entertained only when a written proposal has been submitted either by the Committee or not less than ten members who shall have signified their support for it not fewer than 28 days before the meeting.

ii) The Secretary shall keep hard copy of the proposal and shall circulate, by post or email, the text of the amendment to the members not less than 14 days before the meeting

iii) At the meeting, the President shall call for debate

iv) The meeting will then proceed to a vote

v) An amendment shall require the approval of two-thirds of the members present and voting.

e) Amendments to the Standing Orders

i) Amendments to the Standing Orders may be entertained at a duly constituted meeting of the Society and, after debate, the meeting shall then proceed to a vote.

ii) Voting on an amendments to the Standing Orders shall be by simple majority.

f) Suspension of the Standing Orders

i) Suspension of the Standing Orders shall be entertained at a duly constituted meeting of the Society.

ii) Standing Orders may be suspended only after two-thirds of the members present and voting have indicated their assent.

8 April 2016 (approved by vote of AGM, University of Liverpool)