



BYLAWS OF THE COMICS STUDIES SOCIETY

The Comics Studies Society (CSS) is an interdisciplinary learned society offering scholars and teachers (including academics, non-academic or independent scholars, instructors at all levels, and students) the opportunity to promote the critical study of comics as an art and a communicative form, improve classroom teaching, and engage in open and ongoing conversations about the media, means, and cultures of comics. The CSS defines comics broadly to include comic strips; comic books, papers, and magazines; comics albums, graphic novels, and other graphic books; webcomics and other digital formats; single-panel cartoons, including editorial and gag cartoons; caricature; animation; and other related forms and traditions. All types of sequential art, graphic narrative, and cartooning are relevant to the CSS's mission.

The CSS is a nonprofit organization founded in Ohio in 2014 and organized and operated only for charitable, education and other purposes as defined in Section 501-(c)-3 of the Internal Revenue Code of 1986, as now or hereafter amended. CSS is governed by bylaws adopted in 2014.

SECTION I—NAME

- I.1 The name of the organization shall be the Comics Studies Society. The name *Comics Studies Society* shall be considered the property and trademark of the organization. Individual members of the organization may not use the imprimatur of the Comics Studies Society, or CSS, to publicize individual work outside of the business of the organization. Should the organization be dissolved, the name *Comics Studies Society* shall be retired and not used for any subsequent business purpose.

SECTION II—PURPOSE

- II.1 The purpose of the Society shall be to foster and to promote study, criticism, and

research in Comics Studies in all its varied aspects. CSS is an organization that works best with the support of its members, and we invite students, scholars, and others interested in comics to join our community as individual or institutional members. In pursuit of its mission, CSS may enter into partnerships with other organizations that share a commitment to Comics Studies.

SECTION III—FINANCES

- III.1 The Society shall be a not-for-profit organization whose revenues shall support the aforementioned purposes within the meaning of Section 501-(c)-(3) of the Internal Revenue Code. Such sections of the Internal Revenue Code as bear on 501-(c)-(3) corporations, including 501-(c)-(3) (1954), 501 (h), 509 (a), 4942, 4941 (d), 4943 (c), 4944, 4945 (d), or corresponding provisions of any subsequent Federal tax laws, shall be presumed to define the limits of activities by the Society.
- III.2 The Society shall be financed by annual membership dues. The amount of the dues shall be determined by the Executive Board.
- III.3 The finances of the organization shall be audited each year, and the result of the audit shall be included in the annual financial report of the Executive Treasurer to the Society.

SECTION IV—MEMBERSHIP

- IV.1 Membership is open to all persons.
- IV.2 Active membership in the Society shall begin when the Executive Treasurer receives the first payment of annual dues. Any member whose dues are in arrears one month after the mailing of a second notice to the last recorded address shall be dropped from membership rolls. Members who have been thus dropped may be reinstated upon payment of one year's dues in advance. No retroactive dues, payments, or penalties shall be assessed. Only active members may vote or hold office in the Society.
- IV.3 Scholarly institutions and organizations may have institutional memberships in the Society. Universities and similar organizations interested in promoting the study of Comics Studies may become institutional sponsors.
- IV.4 The Executive Board may designate one person each year as an Honorary Lifetime Member.

SECTION V—OFFICERS

- V.1 The Executive Board consists of thirteen officers; eleven are elected and two are appointed. The eleven elected officers are the President, First Vice-President, Second Vice-President, Immediate Past President, Executive Secretary, Executive Treasurer, President of the Graduate Student Caucus, and four Members at Large. The appointed officers are the Journal Editor and the Web Editor. Any member in good standing is eligible for an office, provided that they have not held that same office in the previous six years; the exception being the offices of Executive Secretary, Executive Treasurer, and Members at Large, who can serve a total of two consecutive terms should they wish to stay on for a second consecutive term. Executive Board members cannot hold two Board positions (elected or appointed) at once, except for the Nominating Committee.
- V.2 Accession to the presidency occurs via a process of rotation that takes four years: from Second Vice- President, to First Vice-President, to President, followed by a final year of service as Immediate Past President. Thus, being elected to serve as Second Vice-President is the path to the presidency, and entails a four-year commitment. It is the Second Vice-President who is elected directly by the membership, to serve on the Executive Board for four years.
- V.3 The Second Vice-President, during her/his first year, serves as parliamentarian at Society meetings and assists the First Vice-President as necessary, with special emphasis on learning how to manage the Society's role in the annual conference and planning for such. After one year, as described in V.2 (above), the Second Vice-President succeeds to the first vice-presidency, and then the year thereafter to the presidency. Finally, s/he remains on the board as Immediate Past President for one year. If the Second Vice-President vacates the office prior to the expiration of that first year's term, the President shall, in consultation with the Nominating Committee, initiate a call for a special election to elect a replacement to be ratified by a majority vote of the membership.
- V.4 The First Vice-President, as described above, comes into office after a year as Second Vice-President and serves a one-year term before succeeding to the presidency. The First Vice-President coordinates the Society's annual conference (which through 2017 will entail partnership with the International Comic Arts Forum, as described below in VI.2), assists the President as necessary, and assumes the duties of the President in her/his absence. If the First Vice-President vacates the office prior to the expiration of the term, the Second Vice-President shall succeed to the office and serve out the unexpired term, followed by a full term as First Vice-President thereafter. However, in the event that there is no sitting Second Vice-President to succeed to the First Vice-

President's office, the President shall, in consultation with the Nominating Committee, initiate a call for a special election to elect a replacement to be ratified by a majority vote of the membership.

- V.5 The President, as described above, comes into office after a year as First Vice-President and serves a one-year term. The President presides at meetings, conducts necessary business throughout the year, convenes a meeting of the Executive Board at the annual meeting of the Society, and oversees the functions of the Society. If the President vacates the office prior to the expiration of term, the First Vice-President shall succeed to the office, serve out the unexpired term and one full year's term as President thereafter.
- V.6 The Immediate Past President continues to serve as a voting member of the Executive Board for one additional year after the completion of the presidential year.
- V.7 The Executive Secretary coordinates activities and programs for the Society, appoints program chairs for annual and special meetings, handles general correspondence, runs the elections, and takes minutes of the Executive Board's meetings. The Executive Secretary serves a three-year term and may serve a total of two consecutive terms. If the Executive Secretary vacates the office prior to the expiration of the term, the President shall, in consultation with the Nominating Committee, initiate a call for a special election to elect a replacement to be ratified by a majority vote of the membership.
- V.7 The Executive Treasurer maintains the membership list, solicits new members, collects dues, pays all bills, coordinates an annual audit, and files all necessary financial reports with external agencies. The Executive Treasurer serves a three-year term and may serve a total of two consecutive terms. If the Executive Treasurer vacates the office prior to the expiration of the term, the President shall, in consultation with the Nominating Committee, initiate a call for a special election to elect a replacement to be ratified by a majority vote of the membership.
- V.8 The sitting President of the Graduate Student Caucus, elected in accord with the caucus's own bylaws, shall serve as both liaison between the Executive Committee and that group and voting member of the Executive Committee.
- V.9 Four Members at Large provide advice and aid to the officers on an ongoing basis in carrying on the business of the Society, which includes—but is not limited to—setting fees, approving presidential appointments, and approving editorial positions. Members at Large may also serve on the Editorial Board of the Society's journal. Members at

Large serve two-year terms with two members elected each year. Each may serve a total of two consecutive terms, and may also run for another office at the expiration of her/his tenure as Member at Large. In the event of a special election for Second Vice-President, Executive Secretary, or Executive Treasurer, a Member at Large's name may appear on the ballot. If a Member at Large vacates the office prior to the expiration of the term, the President shall nominate a successor to serve out the unexpired term, to be ratified by a majority vote of the Executive Board.

- V.10 The Journal Editor coordinates, organizes, edits, and oversees the Society's peer-reviewed journal of scholarly work. The editor of the journal will be responsible for conducting those matters of the Society's journal with the approval of the Executive Board; however, appointments of members to the editorial board are at the discretion of the editor. The Editor also oversees the process by which papers are selected for the journal. The Journal Editor is appointed by the Executive Board and serves a three-year term.
- V.11 The Web Editor implements electronic communications on behalf of the Executive Board, including—but not limited to—webmastering and updating the content of the website (at least three times yearly), posting regular updates on social media, and generally assisting CSS with creating and maintaining an electronic presence that advances the Society's mission of fostering intellectual community amongst Comics Studies scholars. The Web Editor is appointed by the Executive Board and serves a three-year term.
- V.12 Past Presidents may remain ex officio members of the Board, serving in an advisory capacity at the behest of the Board if they do not seek active membership on the Board.
- V.13 A three-person Nominating Committee, chosen from among the Executive Board and appointed by the President, will be responsible for recruiting candidates for open posts to be filled on the Executive Board. In the event of a special election for Second Vice-President, Executive Secretary, and/or Executive Treasurer, the Nominating Committee may also recruit candidates from the Members at Large or the Society's general membership. Members of the Nominating Committee will serve two-year terms and may serve a total of two consecutive terms.
- V.14 The Society recognizes that both it and Comics Studies in general benefit from a diverse makeup, including diversity in scholarly discipline, professional field, career position, job niche, cultural background, and identity. The Nominating Committee is enjoined to consider diversity in its nominations, and to welcome diverse nominees

from among the Society's general membership. While representation on the Executive Board shall not be determined by a quota system, nor shall nominating and governing procedures be constrained by quota, the Society shall be guided by the principle that a diverse Executive Board and diverse Society are vitally important to the further development of Comics Studies.

SECTION VI—MEETINGS

- VI.1 An annual business meeting of the Society and its Executive Board will be held in conjunction with the annual conference.
- VI.2 Through the end of 2017, the Society shall partner with the International Comics Arts Forum (ICAF) for the Society's major conference(s), including at least one inaugural international conference and possibly others. During this period, the Chair of ICAF shall serve ex officio as a full voting member of the Society's Executive Board; conversely, the Society's First Vice-President shall serve as liaison to ICAF. After 2017, the Society shall formally re-examine its relationship to ICAF, with the possibility of further collaboration or the consolidation of the two organizations into one. The Society may partner with other conferences or organizations in the interim for specific purposes, as determined by the Executive Board: for example to sponsor individual panels, symposia, campus events, or publications. Conversely, ICAF reserves its right to partner with other organizations as it chooses.
- VI.3 The place and time of the annual business meeting shall be announced to the membership no later than nine months prior to the meeting.
- VI.4 Robert's Rules of Order, current edition, governs the conduct of meetings.

SECTION VII—PUBLICATIONS

- VII.1 The Society shall sponsor the publication of a scholarly journal and maintain an official website. Both shall be considered publications of the Society, for the benefit of the general membership. A portion of each member's dues shall be assigned to those publications to pay their costs. Each member shall receive access to such publications as are issued during the period of the membership.
- VII.2 The Editors shall make annual reports to the Society. Their files and records shall be open to the Executive Board.

SECTION VIII—ELECTIONS

- VIII.1 The Nominating Committee shall put forth the names of candidates for offices in the Society at the annual meeting of the Executive Board. In addition, any member of the Society may be nominated or self-nominated for the offices of Second Vice-President, Executive Secretary, Executive Treasurer, or Member at Large via an electronic call for nominations. In the event of a special election, the Nominating Committee shall put forth the names of candidates via an electronic correspondence.
- VIII.2 The Executive Secretary administers the election electronically. The majority vote winner in any contest wins the election.
- VIII.3 Election results and the names of officers shall be announced on the Society's website and by electronic mail.

SECTION IX—AMENDMENTS

- IX.1 Amendments to the bylaws may be proposed to the membership by a majority vote of the Executive Board or by petition with signatures of at least twenty members. Such proposed amendments shall be submitted electronically to the general membership for a vote. A majority of persons returning ballots shall determine approval or denial of the proposed amendment.

SECTION X—TRANSITIONAL EXECUTIVE COMMITTEE

- X.1 Upon ratification, a Transitional Executive Committee consisting initially of ten members will be voted into office by the signatories of these bylaws and charged with phasing in the Society's operations.
- X.2 The Transitional Executive Committee shall be headed by an Interim President, who shall serve a four-year term. The Interim President shall fulfill presidential duties as outlined above in the first year, and work in coordination with the Interim Executive Secretary to establish voting procedures to phase in a regular rotation of officers. The first election for the office of Second Vice-President shall take place during the first year after ratification, and the person elected shall fulfill the role of Second Vice-President during the second year. During that period, the Interim President shall fulfill the duties of both President and First Vice-President (as defined in Section V, above). In the third year, the rotation of vice-presidents shall begin as described in Section V; the Interim President shall simply become the President and fulfill those duties, and

then in the fourth year shall become Immediate Past President.

- X.3 The Interim Executive Secretary shall fulfill the duties of Executive Secretary outline above for a period of two years. At the end of that term, the Interim Executive Secretary would be eligible to stand for election to the office.
- X.4 The Interim Executive Treasurer shall fulfill the duties of Executive Treasurer outlined above for a period of three years. At the end of that term, the Interim Treasurer would be eligible to stand for election to the office.
- X.5 Four Members at Large will provide counsel and support as outlined above. The top two vote getters will serve a two-year term. The next two top vote getters will serve a one-year term. At the end of terms, each individual is eligible to stand for election to the office.
- X.6 The Transitional Executive Committee shall appoint the first Web Editor and Journal Editor. The first President of the Graduate Student Caucus shall join the team as soon as elected.
- X.7 The tenth member of the Transitional Executive Board shall be the Chair of ICAF, who (as noted above in VI.2) shall serve ex officio as a full voting member of the Board during the formative period lasting through the end of 2017.

SECTION XI—DISSOLUTION

- XI.1 The Society may be dissolved upon recommendation of the Executive Board and a two-thirds majority vote of the members.
- XI.2 In the event of dissolution of the Society, all assets left after the liabilities have been met shall be disposed of in a way amenable to Section 501-(c)-(3) and other pertinent sections of the Internal Revenue Code.