Proposed SSS Constitution & Bylaws
Presented by SSS Executive to GAMM 2025

Constitution of the Society for Socialist Studies/ Société d'études socialistes

NAME

The name of the organization shall be the Society for Socialist Studies/Société d'études socialistes (the "Society").

PURPOSE OF THE SOCIETY

(a) To create, foster, and publish academic and scholarly research and analysis in Canada, with particular emphasis on socialist, feminist, anti-racist and ecological points of view, regarding history, political science, political economy, sociology and other academic subjects;
(b) To organize conferences, seminars and workshops relating to same, and to publish and distribute material emanating from such conferences, seminars, and workshops;
(c) To publish educational material, including newsletters, pamphlets, magazines, and books, relating to same; and
(d) To generally dedicate itself to high quality research and the advancement of public education.

The Society shall be carried on without purpose of gain for its members, and any profits or other accretions to the Society shall be used solely to promote its objectives. The substance of this paragraph shall not be repealed or amended.

DISSOLUTION

The Society of Socialist Studies may be dissolved by a special resolution of the Membership at an Annual General Meeting. The special resolution requires a 2/3 majority vote and a special quorum of 25% of the members in good standing.

If the Society dissolves, any property and assets remaining after satisfaction of its debts and liabilities shall be transferred to (a) charitable organization(s) whose principal objective is similar to the purposes of the Society. The special resolution must indicate the selected charity.

Upon dissolution, the financial records, minutes and other important documents of the Society shall be stored at an institution that would make the files accessible to researchers. The special resolution must indicate the institution or suggest a list of appropriate institutions.

BYLAWS of the

Society for Socialist Studies/Société d'études socialistes

PART 1 – DEFINITIONS AND INTERPRETATION

Definitions

1.1 In these Bylaws:

"Society" means the Society for Socialist Studies/ Société d'études socialistes

"Executive" means the directors of the Society;

"Bylaws" means these Bylaws as altered from time to time.

Number, Gender and Headings

1.2 Words importing the singular number include the plural, and vice versa, and words importing gender include all genders.

1.3 Headings are inserted for the purposes of convenience only and shall not affect the interpretation of this Constitution or Bylaws.

PART 2 – MEMBERS

Application for membership

2.1 A person becomes a member in good standing upon agreement with the Constitution and Bylaws of the Society and the payment of membership dues. The membership year is January 1st to December 31st. Dues are not pro-rated.

Duties of members

2.2 Every member agrees to uphold the Constitution of the Society and must comply with these Bylaws.

Annual Membership Dues

2.3 From time to time, on the recommendation of the Executive, the Annual General Meeting may adjust the membership dues. Dues will recognize special rates for the precariously employed academics, undergraduate and graduate students, post-

doctoral fellows, and all low wage workers. By request of a member, the Executive may waive membership dues.

Member not in good standing

2.4 A member is not in good standing when annual membership dues have not been received. Good standing is returned upon payment of the dues.

Member not in good standing may not vote

2.5 A member who is not in good standing

(a) may not vote at a General Meeting, and

(b) may not hold office or be a member of any Society committees.

Termination of membership if member not in good standing

2.6 A person's membership in the Society is terminated if the person is not in good standing for 6 consecutive months.

Local Chapters

2.7 The Society welcomes the formation of chapters to advance its purpose as outlined in the Constitution and Bylaws.

(a) Any number of members may form a chapter. The Chapter will be recognized if it includes a minimum of five members, subject to approval of its application by the Executive.

(b) The activities of Chapters shall be compatible with the purpose of the Society for Socialist Studies as described in 2a.

(d) The recognition of Chapters may be withdrawn by the Members at a General Meeting or Executive meeting for activities not conducive to the interests of the Society.

(e) The Society will aid the coordination of Chapter activities.

PART 3 – GENERAL MEETINGS OF MEMBERS

General Meetings

3.1 Time and Place of General meeting

a) A General Meeting must be held annually at a time and, if applicable, place, the Executive determines to ensure the fullest participation of members.

b) The Annual General Meeting will be held during the SSS Annual Conference, or if an Annual Conference does not convene, no later than June 30. Meetings will

be conducted in-person, hybrid (online/in-person) or entirely online as circumstances permit or require.

c) The members gathered at a General Meeting are the ultimate authority in all matters concerning the activities of the Society for Socialist Studies.

Notice of special business

3.2 A notice of a General Meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Chair of General Meeting

3.4 The following individual is entitled to preside as the chair of a General Meeting:

(a) the individual, if any, appointed by the Executive to preside as the chair;

(b) if the Executive has not appointed an individual to preside as the chair or the individual appointed by the Executive is unable to preside as the chair,

(i) the president,

(ii) the vice-president, if the president is unable to preside as the chair, or

(iii) one of the other Executive in attendance at the meeting, if both the president and vice-president are unable to preside as the chair.

Alternate chair of General Meeting

3.5 If there is no individual entitled under these Bylaws who is able to preside as the chair of a General Meeting within 15 minutes from the time set for holding the meeting, the voting members who are in attendance must elect an individual present at the meeting to preside as the chair.

Quorum required

3.6 Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a General Meeting unless a quorum of voting members is in attendance.

Quorum for General Meetings

3.7 The quorum for the transaction of business at a General Meeting is 15 voting members or 10% of the eligible voting members and in good standing, whichever is less.

Lack of quorum at commencement of meeting

3.8 If, within 30 minutes from the time set for holding a General Meeting, a quorum of voting members is not in attendance,

(a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and

(b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and, if applicable, place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

If quorum ceases to be present

3.9 If, at any time during a General Meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum in attendance or until the meeting is adjourned or terminated.

Adjournments by chair

3.10 The chair of a General Meeting may, or, if directed by the voting members at the meeting must, adjourn the meeting from time to time and, if applicable, from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Notice of continuation of adjourned General Meeting

3.11 Seven (7) days notice to all members for whom the Society has a working email address is required for a continuation of an adjourned General Meeting or of the business to be transacted at a continuation of an adjourned General Meeting, except that two weeks notice of the continuation of the adjourned meeting must be given when a General Meeting is adjourned for 30 days or more.

Order of business at General Meeting

3.12 The order of business at a General Meeting is as follows:

(a) elect an individual to chair the meeting, if necessary;

(b) determine that there is a quorum;

(c) approve the agenda;

(d) approve the minutes from the last General Meeting;

(e) deal with unfinished business from the last General Meeting;

(f) if the meeting is an Annual General Meeting

(i) receive the Executive's report on the financial statements of the Society for the previous financial year, and the auditor's report, if any, on those statements,

(ii) adopt a budget for the next fiscal year,

(iii) receive any other reports of Executive activities and decisions since the previous Annual General Meeting,

(iv) elect or appoint directors, and

(v) appoint an auditor, if any;

(g) deal with new business, including any matters about which notice has been given to the members in the notice of meeting; and then

(h) terminate the meeting.

Methods of voting

3.13 At a General Meeting, voting must be by a show of hands or another method that adequately discloses the intention of the voting members. Prior to the vote being taken, any voting member may request a secret ballot. The Chair of the meeting may utilize a secret ballot at their discretion. All online or hybrid meetings must also have the ability to hold a secret ballot electronically.

Announcement of result

3.14 The chair of a General Meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

Proxy voting not permitted

3.15 Voting by proxy is not permitted.

Ordinary and Special Resolutions

3.16 A matter to be decided at a General Meeting requires a simple majority unless the matter is required by these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution.

3.17 Amendments to the Constitution of the Society must be decided by special resolution requiring a two-thirds vote of members present and voting at a General Meeting. Amendments to the Bylaws of the Society must be decided by special

resolution requiring a two-thirds vote of members present and voting at a General Meeting.

All special resolutions must be circulated to members at least thirty (30) days before an Annual General Meeting or fourteen (14) days before a General Meeting.

Rules of Order

3.18 "Robert's Rules of Order" will be used for all General Meetings.

PART 4 –EXECUTIVE

Number of Members on Executive

4.1 The Executive must have no fewer than three (3) members. Every effort will be made to fill all vacancies through the mechanism outlined in these Bylaws.

Election or appointment of Executive

4.2 At each Annual General Meeting, the voting members will elect Executive positions that are vacant.

The Executive will issue a call for nominations thirty (30) days before the Annual General Meeting for all open Executive positions. Nominations will also be accepted from the floor at the Annual General Meeting.

A member of the Executive not seeking re-election will oversee the elections. The election of all positions will be conducted by secret ballot by members in attendance at the Annual General meeting

Executive may fill casual vacancy on Executive

4.3 The Executive may appoint a member in good standing to fill a vacancy that arises when more than four (4) months remains in the term or if no nominations are received at the Annual General Meeting. Vacancies of less than four (4) months will remain open until the next Annual General Meeting.

Term of appointment of Executive member filling casual vacancy

4.4 A member appointed by the Executive to fill a vacancy ceases to be an Executive members at the next annual general meeting.

PART 5 – EXECUTIVE MEETINGS

Calling Executive meeting

5.1 An Executive meeting may be called by the president or by any two (2) executive members.

Notice of Executive meeting

5.2 At least seven days' notice of an Executive meeting must be given unless all the Executive members agree to a shorter notice period.

Proceedings valid despite omission to give notice

5.3 The accidental omission to give notice of an Executive meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

Conduct of Executive meetings

5.4 The Executive may conduct their meetings and proceedings as best facilitates their mandate and work.

Quorum at Executive meetings

5.5 The quorum for the transaction of business at an Executive meeting is 50%+1 of all filled Executive positions.

PART 6 – EXECUTIVE

Election or appointment to Executive positions

6.1 Members may be elected to the following Executive positions:

President, Vice-President, Secretary, Membership Secretary, Treasurer, three (3) Members-at-Large, two (2) post-secondary students and/or youth representatives, and two (2) scholar-activist representatives. The Journal Editor and Conference Committee Chair will be voting ex-officio members of the Executive. A member under the age of 30 years may qualify as a "youth".

6.2 All members who are elected to positions on the Executive will serve a two-year term.

6.3 Duties of Executive Members

(a) The president is the chair of the Executive and responsible for coordinating the overall work of the Executive.

(b) The vice-president is the vice-chair of the Executive and responsible for

carrying out the duties of the president if the president is unable to act.

(c) The secretary is responsible for carrying out, or making the necessary arrangements for carrying out, the following:

(i) issuing notices of Executive and General Meetings;

(ii) taking minutes of Executive and General Meetings;

(iii) keeping the records of the Society in accordance with provincial non-profit or federal charity regulations.

(d) In the absence of the secretary, another member of the Executive will act as secretary at the meeting.

(e) The treasurer is responsible for carrying out, or making the necessary arrangements for, the following:

(i) receiving and banking monies collected from the members or other sources;

(ii) keeping accounting records in respect of the Society's financial transactions;

(iii) preparing the Society's financial statements;

(iv) making the Society's filings respecting taxes;

(v) filing the annual reports of the Society and any other required filings.

(f) The Membership Secretary shall maintain and update the membership list as well as develop strategies to retain, expand and diversify membership to stabilize and increase membership and donation revenues. The Membership Secretary will ensure compliance with all relevant privacy legislation and protection of members' data. To assist with this work, the Membership Secretary shall recommend some members in good standing to be appointed by the Executive to a membership committee, with that committee chaired by the Membership Secretary.

(g) Three (3) Members-at-Large shall contribute to the Executive's deliberations and oversight and take up special tasks by mutual agreement with the rest of the Executive.

(h) Two (2) post-secondary student or youth representatives shall contribute to the Executive's deliberations and oversight and take up special tasks by mutual agreement with the rest of the Executive.

(i) Two (2) scholar/activist representatives shall contribute to the Executive's deliberations and oversight and take up special tasks by mutual agreement with the rest of the Executive.

PART 7 – JOURNAL, CONGRESS AND HIVE

7.1 JOURNAL EDITOR AND EDITORIAL BOARD

(a) The Journal Editor and Editorial Board shall produce the Society's Journal: *Socialist Studies / Études socialistes.*

(b) The Journal Editor or Editorial Team will be appointed by the Executive for a term of three (3) years. Not less than six (6) months prior to a Team's or Editor's end of term, the Executive will issue a call for expressions of interest. The appointment of a new Editor or Editorial Team will be completed before March 31. Nothing precludes an Editor or Editorial Team from seeking successive appointments. If an Editorial Team is appointed, one (1) member of the Team will serve on the Executive.

(c) The Executive will approve the Journal Editorial Board on the advice of the Journal Editor or Team. Nominations for the Editorial Board are open to members in good standing.

7.2 THE HIVE

(a) The Hive shall consist of members in good standing who may be identified at the Annual Membership Meeting.

(b) Any Society member is eligible to be a member of the Hive.

(c) Members can be appointed to the Hive at any time by the Executive.

(d) The Hive will act as an advisory committee to the Executive and provide information about past practices while serving as a discussion forum to help in the Executive's operation of the Society.

(e) Normally, the Hive will communicate through e-mail or on-line video conferencing.

7.3 CONFERENCE COMMITTEE

(a) The Conference Committee shall organize an annual Society conference, including issuing a Call for Papers, establishing a conference program, and organizing conference logistics. At each Annual General Meeting, after elections, the Executive will ask for volunteers to serve on the Conference Committee. A meeting will convene immediately following the Annual Membership meeting of those interested in serving on the Conference Committee. This meeting will be chaired by the President of the Society and the purpose will be to form a Steering Committee and to elect the Conference Chair(s).

(b) If no one volunteers at the Annual Meeting, the Executive will form the committee by July 1.

(c) Once formed, the Conference Committee is encouraged to expand its membership by seeking additional volunteers.

(d) The Conference Committee will report to the Executive through the Conference Chair, and the Conference budget will be approved by the Executive. In the event that there are co-chairs, one will serve as the voting member of the Executive.

PART 8 – REMUNERATION AND CONTRACTS

Remuneration of Executive

8.1 The Society will not pay any member of the Executive for their services. From time to time, the Executive may consider paying an honorarium to a member of the Executive for work not associated with their position.

Signing authority

8.2 A contract or other record to be signed by the Society must be signed on behalf of the Society.

(a) The president, vice-president, treasurer and membership secretary will all be signing authorities of the Society;

(b) normally, the treasurer and president are the primary signatories for the Society

(c) if the president is unable to provide a signature, the treasurer and the vice president may sign, or

(d) if the treasurer and president are unable to provide signatures, by any two (2) authorized signatories.