

## Appendix D

### CTSA CONSTITUTION AND BY-LAWS

Below is printed a complete text of the CTSA Constitution and By-Laws, which incorporates all the changes originally made in 1981 for the sake of insuring that the language of the document would be inclusive. Two of these changes were mistakenly not made in the last lines of Article I when the document was reprinted in the 1982 Directory, and this article has now been corrected. The text below also includes a new Section 3 for Article V of the By-Laws, which was adopted in 1985 to provide for the Committee on Resolutions.

#### CONSTITUTION AND BY-LAWS OF THE CATHOLIC THEOLOGICAL SOCIETY OF AMERICA

##### CONSTITUTION

###### ARTICLE I—NAME AND PURPOSE

This association shall be known as THE CATHOLIC THEOLOGICAL SOCIETY OF AMERICA. Its purpose, within the context of the Roman Catholic tradition, shall be to promote studies and research in theology, to relate theological science to current problems, and to foster a more effective theological education, by providing a forum for an exchange of views among theologians and with scholars in other disciplines. In this way the Society seeks to assist those entrusted with a teaching ministry of the Church, to develop in the Christian people a more mature understanding of their faith, and to further the cause of unity among all people through a better appreciation of the role of religious faith in the life of human beings and society.

###### ARTICLE II—MEMBERS

1. Membership in the Society shall be either active, associate, or honorary.
  - (a) Active membership is open to those who possess the doctoral degree in theological or related studies, and who are or who have been actively engaged in teaching or research in the sacred sciences. In exceptional cases the Committee on Admissions may recommend for active membership those whose education and scholarly achievements could be considered as meeting the standards customarily demanded for the doctorate.
  - (b) Associate membership is open to those who have completed at least the course requirements for a doctoral degree in theology or religious studies.
  - (c) Honorary membership is conferred, upon recommendation of the Board of Directors, by vote of the active membership present at the annual business meeting in recognition of special services to the Society.

2. Candidates for membership, upon recommendation of the Committee on Admissions, are admitted to active and associate membership in the Society by the vote of the active members present at the annual business meetings.
3. The annual dues for all members shall be determined by the Board of Directors and are payable in advance on January 1st of each year. The fiscal year of the Society shall end on the 31st day of December of each year.
4. The dues of new members shall begin with the year of enrollment.
5. Membership is presumed to be continuous. Nonpayment of dues for a period of three years will be considered as equivalent to resignation from the Society.
6. Nothing in this article shall be construed in such a manner as to exclude anyone admitted to the Society before adoption of this Constitution.

#### ARTICLE III— OFFICERS AND THEIR ELECTION

1. The officers shall consist of a President, a President-elect, a Vice-President, a Secretary, a Treasurer. This shall be the order of succession of officers in the case of absence or disability.
2. The Board of Directors shall consist of the officers of the Society— namely, the President, President-elect, Vice-President, Secretary, and Treasurer—and five (5) other Directors elected as provided in Section 3 of this Article.
3. Elections and voting in general shall be governed by the following provisions.
  - (a) Active members alone shall be eligible to vote and to hold office. Election to office shall be by a simple majority vote of those present at the annual business meeting. The officers shall be elected for a term of one year. The President-elect shall automatically succeed to the presidency. The Vice-President shall automatically succeed to the presidency-elect. The Vice-President shall automatically become a member of the Board of Directors for a one-year term. Annually two other members shall be elected to the Board of Directors for a term of two years. In the event that the Vice-President or the President-Elect or retiring President are unable or unwilling to succeed to the offices indicated above, another member shall be elected in their stead.
  - (b) If any vacancy shall occur among the Directors, by reason of death, resignation accepted by the Board, or otherwise, such vacancy may be filled by a two-thirds majority vote of the remaining Directors. Any such vacancy may also be filled by a majority vote of the active members of any business meeting of the Society.

#### ARTICLE IV— MEETINGS OF THE SOCIETY

1. The regular meeting of the Society shall be held each year at a time and place to be designated by the Board of Directors.
2. Special meetings of the Society may be called by the Board of Directors. Upon the written petition of one-fourth of the total active membership, a special meeting of the Society shall be called by the President. Notice of a special meeting shall be mailed by the Secretary to the active membership at least fifteen (15) days in advance.
3. At the business meetings of the Society the active members present shall constitute a quorum.

## ARTICLE V— COMMITTEES

1. The President shall annually appoint a Committee on Nominations which shall consist of three (3) members. This committee shall make nominations for all the elective officers of the Society as provided for in the Constitution and By-Laws.
2. The President shall appoint a Committee on Admissions to consist of five (5) members of the Society who are not members of the Board of Directors, except the Secretary of the Society, who shall be *ex officio* member of this committee. This committee shall examine the credentials of those applying for active and associate membership and recommend those who qualify to the vote of the membership at the annual business meeting.
3. The President, with the approval of the Board of Directors, shall appoint annually a special Award Committee to select the recipient of the John Courtney Murray Award for Distinguished Achievement in Theology.
4. The President shall appoint such committees as the general welfare of the Society demands. These committees, with the exception of the Committee on Nominations, shall be at all times responsible to the Board of Directors.

## ARTICLE VI— AMENDMENTS

This Constitution may be amended at any business meeting of the Society by a two-thirds affirmative vote of the active members present. Notice of such proposed amendment, with copy thereof, shall be mailed to the entire active membership of the Society not less than one month in advance of such meeting.

## BY-LAWS

## ARTICLE I—DUTIES OF OFFICERS

1. The President shall preside at meetings of the Society and of the Board of Directors. The President shall have power, when authorized by the Board of Directors, to enter into contracts on behalf of the Society.
2. The President-elect or if the President-elect is unable, the Vice-President at the request of the President, or in the event of the absence or disability of the same, shall perform the duties of the office of the President.
3. The Secretary shall, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Board of Directors.
4. The Treasurer shall, in general, perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Board of Directors.
5. For the proper conduct of the business of the Society and for the better achievement of its stated purposes, the Board of Directors may appoint an executive secretary who may or may not be the elected Secretary of the Society.

## ARTICLE II—THE BOARD OF DIRECTORS

1. The Board of Directors shall meet for the transaction of business semiannually at such place and time as they may choose. Special meetings may be called at any time by the President or any three (3) Directors, provided the call gives

- fifteen (15) days' notice and specifies the nature of the business to be brought up at such special meetings, together with the hour, day, and place thereof.
2. A quorum of the Board of Directors shall consist of five (5) members of the Board, provided that at least three (3) of the five shall be Directors who are not at the same time officers of the Society, and provided that at least one (1) of the five shall be an officer of the Society.
  3. Voting in meetings of the Board of Directors, except in the instance referred to in Article III, Section 3b of the Constitution of the Society, shall be by a simple majority.
  4. The Executive Secretary may attend the meetings of the Board of Directors without the right to vote in this capacity.

#### ARTICLE III—PUBLICATIONS

1. The *Proceedings* of the regular annual meetings shall be published and distributed annually to all members of the Society.
2. The editor of the *Proceedings* shall be appointed by the President in consultation with the Board of Directors.
3. The President, in consultation with the Board of Directors, shall appoint a contributing editor for the *Bulletin of the Council of Societies for the Study of Religion*.
4. As the occasion warrants, the Board of Directors shall determine whether other publications are necessary or desirable to achieve the purposes of the Society.

#### ARTICLE IV—REGIONS

The Society approves and encourages the formation and development of regional meetings and activities of its members in accord with the purposes of the Society. The members of a given region may elect their own chairperson or petition the President to appoint one.

#### ARTICLE V—RULES OF PROCEDURE

1. The rules contained in the current edition of *Robert's Rules of Order Revised* shall govern the Society in all cases to which they are applicable, and in which they are not inconsistent with the Constitution or By-Laws of this Society.
2. In elections held in accordance with Article III, Section 3 of the Constitution of the Society, the procedures and restrictions of *Robert's Rules of Order Revised* shall be followed, except that if no majority be obtained after two ballots, the candidate obtaining the lowest number of votes on the second ballot shall be dropped from the third ballot; and if no majority be obtained after three ballots, the two candidates with the highest number of votes on the third ballot shall alone be eligible for the fourth ballot, unless one of them withdraws, in which case the next highest shall be considered eligible and so forth.
3. Resolutions to be proposed for adoption by the Society shall usually be transmitted to the Committee on Resolutions. The Committee shall consist of at least three (3) active members of the Society. The Vice-President shall chair the Committee. The President shall appoint the other members of the Committee.
  - (a) Any member of the Society can transmit to the Committee a proposed resolution. The resolution should be accompanied by a clear account of the facts of the matter and by an explanation of the reasons for its adoption. It

shall be received by the Chairperson of the Committee at least fifteen (15) days before the beginning of the Annual Meeting of the Society and shall be considered by the Committee before the business meeting of the Annual Meeting of the Society. If the resolution is approved by the Committee, it will be placed on the agenda of the business meeting.

- (b) Any proposed resolution which has not been received by the previously mentioned deadline, but which has been received at least twenty-four (24) hours prior to the beginning of the business meeting of the Annual Meeting of the Society, and which has been unanimously approved by the Committee, will be placed on the agenda of the business meeting.
- (c) Any proposed resolution which has not been approved by the Committee or any other resolution from a member can be placed on the agenda, if its being so placed is approved by one-third (1/3) affirmative vote of those active members of the Society present and voting at the business meeting. The motion to put the proposed resolution on the agenda shall be nondebatable.

#### ARTICLE VI— AMENDMENTS

These by-laws may be amended by vote of the majority of the members present and voting at any business meeting, provided that the proposed amendment was included in the call to the meeting, or was submitted at the previous annual meeting, or is recommended by a two-thirds vote of the Board of Directors.