

# Accounting Historians Notebook

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## By-laws; The Academy of Accounting Historians

Academy of Accounting Historians

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### I. Objectives

1. The purpose of this not-for-profit organization, name The Academy of Accounting Historians, is to encourage research, publication, teaching and personal interchanges in all phases of accounting history and its interrelation with business and economic history including the environment within which they developed.

### II. Membership

1. There shall be two classes of members: regular and life. The amount and type of annual dues and payment schedule will be proposed by the Board of Trustees and ratified by the membership. All members shall be entitled to full voting and other privileges pertaining to The Academy.

2. Any person supporting the purposes of The Academy will be enrolled as a regular member upon payment of annual dues to the Secretary or other authorized representatives of The Academy. The Board of Trustees shall have powers to regulate membership as to admission and discipline.

3. Scholars of distinction in accounting history may be designated life members. Selection of such members, shall be made by a committee of members and Trustees appointed by the President of The Academy and its recommendations shall be subject to approval by the Board of Trustees. Dues of life members shall not exceed 50% of those paid by regular members.

4. A member deficient in payment of dues will be held to be "not in good standing."

### III. Officers and Trustees

1. The Academy shall have the following elective officers: a President, two Vice-Presidents (1st Vice-President and 2nd Vice-President) and a Secretary and a Treasurer, each elected for one-year terms, commencing on the first day of January following the election.

2. There shall be a Board of Trustees. The number of Trustees shall not be less than five nor more than eighteen. Such Trustees shall consist of the officers named above in Section III, Paragraph 1, and members elected by the general membership as nominated in Section III, Paragraph 3. The terms of office of Trustees who are not officers shall be three years with at least two to be elected each year. The details of initial election and tech-

nique for initial succession are to be designated by the President serving at time of incorporation. In any event, a Trustee should stand election at least once each three years, excepting past presidents. Each retiring President of The Academy shall, upon election of his successor, become a member of the Board of Trustees for a term of three years. The President may appoint interim Trustees to fill vacancies created by departure of any Trustee during the Trustee's term of office.

3. Each year the President shall designate a nominating committee. The nominating committee shall present to the Secretary of The Academy the nominations for the offices of President, Vice-Presidents, Secretary and Treasurer, and nominations for Trustee positions to be filled, all nominees to be members in good standing of The Academy at least three weeks before the annual meeting. Nominations may also be made from the floor in accordance with *Robert's Rules of Order* (Newly Revised).

4. Election of officers will be held at the conclusion of the annual business meeting. Proxy votes are limited to one certified proxy per member in good standing in attendance. The results of the election shall be certified and announced by the Secretary. The Secretary shall certify proxies prior to the start of the meeting.

### IV. Duties of the Officers and Trustees

1. The President of The Academy shall preside at meetings of The Academy and of the Board of Trustees. In case of the President's disability or absence, these duties shall be discharged by a Vice-President according to numerical order. Standing and Special committees, to include the task specification and the membership, shall be appointed by the President.

2. The Vice-Presidents shall undertake whatever functions are deemed appropriate by the President of The Academy.

3. The Secretary shall keep the records of The Academy, the minutes of general meetings and the Treasurer shall receive and have custody of the funds of The Academy.

4. The Trustees shall have responsibility and authority to approve all disbursements in excess of \$1,000 unless other-

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wise authorized by special resolution of the Trustees. They may accept, renew and propose research, teaching and seminar projects in keeping with the objectives of The Academy. The Board of Trustees shall fill vacancies in the list of offices and may adopt any rules and regulations for the conduct of its business not inconsistent with these by-laws. It shall act as a committee on time and place of meetings, and perform such other duties as The Academy may delegate to it. A quorum shall consist of five Trustees, with the provision that action taken at any meeting not attended by the majority of the Trustees shall be confirmed through a majority correspondence received from the Board of Trustees.

5. An adequate record of funds is to be maintained by the Treasurer. An annual report shall be prepared and reported by the Treasurer to the membership each year in the appropriate fashion. An examination of the financial records will take place as deemed necessary by the Trustees.

#### V. Meetings

1. The annual and any other meetings of The Academy shall be held at such time and place as shall be determined by the Trustees. Notice of such time and place shall be given to members, by mail or otherwise, before such meetings, unless other means of satisfactory notice can be applied. Such notice should include an agenda. A quorum at such duly called meetings shall consist of those members present or represented by appropriate proxy.

2. Special meetings of The Academy may be called at such time and place as may be determined by a resolution of the Board of Trustees.

3. Meetings of the Board of Trustees or the officers of The Academy shall be called by the President of The Academy or at the request of any four Trustees, all announcements of meetings shall be through the office of the Secretary.

4. The program for the annual meeting of The Academy shall be the responsibility of the President. An agenda of all meetings should be reported to members at a reasonable time before the annual meeting.

5. For purposes of conducting all general and special meetings of the organization, *Robert's Rules of Order* (Newly Revised) will apply wherein the by-laws do not specify procedure. A parliamentarian will be appointed by the officer presiding at each meeting.

Trustees during the year shall be reported at the next annual business meeting of The Academy.

#### VI. Amendments

1. Amendments to these by-laws may be submitted at any time by any member to the President and by the President submitting to the Trustees at their next regular meeting for approval or disapproval. Amendments shall be adopted if so voted by a plurality of the membership of The Academy in attendance (Article V, 1), or at the discretion of the Trustees, by a majority vote of all voting members through a poll by mail. Amendments shall go into effect as soon as the results of polls are approved and reported at a regular annual business meeting.

2. Every member of The Academy is encouraged to submit suggestions and recommendations for the improvement and expansion of the activities of The Academy to the Trustees or the officers in writing or from the floor during meetings of The Academy.

#### VII. Discipline

1. The Trustees are empowered to discipline any member who has not fulfilled his obligation to advance the purposes of The Academy. In all cases the member shall be properly notified of the prospect of action against him and afforded an opportunity to present his position.

#### VIII. Selection of Directors

1. The Trustees of The Academy shall select and/or elect the Directors of The Academy of Accounting Historians as incorporated under the laws of the State of Alabama, for every period as necessary, except that the initial directors for purpose of incorporation shall be S. Paul Garner, W. Baker Flowers and Gary John Previts, all residents of the State of Alabama. The office Corporate agent shall be Gary John Previts. The agent shall represent the corporation with regard to corporate legal matters and shall serve as a trustee.

#### IX. Compensation

1. Officers, Trustees, Directors and members of standing committees shall not be compensated for services. Persons employed on a wage or salary basis to perform administrative or other duties shall be governed by Article IV, Section 4.

Revised and Approved by the Membership  
August 21, 1978