

CONSTITUTION and BY-LAWS

HAITIAN STUDIES ASSOCIATION

Article 1. Name and Status

1. The name of this organization shall be The Haitian Studies Association, hereafter designated as “HSA”.
2. It shall be a nonprofit corporation that shall qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the United States Internal Revenue Code of 1954.
3. HSA is an independent, non-partisan scholarly and professional association.

Article II. Purpose

HSA fosters intellectual discussion, scholarly research, and teaching on Haiti, Haitians, and the Haitian Diasporas. HSA encourages civic engagement through network building, publications, and public debate.

Article III. Membership

1. Membership in HSA is open to anyone with a scholarly or other professional interest in Haitian studies, irrespective of academic discipline, profession or occupation, ideological persuasion, gender and/or sexual orientation, national or ethnic origin, or place of residence.
2. Membership fees shall be established and determined annually by the Board of Directors.
3. Members of HSA shall be entitled to vote, hold office for which they are eligible, participate in affairs of HSA, and receive publications as provided through the dues paid.
4. Only members in good standing shall be eligible to vote and to serve on the Board of Directors, as officers of HSA, or as members of committees. Student members, who shall enjoy voice and vote in the conduct of HSA, are defined as individuals who are pursuing a degree at an academically accredited university or college.

Article IV. Board of Directors

1. The Board of Directors shall administer the affairs of Haitian Studies Association (HSA).
 - a. The Board of Directors shall consist of no fewer than 7 (nine) and no more than 13 (thirteen) voting members (President, Vice President, Treasurer, Secretary, and elected members, including a student representative), and the following non-voting ex-officio members including, the HSA Executive Director, the Immediate Past President, the Editor of the The Journal of Haitian Studies, and if appointed, a Legal Advisor and a Conference Program Chair, if different from the Vice-President.
 - b. The terms of the elected members shall be for three years. Contingent on the number of

vacated positions, new members shall be elected every year electronically or by paper ballot at the annual meeting as prescribed in the By-Laws.

2. The Board of Directors shall carry out HSA's mission, purposes and goals, and promote its professional interests. The Board must also ensure that ties are maintained with Haitian academic institutions.

3. The Board of Directors shall oversee the business of the HSA, manage its properties, receive gifts, grants, and donations; approve and implement annual budgets, and take all the necessary actions in the interest of HSA.

4. The Board of Directors shall teleconference at least four times per year or as frequently as the interests of HSA dictate, and meet at least twice a year in person. The President is empowered to call meetings of the Board of Directors, and is required to do so on the petition of four board members. The Executive Director can formally request a meeting of the Board of Directors.

5. The Board of Directors is authorized to call meetings of the general membership.

Article V. Officers

1. The officers of HSA shall be a President, a Vice President (i.e., the President Elect), a Secretary and a Treasurer.

2. The President shall serve a one-year term following the annual conference. The President is HSA's Chief Executive Officer and provides leadership and direction for HSA. The President is HSA's official representative and spokesperson before other institutions, groups or individuals. The President shall serve as Chairperson of the Board of Directors. The President shall convene and preside over Board meetings and the annual business meeting. The President, with the advice and consent of the majority of the Council members, shall appoint such committees as specified in the By-Laws. The President also appoints any Task Force Committee deemed necessary to carry out HSA's mission and goals. At the end of his/her term, the President along with the Executive Director shall submit a final report to the Board of Director on the conference and activities of HSA.

3. The Vice President, elected by the membership, shall serve in that capacity for a term of one-year following the Annual Conference. Upon completion of his/her term, she/he shall become the President. The membership of the Association shall elect a new Vice President every year, by email ballot (or if necessary at the first two days of the Annual Conference), according to the procedures prescribed in the By-Laws. The Vice-President assists the President in the functioning and management of the organization and serves as Program Chair for the annual conference.

4. The Board of Directors shall appoint a Treasurer and a Secretary, who would each serve a one-year term, renewable up to three years.

The Treasurer, appointed by the Board of Directors, is the officer principally concerned with financial oversight of HSA. The Treasurer advises on all financial policies and related matters. The Treasurer ensures fiscal compliance and provides oversight in the preparation of the budget and annual financial report of HSA for review by the Board of Directors and presentation to the membership. The Treasurer leads the fundraising efforts for HSA and must possess accounting and/or financial management knowledge or expertise.

The Secretary, appointed by the Board of Directors, records and executes all legal papers, documents, or instruments of the HSA, as authorized by the Board of Directors. The Secretary ensures that minutes are taken, filed and distributed. Along with the Executive Director, the Secretary ensures that all documents are filed with the office, recorded and preserved.

5. In the event of the absence, death, resignation, or incapacity of the President, her/his duties shall fall upon the Vice President, who shall serve as President through the current and succeeding year. All other members of the Board who for any reason are unable to serve (including the Vice-President) will be replaced by vote of the majority of the board until elections take place.

6. The Board of Directors shall appoint an Executive Director who shall serve at the will of the Board, under the terms and conditions agreed upon by the Board and the Executive Director. She/he shall implement policies and programs as prescribed by the Board of Directors and/or the membership. The Executive Director shall execute decisions made by the Board and make disbursement of funds for operational expenses and authorized major expenses. The Executive Director shall supervise the work of the Secretariat. The Executive Director in consultation with the Treasurer shall prepare the budget and annual financial report of HSA for review by the Board of Directors and presentation to the membership. The Executive Director along with the outgoing President shall submit a final report to the Board of Directors on the conference and activities of HSA for the prior year.

8. The Executive Committee is composed of the President, Vice President, Secretary, Treasurer, and Executive Director, in an ex-officio capacity. The immediate Past President serves in an advisory capacity. The Executive Committee meets as necessary and provides guidance to the President and the Executive Director. The Executive Committee may also consult, as necessary, with an Ad-hoc advisory council of former Presidents.

9. To limit its liability, HSA will carry non-profit insurance.

Article VI. Annual Financial Report

There shall be an annual financial report of the accounts and activities of HSA prepared by the Executive Director and presented to the Board of Directors and to the membership during the Fall Conference. A mid-year report will also be submitted to the Board. If deemed necessary, the Board of Directors may commission an external financial review.

Article VII. Amendments

Amendments to this Constitution may be proposed by two-thirds of the membership of the Board of Directors, or by a petition of twenty-five members in good standing whose dues are current. Ratification of such amendments shall require approval of a majority of those members who vote within thirty days following the distribution of ballots to all members, either in person, on the official website or by emailing. The date by which ballots must be received will be printed on the ballot or announced on the website. The Executive Director is responsible for the distribution, counting, and reporting of results to the Board of Directors and to the membership. More than one person should be present for counting the ballots.

Article VIII. The Journal of Haitian Studies

The Journal of Haitian Studies (JOHS) is the official publication of the Haitian Studies Association. JOHS is a refereed journal headquartered, published, and managed by the University of California, Santa Barbara. The Haitian Studies Association's current membership fee includes a subscription to the journal. The Editor of JOHS or his/her designated representative presents a report to the HSA Board of Directors and to the membership at its annual meeting.

Article IX. Ethics and Professional Conduct

It is incumbent upon all members to carry out their professional duties in ways that convey respect for the integrity of HSA as an organization and to uphold the status and rights of all members regardless of gender identity and expression, age, sexual orientation, nationality, ethnicity, race, or religious beliefs and practices.

BY-LAWS

Article I. Nominations

1. A Nominations and Elections Committee of no fewer than three persons, and no more than five, shall be appointed by the Board of Directors every year to select and vet candidates for Vice President and members of the Board of Directors. The Committee will be appointed at least eight weeks prior to the scheduled elections. One member of the current Board of Directors shall serve on the Nominations Committee as liaison with the Board.

a. In constituting the Nominations and Elections Committee, the Board of Directors shall allow for geographic diversity, range of disciplines and academic ranks. Article IX of the present document, as well as any other priorities identified by the Board shall also govern

the appointment of the Nominations and Elections Committee.

b. The Nominations and Elections Committee shall propose electoral candidates for vacant positions on the Board of Directors and for Vice President.

c. The Nominations and Elections Committee shall submit the names and contact information of the nominees accompanied by short bios and a justification for the recommendation.

d. Self-nominations are accepted and shall be subject to the same vetting process as nominations generated by the Nominations and Elections Committee. Calls for nominations will be announced no later than six weeks before the annual Conference.

2. Qualifications of Board Members

a. Each nominee must have attended at least two of the last five HSA conferences and be a HSA member in good standing. Nominees must have demonstrated commitment to Haitian Studies and made contributions to the field appropriate to their rank and field.

b. There shall be a designated student member. The nominee must have attended at least one of the last three conferences and be a member in good standing and must demonstrate a potential for making contributions to the field of Haitian Studies. In the event that the student member is no longer a student, s/he will continue to serve as a board member until the next scheduled election. The student representative will receive an established and set stipend to attend the HSA annual meeting.

c. The Board of Directors in reviewing qualifications of candidates shall seek geographic diversity, including representation from academic institutions in Haiti, and representation from scholars from a range of disciplines as well as from different academic ranks and positions. Other criteria outlined in Article IX will also be adhered to.

3. Candidates for the Vice President shall be nominated according to the following procedures:

a. The Nominations and Elections Committee shall nominate at least two candidates for the available position.

b. Each nominee for Vice President must have demonstrated a significant commitment to HSA, having attended at least three of the last five conferences, served in other capacities and be a member in good standing. Nominees must have made a significant contribution to the field of Haitian Studies commensurate with their rank and field.

Article II. Elections

Members of the Board of Directors shall be elected according to the following procedure:

1. The Vice President and the members of the Board of Directors shall be elected by email ballot sent once a year by the Secretariat to all members in good standing and/or by paper ballot at the annual conference.

2. The Secretariat shall assist the Nominations and Elections Committee in the provision of information to the membership. It will review the ballot of candidates in order to ensure candidate qualifications and verify that the By-laws are followed; it will enter on an official ballot the names of the candidates proposed by the Nominations and Elections Committee

together with the names of the candidates who have self-nominated providing that these candidates have been vetted by the Nominations Committee.

3. The Executive Director shall be responsible for sending ballots no later than four weeks before the annual Conference. S/he is also responsible for counting ballots as well as submitting a report to the President and the Nominations and Elections Committee.

4. Candidates who receive the highest number of votes are the new elected members. The other candidates remain alternates who may be chosen by the Board of Directors to fill a vacancy.

5. Election results will be announced at the Annual Conference and published in the HSA newsletter, as well as the official website.

Article III. Removal of Officers and Board Members

If a member of the Board of Directors does not attend three consecutive Board meetings said member may be asked to vacate the office by a majority vote of the Board of Directors. An elected officer or member of the Board of Directors may be removed from office for cause by a petition bearing the signatures of two-thirds of the Board's members.

Article IV. Commissions, Committees, Task Forces, and Sections

1. Appointments to all bodies named herein shall be used to broaden membership participation in HSA and strengthen the scholarly mission of the association.

2. There shall be eight standing committees: (1) the Executive Committee, (2) the Nominations and Elections Committee, (3) the Communications Committee, (4) the Resource, Mobilization and Recruitment Committee (5) the Conference/Program Committee, (6) the Awards Committee, (7) the Emerging Scholars Committee and (8) the Growth and Futures Committee. When deemed necessary the Executive Committee may decide to combine the duties of two committees to manage workload.

3. With the exception of the Executive Committee, all committees are open to members-at-large and must have at least one current Board Member as liaison. While leadership of the committee can be delegated to a HSA member at-large the Board member is still ultimately responsible and accountable to the Board.

4. The President may elect to create new Task Forces or Ad hoc Committees specifying, in each case, the responsibilities and purpose of such groups as well as the duration of the assignment. The President shall appoint the Chairperson and the members of Task Forces taking into account the recommendation of the Board of Directors.

5. The Board of Directors may approve the creation of HSA research-based Sections for purposes of conference presentations and/or research activities supported by HSA (e.g., Women's caucus, LGBTQI working group or Religion Section).

6. The chairperson of each committee shall make a report on the work of her/his committee at regular intervals as may be requested by the President.

7. No funds shall be solicited or accepted by any commission, committee, Task Force, or Section, without the prior approval of the Board of Directors.

8. No commission, committee or Task Force shall be allowed, without the Board of Directors' authorization, to create or ask to have created any subordinate bodies such as subcommittees or working groups.

Article IV. Committees

1. The Executive Committee, as described in Article V. section 8 of the Constitution, advises the President and assists as needed on matters pertaining to the operation of HSA. This committee meets outside the regularly scheduled board meeting.

2. The Nominations and Elections Committee, as described in Articles I and II of the By-laws, appointed by the Board of Directors every year to select and vet candidates for Vice President and Members of the Board of Directors and assure scheduled elections are open to all qualified members and held in a timely manner.

3. The Communications Committee assures timely and adequate communication with HSA members and the public using social media and other communication tools.

Committee's Duties:

- a. Assure the creation and implementation of an annual communications plan
- b. Notify the public, the membership and others in a timely manner of any key developments related to HSA activities, programs or membership drive
- c. Ensure that all information on the HSA website is current; work with the secretariat to ensure relevant information is posted, including, composition of board members, composition of committees, funding opportunities, awards, and so on
- d. Ensure Facebook, Twitter, and Constant Contact accounts are regularly updated
- e. Circulate the annual Call for paper widely through our own venues and via other organizations
- f. Update and manage photo albums on website
- g. Serve as a liaison for communication with the Journal of Haitian Studies
- h. Serve as liaison with Board Members and volunteers to ensure timely translation, distribution and postings of all documents and postings.

4. The Resource, Mobilization and Recruitment Committee will pursue appropriate avenues for raising funds to carry out the mission of HSA and put in place strategies to increase outreach and membership. The HSA Treasurer chairs this committee.

Committee's Duties:

Fundraising and Grants

- a. Assure the creation and implementation of an annual development plan
- b. Identify, contact and maintain positive relations with foundations and donors; maintain records and profile of donors and funders
- c. Coordinate the development of informational documents and letters for funders while

maintaining contact with other committees and board members to assess and target HSA needs

- d. Work with secretariat to mail publicity material, flyers, and announcements to donors and foundations
- e. Take the lead in writing grants to support the yearly conference and other HSA projects and activities; seek assistance from other board members and members at-large to contribute to proposal and grant writing
- f. Send acknowledgment letters to donors and foundations; contribute to the preparation of reports to foundations
- g. Coordinate with JOHS office to send copies of the Journal of Haitian Studies as part of HSA's outreach and development efforts.

Membership

- a. Work with Communications Committee to send annual call for Membership to appropriate list serves, universities, and organizations and post information on HSA website and other venues
- b. Develop a yearly HSA membership brochure [including an e-version], which will include application form and dues; work with Communications Committee to post membership information on website; disseminate brochure to Emerging scholars
- c. Request the assistance of Board Members and Members at-large to disseminate brochures and e-versions on their campus, place of employment and at other conferences
- d. Make recommendation to the Board about membership fees and dues
- e. Engage other members of the Membership Committee to participate in any membership drive undertaken at the request of the Board of Directors.
- f. Make crosscutting recommendations from membership.

5. The Conference and Program Committee is tasked with the conceptualization and the delivery of a successful annual conference. The Vice President is charged with overseeing all matters that pertain to the planning and execution of the conference.

Committee's Duties:

Conference Planning

- a. Convene program committee and on-site/local committee
- b. Work with President and Executive Director to finalize arrangements with host institution and suggest appropriate organizations to co-sponsor the conference; Help negotiate funding with host university
- c. Oversee all logistical aspects of the conference, including working with local committee to secure rooms and equipments, book hotels, make catering arrangements, and recruit volunteers
- d. Work with secretariat to make travel arrangements for speakers and guests
- e. Work with secretariat to prepare program for printing and distribution
- f. Prepare conference budget with Executive Director and coordinate fundraising efforts with Resource, Mobilization and Recruitment Committee
- g. Prepare report summary about conference activities to be submitted to the Board of Directors.

Program Committee

- a. Select Program Chair, may be the Vice President or another Board Member
- b. Propose conference theme of interest and relevance; finalize theme with Board Members
- c. Take the lead in drafting the Call for Papers and finalize call with ad-hoc committee; request from Communications committee translations of Call for Papers to be posted and distributed
- d. Oversee the peer review process; secure appropriate reviewers; work with secretariat to ensure the integrity of the review process as well as the quality of the proposals accepted
- e. Ensure timely notification of participants about decision on proposal submission
- f. Propose Keynote Speaker to the Board and make suggestions for Plenaries
- g. Prepare draft of program and organize panels, ensuring the highest academic standards in the conceptualization and final preparation of the conference program.

6. The Awards Committee is responsible for nominating candidates for the annual HSA awards and presenting the choices to the Board of Directors who then vote on the awards. A call of nomination is also sent to the general membership. The annual awards are:

- **Award for Excellence:** The Award for Excellence is presented to a person or an organization in recognition of many years of stellar contribution to the scholarship, literature, arts, or culture of Haiti.
- **Award for Service:** The Award for Service is presented to a person or organization in recognition of years of dedication and service to the Haitian Studies Association, the field of Haitian Studies, or to the people of Haiti.
- **HSA Special Award:** The HSA Special Award is given every five years to an individual or an organization for academic contributions and outstanding service to the Haitian Studies Association.
- **HSA Life Time Achievement Award:** The HSA Life Time Achievement Award is given at no special interval to recognize the entirety of a person's life achievement and his/her academic and professional contributions to the field of Haitian Studies.
- **The HSA Book Award:** The HSA Book Award is given in alternate years to the best book in Haitian Studies in the Social Sciences, with relevance towards the betterment of Haiti and its people [the Award is funded by the Haiti Illumination Project].
- **The Florence Bellande Robertson Award:** The Florence Bellande Robertson Award is given in alternate years to recognize scholarship in literature or the arts that also combines direct engagement and service to the Haitian people.

Committee's Duties:

- a. Solicit nominations for candidates for the Award for Excellence, the Award for Service and any other special awards to be awarded that year

- b. Prepare the call for nominations for awards and ensure proper distribution of the call through the Communication Committee
- c. Collect bios for the Board of Directors to ensure proper vetting and a fair selection process
- d. Oversee the preparation of write-ups on awardees for the program; work with the Executive Director to prepare plaques; help President select presenters to write citation and present awards at HSA banquet
- e. May be asked by the President to notify nominees; work with secretariat to make travel arrangements
- f. Work with President to choose Ad hoc committees for selection of HSA Book Award and Florence Bellande Robertson Award.

7. The Emerging Scholars Committee provides directions to the Board of Directors on all matters that pertain to the scholarship and development of undergraduate and graduate students and all other scholars who have recently completing graduate degrees and/or at the beginning of their careers. The committee also oversees the annual Emerging Scholars events and research and travel awards. The Chairperson of the Emerging Scholars Student Committee serves on the Board of Directors; the Student Representative on the Board of Directors also serves on the Emerging Scholars Committee and serves as ex-officio on the Communications Committee to ensure that emerging scholars are part of all communication outreach.

Committee's Duties:

- a. Provide input to the Board of Directors on all matters that pertains to emerging scholars; serve as advocate and liaison with the Board for all HSA emerging scholars; consults with the board on any student issue that may arise and need to be brought forward to the membership
- b. Ensure outreach to Haitian scholars who reside in Haiti
- c. Promote the mission of the Association and work with the Membership Committee to help recruit students and other emerging scholars in all parts of the world
- d. Develop and maintain a Student Page on the Association Web site with the help of the Communications Committee; solicit submissions for posting from students and emerging scholars; include information about scholarships and other professional opportunities on the webpage
- e. Serve as primary contact with HSA student members and as liaison to other student organizations
- f. Arrange for mentors to support and guide the work of the emerging scholars in both the US and Haiti and beyond
- g. Work with students to plan the Emerging Scholars pre-conference
- h. Serve as selection committee for two annual Emerging Scholars awards; set selection criteria and ensure proper vetting and a fair selection process for the awards, including the Michel Rolph-Trouillot Award given for travel from Haiti to other conference sites when applicable; notify awardees and select presenters to write citation and present awards at HSA banquet.

8. The Growth and Futures Committee reaffirms HSA's academic mission and seeks to develop strategies to increase the impact of its scholarly contributions both in the academy and on the ground in Haiti.

Committee's Duties

- a. Assess and document HSA's 30-year academic contributions and impact on the discipline of Haitian Studies
- b. Propose new directions and priorities to reflect changes in the interdisciplinary field of Haitian Studies and to include in addition to the social sciences and humanities, the sciences and the arts
- c. Create working group and research sections to further enhance HSA's scholarly contributions
- d. Envision ways of further incorporating HSA's generative scholarship to address issues of human rights, education, gender and sexuality, environmental justice and health; and engage in comparative work with other nations and societies
- e. Foster more intergenerational exchanges and more interdisciplinary dialogues among members
- g. Foster more outreach to other scholarly organizations and envision new collaborations and partnerships
- h. Strengthen existing organizational structures and seek better-supported arrangements at a US accredited research university
- i. Seek grants to support the work of HSA as it enters its fourth decade of academic contributions, mentoring of emerging scholars, and public involvement in Haiti and beyond.

Article VI. Annual Meeting

1. A Business Meeting shall be held at each Annual Meeting, during which only members in good standing may vote. Such a vote shall be in accordance with the Constitution and By-Laws of the HSA. Neither the Constitution nor the By-Laws can be amended at the meeting.
2. The Business Meeting Agenda at the Annual Conference will be prepared by the President and will include:
 - a. An announcement the results of the current election by the Executive Director
 - b. A summary of key accomplishments and challenges that occurred during the outgoing President's tenure, as well as recommendations for the future growth
 - c. Executive Director's presentation and Financial Report for the previous fiscal year
 - d. Report on Journal of Haitian Studies
3. Any decisions made at a Business Meeting will be announced on HSA's official website.
4. The proceedings of the Business Meeting shall be governed by Robert's Rules of Order, newly revised.
5. All votes in the Business Meeting shall require a quorum, which shall consist of 20 percent of those members registered for the Annual Conference.
6. Proposals for official HSA resolutions must be sponsored by at least twenty HSA members in good standing and received by the HSA Secretariat twenty days prior to the beginning of each Conference. Proponents must (1) Provide data to substantiate the "whereas" clause; (2) demonstrate that named parties were given an opportunity to respond; and (3) propose actions that are realistic. Sponsors may support a proposal by signed mail, signed fax, or by electronic communication to the Secretariat which indicates the name and address of the sponsor(s). All proposed resolutions shall be reviewed by an Ad hoc Committee on Resolutions, consisting of the HSA Vice President and two other members of the Board of Directors appointed by the HSA President. The Ad hoc Committee may seek advisory opinions from all sources it deems appropriate, and may recommend revisions. The Ad hoc committee on Resolutions is required to

inform the proponents of a resolution of any changes they have made as well as the rationale behind those changes.

7. The Ad-hoc Committee on Resolutions shall report its findings to the full Board of Directors and recommend any action to be taken. All proposed resolutions approved by a two-thirds majority vote of the Board of Directors shall be announced at the Business Meeting. Discussion of each proposed resolution may take place before voting on the proposed resolution.

Amendments to resolutions may be presented and voted on at the HSA Business Meeting, and if accepted as a friendly amendment by a duly empowered person present at the meeting, the resolution as amended will be sent out for a vote to the membership. The results of the vote shall be reported as appropriately in any subsequent HSA communication or *Newsletter* and/or posted on the HSA Internet site.

8. At Business Meeting, motions other than those dealing with procedural matters will be accepted only when they address unforeseen new events. Such motions must be signed by twenty HSA members and presented in writing to the President of the Association at least twenty-four hours before the Business Meeting.

Article VII. Dues

The annual membership dues shall be set by a two-thirds vote of the Board of Directors. The Board may set differential rates of dues for special categories of members. When the Board of Directors sets a special rate for student members, such special rate shall be applicable to a member for a maximum of three years.

Article VIII. Amendments

Amendments to these By-Laws may be proposed either by two-thirds of the members of the Board of Directors or by petition of twenty-five members of the Association.

Ratification procedures shall be as follows:

1. Amendments proposed by two-thirds of the members of the Board of Directors must be published and distributed to the membership by the Executive Director.
2. Such amendments shall be considered ratified unless at least fifty members object in writing to the Executive Director within a month of distribution of the proposals.
3. Any proposed amendments that have been so protested must be submitted to an email ballot and shall be considered ratified if approved by a majority of the voting membership that responds within thirty days of the distribution of the ballot.
4. Amendments proposed by petition and subsequently endorsed by two-thirds of the Board of Directors shall then be subject to the same ratification procedure as provided in sections 1–3 of this same Article.
5. Amendments proposed by petition but not endorsed by two-thirds of the Board of Directors shall be submitted to a email ballot of the members in good standing and shall be ratified if approved by a majority of those members whose vote is postmarked not later than thirty days after the postmarked distribution of the ballot.