

# **Constitution** *of the* **Society for the History of Technology**

## **ARTICLE I Name**

The name of the corporation shall be THE SOCIETY FOR THE HISTORY OF TECHNOLOGY.

## **ARTICLE II Purpose**

The purpose of the Society shall be to foster interest in the development of technology and its relations with society and culture, and to promote scholarly study of the documents and artifacts of the history of technology. The Society pursues these objectives by the publication of its journal *Technology and Culture*; by the support and subvention of other forms of scholarly publications; by promoting excellence in technology museum exhibits; by the award of medals, prizes, and other honors for outstanding contributions to the history of technology and its cultural relations; and by cooperation with other learned societies and educational institutions with scholarly and popular interest in the history of technology.

## **ARTICLE III Membership**

§1. Membership in the Society shall consist of three categories: Individual, Institutional, and International Scholars.

(a) Individual Memberships shall be divided into three classes: Regular, Student, and Emeritus.

Regular Members shall be individuals of any nationality engaged or interested in promoting the study of or teaching about the development of technology and its relations with society and culture. Those individuals who became Regular Members of the Society prior to January 1, 1960, are known as Charter Members.

Student Members shall be individuals actively engaged in undergraduate or graduate studies related to the purposes of the Society.

Emeritus Members shall be members of the Society over age 65.

Individual Members of all classes shall enjoy all privileges of the Society including voting, and no special rights or privileges shall derive from the differences in designation.

(b) Institutional Membership shall be divided into two classes: Affiliate and Associate.

Affiliate Members shall be institutions, universities, colleges, libraries, museums, and nonprofit or public foundations, which are actively engaged or interested in promoting the objectives of the

Society.

Associate Members shall be institutions such as professional organizations and commercial or industrial companies which contribute a substantially larger sum annually than do Affiliate Members for the furtherance of the Society's work.

Institutional Members shall have no voting privileges in the Society.

(c) International Scholars shall be selected and have privileges as covered in Article X below.

§2. Applications for Individual and Institutional Memberships shall be submitted, together with payment of current dues to the Treasurer or his agent. The acceptance of annual dues by the Treasurer or his agent shall constitute formal recognition of membership.

§3. The annual dues of all categories and classes of Members shall be fixed from time to time by the vote of the Executive Council.

§4. Any Members failing to pay dues within sixty days of notification of delinquency shall be considered as having withdrawn from Membership.

§5. Each Member in good standing in the Society, of every class and designation, shall be entitled to receive the journal of the Society.

#### **ARTICLE IV Meetings**

§1. There shall be an annual meeting of the Members, either within or without the State of Ohio, as the Executive Council may determine.

§2. Special meetings of the Members may be called by the President or by five members of the Executive Council, and may be held at such time and place, either within or without the State of Ohio, as may be specified in the notice thereof.

§3. A written notice of every annual or special meeting of the Members, stating the time, place, and, in case of a special meeting, the purpose or purposes thereof, shall be published in the Society's Newsletter, or printed in a special announcement which shall be mailed to each Member's address appearing on the records of the Society not less than thirty days prior to the holding of such meeting. Additionally or alternatively, members may be notified within the same time limits via e-mail and through the SHOT website and/or other electronic means. If any meeting shall be adjourned to another time or to another place, no further notice as to such reconvened meeting need be given if the time and place to which it is adjourned are fixed and announced at such meetings.

§4. The voting Members present at any meeting of the Members of the Society shall constitute a quorum for the transaction of business at such meetings.

§5. The act of a majority of the voting Members present at any meeting shall control and shall be

deemed the vote of action of the Members of the Society.

§6. The Executive Council shall cause to be kept adequate and correct accounts and records of the affairs of the corporation. Except for unreasonable and improper purposes, such books of account and records shall be open for the inspection of any Member at any reasonable time, provided due notice is given.

At each annual meeting of the Members, there shall be a business session for the reports of officers, elections, and other items of business.

§7. The fiscal year of the Society shall be established by the vote of the Executive Council.

§8. The rules contained in Robert's Rules of Order shall govern the parliamentary procedure of all meetings of the Society, to the extent applicable and not inconsistent with this Constitution.

## **ARTICLE V Executive Council**

§1. The affairs of the corporation shall be conducted by a council designated as the "Executive Council" and the members thereof shall have the authorities and capacities as are given "Trustees" in the Ohio Non-Profit Corporation Law.

§2. Only Members of the Society shall be eligible to be members of the Executive Council, and termination of Membership shall terminate eligibility to be nominated to or be a member of the Executive Council.

§3. The Executive Council shall be constituted as follows:

- (a) The officers of the Society;
- (b) Nine elected voting Members serving three-year terms, three to retire and three to be elected annually by mail ballot of all the Members;
- (c) The three immediate past Presidents of the Society;
- (d) The Editor of the Society's journal.

§4. Any vacancy in the elective membership of the Executive Council may be filled for the unexpired term by the vote of a majority of the Council then in office.

§5. The regular meeting of the Executive Council shall be held at the time and at the place of the annual meeting of the Members of the Society.

Special meetings of the Executive Council may be called by the President or by five members of the Executive Council, and may be held at such time and place as may be specified in the notice thereof. Notice of the time and place of such meetings shall be given at least twenty-one days prior to the meeting.

§6. One-third of the members of the Executive Council then in office shall constitute a quorum. Any member has the right to call for a quorum count, and, in the event that a quorum is not present, the meeting is automatically adjourned. The act of a majority of the Council present at any meeting at which there is a quorum shall be the act of the Executive Council.

§7. The Members, the Officers and the members of the Executive Council shall not be personally liable for any obligation of the Society.

§8. Any action which could be taken by the Executive Council at a meeting called for such purpose may be taken without a meeting by unanimous written approval of the members of the Executive Council.

## **ARTICLE VI Officers**

§1. The officers of the Society shall be a President, a Vice President who is President-elect, a Secretary, and a Treasurer.

(a) President. The President shall preside at all meetings of the Members and Executive Council, and shall have such other duties as may be assigned to or vested in such office by the Executive Council or by the Members. The President's term of office shall be two years. The President shall serve no more than one term.

(b) Vice President/President Elect. The Vice President shall perform all of the duties of the President in the event of the absence or disability of the President, shall assist the President when called upon, and shall have such other duties and powers as may be assigned to or vested in such office by the Executive Council or by the Members. The Vice President/President Elect's term of office shall be two years, and normally on the expiration of that term he/she shall become President.

(c) Secretary. The Secretary shall conduct the correspondence of the Society, keep minutes of all proceedings of the Members and Executive Council and maintain a record of the same, and shall have such other duties and powers as may be assigned to or vested in such office by the Executive Council or by the Members. The Secretary, in addition, shall maintain a Manual of Procedures as specified in Article XII. The Secretary's initial term of office shall be three years. The secretary shall normally serve no more than an additional two year term (five years total). One year before the end of the Secretary's term, the President, with the advice and consent of the Executive Council, will appoint an ad hoc search committee, which will consist of one member of the Nominating Committee to be chosen by that committee chair, one member chosen by the President, one member of the Executive Council chosen by the President. The Vice-President and the outgoing Secretary will serve as ex-officio, non-voting members. The President will appoint the committee chair. This committee will provide the Nominating Committee with a recommendation of one or more persons qualified and able to fill the position of secretary.

(d) Treasurer. The Treasurer or his agent shall collect dues and other moneys received by the Society, keep records of the dues status of each Member, deposit the funds of the Society, make

all proper disbursements of the Society's funds, keep adequate and correct records of the Society's business transactions, and have such other duties and powers as may be assigned to or vested in such office by the Executive Council or by the Members. The Treasurer's term of office shall be two calendar years. The treasurer shall normally serve no more than three consecutive terms (six years). Under special circumstances, however, the Nominating Committee and the Executive Council may permit an exception to be made. One year before the end of the Treasurer's term, the President will appoint an ad-hoc search committee, which will consist of one member of the Nominating Committee to be chosen by the committee chair, one member chosen by the President, and one member of the Executive Council to be chosen by the President. The Vice-President and the out-going Treasurer will serve as ex-officio, non-voting members. The President will appoint the committee chair. This committee will provide the Nominating Committee with a recommendation of one or more persons qualified and able to fill the position of Treasurer.

§2. The officers of the Society shall serve without compensation. Expenses incurred by officers in the actual service of the Society, with the exception of travel expense to and from and subsistence at annual and special meetings, shall be reimbursed by the Treasurer after approval by the President. Such reimbursement shall be reported to the Members at the annual meeting.

§3. The terms of all Society officers shall commence on the first day of January following their election.

§4. Only Members of the Society shall be eligible to be officers, and termination of Membership shall automatically terminate eligibility to be nominated or serve as an officer of the Society.

## **ARTICLE VII Nominations and Elections**

§1. At least 160 days prior to the annual meeting each year, the Nominating Committee shall prepare and submit to the Secretary a proposed slate of candidates for elected positions (see Article VIII). The Secretary shall publish the Nominating Committee's slate of nominations either electronically or in the Society's Newsletter at least 135 days prior to the annual meeting.

§2. Nominations for Vice President, the Executive Council, the Editorial Committee, and the Nominating Committee may also be made by petition of fifteen members of the Society. The consent of the nominee is required, and the petition must be received by the Secretary and the Chair of the Nominating Committee within 21 days of the earliest publication of the proposed slate, so that the names of petition nominees can be added to the ballot.

§3. The Secretary shall prepare and mail ballots to the membership at least 60 days before the annual meeting. Alternatively, ballots may be published in the SHOT newsletter. Additionally or alternatively, ballots may be available for online voting through the SHOT website, starting from at least 60 days before the annual meeting.

§4. Results of elections will be announced at the annual meeting.

§5. Should any officer be unable or unwilling to stand for office, serve in office, or complete a

term of service, the Executive Council shall prescribe procedures to fill the vacancy.

## **ARTICLE VIII Editor**

§1. The Editor of the Society's journal shall be a member of the Editorial Committee and shall have charge of and authority over the journal, under the general supervision of the Editorial Committee. The Editor shall have the authority to appoint Associate or Assistant Editors for such terms as he sees fit. The Editor shall also be a member of the Executive Council.

§2. The Editor shall be elected by the Executive Council and shall serve for a term of five years. Normally, the Editor shall not succeed himself or herself more than once in such office. However, the Editorial Committee and the Executive Council may make exceptions. At the discretion of the Executive Council, the Editor may occupy other offices in the Society.

Two years before the end of the Editor's term, the President, with the advice and consent of the Executive Council, will appoint an ad-hoc search committee, which will consist of five voting members and four ex-officio members. The voting members will include the Vice-President, one member of the Editorial Committee to be chosen by that committee chair, one member of the Nominating Committee to be chosen by that committee chair, one presidential appointment, and one member of the Executive Council to be chosen by the President. Ex-officio members will include the President, Secretary, Treasurer, and out-going Editor. The President will appoint the committee chair.

## **ARTICLE IX Committees**

§1. The Standing Committees of the Society shall be Nominating Committee, Editorial Committee, Finance Committee, Awards Committee, Program Committee, and Committee on International Scholars.

(a) The Nominating Committee shall be comprised of five Members of the Society, three elected by mail ballot of all the Members, plus the immediate past-president and the SHOT secretary as a fifth, non-voting member; elected members shall serve three-year terms in rotation. If a tie vote cannot be reconciled, the Committee may invite the secretary to vote or shelve the candidate in question.. The President shall appoint the Chair of the Committee from among its members: the chair will normally rotate automatically to the elected member in his or her second year on the Committee.

The Nominating Committee will put forward each year:

- at least two names for each position open on the Executive Council;
- at least two names for each elected position open on the Nominating Committee;
- at least two names for each position open on the Editorial Committee;

The Nominating Committee will put forward in even-numbered years the name of the President-Elect for the position of the President and at least two names for the position of Vice-President/

President-Elect. The Nominating Committee will put forward in the appropriate years the name of at least one person for the position of Secretary and one for the position of Treasurer.

To assist the Nominating Committee in identifying appropriate candidates for Editor, Treasurer, and Secretary, the President shall appoint ad-hoc search committees at appropriate times. These committees shall be considered as sub-committees of the Nominating Committee and shall report the results of their work to the chair of the Nominating Committee.

Before renominating a person as Editor, Treasurer, or Secretary, the Nominating Committee shall solicit a brief performance evaluation of that officer. The Editorial Committee shall provide this evaluation for the Editor; the Finance Committee shall provide this evaluation for the Treasurer; the Presidents under which he/she has served shall provide this evaluation for the Secretary.

If the chair of any committee resigns or is otherwise unable to complete his/her term or if the composition of any committee falls out of consonance with this Constitution, the President shall take such steps as he/she deems proper to secure a new chair and/or bring the composition back into compliance.

(b) The Editorial Committee shall consist of five members elected by ballot in addition to the Editor of the Society's journal. The members of the Editorial Committee shall serve staggered terms of five years. The President shall annually appoint the Chair of the Committee from among its elected members. The Committee shall consult annually with the Editor of the Society's journal and with its advisory editors and shall report to the Executive Council at each year's annual meeting on all SHOT publications appearing during the previous twelve months. The Committee shall advise the Executive Council in cases of editorial grievances filed with the Council and shall perform such other tasks as the Executive Council may direct

(c) The Finance Committee shall consist of three members in addition to the Treasurer appointed by the President and shall serve three-year terms in rotation, one member being added and one retiring each year. The Chair of the Committee shall be appointed by the President. The Committee may choose not more than three additional members to serve on the Committee for one-year terms. The Finance Committee shall oversee the finances and business of the Society, and shall represent the Society in all dealings with individuals and foundations for the purposes of securing funds for the projects and activities of the Society.

(d) The Awards Committee shall consist of a Chair, who will normally be the most immediate past president, and the chairs of the Awards Committee's subcommittees. The Awards Committee shall recommend to the Executive Council candidates for the Leonardo da Vinci Medal. There will be an Awards subcommittee for each of the Society's prizes and awards. The President shall appoint members and chairs to these subcommittees, and these subcommittees will recommend to the Executive Council candidates for the Society's awards and prizes.

(e) The Program Committee shall consist of three members appointed by the President, one of whom shall be the immediate past Chair of the Program Committee, another the current Chair of the Program Committee, and the third the Chair-designate. The Program Committee shall have charge of arrangements for the program of the annual meeting, in cooperation with SHOT

officers, the Executive Council, and the local arrangements committee. At the President's discretion, the Program Committee may also work on preparing any special meetings of the Society and any other programs sponsored by the Society.

(f) The International Outreach Committee shall consist of six members, including a chairperson, all appointed by the President. Committee members shall serve staggered three-year terms, two members retiring and the same number being added each year. The tasks of this committee are outlined in Article X.

§2. The Executive Council may from time to time establish other committees, defining their membership, powers, scopes, and responsibilities as it deems proper.

§3. The President of the Society shall appoint the members of all committees, except those whose members are elected as specified by this Constitution.

§4. All committees shall prepare an annual report for submission to the Executive Council in time for the annual meeting.

§5. Any member of an appointed committee may be reappointed for no more than one additional consecutive term.

## **ARTICLE X International Outreach**

§1. The Society is international and welcomes scholars from all nations as members. The task of the International Outreach Committee is to recruit scholars in parts of the world currently underrepresented in SHOT membership, in order to bring their perspectives into the Society's intellectual discourse.

§2. Each year the Society shall designate up to four International Scholars for a two-year term. They must reside and work in underrepresented countries at the time of their selection. Graduate students, post-docs, and visiting scholars who are living and working in the United States or Western Europe are not eligible to become International Scholars; however, they are eligible to apply once they return to their home countries. Of these potential candidates, anyone at any rank, from graduate student up through senior scholar, is eligible to become an International Scholar. Individuals may be nominated as International Scholars by any member of the Society, and we also encourage self-nomination. In consultation with the President and Secretary, and in accordance with criteria established by the Executive Committee., the International Outreach Committee shall be responsible for the selection of the International Scholars, with the selection to be approved by SHOT's Executive Council.

§3. International Scholars shall receive regular membership at no cost during their two-year term. International Scholars shall act as ambassadors for the Society in their countries and regions, both by informing the Society about the state and developments of the history of technology in their regions, and by helping to disseminate information about the Society and its activities.

§4. The International Outreach Committee shall help scholars in regions where the history of technology is institutionally weak to organize conferences, workshops, summer schools and similar activities that may stimulate the development of a history of technology community.

§5. The International Outreach Committee shall survey and examine the regular activities of the Society in order to ensure that they support the Society's outreach ambitions. In its annual report to the Executive Council, the Committee shall include recommendations for ways to enhance SHOT's international outreach process.

## **ARTICLE XI Special Interest Groups and Local Sections**

§1. The Society will encourage and recognize the formation of Special Interest Groups (SIGs) among those members who have common interests in some special field of the history of technology or of groups that may wish to organize along geographical lines.

§2. The Executive Council shall determine the criteria necessary for formal recognition of such groups and shall determine what rights and responsibilities shall be assigned to or vested in them.

## **ARTICLE XII Society Procedures**

§1. The Secretary of the Society, with the assistance of the Society's other officers, will maintain and annually update a manual of procedures that details the various means adopted by the Executive Council to carry out the provisions of this Constitution and other Society business.

§2. The procedures in this manual may be modified by the Executive Council at any time by simple majority vote of members present at an official meeting.

§3. The manual of procedures shall be available for inspection by any member of this Society.

## **ARTICLE XIII Amendment of Constitution**

This Constitution may be amended by the vote of two-thirds of the voting Members of the Society present and voting at the annual or a special meeting called for such purpose. Proposals for amendments must be submitted in writing to the Members at least thirty days in advance of the meeting.

*Adopted: 27 December 1978*

*Amended: 3 November 1984; 25 October 1986; 1 November 1991; 18 August 1992; 20 October 1995; October 18 1998; 6 October 2001; 19 October 2002; 9 October 2004; 5 November 2005; 14 October 2006.*