AMERICAN SOCIETY OF INDEXERS

CONSTITUTION

The American Society's Constitution, for a copy of which we are indebted to our New York Correspondent, Mr. Robert Palmer, is as follows. From a comparison with the Society of Indexers' own Constitution and Rules, an up-to-date version of which was printed in the Spring *Indexer* (pp. 124-8) it will be noticed that the wording bears in parts a close resemblance. But there is one striking difference: the American Society has very wisely (having regard to the enormous home area covered) inserted provision for balloting by mail.

I NAME

The name of this Society shall be 'American Society of Indexers'.

II OBJECTIVES

The objectives of this Society are:

(a) to improve the quality of indexing and to secure useful standards for the field;
(b) to act as an advisory body on the qualification and remuneration of indexers to which authors, editors, publishers and others may apply for guidance;
(c) to issue from time to time books, articles, and other material on the subject of indexing and to cooperate with other societies and organizations in such publication;
(d) to defend and safeguard the professional interests of indexers;
(e) to cooperate with other societies and organizations in the field of indexing and information science and especially with The Society of Indexers (Great Britain).

III MEMBERSHIP

(a) There shall be three types of members of the Society: regular members, institutional members, and honorary members.

(b) Regular membership shall be open to bona fide indexers, librarians, archivists, information scientists, and such other persons interested in promoting the objectives of the Society as the Board of Directors may approve. Regular members shall have the right to vote in all general meetings and in all mail ballots. They shall be eligible for election to all offices and other positions in the Society.

(c) Corporations, firms, associations, societies, and other bodies shall be eligible for institutional membership upon approval by the Board of Directors. Institutional members shall have all the privileges of regular members except the right to vote or the right to be elected to any office or position in the Society.

(d) Distinguished persons, whether members of the Society or not, may be elected honorary members by a two-thirds vote of members of the Society present at an annual meeting upon recommendation by the Board of Directors. Honorary members shall have all the privileges of regular members.

(e) Application for regular or institutional membership shall be made to the Secretary of the Society. The Secretary shall refer such application (except in the case of charter members) to the Board of Directors. The decision of the Board of Directors as to eligibility for membership shall be final. (Charter members are those members who paid their first dues before the opening of the annual general meeting of the Society held in or about April, 1969.)

(f) Regular and institutional members shall pay such dues for such fiscal periods and under such conditions as may be determined from time to time at a general meeting. Honorary members shall pay no dues.

(g) Members whose dues are eleven months in arrears shall cease to be members of the Society. Such former members who wish to rejoin the Society may do so on payment of arrears or such lesser sum as the Board of Directors may determine.

(h) Life membership may be provided for by vote of the members at a general meeting. Life members shall be regular members.
IV OFFICERS AND BOARD OF DIRECTORS

(a) The officers of the Society shall be a President, a Vice-President, a Treasurer, a Secretary, and a Corresponding Secretary.

(b) The Board of Directors of the Society shall consist of the above officers, six directors, and the immediate Past President of the Society. The immediate Past President shall serve on the Board of Directors until the next annual general meeting after he has ceased to be President.

(c) Any President pro tem of the Society shall be a Past President upon completion of his term of office.

(d) The Board of Directors shall manage the affairs of the Society between annual general meetings.

(e) The officers of the Society shall be officers of the same rank in the Board of Directors.

(f) The Board of Directors shall prepare an annual report for submission to the members of the Society at the annual general meeting.

(g) In case of tie votes in the Board of Directors, the vote of the President shall prevail.

(h) The Board of Directors shall adopt other rules for its own governance as it may deem necessary.

(i) In case of resignation of an officer, the Board of Directors shall be empowered to elect any regular or honorary member to fill that office and to have all of the authority and duties of that office until the next annual general meeting. Such persons shall be styled President pro tem, Vice-President pro tem, Treasurer pro tem, Secretary pro tem, or Corresponding Secretary pro tem, as the case may be. A President who has resigned shall not sit on the Board of Directors as the immediate Past President, but rather the Past President from the previous year shall continue as a member of the Board of Directors until the next annual general meeting.

V ELECTION OF OFFICERS AND DIRECTORS

(a) The first permanent officers and the six directors of the Society shall be elected by majority vote at the annual general meeting held in or about April, 1969.

(b) The term of office of officers shall be from their election at an annual general meeting until the election of their successors at the next annual general meeting.

(c) The directors elected at the annual general meeting held in or about April, 1969, shall divide themselves by lot into three classes of two directors each. The term of office of the first class shall expire at the next annual general meeting; the term of office of the second class shall expire at the first subsequent annual general meeting; the term of office of the third class shall expire at the second subsequent annual general meeting.

(d) The term of office of directors who are elected at annual general meetings after the annual general meeting held in or about April, 1969, shall expire at the third subsequent annual general meeting. At each annual general meeting after the annual general meeting held in or about April, 1969, two directors shall be elected to fill vacancies caused by the expiration of terms of directors. In addition, directors shall be elected to fill any vacancies in the Board of Directors caused by resignation or by a director ceasing to be a member under the provisions of Article III (g) of this Constitution. The terms of office of directors elected to fill vacancies caused by resignation or under the provisions of Article III (g) shall be for the remainder of the unexpired terms only.

(e) A Nominating Committee shall be appointed annually by the President at least four months before the annual general meeting. The function of the Nominating Committee shall be to present nominations for each office and for vacancies in the Board of Directors for election by members of the Society in a mail ballot. No person may serve on a Nominating Committee more than once in a four-year period.

(f) Suggestions for nominations for offices or for the Board of Directors may be made by any regular institutional, or honorary member or members of the Society in writing to the Nominating Committee. Such suggestions shall be addressed to the Secretary, who shall have the duty of forwarding these suggestions to the Nominating Committee.

(g) The Nominating Committee shall consider suggestions of members for nominations, but shall not be limited to them. The Nominating Committee shall submit to all regular and honorary members in a mail ballot at least two nominations for election to each of the five offices of the Society and a list of nominations for vacancies in the Board of Directors. Such list of nominations for vacancies in the Board of Directors shall consist of at least double the number of nominations as there are vacancies. The Nominating Committee shall present all nominations to the Secretary in writing. The Secretary shall then be responsible for preparing and mailing the ballots.

(h) It is mandatory that the Nominating Committee nominate any eligible person who has been suggested in writing for any specific office or for the Board of Directors by at least five per cent of the total regular and honorary members of the Society.
(i) The name of no person shall be submitted by the Nominating Committee as a nominee for office or for the Board of Directors unless that person has given his consent in writing to the Secretary. The provisions of this section of the Constitution shall override and supersede any provisions of sections V (g) or V (h) of this Constitution.

(j) Ballots containing the names of persons nominated by the Nominating Committee shall be mailed by the Secretary to all regular and honorary members at least sixty days before the annual general meeting. Return envelopes with the word 'ballot' on the face of each envelope shall be provided in this mailing for members. Members shall mark the ballots to indicate one choice for each of the five offices and as many choices for directors as there are vacancies in the Board of Directors. A ballot will be valid even if a member does not vote for nominees for all offices and vacancies. Such marked ballots may be mailed by members to the Secretary or given by members to the Secretary in person, but all ballots to be valid must be received by the Secretary before the opening of the annual general meeting. The Secretary shall not open these ballots.

(k) The Secretary shall provide any nominee or any regular or honorary member who wishes to circularize the Society on behalf of any nominee with a list of regular and honorary members of the Society. The expenses of such circularization shall not be paid for by the Society.

(l) At the annual general meeting, three tellers shall be elected by majority vote to open the ballots in the presence of the meeting and to count the votes for each office and for the vacancies in the Board of Directors. The nominees for each office who shall receive a plurality of the votes shall be declared elected. The nominees for the Board of Directors who shall receive the most votes shall be declared elected so that all vacancies on the Board of Directors be filled. The two nominees for the Board of Directors who receive most votes shall be declared elected to full terms; the other successful nominees to any unexpired terms, in the order of length of such unexpired terms. In case of tie votes for any office or for the Board of Directors, the winner shall be decided by lot. Any question concerning the validity of the ballots shall be decided by majority vote of the meeting.

(m) Officers and directors shall be eligible for re-election.

VI DUTIES OF OFFICERS

(a) The President shall perform such duties as are usually incident to such office. He may at his own discretion annually send a report to all members of the Society in the form of a letter, the expenses for such letter and mailing to be paid for by the Society. The President shall be an ex officio member of all committees of the Society except the Nominating Committee.

(b) During the absence, illness, or other inability of the President to perform any of his duties, the Vice-President shall act as President and have all of the powers of the President. In case of the absence, illness, or other inability of both the President and Vice-President, the Board of Directors shall appoint a member to act as President, such member to have all of the powers of the President. In case of the absence of both the President and the Vice-President at a general meeting, a member shall be elected by majority vote of the meeting to preside at that meeting and to have all of the powers of the President during that meeting.

(c) The Treasurer shall take charge of all funds and assets of the Society and shall make such investments and disbursements as the Board of Directors shall direct. He shall keep a written account of his receipts and payments and at each annual general meeting shall report on these receipts and payments in writing to the Society, when a committee of three members shall be elected by majority vote to audit his accounts. This committee shall report to the next annual general meeting; or sooner, if required by the Board of Directors. The Treasurer shall report to the Board of Directors on the condition of the treasury whenever required by the Board of Directors to do so.

(d) The Secretary shall have custody of the records of the Society and of the Board of Directors. He shall give not less than thirty days' notice by mail of the annual general meeting and not less than twenty days' notice by mail of any special general meeting. He shall keep accurate minutes of the proceedings of the Society and of the Board of Directors. He shall maintain an up-to-date membership list of the Society and shall bill the members for their annual dues.

(e) The Corresponding Secretary shall assist the Secretary in his duties. During the absence, illness, or other inability of the Secretary to perform any of his duties, the Corresponding Secretary shall have all of the powers and duties of the Secretary.

VII MEETINGS

(a) The annual general meeting of the Society shall be held in or about April of each year at such time and place as shall be determined by the President with the advice and consent of the Board of Directors.
The agenda of the annual general meeting shall be as follows:
(1) the reading of the annual report of the Board of Directors;
(2) the reading of the report of the committee of auditors elected at the previous annual general meeting;
(3) the reading of the Treasurer's report;
(4) the election of a new committee of auditors;
(5) the election of officers and directors as provided for in Article V of this Constitution;
(6) general business of the Society.

Special general meetings may be called at any time by the President on his own authority, or by the Board of Directors, or by the Secretary upon receipt of a written request from no fewer than fifteen regular or honorary members of the Society.

The call for a special general meeting shall state specifically the business to be transacted. No other business than that stated in the call shall be transacted at a special general meeting.

The time and place of a special general meeting shall be determined by the President with the advice and consent of the Board of Directors.

Ten regular or honorary members shall form a quorum at any annual or special general meeting.

In the case of a tie vote at a general meeting, the vote of the President shall prevail.

The Board of Directors shall be empowered to establish regional associations of members of the Society under such rules and regulations as it may determine.

The Board of Directors shall be empowered to enter into conversations or negotiations with The Society of Indexers (Great Britain) on matters pertaining to the relationship of this Society to The Society of Indexers (Great Britain).

The Board of Directors may enter into agreements or contracts with The Society of Indexers (Great Britain) and such agreements or contracts shall be binding upon the Society.

Formal affiliation between this Society and The Society of Indexers (Great Britain) shall be first approved by the Board of Directors and then put to a majority vote of the membership.

The Board or Directors may appoint one or more Editors to work in cooperation with The Society of Indexers (Great Britain) in the publication of books, articles, and other material on the subject of Indexing.

The Board of Directors may appoint correspondents in other nations so that the Society may be informed of developments in indexing and kindred matters in the nations in which the Correspondents reside.

The Board of Directors may organize teaching and training and conduct examinations in the interests of the improvements of indexing.

The Board of Directors may award Fellowships to members of the Society under such conditions as it may determine.

The annual general meeting may establish rules and regulations for a Register of Qualified Indexers to be maintained by the Society.

The Board of Directors may select the best indexes (up to a maximum of ten) that have been created in the United States of America or its territories during the preceding calendar year. The Board of Directors shall establish some suitable system of honoring the creators of these indexes. Members of the Society may suggest indexes for such honor to the Board of Directors through the Secretary.

The Board of Directors may award Fellowships to members of the Society under such conditions as it may determine.

The Board of Directors may appoint correspondents in other nations so that the Society may be informed of developments in indexing and kindred matters in the nations in which the Correspondents reside.

The Board of Directors may organize teaching and training and conduct examinations in the interests of the improvements of indexing.

The Board of Directors may award Fellowships to members of the Society under such conditions as it may determine.

The Board of Directors may establish under its rules an alternative procedure for the selection of such indexes.

The Society shall be authorized to accept donations and legacies for the furtherance of its objectives.

The Board of Directors may cause the Society to be incorporated under the laws of the United States of America or under the laws of any state of the United States of America.

On the payment of a fee of ten dollars, a member of the Society may request the Board of Directors to intervene in any dispute between said member and any other person or body on any matter connected with indexing, and the Board of Directors may, if requested by the parties, act as arbitrator or appoint an arbitrator.

In any case of intervention, the member asking for the Board of Directors' assistance shall be responsible for all legal and other expenses incurred by the Board of Directors. However, no expenses shall be authorized by the Board of
Directors in any case of intervention unless the member requesting such intervention shall first approve such expenses.

(c) The Board of Directors may refuse, without assigning reasons, to accede to a member's request for intervention, in which case the fee shall be refunded.

**XVII AMENDMENTS**

(a) Amendments to this Constitution may be made only by means of a mail ballot submitted to all members of the Society under the following provisions of this article of the Constitution.

(b) Proposals to amend this Constitution may be made by the President on his own authority, by the Board of Directors, or by at least five per cent of the total regular and honorary members of the Society in a written document submitted to the Secretary.

(c) Ballots containing the text of the proposal to amend the Constitution shall be mailed by the Secretary to all regular and honorary members of the Society. The Secretary shall mail such ballots within twenty-one days after he has received such proposal in writing. Return envelopes with the words ‘proposal for amendment’ on the face of each envelope shall be provided in this mailing for members.

(d) Ballots shall be opened and counted at the next general meeting that occurs at least sixty days after the date on which the ballots are mailed. This may be an annual general meeting or a special general meeting called for the purpose of amending the Constitution.

(e) The Secretary shall provide any regular or honorary member who wishes to circulate the membership for or against such proposal with a list of regular and honorary members of the Society. The expenses of such circularization shall not be paid for by the Society.

(f) Marked ballots may be mailed by members to the Secretary or given to the Secretary in person, but all ballots to be valid must be received by the Secretary before the opening of the general meeting. The Secretary shall not open these ballots.

(g) At the general meeting, three tellers shall be elected by majority vote to open the mail ballots in the presence of the meeting and to count the votes for or against the proposal. The Constitution shall be amended only if the proposal receives two-thirds of the votes of the total number of members sending in valid ballots. Any question concerning the validity of the ballots shall be determined by majority vote of the general meeting.

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