

# Revised Constitution of the British Society for Eighteenth-Century Studies

## Rationale

BSECS has grown considerably as an organisation. Today, as well as its original activities of running a conference and publishing a journal, BSECS awards numerous prizes and awards, runs a complex website and social media portfolio, liaises with national and international organisations and heritage providers, and offers early career seminars and conferences. The size and duties of the executive committee have grown in proportion. The current EC is historically very large and increasingly acts more as a council than an executive, with decisions in between meetings increasingly taken by ad hoc small groups of officers. At the same time, BSECS processes have been locked into an older model of formal subcommittees which have limited opportunity to act between meetings and which are not constitutionally able to take advantage of new technologies such as Zoom.

This revised constitution aims to give the society more flexibility and responsiveness in its day-to-day activities and more clarity around key roles and processes; to balance the need of a large and growing society to reflect the views of both its active and its wider membership with the need to act at short notice and between formal meetings; to allow new ways of working facilitated by new technologies; and to embed equality, diversity, and inclusion more fully into the society's practices.

## Major Changes

The existing executive committee becomes a council with the primary role 'to set strategy and policy, to decide on matters of substance and importance, to debate and authorise major spending, to oversee the work of the committees, including the Executive Committee, and to scrutinise the annual accounts and annual report' (3.1).

A new, smaller, Executive Committee is created 'to conduct day-to-day business, to enact policy and strategy set by the Council, to authorise spending in line with the policies agreed by the Council, and to set the agenda for future strategic directions and initiatives'. The new EC will have the power to act in between formal meetings of the Council (5.2.1).

Subcommittees (now simply committees) may now 'manage budgets where agreed by the Council' (5.1) and 'may meet either in person or online' (5.5). The President may now delegate the role of committee chair, while all Council Members are now invited to sit on at least one committee (5.4).

In addition to existing committees, a new Communications Committee has been created with 'a remit for communications between the Society, its members, and the wider community' (5.3.1)

The new constitution embeds a commitment 'to promoting equality, diversity, inclusion, access, and good conduct in all its activities' (1.3) and ensure EDI representative are included in key committee.

## Process

The President discussed potential changes with the Officers Subcommittee early in 2022 and a schedule of proposed changes was discussed by the officers in the spring. A draft revised constitution was discussed by the full executive committee in May and further revisions made. A further draft was discussed in October and, with further minor revisions, the executive committee agreed that this should be presented to the AGM.

# Draft Constitution of the British Society for Eighteenth-Century Studies

## 1 Aims of the Society

1.1 The object of the British Society for Eighteenth-Century Studies shall be the advancement of research, scholarship, and public education by the promotion of the study of the culture and history of the eighteenth century, broadly conceived. The Society shall be a charitable organisation as defined by United Kingdom charity law and shall meet requirements set forth by the Charity Commission.

1.2 In furtherance of the said objects but not otherwise the Society may:

1.2.1 collect and disseminate information on all matters affecting the said objects and exchange such information with other bodies having similar objects whether in Britain or overseas;

1.2.2 cause to be written and printed, made publicly available by electronic means or otherwise reproduced and circulated, gratuitously or otherwise, such papers, books, periodicals, pamphlets, electronic documents, or databases as shall further the said objects;

1.2.3 organise and promote residential and non-residential conferences;

1.2.4 raise funds and invite and receive contributions from any individual or organisation whatsoever by way of subscriptions and otherwise provided that the Society shall not undertake permanent trading activities in raising funds for the said objects, and provided that such financial contributions shall not, in the view of the Society's Council, compromise the Society's integrity and independence in pursuit of its scholarly objectives;

1.2.5 distribute funds and bursaries to organisations and individuals deemed to advance scholarly and public understanding of the 'long' eighteenth century;

1.2.6 offer honoraria or payments for goods and services;

1.2.7 do all such other lawful things as are necessary for the attainment of the said objects.

1.3 The Society is committed to promoting equality, diversity, inclusion, access, and good conduct in all its activities and will publish and regularly review appropriate policies to meet this aim.

## 2 Membership

2.1 Membership of the Society is open to all persons interested in the aims of the Society upon payment of one year's subscription. There shall be four categories of members: regular members, honorary members, retired/unwaged members, and student members.

2.2 Honorary membership may be conferred by the Annual General Meeting. Retired/unwaged members must not be in receipt of a regular source of income other than a pension or state benefits. Undergraduate and postgraduate students may join as student members. Student members may not normally hold elected or appointed posts on the Council other than as Postgraduate/Early Career Representatives.

2.3 Membership of the Society may be suspended, terminated, or refused by a vote of the Council in cases where members, or prospective members, are deemed to be bringing the Society into disrepute. Such a vote is subject to quoracy requirements, and the decision must be ratified at the next AGM.

### 3 Council

3.1 The Society is governed by a Council. The role of the Council is to set strategy and policy, to decide on matters of substance and importance, to debate and authorise major spending, to oversee the work of the committees, including the Executive Committee, and to scrutinise the annual accounts and annual report. The Council may delegate day-to-day business to committees, including the Executive Committee, but final authority rests with the Council.

3.2 The Council will publish and regularly review policies on key areas which may include, but which are not limited to, expenses and spending, equality, diversity, and access, good conduct (including bullying and harassment), safeguarding, communications and social media etiquette.

#### 3.3 Membership of the Council

3.3.1 The Council consists of the Officers, the immediate Past President, six elected Ordinary Members, and holders of appointed Council posts, which may include, but are not limited to, Conference Organisers, Communication and Website Managers, the Journal General Reviews Editor, *Criticks* Editor, ISECS Representative, Equality, Diversity, and Inclusion Managers, and Postgraduate and Early Career Scholars Representatives.

3.3.2 All members of the Council shall be members of the Society in good standing. Council members should be normally resident in the United Kingdom or associated with a British institution. No member of the Committee shall be under the age of eighteen years. Members of the Council are Trustees of the Society and are required to register any outside interests and sign the Society's code of conduct.

3.3.3 All members of the Council have equal voting rights, subject to quoracy requirements. The President has a casting vote.

3.3.4 Holders of appointed posts have voting rights, but their presence at a meeting does not by itself fulfil quoracy requirements.

3.3.5 The role of Ordinary Members is to represent the membership of the Society, but Ordinary Members may also take on specific roles on the Council and serve on committees.

3.3.6 The role of Postgraduate and Early Career Representatives is to represent postgraduate and early career members of the Society, but Postgraduate and Early Career Representatives may also take on specific roles on the Council and serve on committees if those roles are related to the Society's postgraduate and early career activities.

3.3.7 Members of the Council may not normally receive remuneration for any services carried out on behalf of the Society. Council members may, however, claim for reasonable out-of-pocket expenses incurred for activities and purchases undertaken for or on behalf of the society and in accordance with a formal expenses policy drawn up by the Treasurer. Council Members may apply for funding and bursaries offered by the Society but must declare when this may constitute a conflict of interest.

3.3.8 Members of the Council must declare any actual or potential conflicts of interest when serving on the Council or any of its committees and may be asked by the chair of the meeting to recuse themselves from the meeting while the relevant item is discussed.

### 3.4 Elections and Tenure

3.4.1 The election of Ordinary Members and Officers shall take place through consultation of the membership by postal or electronic means in accordance with the procedures set out below. These procedures shall be overseen by the Executive Secretary. Elections shall take place annually.

3.4.2 Ordinary Members shall hold office for not more than three years in the first instance. By invitation and agreement of the Council, this term may be extended by an additional two years. This extension may only happen once. They are not eligible for re-election as ordinary members for a period of three years after their term of office has expired but may be elected as Officers of the Society during that period.

3.4.3 The Council shall have power to create not more than three appointed posts on the Council between General Meetings.

3.4.4 Appointed posts on the Council are not subject to election, but the subsequent Annual General Meeting must ratify any appointments, whether to existing or newly created posts.

3.4.5 All appointed posts on the Council, apart from the Editor of *The Journal for Eighteenth-Century Studies*, *Criticks* Editor, ISECS Representative, and the Journal General Reviews Editor, are subject to a term of three years in the first instance. Holders of all appointed posts, apart from Journal Editor, *Criticks* Editor, ISECS Representative, and Reviews Editor, may have this term extended by an additional two years by invitation and agreement of the Council.

3.4.6 The posts of *Criticks* Editor, Journal Editor, and Reviews Editor are subject to a term of five years and cannot be held for two consecutive terms. The term for these posts may, however, be extended once by a further year, subject to the agreement of the Council and ratification at the Annual General Meeting at the beginning of the year in which it is proposed to extend it.

3.4.7 The appointment of the Representative to the International Society for Eighteenth-Century Studies (ISECS) is governed by the timings of the ISECS Executive Committee meeting, with a term of office of four years. The ISECS Representative may have this term extended by an additional four years by invitation and agreement of the Council.

### 3.5 Meetings of the Council

3.5.1 The Council shall meet at least twice a year, once at a time close to the Annual Meeting of the Society and at such other times as it may determine, or at the call of the President, or, if the President is unable to act, at the call of the Vice-President, or, if both are unable to act, at the call of the Executive Secretary, or at the written request of at least four voting members of the Council directed to the Executive Secretary.

3.5.2 Meetings of the Council are held at a venue, time, and date agreed by the Executive Committee, which will take reasonable steps to notify all Council Members of the venue, time, and date. Meetings will normally be held in person.

3.5.3 Council and committee meetings are quorate only when six Council Members are present, of whom at least two are elected members (with the exception of the Executive Committee which has its own quoracy requirements). Non-quorate meetings may engage in

discussion of Society policies but may not take decisions which involve financial expenditure. Minutes must be taken of all meetings of the Council and committees and the minutes circulated to all members of the Council, or relevant committee. Minutes of each meeting must be agreed to be an accurate record, normally at the next meeting of the Council or relevant committee. Quoracy requirements apply equally whether the meeting is held in person or online.

3.5.4 Council Members are required to attend Council meetings. In the event of non-attendance at two Council meetings successively without due reason or notice, members are liable to be removed from the Council at the request of the Nominations and Appointments Committee and with the agreement of a majority of the Council.

3.5.5 Council Members may claim reasonable travelling expenses to attend Council and committee meetings. Such expenses will normally only be paid for claims related to travel within the UK, in accordance with a formal expenses policy drawn up by the Treasurer.

3.6 The Council has the power to appoint consultants, in areas where specialist expertise is needed. They are not required to be members of the Society, nor of the Council, unless elected in the usual way. However, they may be required to attend meetings of the Council or its committees, as necessary, and may be paid for their services to the Society.

3.7 The Council shall define the duties of all working parties and appointed posts it creates, and the Executive Secretary shall inform the members of the Society of the actions of the Council and of those of any committee through a newsletter or by any other appropriate means.

#### **4. Officers**

4.1 The Society has four officers: a President, a Vice-president, an Executive Secretary, and a Treasurer. The immediate Past President serves as an *ex officio* officer. All officers are elected members of the Council with voting rights.

4.2 The posts of President, Vice-president, and Immediate Past President are tenable for two years. The posts of Executive Secretary and Treasurer are tenable for five years. In normal circumstances, the office of President is not directly elected, but filled by the previous year's Vice-president. Where this is impossible, the same procedure is followed as for other officers, who are elected through a remotely conducted voting contest, held annually. The office of Past President is not directly elected but is filled by the previous President. Officers cannot hold the same office for two consecutive terms but may have their term extended once by a further year, subject to the agreement of the Council and ratification at the Annual General Meeting at the beginning of the year in which it is proposed to extend it. When the term of the President is extended in this way, the term of office of the Vice-President will automatically also be extended for a further year, but not the term of office of the Past President. A former President is ineligible for re-election to the posts of Vice-President or President for a period of five years from the end of their term of office.

#### **4.3 Roles of officers**

4.3.1 The President's role is to maintain oversight of all the Society's activities; to preside at meetings of the Council, the Executive Committee, and at Annual and Special General Meetings of the Society; to preside at the annual conference of the Society and to liaise with

plenary speakers; to formulate policies and projects for presentation to the Council in accord with the Society's aims; to represent the Society to external organisations; and to produce a written annual report on the activities of the society.

4.3.2 The Vice-President's role is to assist the President in carrying out the above functions, and to succeed to the office of President at the end of the year's term of office.

4.3.3 The Treasurer's role is to administer the financial affairs of the Society. It is the Treasurer's duty, under the direction of the Council: to be responsible for the receipt and disbursement of the monies of the Society in a manner consonant with the Society's purposes and interests, to arrange for the safekeeping of the assets of the Society, and to do so in the most advantageous and secure means possible. The Treasurer, with the finance subcommittee, shall set an annual budget, maintain a risk register, and report to the members of the Society at General Meetings and by means of an annual report distributed either on paper or by electronic means. The Treasurer shall cooperate in an annual audit of the Society's affairs. A competent auditor shall be appointed by the Council for that task.

4.3.4 The Executive Secretary's role is to oversee the implementation of policies decided on by the Council, to assist the Executive Committee in administering the day-to-day business of the Society and to be responsible for the continuing operations of the Society, to coordinate the election process and make arrangements for meetings of the Council and committees, to assist the President in preparing for meetings of the Council and Executive Committee, to maintain a record of Council roles and role descriptions (including any special eligibility for honoraria), and to superintend any processes of scrutiny or peer review that may be required in the context of the Society's administrative affairs.

## **5. Committees and Working Parties**

5.1 The Council has six formal committees: the Executive Committee, the Communications Committee, the Events Committee, the Finance Committee, the Nominations and Appointments Committee, and the Publications Committee. Committees may take decisions on behalf of the Council, subject to the same quoracy requirements that apply to meetings of the Council. Committees may manage budgets where agreed by the Council and with appropriate reporting to and oversight by the Council. Where there is an overlap in the remits of committees, the Council may determine which committee has the primary interest.

### **5.2 The Executive Committee**

5.2.1 The role of the Executive Committee is to conduct day-to-day business, to enact policy and strategy set by the Council, to authorise spending in line with the policies agreed by the Council, and to set the agenda for future strategic directions and initiatives. The Executive Committee has the power to act in between Council meetings.

5.2.2 Membership of the Executive Committee shall consist of the Officers, the Journal Editor, the Equality, Diversity, and Inclusion Manager, and one ordinary member, who shall normally sit on the Executive Committee for one year. The Executive Committee is quorate when four members are present.

### **5.3 Other Committees**

5.3.1 The Communications Committee has a remit for communications between the Society, its members, and the wider community, through printed and electronic media, which may include but is not limited to printed or electronic newsletters, management and upkeep of the Society's website, and its social media presence.

5.3.2 The Events Committee has a remit for the Annual Conference, the Postgraduate and Early Career Conference, and any other events organised by the Society.

5.3.3 The Finance Committee has a remit for the financial affairs of the Society.

5.3.4 The remit of the Nominations and Appointments Committee is the membership of the Council and its committees, including nominations from the Council to elected posts, creation and abolition of appointed posts, appointment of holders of appointed posts, and assignment of Council Members to appropriate committees. Membership of the Nominations and Appointments Committee consists of the Executive Committee plus the member or members of the Council with responsibility for Equality, Diversity, Inclusion, and Access.

5.3.5 The Publications Committee has a remit for academic publications including *The Journal for Eighteenth-Century Studies*, *Criticks*, academic content on the Society's website, podcasts, and any other academic publications in print or electronic form.

5.4 All Council Members are invited to sit on at least one committee, which will normally be the committee which best reflects their role or, if they do not have a defined role, their interests and expertise. The President, Vice-President, Treasurer, and Executive Secretary may sit on any committee. The President is the nominal chair of all committees, but in practice will normally delegate the role to an appropriate Council Member. The Executive Secretary is the nominal secretary of all committees, but in practice the role of minute taking will normally be delegated to an appropriate Council Member by the chair of the committee.

5.5 Committees may meet either in person or online. They shall meet prior to Council meetings and prepare oral or written reports to Council in addition to keeping minutes. Committees may also meet informally as working parties.

5.6 The Council has the power to create working parties, whose membership may include non-members of the Council. Meetings of working parties need not be minuted but must be reported back to meetings of a committee or the full Council. The only function a working party can undertake is discussion of Society policies; they are not vested with any of the powers of a quorate Council or committee meeting.

## **6 General Meetings of the Society**

6.1 The Society shall hold an Annual General Meeting. The Executive Secretary will give not less than one month's written notice to all members of time, date, and venue of an AGM. In emergencies, the Executive Committee has the power to cancel the AGM or to change its date or location.

6.2 Special General Meetings may be called at other times, by the Council, by the Executive Committee, or by the President, at the request of not less than 20% of the members. The Executive Secretary will give not less than one month's written notice to all members of time, date, and venue of an SGM.

6.3 General meetings are quorate only when thirty members of the Society in good standing are present.

## **7 Elections**

7.1 Officers and Ordinary Members of the Council are elected by a majority of Society members who choose to participate in the voting process, through votes cast through postal or electronic means. Vacancies in elected positions occurring between elections may be filled by decision of the Nominations and Appointments Committee; appointed holders of these positions must stand for election at the next available opportunity.

7.2 At least one month's notice must have been given before voting in an election is scheduled to begin. The period in which votes are received must be no shorter than one month.

7.3 Candidates for election must be fully paid-up members of the Society (i.e., who have paid their subscription fees for the year in which the election takes place and have no outstanding subscription fees for other years). Eligibility to vote is restricted to members of the Society in good standing (i.e., who have paid any applicable subscription fees for the year in which the election takes place).

7.4 Nominations for posts on the Council may be made by the Council or by petition to the Executive Secretary. Nominations by petition for posts on the Council shall be made by fully paid-up members before a deadline published by the Executive Secretary at least one month in advance. To be valid, a nomination by petition must be supported by at least two fully paid-up members of the Society and must be accompanied by a statement from the nominee (who must also be a fully paid-up member) declaring a willingness to serve if elected.

7.5 It is the responsibility of the Council's Nominations and Appointments Committee to ensure that there is at least one nomination for every post that is to be filled.

7.6 Eligible voters may cast one vote for each named Officer post for which an electoral process is being conducted, and a number of votes for Ordinary Members which corresponds to the number of Ordinary Member committee posts which the Executive Secretary has announced as available. Where there is no more than one nomination for a named Officer post, or no more candidates to become Ordinary Members than posts which have been announced as being available, then no formal election procedure will take place, the nominated candidates being deemed to have been elected by unanimous acclamation.

7.7 The Executive Secretary is responsible for the conduct of the election, including the assessment of numbers of votes cast. In the event that balloting results in a tie, it shall be broken in a manner to be determined by the Executive Committee.

7.8 The Executive Secretary shall announce the results of the election to the Council and at the following General Meeting.

7.9 All members of the Council shall officially begin their term of office from the Annual General Meeting at which their election is announced, or appointment ratified, or the fifteenth of January, whichever is soonest.

## **8 Subscriptions**



8.1 Membership subscriptions include a subscription to the Society's journal. Annual subscriptions rates are determined by the Council in consultation with the publisher of the Society's journal, with notice of any proposed change in subscription rates being published at least two months before the date on which they become due.

8.2 Subscriptions fall due on the 1st January, and last for the duration of that calendar year, regardless of when they are paid. If subscription rates are changed, the change becomes effective at the beginning of the calendar year which succeeds that in which notice has been given.

8.3 When mailing fees from the United Kingdom require a surcharge to the subscriptions of members with mailing addresses outside the United Kingdom to cover additional mailing costs, the publisher of the Society's journal may assess such a surcharge to the dues of those members provided that such a surcharge reflects only those additional mailing costs reported to the Council by the publisher.

## **9 Disbursement of Funds**

9.1 The Society has the power to disburse funds to individuals or groups on behalf of the Society's membership for purposes which contribute to the Society's aims.

9.2 The Society has the power to grant bursaries, in the form of fee waivers and/or cash payments, to individuals attending conferences organised by the Society.

9.3 The Council will publish criteria and deadlines for applications for funding and bursaries in a manner that is timely, transparent, and accessible to potential applicants.

9.4 Applications to the Society for funding and bursaries are considered in line with the published criteria and subject to appropriate review and selection procedures to be determined by the Council. The decision of the Council to award or withhold funding is final.

## **10 Affiliation**

10.1 The Society is affiliated to the International Society for Eighteenth-Century Studies. Members of the British Society have the rights and privileges of Associate Members of the International Society.

10.2 The Council may apply for membership for the Society in other appropriate scholarly organisations.

10.3 Applications for affiliation to the Society by local, regional, and other scholarly organisations may be accepted by the Council when, ascertaining that the nature and activity of the organisation reflect the purposes of the Society, it deems such affiliation appropriate. The affiliation shall continue until the Council accedes to the request of an affiliated society to dissolve the affiliation, or so long as the nature and activity of the affiliated organisation reflect the purposes of the Society.

## **11 Amendments to the Constitution**

11.1 A General Meeting of the Society may amend the Constitution by a majority of two-thirds of the members present and voting, provided that a quorum of thirty members be present.

## **12 Dissolution**

12.1 The Society may be dissolved by the agreement of not less than three-quarters of those members present at a General Meeting specially summoned for this purpose as provided in Section 6.2 above. Any funds existing at the time of dissolution shall not become the property of any member or members but shall be devoted to furthering the objectives defined in Section 1.1, as assessed by independent peer reviewers following a process of application as described in Section 9.4.

## **13 Transition to a new Constitution**

13.1 A new Constitution shall become effective immediately upon its adoption by the membership at a General Meeting.