



Costume Society of America
Education • Research • Preservation • Design

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Costume Society of America
By-Laws
Revised November 12, 2009

Chapter I - Purposes

Section 1

- A. To stimulate scholarship and encourage study in the rich and diverse field of costume.
- B. To disseminate information on dress and appearance.
- C. To raise the profile and credibility of the field of costume.
- D. To network among our members and with other people and organizations having costume interests.
- E. To manage and govern the organization to serve the membership.

Chapter II - Membership

Section 1

Any person, institution, corporation or formally constituted group approved by the Board of Directors may, upon payment of the dues specified in Section 2, become a member of the Society.

Section 2 - Dues

- A. Annual membership dues shall be set by the Board of Directors of the Society for the following membership categories: Individual, Sustaining, Nonprofit Institution, Business/Corporate, Student, and E-Member.
- B. Membership shall be due and payable annually on the first day of the anniversary month of joining the Society.
- C. Any member in arrears of membership dues may at the discretion of the Board of Directors be dropped from the membership of the Society.

Section 3

The Board of Directors shall have the power to cancel the membership of any member.



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Section 4 - Privileges of Membership

A. Individual Members shall have full rights and privileges of membership, i.e., they shall have voting rights, be eligible to serve as officers, on the Board of Directors, and on committees, be eligible to attend meetings of the Society, receive one copy of each regular publication of the Society, and receive a discount on publications. Sustaining Members are Individual Members who have contributed the amount fixed by the Board of Directors in an effort to further the goals of the Society. The selected representatives of Business/Corporate Members are also designated as Individual Members.

B. Nonprofit Institution Membership is available to nonprofit institutions only. They may designate two representatives to attend meetings or other events sponsored by the Society at membership rates. They shall have voting rights for one. The vote of each institutional member shall be cast by its chief executive officer or by a properly accredited representative. They are not eligible to hold office or serve on the Board of Directors. Nonprofit Institutional members shall receive one copy of each regular publication of the Society. They shall receive one CSA website link to their institution's website.

C. Business/Corporate Members may designate two representatives to attend meetings or other events sponsored by the Society at membership rates. They shall have voting rights for one. The vote of each Business/Corporate Member shall be cast by its chief executive officer or by a properly accredited representative. This person is eligible to hold office and/or serve on the Board of Directors. Business/Corporate Members shall receive one copy of each regular publication of the Society, a discount on special publications, and 10% off CSA advertising rates. They shall receive one CSA website link to their business or corporate website.

D. Student Members are not eligible to vote, to hold office, or to serve on the Board of Directors. They shall be eligible to attend meetings of the Society and shall receive one copy of each regular publication of the Society and a discount on special publications.

E. E-Access Members have full website access to the CSA website, including Members Only access. They receive one copy of CSA electronic publications. They are not eligible to vote, to hold office, or to serve on the Board of Directors. They are eligible to attend meetings of the Society at nonmember rates.

F. Library Members are subscribers only. They receive one copy of each national CSA publication and a discount on special publications. They are not a membership category.

Section 5 - Regional Groups



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The Costume Society of America is divided into eight regional divisions. Each member of the Society automatically belongs to the regional group established in the region in which (s)he geographically resides. Active regional groups provide members with additional opportunities to pursue costume interests at the local level.

Section 6

The award of Fellow is the highest honor the Costume Society of America can bestow on its members. A Fellow shall be a member of the Society for at least ten continuous years whom members wish to honor for exceptional service within the Society and/or for significant contributions to the field of costume. The Fellow award is determined in accordance with criteria and procedures established by the Board.

Chapter III - Governance

Section 1 - Board of Directors

A. The Board of Directors sets the number of Directors (see Constitution, Article IV, Section 1). The Society began with 27 elected Directors; in 2003, the Board voted to reduce each class elected to 5, for a total of 15 elected Directors, the current number.

B. A Director serves for a term of three years and is eligible for election to only two consecutive terms, but after one year off the Board is again eligible for election to the Board of Directors. (See the Constitution, Article IV.2)

C. Any Board member who misses three consecutive meetings of the Board of Directors automatically shall be removed from the Board. The meetings preceding and following the symposium count as two meetings.

D. Former Costume Society of America presidents shall be designated ex-officio members of the Board of Directors and, if they are not currently elected Board members, shall be invited to participate in Board activities in an advisory, non-voting capacity.

E. The surviving founding members of the Costume Society of America shall be designated honorary Board members for life and, if they are not currently elected Board members, shall be invited to participate in Board activities in an advisory, non-voting capacity.

Section 2 - Executive Committee

A. The Executive Committee is empowered to act on behalf of the Board of Directors in managing the affairs of the Society during the periods between regular and special meetings of the Board.



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B. The Executive Committee shall include all of the elected officers. The CSA Executive Director shall serve as an ex-officio, non-voting member of the Executive Committee.

C. The elected officers shall be President (elected as President-elect), President-elect, Secretary, Treasurer, Vice President of Education and Programs, Vice President of Publications, Vice President of Internal Relations, Vice President of External Relations, Vice President of Awards and Honors, and Vice President Technology. The Immediate Past President serves as a voting member for a term of two years following his or her presidency.

D. The criteria of eligibility to serve as an officer includes, but is not limited to, service on the National or a Regional Board, or leadership services in other capacities. Candidates must be Individual Members in good standing, and must remain so during their term of office.

E. All officers with the exception of President and President-elect shall be eligible to serve up to two consecutive two-year terms of office. The term of the President-elect shall be limited to a single two-year term, followed by a single two-year term as President. After one term out of office, a former President will again be eligible to serve as President-elect or President. President-elect, Secretary, Treasurer and Vice President of Education and Programs shall be elected for terms beginning in even number years. At the Annual Meeting at the end of the President-elect's term, the outgoing President-elect will be installed as President. The Vice President of Publications, Vice President of Internal Relations, Vice President of External Relations, Vice President of Awards and Honors, and Vice President Technology shall be elected for terms beginning in odd number years. No officer shall hold more than one office at one time. (Elections for Officers will take place electronically or by postal ballot within 2 weeks following the Fall/Winter meeting of the Board of Directors, immediately preceding the Annual Meeting at which the Officers will be installed. If the slate has only one candidate for each office, the election will be held at the Board meeting and the results announced. Terms begin with the officers' installation at the Annual meeting.)

Section 3 - Appointed Positions

In addition to the elected officers, the positions of committee chairs, the Executive Correspondent, Historian, and Parliamentarian further the governance of the Society. Members filling these positions are appointed by the President with the approval of the Board, serve terms of two years, and may be re-appointed. They are invited to participate in meetings of the Board of Directors in an advisory, non-voting capacity.

Section 4 - Nominating Committee

A. In addition to the specifications in the Constitution (IV-10b), the Nominating Committee shall consist of seven Individual Members in good standing including at least one board member and one non-board member plus two alternates.



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B. The names of all proposed Board nominees shall be forwarded to the chairperson of the Nominating Committee no later than November 1st of each year.

C. The final slate presented to the membership shall contain no fewer than seven nominees for the Board.

D. The names of the officers-elect will be sent to the membership as an informational item following the Fall Board meeting and will be included in the minutes of the Annual meeting.

Section 5 - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised, shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with the By-laws and Constitution of the Society.

Chapter IV - Finance

Section 1

No pecuniary obligation shall be contracted without sanction of the Board of Directors but this provision shall not prevent the President or other member authorized by the President from incurring indebtedness, within the limits of the annual budget approved by the Board of Directors for the purposes of administering the operation and programs of the Society.

Section 2

The Treasurer may deposit funds of the Society in one or more banks with the approval of the Executive Committee upon recommendation of the Finance Committee.

Section 3

The accounts of the Society shall be reviewed annually by a Certified Public Accountant who shall be approved by the Executive Committee.

Section 4

In the event that the Society should terminate or cease to exist, any assets remaining to its credit, of whatever kind, shall be transferred as may be decided at a final general meeting to an appropriate eleemosynary institution or institutions which are active in presentation and interpretation of costume.

Chapter V - Amendments



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Amendments to the By-Laws may be made by a vote of a majority of the Board of Directors.



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Costume Society of America Constitution

Revised May 30, 2009

Section 1. The name of this Society shall be The Costume Society of America, Inc. It is a not-for-profit organization incorporated in the State of New York.

Article II -Mission

Advancing the global understanding of all aspects of dress and appearance.

Article III -Membership

Section 1. The Society shall be composed of Individual Members, Institutional Members, Library Members, Corporate Members, Student Members, and Patrons, or such classes of members as the Board of Directors may from time to time designate. The annual and other fees for each class of membership shall be designated from time to time by the Board of Directors.

Section 2. Individual Members shall be persons who are engaged in work relating to costumes in museums, historical societies, historic houses, theaters, or other legally constituted organizations which include in their activities costume studies; and teachers, scholars, designers, and other individuals who are interested in the objectives of the Society.

Section 3. Institutional Members shall be museums, historical societies, historic houses, theaters, and other non-profit educational institutions.

Section 4. Library Members shall be school and other libraries which wish to enlarge their available material in the costume field.

Section 5. Corporate Members shall be any corporation, industry, or business with an interest in costume.

Section 6. Student Members shall be those who are enrolled within the student body of an accredited educational institution.

Section 7. Patrons shall be those individuals who have contributed the amount fixed from time to time by the Board of Directors.



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Section 8. Other classes of membership designated by the Board of Directors shall have the qualifications and requirements for membership as established by the Board of Directors.

Section 9. All classes of membership shall have such rights, privileges, and obligations as determined by the Board of Directors from time to time. The Board of Directors may eliminate or modify any class of membership.

Article IV -Board of Directors and Officers

Section 1. The affairs of the Society shall be governed by a Board of Directors. The number of Directors shall be set forth in the By-laws and may be varied from time to time by amendment of the By-laws pursuant to Article IX of this Constitution. In addition, there may be such honorary, non-voting directors as the members of the Board may from time to time determine. The term "Director," as used in this Constitution, refers only to members of the Board elected as Directors by the membership or selected by the Board to fill a vacant Directorship, and not to persons who are members of the Board solely pursuant to Section 3 of this Article IV by virtue of their status as elected officers of the Society.

Section 2. The Directors shall be elected for three-year terms by the voting members of the Society in a mail ballot prior to the annual meeting. In elections of Directors, each member shall have the same number of votes as the number of seats up for election. No member may cast more than one vote for any single candidate. The recipients of the highest number of votes shall be elected. The terms of one-third of the Directors shall expire each year commencing with the second Annual Meeting of members after the initial meeting of the Directors. Directors shall be limited to no more than three consecutive terms of service as established by the Board of Directors. Following one year out of office, a former Director shall again be eligible for election as a Director.

Section 3. The elected officers of the Society shall be elected from among the Society's individual members in good standing and shall consist of a President, Treasurer, and Secretary and other officers as set forth in the By-laws. The elected officers shall be elected by the vote of a majority of the Directors casting votes, for terms of two years subject to such term limitations as may be set forth in this Constitution or in the By-laws. If no candidate for an officer position receives a majority of votes, then the recipient of the lowest number of votes shall be stricken from the ballot for such position, and the Directors shall again cast votes for such position.



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Section 4. Elected officers shall be ex-officio members of the Board, and shall have the rights and privileges, including voting rights, of regularly elected members of the Board for the term of their office, but shall not have double voting rights if they are otherwise members of the Board. The phrase "members of the Board," as used in this Constitution, refers to all persons who are voting members of the Board, whether by virtue of their status as a Director or by virtue of their status as an elected officer. Persons who are members of the Board solely by virtue of their status as elected officers shall not have the right to vote in elections of elected officers; however, any elected officer who is also a Director shall have the right to vote in elections of officers.

Section 5. The By-laws may provide for the appointment of such appointed officers as may be necessary or desirable, with responsibilities and terms of office as set by the Bylaws or the Board. Appointed officers shall not solely by virtue of such office have the right to vote at meetings of the Board.

Section 6. Directors shall take office at the end of the annual meeting in the year of their election. Officers shall be elected at the Board Meeting in the fall preceding the Annual Meeting at the end of which they are to take office.

Section 7. A vacancy in any position, including any office, Directorship, or chairmanship, may be filled by the Board for the unexpired term.

Section 8. Only Individual Members of the Society in good standing will be eligible to serve on the Board or as officers.

Section 9. The Board shall have the right to invite persons, whether or not members of the Society, to assist the Board in an advisory capacity without the right to vote.

Section 10a. The Executive Committee consists of all the elected officers. Meetings of the Executive Committee shall be called as needed by the President, or by a majority of the members of the Committee, on reasonable notice. The Executive Committee shall have the right to invite persons, whether or not members of the Society, to assist the Executive Committee or the Board in an advisory capacity without the right to vote. Minutes of the Executive Committee meetings shall be sent to all members of the Board of Directors.

Section 10b. The Board shall elect annually a nominating committee. The President shall appoint a chairperson from the committee members. No elected officer shall be a member



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of the nominating committee. The nominating committee shall solicit nominations for the Board of Directors and officers from among Society members.

The committee shall present annually to the membership a slate of nominees for the Board, and shall present annually to the Board a slate of nominees for the next nominating committee. The nominating committee shall also present to the Board a slate of one or more candidates for each elected officer position to be elected by the Directors at their Fall Meeting preceding the Annual Meeting.

Any Individual Member in good standing nominated in writing by ten or more Individual Members at least eight weeks before any ballot is distributed will be placed on such ballot as a candidate for the position for which he or she was nominated.

Section 10c. Subject to Board approval, the President shall appoint other such standing and ad hoc committees as he/she shall from time to time determine. The President shall be a member ex-officio of such other standing committees.

Section 11. No one shall be entitled to receive compensation for acting as an officer, Director, or committee member, but such persons shall be entitled to reimbursement for reasonable out-of-pocket expenses.

Article V - Voting and Elections

Section 1. Other than in elections of Directors, which shall be subject to Section 2 of Article IV, each member shall have one vote, except that Library and Student Members shall be non-voting.

Section 2. The vote of each Institutional or Corporate Member, or any other member that is not a natural person, shall be cast by its chief executive officer or by a properly accredited representative.

Section 3. Except as otherwise provided in this Constitution, Society action to be taken by a membership vote, whether at a meeting or by ballot, shall be authorized by a majority of affirmative votes cast.

Article VI - Meetings

Section 1. The Society shall hold an Annual Meeting of Members each year for the announcement of the results of the elections and for such other purposes as determined by



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the Board or as requested in writing by at least ten members of the Society. The Annual Meeting of Members shall be held between April 1 and July 1, the date and place to be determined by the Board. Members shall be given written notice no less than four weeks prior to said meeting.

Section 2. Inasmuch as it may be feasible, Annual Meetings of Members shall be convened in various areas of the United States to encourage active participation in the affairs of the Society by members throughout the country.

Section 3. The President may, and on receipt of written demand signed by twenty members shall, call a Special Meeting of Members on four weeks' notice stating the nature of the business to be conducted. No business shall be conducted at a Special Meeting of Members unless at least four weeks notice that such business shall be conducted at such Special Meeting has been given to the members.

Section 4. At any national meeting of the members, the presence, in person, of twenty Individual Members in good standing shall constitute a quorum. No votes by proxy shall be accepted at any meeting of the members.

Section 5. The Board shall hold at least three regular meetings each year, the first to take place immediately following the Annual Meeting of Members, the second to take place mid-year, the third to take place immediately prior to the Annual Meeting of Members. The date of the second meeting shall be determined by the President, with information as to time and place to be mailed to each member of the Board not less than four weeks in advance of said meetin

Section 6. On application in writing from 20% or more of the members of the Board, the President shall on reasonable notice schedule a meeting of the Board.

Section 7. At any Board meeting the presence of one-third of the Directors shall constitute a quorum. At any Executive Committee meeting the presence of one-third of the members of the Executive Committee shall constitute a quorum. Any one or more members of the Board (or members of the Executive Committee) may participate in a Board of Directors meeting (or Executive Committee meeting) by any means of communication through which the Board member (or Executive Committee member) so participating, other Board members (or Executive Committee members) so participating, and all Board members (or Executive Committee members), if any, physically present at the meeting may simultaneously hear each other during the meeting. A Board member (or



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Executive Committee member) so participating shall be deemed present in person at the meeting.

Section 8. Except as otherwise provided in this Constitution, the Board shall take action by the affirmative vote of a majority of members of the Board present and eligible to vote at a duly held meeting of the Board.

Article VII -Fiscal Year

The fiscal year shall be set from time to time by resolution of the Board as permitted by law.

Article VIII -Indemnity

Any person made a party to any action, suit or proceedings by reason of the fact that he/she is or was, or that his/her testator or intestate was, a Director, officer, or employee of the corporation shall be indemnified to the extent permitted by law.

Article IX -Amendments

Section 1. Amendments to the Constitution.

Section 1a. Proposal of Amendments to the Constitution.

(i) Amendments to this Constitution may be proposed to the members by an ordinary vote of the Board.

(ii) Amendments to this Constitution may be proposed in writing by 50 members, which proposal shall be delivered to the President or to the Board of Directors at least 60 days prior to any members' meeting.

(iii) Any amendment properly proposed under Subsections (i) or (ii) of this Section 1a shall be presented at the next following meeting of members and a copy of such proposed amendment shall be included with the notice of said meeting or written notice of such proposed amendment shall otherwise be given to the members at least four weeks' prior to the members' meeting at which such amendment shall be considered.

Section 1b. Vote Required to Pass Amendment of Constitution.



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This Constitution may be amended only by the vote of a majority of members present and eligible to vote at an Annual Meeting or Special Meeting at which the amendment is properly presented pursuant to Section 1a of this Article IX.

Section 2. Amendments to the By-laws.

Section 2a. Proposal to Members of Amendments to the By-laws.

(i) Amendments to the By-laws may be proposed to the members by an ordinary vote of the Board.

(ii) Amendments to the By-laws may be proposed in writing by 50 members, which proposal shall be delivered to the President or to the Board of Directors at least 60 days prior to any members' meeting.

(iii) Any amendment properly proposed under Subsections (i) or (ii) of this Section 2a shall be presented at the next following meeting of members and a copy of such proposed amendment shall be included with the notice of said meeting, or written notice of such proposed amendment shall otherwise be given to the members at least four weeks' prior to the members' meeting at which such amendment shall be considered.

Section 2b. Vote Required to Pass Amendment of By-laws.

(i) The By-laws may be amended by the vote of a majority of Individual Members casting votes at an Annual Meeting or Special Meeting at which the amendment is properly presented pursuant to Section 2a of this Article IX.

(ii) Notwithstanding Section 2a of this Article IX, the By-laws may be amended at any meeting of the Board by the vote of a majority of all the members of the Board