

American Economic Association

PRESENT BYLAWS AND PROPOSED REVISION

**Article I. Section 5.**

**Present Bylaws**

Section 5 does not exist in present bylaws.

**Proposed Revision, Section 5.**

All members must abide by the Association's Code of Professional Conduct, Policy on Harassment and Discrimination, and its Conflict of Interest Policy. If the Board of Trustees considers in its reasonable opinion that any member has breached the Association's Code of Professional Conduct, Policy on Harassment and Discrimination, or its Conflict of Interest Policy, then it may decide by a two-thirds majority vote to either sanction the member or terminate that individual's membership. The member will be given an opportunity to put his or her case to the Board of Trustees prior to the vote being held.

**Rationale:** In light of the recent Code of Professional Conduct and related Policy on Harassment and Discrimination adopted by the AEA, the Executive Committee suggests adding this provision to the bylaws so that a member who violates the Code or the Conflict of Interest Policy may be sanctioned or membership may be terminated as voted by a two-thirds majority vote of the Board of Trustees. For purposes of these amendments, the voting members of the Executive Committee serve as the Association's Board of Trustees.

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**Article IV. Sections 1 and 2.**

**Present Bylaws**

Article IV in the present bylaws is Duties of Officers. There is not an Article for Removal of Officers. Duties of Officers Article will become V. The present Article V (Annual Meeting) will become VI and the present Article VI (Amendments) will become VII. No changes are proposed for any of these present sections other than the renumbering.

**Proposed Revision, Sections 1 and 2.**

**Article IV. Removal of Officers**

**Section 1.** Elected and appointed officers may be removed from office before the end of their regular term by a two-thirds majority vote of the Board of Trustees in the event that an officer is found, in the reasonable opinion of the Board of Trustees, to:

- have failed to abide by the Association's Code of Professional Conduct, Policy on Harassment and Discrimination, or its Conflict of Interest Policy;
- be derelict in his or her duties;
- be under investigation by his or her employer or any third party (including governmental bodies), the effect of which has, or is likely to have, a negative impact on the Association's reputation; or
- have conducted themselves in a way that has, or is likely to have, a negative impact on the Association's reputation.

For avoidance of doubt, this removal power applies to both sitting officers and individuals who have been elected or appointed officers prior to assuming their positions.

**Section 2.** Prior to a vote for removal of an officer the President will promptly inform the officer in writing of the reasons for the vote and may give the officer an opportunity to remedy the situation if the Board of Trustees considers it reasonable.

The officer will be given an opportunity to put his or her case to the Board of Trustees prior to the vote being held. For the avoidance of doubt, an officer who is a member of the Board of Trustees and the subject of the vote is entitled to participate in the vote.

**Rationale:** The present bylaws do not allow for removal of an officer. The suggested addition of Article IV allows the removal of an officer by a two-thirds majority vote of the Board of Trustees when conditions warranting such an action arise during or prior to the start of the officer's term. For purposes of these amendments, the voting members of the Executive Committee serve as the Association's Board of Trustees.

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The Executive Committee recommends a vote in favor of the proposed changes to the bylaws.

**INDICATE YOUR APPROVAL OR DISAPPROVAL ON THE ENCLOSED OFFICIAL BALLOT.**