

# **BYLAWS OF THE POPULAR CULTURE ASSOCIATION ENDOWMENT FUND**

**as adopted by the PCA/ACA Governing Board 2-26-2019**

**and the PCA/ACA Endowment Committee 2-26-2019**

**and as**

**Revised and Approved by PCA Endowment Committee 10-25-2022**

**and the PCA Governing Board 12-2-2022**

## **ARTICLE 1. Name**

The name of this committee of the Popular Culture Association is the Popular Culture Association Endowment Fund Committee.

## **ARTICLE 2. Source of Authority**

The powers of the Endowment Committee are delegated to it by the Governing Board of the Popular Culture Association (PCA) and, as such, may be modified or amended from time to time at the discretion of the PCA's Governing Board.

## **ARTICLE 3. Purposes and Emergency Use of the Endowment**

### **3.1. Purposes**

The purposes of the PCA Endowment Fund are 1) to develop and sponsor initiatives that encourage scholarship and promote the dissemination of knowledge and new perspectives in the study of popular culture and American culture; 2) to stimulate and support the internationalization of the fields of Popular culture and American culture, broadly and inclusively conceived; 3) to encourage the collection and preservation of cultural artifacts and materials needed by scholars and historians for study; 4) to increase professional recognition and public visibility of the Popular Culture Association and to enhance the members' roles as public scholars connected to society and culture; and 5) to act as a safety net should the PCA face an extreme and unexpected emergency situation.

### **3.2. Emergency Use**

The Endowment may be used by the PCA Governing Board as a rainy-day fund in the event of difficult, extraordinary, and completely unforeseen circumstances (such as a terrorist attack, natural disasters, airline shutdowns, public health emergencies, or boycotts) that might cause low attendance resulting in financial problems for the PCA.

## **ARTICLE 4. Administrative and Operational Structure**

### **4.1. Administration**

The PCA Endowment Fund will be administered by the Endowment Committee which will set basic policy guidelines for the Endowment, subject to the review and approval of the PCA Governing Board.

### **4.2. Composition of the Endowment Committee**

#### **4.2.1. Composition**

The Endowment Committee shall be composed of five members in addition to the Director of the Endowment and the Treasurer of the PCA.

#### **4.2.2. Term of Office**

The term of office for an appointed committee member and the Director of the Endowment Committee is three years with reappointment for another three years possible. Before an individual may serve a third term, a hiatus of three years is required. The committee members as well as the Director of the Endowment Committee shall take office and finish their terms at the conclusion of the annual national PCA conference.

#### **4.2.3. Qualification for the Committee**

Endowment Committee members must be members in good standing of the PCA and meet the requirements for service on the Governing Board.

#### **4.2.4. Ex-Officio Members of the Endowment Committee**

The President of the PCA, the President-elect of the PCA, and the Chairperson of the PCA Governing Board shall be non-voting, ex-officio members of the Endowment Committee.

#### **4.2.5. Counselors to the Endowment Committee**

The Director of the Endowment Committee may invite individuals to attend the meeting as Counselors to the Committee. This honor may be bestowed by virtue of these individual's position in the PCA or to individuals who have or will have the potential to be of benefit to the Endowment. They will not have a vote on Committee issues and may be excluded for reasons listed in 5.1. below.

## **ARTICLE 5. Endowment Committee Meetings**

### **5.1. Meetings**

The Director of the Endowment Committee will schedule a meeting of the Endowment Committee during the annual national conference of the PCA and make the time and place generally available to the members of the Endowment Committee, the Governing Board, and the general membership of the PCA. All meetings are open to all PCA members unless the Endowment Committee, by simple majority, votes to close the meeting for discussion of personnel matters, legal matters, or other matters that require confidentiality.

### **5.2. Virtual Meetings**

When appropriate, the Director of the Endowment Committee may call a virtual meeting of the Committee to deal with specific problems. These meetings need not be open to the general membership of the PCA. These meetings may be synchronous or asynchronous.

### **5.3. Quorum Requirements**

A majority of the members shall constitute quorum for the transaction of business at any meeting of the members as delineated in section 4.2.1 above and is required for any action at either the annual meeting or at a virtual meeting. Unless otherwise indicated in the Bylaws, a simple majority vote of the voting members present is required for adoption of resolutions and action items.

### **5.4. Remuneration for Endowment Committee Members and Director**

#### **5.4.1. Committee Members**

Members of the Committee may not be financially compensated for their work on the Committee or reimbursed for any expenses incurred from either the Endowment funds or general Governing Board funds.

#### **5.4.2. Director**

The Director may be compensated by the Governing Board with Governing Board funds for travel, room, board, and conference registration as well as fund raising for the Endowment and administration of the Endowment.

## **ARTICLE 6. Dissolution**

If the PCA ceases activity and folds as an organization, the money in the Endowment will be donated to another non-profit organization to be designated

by the President of the PCA, with the approval of the Governing Board, consistent with the PCA's Articles of Incorporation.

## **ARTICLE 7. Director of the Endowment Committee**

### **7.1. Selection of the Director of the Endowment Committee**

The Director shall be selected by the Endowment Committee which may choose to appoint a sub-committee to perform this task. If proposed by a sub-committee, the candidate selected by the sub-committee must be presented to the Endowment Committee which must approve the nominee by majority vote and send the name on to the PCA Governing Board. The Governing Board must vote affirmatively for that individual to become Director of the Endowment.

### **7.2. Duties of the Director**

The Director will: 1) preside at Committee meetings; 2) advise the officers and Governing Board members when requested on matters relating to issues and the financial welfare of the Endowment Fund; 3) ensure that fund-raising be a continuing process; 4) encourage professionalism in all the grants that the Endowment Fund makes; and 5) distribute a yearly financial statement in a timely manner to the rest of the Endowment Committee.

### **7.3. Term of Office**

The Director will be selected for a three-year term and will assume office at the end of the PCA Annual National Conference. The Director can serve up to two consecutive terms and following a hiatus of at least three years may be selected again.

### **7.4. Qualifications**

The Director must be a member in good standing of the PCA and meet the requirements for service on the Governing Board.

### **7.5. Replacement of the Director**

Should the Director decline to serve, be unable to serve, or have been removed for cause or without cause, the President of the PCA will choose a new Director of the Endowment from among the remaining members of the Endowment Committee.

## **ARTICLE 8. Endowment Committee Members**

### **8.1. Duties of Endowment Committee Members**

The Endowment Committee members will: 1) oversee the financial welfare of the Endowment Fund; 2) oversee that fund-raising be a continuing process; 3) oversee that the Endowment Fund makes all grants in a professional manner; 4) oversee that a yearly financial statement is produced and distributed in a timely manner to the PCA Governing Board; 5) offer advice to the Director of the Endowment Committee; and 6) make such reports as may be requested and, carry out such actions as may be delegated, by the PCA Governing Board.

### **8.2. Replacement of Endowment Committee Members**

Should it become necessary, the President of the PCA in consultation with the Director of the Endowment Committee, will be responsible for replacing Endowment Committee members.

## **ARTICLE 9. Anti-Discrimination Policy**

The Endowment Committee will meet all requirements as laid down in the PCA anti-discrimination policy.

## **ARTICLE 10. Amendments to the Bylaws**

The bylaws may be amended by an affirmative vote of the PCA Governing Board. When amending the bylaws, the Governing Board of the PCA must receive the proposed amendment in writing (electronically or in hard copy) at least thirty days prior to consideration.