

CONSTITUTION OF THE SOUTHERN AFRICAN LINGUISTICS AND APPLIED LINGUISTICS SOCIETY

1. NAME

- 1.1 The name of the Society shall be Southern African Linguistics and Applied Linguistics Society (SALALS), hereafter called “the Society”, and in Afrikaans, Vereniging vir Suider Afrikaanse Linguistiek en Toegepaste Linguistiek.
- 1.2 The Society shall retain copyright of the trademarks, names and symbols previously associated with LSSA (Linguistics Society of Southern Africa) and SAALA (Southern African Applied Linguistics Association), namely: LSSA (Linguistics Society of Southern Africa), SAALA (Southern African Applied Linguistics Association), LVSA (Linguistevereniging van Suider Afrika), SALALS as applied to the journal of the Society (Southern African Linguistics and Applied Language Studies), the “three hands” logo (three hands superimposed over an outline of South Africa with a border), and the “Orange SAALA logo” (an orange rectangle with the name of SAALA superimposed).

2. OBJECTIVES

- 2.1 The aims of the Society shall be:
 1. The promotion and co-ordination of the research, study and teaching, in Southern Africa, of Linguistics, Applied Linguistics, and Applied Language Studies hereafter called the Society's "field of focus";
 2. Bearing in mind the historical legacies of apartheid and colonialism in Southern Africa, to promote transformation of the Society and its area of focus at least in terms of research, curriculum, practice and range of languages covered, in ways which promote equity of participation and access, strengthen the linguistic disciplines and empower practitioners, researchers, teachers and learners of these disciplines to develop tools to explore the full range of linguistic environments that they find themselves in.
- 2.2 To provide a forum for the exchange of knowledge and insights in the Society's field of focus;
- 2.3 To establish contact with other societies which concentrate on language and language study and where possible to arrange joint activities and projects with such societies;
- 2.4 To organize regular conferences at which papers concerning the Society's field of focus will be read, symposia held and specialist contact between the conference delegates facilitated;
- 2.5 To issue a professional journal and other publications;
- 2.6 To compile and update a list of all members actively engaged in the Society's field of focus;
- 2.7 To remain innovative and vigorous by taking any other initiatives or steps deemed necessary for the promotion of the Society's field of focus.

3. BODY CORPORATE

- 3.1 The Society is a body corporate and thus has, subject to the terms of the Constitution and any decisions of the Executive, the authority to take any steps to achieve its objectives. The Society has its own rights and obligations and can subpoena or be subpoenaed in its own right.
- 3.2 The members and office-bearers of the Society are not liable for any obligations or responsibilities of the Society solely on account of their function as members or office-bearers.
- 3.3 Office-bearers of the Society are not personally liable for any loss suffered by any person as a result of an act or omission which occurs in good faith while the office-bearer is performing functions for or on behalf of the Society.
- 3.4 The Society shall have a continued existence notwithstanding changes in the composition of its members or office-bearers. The Society's continued existence is subject to the provisions of "Dissolution" in section 13.

4 MEMBERSHIP

- 4.1 There are no restrictions of any kind on membership of the Society.
- 4.2 Ordinary membership shall be obtained by the payment of an annual subscription determined by the Executive Committee, described in Section 6 below.
 - 4.2.1 Membership commences from the date of confirmation of the receipt of payment of the subscription fee by the Secretary.
 - 4.2.2 Membership of the Society lapses at the end of the calendar year for which the subscription fee was paid.
- 4.3 Life membership shall be obtained by a single payment of an amount determined by the Committee. Such members shall have the same rights as ordinary members.
- 4.4 Student membership at a reduced annual subscription as determined by the Committee shall be open to bona fide registered students in linguistics. Such members shall have the same rights as ordinary members.
- 4.5 Honorary membership, with exemption of affiliation fees, can be awarded by the Committee to persons who have made achievements in the Society's field of focus and/or have made a noteworthy contribution to the Society's activities. Such members shall have the same rights as ordinary members.
- 4.6 Emeritus membership at a reduced rate of subscription can be granted by the Committee on application of members who have retired. Such members shall have the same rights as ordinary members.
- 4.7 Other membership types may be decided upon from time to time by the Committee.

5. RIGHTS AND RESPONSIBILITIES OF MEMBERS

- 5.1 All confirmed members shall:
 - 5.1.1 be entitled to vote at Member's meetings
 - 5.1.2 receive copies of the journal of the Society, as well as other publications of the Society at a

reduced price

- 5.1.3 have the right to be informed about Society events and initiatives
- 5.1.4 have a right to apply for seed funding for scholarly events and similar initiatives to be organised under the auspices of the Society.

- 5.2 The Society may adopt a code of conduct and/or code of professional practice which is consistent with the constitution of the Society and with that of the Republic of South Africa as well as with principles of transparent, good governance. Such a Code shall include an explicit appeals process and shall require a two thirds majority at an AGM in order to be adopted or changed and will be binding on all Society members from the time it comes into force.
- 5.3 The code of conduct and/or code of professional practice shall not be applied retrospectively.
- 5.4 In the interests of transparency, the code of conduct and/or code of professional practice shall be made publicly available through appropriate means (such as on the Society website).
- 5.5 A member may have their membership annulled if they are found to be in contravention of the Code of Conduct and/or Code of professional practice by a properly constituted Society Hearing Committee in terms of the relevant Society policies and/or protocols.
- 5.6 A member may appeal to the outcome of the Society Hearing in terms of the procedures laid down in the relevant Society policies and/or protocols.

6 MEMBERS' MEETINGS

- 6.1 General Meetings of Members will be held during conferences and at least every two years.
- 6.2 Special Meetings of Members may be called by the Chairperson or Executive Committee with a month's notice of the time, venue and purpose of the meeting.
- 6.3 Special Meetings of Members may also be called if at least ten (10) members, or one third of the then current membership, address a written request to the Executive Committee in this respect.
- 6.4 Proper minutes shall be kept of all meetings.
- 6.5 Ten (10) members form a quorum at all members' meetings or, if that is not possible, one third of the current membership shall form a quorum.
- 6.6 All decisions, except amendments to the constitution, or unless stipulated otherwise in this constitution, are taken by simple majority vote of those present and the Chairperson of the Executive Committee shall hold a deciding vote.
- 6.7 The agenda of the General Meeting of Members must include at least the following:
 - 6.7.1 the minute(s) of the previous Meeting(s) of Members;
 - 6.7.2 a report by the Chairperson on the activities of the Executive since the previous General Meeting of Members and
 - 6.7.3 a financial report by the Treasurer.

6.7.4 a report on the journal by the Editor-in-Chief.

6.8 In the event of a properly constituted special or general meeting of the Society not having a quorum either of the following options may be applied at the discretion of the Chairperson:

(i) the meeting shall be adjourned and the members present at the first subsequent duly called special or general meeting shall constitute a quorum OR

(ii) the meeting shall continue and the minutes shall be circulated by e-mail to all confirmed members and an online/e-mail vote held to confirm the minutes.

7 EXECUTIVE COMMITTEE

7.1 The members of the Society shall elect a Chairperson of the Society triennially during a General Meeting and shall elect additional members of the Executive Committee triennially. Terms of office, for all portfolios, shall be three years.

7.1.1 Nominations for membership of the Executive Committee shall be received either verbally at the meeting or in writing from any member of the society and shall be seconded by one additional member.

7.2 The Executive Committee shall consist of: The Chairperson, The Deputy Chairperson, The Treasurer, The Membership Secretary, The Secretary, The Convenor of the Linguistics Sub-committee, The Convenor of the Applied Linguistics Sub-committee, The Convenor of the Language Practice Sub-committee, up to three additional elected or co-opted members, and Honorary members.

7.2.1 The Executive Committee shall appoint a Deputy Chairperson, a Secretary, a Treasurer and an Editor-in Chief from its own ranks and assign portfolios as is appropriate.

7.2.2 The Convenor of the conference committee is an ex officio member of the Executive Committee if she or he is not already a member of the committee.

7.2.3 The Editor of the journal, SALALS, is an ex officio member of the Executive Committee if he or she is not already a member of the committee. The term of office of the Editor-in-Chief is three years.

7.3 The functions of the Membership Secretary shall include:

7.3.1 handling all applications for membership and maintaining an updated membership list;

7.3.2 communicating applications for membership to the Treasurer and the Secretary.

7.3.3 overseeing the dispatch of the Society's journal to members; and

7.3.4 the compilation and updating of a register of persons active in the Society' s field of focus.

7.4 The functions of the Secretary shall include:

7.4.1 the handling of all the Society's correspondence;

7.4.2 the publication of any calls for meetings, and receipt of requests for Special Meetings;

7.4.3 compilation, copying and distribution of any materials needed for Society meetings;

7.4.4 the taking and distribution of minutes of Society meetings.

- 7.5 The functions of the Treasurer shall include:
- 7.5.1 to manage the Society's funds;
 - 7.5.2 to open and maintain a banking account in the name of the Society;
 - 7.5.3 to make payments on behalf of the Society after approval by the Executive Committee;
 - 7.5.4 to keep accounts of the revenue and expenditure of the Society;
 - 7.5.5 to present an audited statement of revenue and expenditure to the Executive Committee;
 - 7.5.6 with the assistance of the Membership Secretary, to collect membership fees and to update the membership list.
- 7.6 The Deputy Chairperson shall act on behalf of the Chairperson in the absence of the latter and shall be responsible for all such tasks as may from time to time be entrusted to him/her by the Executive Committee.
- 7.7 The Executive Committee may meet upon instruction from the Chairperson but may also deliberate in other ways provided that, in the latter case, the decisions taken shall be unanimous.
- 7.8 The responsibilities of the Executive Committee shall include:
- 7.8.1 to see that the objectives of the Society are promoted and realized, and to take any steps regarded as being in the interest of the Society and its objectives;
 - 7.8.2 to oversee the finances of the Society and to determine subscriptions;
 - 7.8.3 to lay down the Society's policy on publications and oversee the journal of the Society;
 - 7.8.4 to decide upon the Society's conferences and to appoint Conference Committees;
 - 7.8.5 to create honorary positions as it sees fit and to nominate persons to fill them; and
 - 7.8.6 to decide about the conferment of honorary and emeritus membership;
 - 7.8.7 in consultation with the conference committee, to select items for presentation at the annual conference;
 - 7.8.8 to review ad hoc requests from the Specialist Sub-Committees;
 - 7.8.9 to determine various policies of the Society and to implement them;
 - 7.8.10 to approve expenditure of the Society's funds;
 - 7.8.11 to assist the Conference Committee with the arrangement of conferences and to approve such arrangements;
 - 7.8.12 to create and distribute roles (such as Webmaster, the compilation of the Society newsletter, posting to Social Media etc) to Executive Committee members as they see fit.
- 7.9 The Executive Committee shall have the right to co-opt members to the Executive Committee. They may also remove appointees from their portfolios.
- 7.10 The Executive Committee shall have the power to create honorary positions as it sees fit and to nominate persons to fill them.
- 7.11 If any member should resign from the Executive Committee, the Executive Committee may appoint a replacement for the remainder of his or her term.
- 7.12 Proper minutes shall be kept of Executive Committee meetings and reports on the activities of the Executive Committee shall be given by the Chairperson during General Meetings of members.
- 7.13 The Executive Committee shall meet during the annual conference, but the Chairperson

may call additional meetings of the Executive Committee at any time that she or he deems necessary.

- 7.14 The presence of five members of the Executive Committee shall constitute a quorum for a meeting of the Executive Committee.
- 7.15 All decisions, except amendments to the constitution, are taken by simple majority vote of those present and the Chairperson of the Executive Committee shall hold a deciding vote.

8. SPECIALIST SUB-COMMITTEES

- 8.1 The Society includes three Specialist Sub-committees, namely, the Linguistics Sub-committee, the Applied Linguistics Sub-committee and the Language Practice Sub-committee.
- 8.2 Each Sub-committee shall consist of a Convenor, elected triennially and up to two additional Society members co-opted by the Convenor. Co-opted members are full members of the Sub-committee and are nominated triennially. Co-opted members are not members of the Executive Committee.
- 8.3 The Convenor and members of the Specialist Sub-committees shall be Society members with a passion for their sub discipline, with active research and teaching within the sub discipline, and who are willing to champion the sub discipline.
- 8.4 The functions of Convenor of each sub-committee Sub-committee shall be:
 - 8.4.1 To champion, promote and sustain the intellectual health of the specific sub discipline and thereby to ensure that the Society retains an active membership within the three main focus areas;
 - 8.4.2 To promote teaching, research and community engagement in the sub disciplinary focus area that is original, that is of high quality, that is theoretically relevant and engaged;
 - 8.4.3 To ensure that the sub disciplinary focus area is well represented at conferences, in curricula, in funding initiatives, language boards, research agendas, government policy etc;
 - 8.4.4 To organize, from time to time, academic events (such as workshops, colloquia, panels, parallel sessions, training etc.) either in conjunction with the annual conference or additional to it;
 - 8.4.5 The Convenor of the Sub-committee may apply to the Executive Committee for reasonable amounts of funding to support these activities;
- 8.5 The Convenor shall be accountable to the Executive Committee for the activities of the Sub-committee and the Sub-committee shall ensure that its activities do not run contrary to the goals of the Society.

9. REMOVAL FROM OFFICE

- 9.1 The Chairperson of the Executive Committee can be removed from office by a two thirds majority of the votes of members in attendance at the Annual Meeting.

- 9.2 The provisions of 9.1 are subject to there being a successful election of a new Chairperson at the same Annual meeting. If no new Chairperson is elected, then the Deputy Chairperson of the Executive Committee shall take office for the remainder of the term.
- 9.3 Any member of the Executive Committee, other than the Chairperson, can be removed from office:
 - 9.3.1 by a two thirds majority of the votes of members in attendance at the Annual Meeting or,
 - 9.3.2 by the Executive Committee of the Society, with provision of explicit reasons and following the due process for removal encoded in the code of good conduct and/or professional practice.
- 9.4 Any member of a Specialist Sub-committee can be removed from office:
 - 9.4.1 by a two thirds majority of the votes of members in attendance at the Annual Meeting or,
 - 9.4.2 by the Executive Committee of the Society, with provision of explicit reasons and following the due process for removal encoded in the code of good conduct and/or professional practice.
- 9.5 Any office holder, member of the Executive Committee, or of a Specialist Sub-committee, will automatically lose their Society Office on conviction of a serious criminal offence.

10. CONFERENCES

- 10.1 Conferences shall be held at least every two years at times and places as may be determined by the Executive Committee. The Executive Committee shall also have responsibility for the laying down of guidelines for the organisation of conferences in the form of a Memorandum of Understanding, which must be signed by the Conference Committee Convenor (see 10.4) and by a representative of the Society's Executive Committee.
- 10.2 Papers and symposia may cover any aspect of the focus areas of the Society.
- 10.3 Conferences of the Society shall be rotated, where possible, among different geographical regions. Any institution which wishes to host such a conference may apply to do so, but on the clear understanding that the Society will not be liable for any of the costs of running the conference.
- 10.4 A Conference Committee Convenor shall be appointed by the Executive Committee from the applicants. The Conference Convenor shall choose a committee to assist them.
- 10.5 Registration fees may be collected from conference delegates.
- 10.6 It is the responsibility of the Conference Committee, in consultation with the Executive, to obtain guarantees for expenses that cannot be recovered from the registration fees of delegates.
- 10.7 Any profits at the end of a conference shall be for the account of the Society.
- 10.8 The Conference Committee shall sign a contract with the Society undertaking to implement the Society's Memorandum of Understanding.
- 10.9 The Executive Committee shall ensure, through appropriate policies and actions, that the Annual Conference becomes increasingly representative of the diversity of languages, inhabitants, and the linguistic disciplines and language practices in Southern Africa in particular. This shall be enacted without discriminating against participants who are not

from Southern Africa.

11. THE JOURNAL OF THE SOCIETY AND OTHER PUBLICATIONS

- 11.1 As per Section 2 of this constitution, the Society, or its nominee, shall publish a journal in the Society's area of focus.
- 11.2 The Society shall be the custodian of the journal and the Executive Committee shall act in the best interests of the Society in this regard. The Executive Committee shall:
 - 11.2.1 Appoint an Editor-in-Chief and two Deputy Editors for a term of three years;
 - 11.2.2 Appoint sufficient sub-editors for terms of three years;
 - 11.2.3 Determine issues of editorial policy, including turn-around time, review policy etc;
- 11.3 The Editor-in-Chief shall be accountable to the Executive Committee and his or her role shall include:
 - 11.3.1 To be responsible for the final product;
 - 11.3.2 To run the day-to-day operations of the Journal, including delegation of duties to the Deputy Editors and supervision of the subeditors;
 - 11.3.3 Implementation of the Society's editorial policy;
 - 11.3.4 To ensure that the journal maintains a high standard of intellectual quality (e.g. through an effective reviews process, an active editorial board, content that reflects the range and diversity of linguistics in Southern Africa, etc.);
 - 11.3.5 To ensure that the review operates at a high degree of efficiency and professionalism (e.g. through as fast a turn-around time as possible, ensuring reviews and all aspects of the production process are completed timeously; that communication between the journal, authors, reviewers, etc. is professional and timeous);
 - 11.3.6 To submit to the AGM a report on the status of the Journal, including but not limited to:
 - i. The number of subscriptions, downloads, impact factor, etc and any changes in these;
 - ii. The number of submissions and subsequent publications;
 - iii. Acceptance rate;
 - iv. Turn-around time;
 - v. Proportions of papers from the linguistic sub-disciplines represented in the Society;
 - vi. Any achievements or issues of concern.
- 11.4 The role of the publisher, as appointed by the Executive Committee, shall include:
 - 11.4.1 To work with the Editor-in-Chief to ensure good quality production standards, turnaround time and distribution of the resulting journal to members of the Society and the broader public.
- 11.5 The role of the Deputy Editors is to assist the Editor-in Chief with the smooth running of the editorial process, deputising for him/her where necessary.

12 FINANCES

- 12.1 The Society shall establish a bank account to meet the expenses of the Society and its branches. Such a fund may also be used for other worthy purposes, as the Executive Committee may decide.
- 12.2 Responsibility for the Society's finances rests with the Executive Committee. This includes the controlling of a bank account, authorizing expenditure, accounting for income and expenditure and auditing such accounts.
 - 12.2.1 At all times there shall be at least two members of the Executive Committee who are able to access the bank account and have signing powers over it; normally these shall be the Treasurer and the Chairperson.
 - 12.2.2 No persons who are not mandated by the Executive committee in terms of 12.2.1 may have access to or signing power over the bank account.
 - 12.2.3 The Treasurer shall provide relevant details about the bank account to the Chairperson and Secretary for record purposes and to ensure that the accounts can be used in the event that the Treasurer is incapacitated (e.g. account number, bank name, branch code, investment accounts etc.).
- 12.3 An account of all transactions shall regularly be given by the Treasurer to the Executive Committee and in addition a statement of income and expenditure shall be presented at General Meetings of Members.
- 12.4 Money that accrues to the Society is used in furthering its objectives.
- 12.5 The Society may not distribute any of its monies or property to its members or office-bearers, except for as reasonable compensation for services rendered on behalf of the Society.
- 12.6 Members or office-bearers of the Society have no rights in the property or other assets of the Society.

13 AMENDMENT OF THE CONSTITUTION

- 13.1 The Constitution or provisions thereof may only be amended online, or at a general or special meeting of members, after notification has been given at least a month in advance of the nature of the amendment(s).
- 13.2 A two-thirds majority of votes of members is required for any amendment of the Constitution.

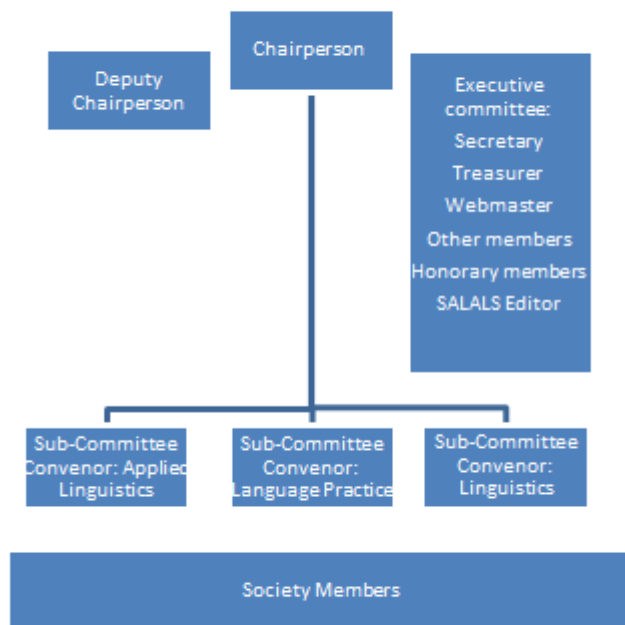
14 DISSOLUTION OF THE SOCIETY

- 14.1 The Society can only be dissolved by decision of members, either online or in attendance, once members have been notified thereof at least a month in advance.
- 14.2 A two thirds majority of the votes of members is required for the dissolution of the Society.
- 14.3. All remaining assets after the liabilities of the Society have been met must be transferred to another non-profit organisation with similar objectives at the discretion of the Executive Committee. No part of the assets may be allocated to any member or office-bearer.

April 2018

APPENDIX 1 – STRUCTURE OF THE SOCIETY

This appendix to the constitution is for illustrative purposes only and is not formally part of the constitution itself; it illustrates what is represented by the text of the constitution. Consequently, it can be changed without regard for Section 13 of the constitution.



APPENDIX 2 - TRANSITIONAL ARRANGEMENTS

The following arrangements will be implemented on a temporary basis, for a maximum of two years, during the transition into one society:

- 1 The roles of Chairperson will be expanded into two roles of Chairperson, to acknowledge the equal standing of the two original societies, filled by the current Chairperson/President in each case, Professors Sally Hunt and Mark De Vos, until the end of June 2020. Thereafter a single Chairperson will be elected.
- 2 All members of the existing Executive Committees will continue as members of the new Executive Committee, until the end of their terms, if they are willing to serve.
- 3 In the case of duplication of portfolios, a single office bearer in each role should be nominated from within the Executive Committee in terms of the Constitution.
- 4 All paid-up members of SAALA and LSSA will automatically become members of the new Society when it is launched.