Reorganization Committee Charge 2021
Endorsed by 4S Council July 2021

Committee members: Joan Fujimura, Chair
María Belén Albornoz
Emma Kowal
Pablo Kreimer
Duygu Kaşdoğan

Note: 4S President 2021-3 to join the committee after they are elected (4S President 2021-3 will take over as Chair).

Background:

4S has grown substantially over its 45-year history from a group of 50 scholars to annual meetings of over 2,000 (and an estimated 3,300 for 2021), and it will continue to grow. It now has assets of around 400K (all figures USD) and an annual turnover of around 500K. This growth comes at a time when there is increasing international recognition of the importance of STS from scholars, government and industry, in part a reflection of the multiple and intersecting global challenges of Covid-19, global environmental changes, racial justice and much more. At the same time, the role of this professional society is changing due to increasing virtual collaboration and research, increasing participation from scholars based in the Global South, and changing career structures for STS scholars.

In light of this context and some staff retirements, we are reviewing the organizational infrastructure of the Society. This has remained largely unchanged, with executive functions provided by volunteer Council members whose tenure lasts 3 years and by some staff members who receive minimal to medial remuneration. It has been difficult for presidents with 2-year tenures and Council members with 3-year tenures to oversee staff having long-term control of 4S finances and infrastructure operations. Relatedly, the workload required to effectively run the Society has steadily increased to the point where the President needs more help. A Managing Director (MD) with a clearly defined role and clear lines of oversight could address these challenges. This potential move to a MD is in line with similar-sized academic societies and with advice from the ACLS. 4S is currently advertising an Expression of Interest for a Managing Director who will be pivotal in cohering the organizational, financial and governing functions, so that the Council has stronger ethical accountability and internal and external transparency.

Committee Charge

Committee duties relate to a) a review of the governance structures of 4S, and b) work that may follow from the current EOI for the Managing Director. The specific tasks for the committee are as follows:
1. Review 4S documents related to the eligibility and procedures, rules and regulations (like nominations charge) for elected and non-elected roles in the 4S Council as well as non-voting ex-officio members (see Charter for “Duties of Officers”).

2. Consider options for appointing/electing 4S Officers summarized in the ‘Summary of Learnings from Associations Research’ (see Appendix below) prepared for the May meeting of Council.

3. Develop proposals for a) appointing/electing 4S Officers of Secretary and Treasurer and b) an Executive Committee to provide more effective governance and support the President and Managing Director. These proposals will be considered by Council later in 2021.

4. Following any decisions by Council about these proposals, produce a list of duties and responsibilities of the Secretary, Treasurer and a charge for the Executive Committee.

5. Consider the scope of Rules and Regulations that 4S should develop (e.g. policy for managing finances, conflict of interest policy, policy on public statements and media appearances, statement of commitment to anti-racism) for consideration by Council, including reviewing policies of other Associations and identifying desirable models for particular policies/regulations.

6. Assist the President (and Managing Director if appointed) to implement the changes.

7. After the Council has made a decision regarding a new Managing Director, they will assist the President in drafting a list of duties and responsibilities of the Managing Director, including lines of responsibility, and reviewing contracts or agreements relating to their appointment. This work will be done using the advice of other societies and the legal and financial advisors at the ACLS (pending our application to join the ACLS).

**Timeline**

Timings for the work of this committee are contingent on external factors such as decisions of Council. However, it is anticipated that the work of the Reorganization committee will continue until at least the end of 2022.
APPENDIX A

Summary of Learnings from Associations Research
Presented to 4S Council May 2021

Background
Several interviews were conducted during April 2021 by Joan Fujimura, Emma Kowal, and Amanda Windle with similarly sized societies to 4S. These included: History of Science and Society (HSS 3k membership), Law and Society Association (LSA 2.4k membership) and the German Studies Association (GSA – 2-2.5k membership), however other societies and associations were also discussed to share further learning. Both past and current presidents and vice-presidents were interviewed along with key paid staff in a managing function. They included: Karen Rader (current vice president, HSS), Johannes von Moltke (past president, GSA), and Steve Boutcher (executive director, LSA).

The aim of the summary of learnings was to consider structural changes to academic societies in light of current and ongoing challenges like climate change, travelling less, internationalisation, a global pandemic, and new technology advancements. We also learned a lot from the 2018 Operations Update Ad Hoc Committee research report which we encourage current Council members read.

The document is structured to the following key issues for discussion:
1. Apply for ACLS membership for training and shared learning,
2. Restructure staffing to adapt to the changing circumstances,
3. Develop policies and procedures e.g. for financial matters,
4-5. Pivot a societal business model away from conference-income reliance,
6. Rethink membership and dues, surplus and legacy.

Many of these issues will require more discussion over the coming months. If the EOI for a MD is approved, once an MD is appointed they can play a role in further developing these issues.

Key Points

1. ACLS Membership
GSA, HSS and LSA were all members of the ACLS before the pandemic. Each society was in a strong place, already shifting their societies to climate challenges and the need to travel less, moving away from a conference-only model, shifting their financial plans to support vulnerable academics, and updating their bylaws to maintain governance accountability and transparency. All societies and associations recommended joining the ACLS. The ACLS membership seemed to help navigate international legal and financial systems, and collectively consider new directions like moving to digital and hybrid formats in the ongoing impact of the current pandemic, considering their business models, and help with buying conference insurance and protection against financial liability. While the ACLS is based in the US, its membership is international, and its members share the same challenges. 4S could share their findings with its own members and partnerships, like EASST, EASTS, and ESOCITES.

The ACLS was excellent for helping to improve the communications strategy between the president and the managing role, and they provide training for the president and the managing director. It also provides discussion groups, listservs and help for advocacy too.

Council members have voted for joining ACLS by email, 14 approve and one abstention.

2. Staffing Structures
All three societies have a Managing Director/Executive Director role. While there are mixed feelings about having a current or former academic versus a non-profit specialist, each society had people who were familiar to their society and had knowledge of the fields relevant to their society. All felt that this role was crucial to the functioning of the society.

Each society had a smaller Executive Committee as well as a larger Council. This allows a smaller group to have more frequent meetings to discuss Society business and leaves larger discussions of
policy and direction for the full Council. Each society also has other committees that report to the Executive or to Council.

Societies varied on how the Treasurer and Secretary were appointed. For some they were elected positions on Council where membership voted specifically for Treasurer and Secretary candidates (as well as President-Elect and general Council members). GSA paid the Treasurer a stipend (similar to us) but that person was still elected, but with a longer term than other council members (5 vs 3 years), and was non-voting because they were paid. The HSS elected Treasurer and Secretary from the elected Council members.

Here are the governance structures for each society:

- **GSA Governance Structure:**
  - Executive Committee President, 3-year term.
  - Vice President, 3-year term.
  - Secretary, 3-year term, renewable once, elected secretary and they have a voted position, voluntary.
  - Treasurer, 5-year term, elected with a voting position, appointed by council from solicited applications from the general membership, with stipend (ex-officio therefore non-voting), stipend of $3k-5k.
  - Executive Director, renewable term, paid role (ex-officio, therefore non-voting).

- **HSS Governance Structure:**
The primary governing body is the HSS Council, which consists of 22 individuals: 15 individuals elected from the HSS membership, the 6 members of the Executive Committee, and the immediate Past President of the Society. The Executive Committee consists of:
  - The Society’s President, 2-year term.
  - Vice-President, 2-year term.
  - Secretary, 2-year term elected from within council, unpaid (renewable for up to 3 additional 2-year terms).
  - Treasurer, 2-year term elected from within council, unpaid (renewable for up to 3 additional 2-year terms).
  - Executive Director, 3-year term, paid role.
  - Editor (ex-officio therefore non-voting).

- **LSA Governance Structure:**
  - President, 2-year term, elected by the membership. Within that time they are immediately a president-elect, usually about 6 months, then president for about a year, and as past-president for another 4-5 month term. This is dependent on the individual’s 2-year term.
  - Secretary, 2-year term, elected by the membership, appointed by Board of Trustees, voluntary.
  - Treasurer, 3-year term, elected, appointed by Board of Trustees, voluntary.
  - Executive officer (includes secretarial duties), 3-year term (possibly 5 years), elected by the membership, appointed by Board of Trustees, paid role set by the Board in consultation.*
  - General editor and society review, 3-year terms for two posts, one per journal, voluntary.
  *All salaries fixed by the Board.

### 3. Policies and Procedures
Below are all the links to the policies and by-laws for each society based on their differing needs. The staffing structures at the LSA are embedded into the governance pages of their website.

- **HSS governance documents** include policies **[Respectful Behavior Policy](#), [Social Media Policy](#), [Annual Meeting Privacy Policy](#)** and **[By-laws and Articles of Incorporation](#)**.
- **GSA governance documents** include policies **[Conduct and Anti-Harassment Policy](#)** and **[By-laws](#)**.
- **LSA governance documents** include policies **[Amicus-Advocacy Policy](#), [Anti-Discrimination and Anti-Harassment Policy](#), [Conflict of Interest Policy](#), [Guidelines for Awards Committees](#), [Copyright Policy](#), [Political Lobbying Policy](#), [Privacy Policy](#), [Whistleblower Policy](#), [By-laws and Articles of Incorporation](#)**. They also have an **Operations and Procedures Manual**.

The 4-page Charter of 4S is brief in comparison with any of these societies. Policies relating to anti-discrimination/anti-harassment/respectful behaviour, conflict of interest, and procedures related to financial matters (e.g. invoices over a certain amount need to be authorised by two people) would be particularly useful. These could be developed by a MD for consideration by council.

### 4. Conference Organization
The LSA and GSA do not have a Program Officer or similar for conference organization. GSA uses Conference Direct and follow their business model. The LSA uses a conference booking service connected with the union movement. The Service books LSA conference hotels and funds their travel for site visits (Christine Busiek from InMex. www.inmex.org). The Society does not pay the booking service, the external bookings planner takes a commission from the hotel block bookings (in the order of 20% of hotel room income from the conference). Conferences at hotels earn substantial points for the Society, typically funding around one week’s accommodation that can be used for funding speaker/student hotel rooms at a subsequent conference and/or by the Managing Director for site visits to partner hotels during the year (assuming the same hotel chain is used).

5. Business Models, Revenue Streams and Fundraising
Societies differ in their financial security from holding secured endowment funds through to being one precarious conference away from bankruptcy. Holding reserves is usual, but societies are adapting during the pandemic crisis and rethinking their business models and level of reserves.

For instance, the LSA has adapted to the current pandemic crisis, increased their membership, and are able to give out over 600 free memberships (targeted at graduate students who had presented at the conference and were not members). This was in part due to being able to shift their fees for membership to help non-member graduate students. The LSA has 3 primary revenue streams: dues, conference registration fees (2/3rds of income), and new journal subscriptions. Dues have not been increased in over a decade because the LSA have a large membership, and because their dues are higher than 4S’. They managed to increase surplus, drop registration fees, and gain members while pivoting to the challenges of the pandemic, i.e. streaming instead of AV costs for an in-place conference. Virtual conference attendance has markedly increased. In contrast GSA saw a drop in attendance for their 2020 virtual conference.

LSA has had the benefit of a wider range of income (e.g. donations and high membership fees) and have a surplus of $3 million (capital account for back-up) and warns that humanities societies are one bad conference away from disappearing. 4S usually has a $350k to $450k. Other societies have endowments and are involved in fundraising, ACLS membership will assist in training MD and Council in these skills.

6. Membership Rates
Please note that the membership rates below are suggestions for payment and do not require evidence for members to select a particular rate.

For comparison, the 4S membership rates are: Sustaining: $100, Professional: $50, Students and ‘Professional – Reduced’: $25

Note that in earlier discussions about 4S membership fee structure, European members expressed concern that using income ranges violated European privacy laws. If income ranges were used by 4S a disclaimer may need to be included that the ranges are indicative.
<table>
<thead>
<tr>
<th>LSA by income range</th>
<th>GSA Membership by income range</th>
<th>HSS Memberships by relationship to society</th>
</tr>
</thead>
<tbody>
<tr>
<td>&lt; $15,000</td>
<td>= $40 (and $42 for students)</td>
<td>Individual Membership + Electronic Only</td>
</tr>
<tr>
<td>$15,000 - $35,000</td>
<td>= $72</td>
<td>Individual Membership + Print and Electronic</td>
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<td>$35,001 - $60,000</td>
<td>= $101</td>
<td>Family Membership + Electronic Only</td>
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<td>$60,001 - $90,000</td>
<td>= $142</td>
<td>Family Membership + Print and Electronic</td>
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<td>$90,001 - $125,000</td>
<td>= $177</td>
<td>Retired Membership + Electronic Only</td>
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<tr>
<td>$125,001 - $165,000</td>
<td>= $213</td>
<td>Retired Membership + Print and Electronic</td>
</tr>
<tr>
<td>&gt; $165,000</td>
<td>= $255</td>
<td>Student Membership + Electronic Only</td>
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<td></td>
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<td>Gift Student Membership + Electronic</td>
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</tbody>
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- $0 - $50,000 GSA = US$ 40.00
- $50,001 - $70,000 = US$ 110.00
- $70,001 - $90,000 = US$ 130.00
- $90,001 - $110,000 = US$ 155.00
- $110,001 - $150,000 = US$ 170.0
- >$150,000 Lifetime Membership = $1000.00
- Annual Institutional GSA Member (US$250) or a Graduate Institutional GSA Member (US$500), [click here](#).