IDAHO ARCHAEOLOGI CAL SOCIETY, INC. BYLAWS

# ARTICLE I NAME, PURPOSE AND MEMBERSHIP

## Section 1 Name

The name of this organization shall be the Idaho Archaeological Society, Inc., hereafter referred to as the Society.

## Section 2 Purpose

The purpose of the Society is to:

1. Encourage professional and scientific archaeological exploration and research, the preservation and conservation of archaeological materials and sites, and the interpretation and publication of the information about this exploration.
2. To provide an opportunity for interested persons to participate in historic and prehistoric archaeological research and education by working closely with professional and community organizations throughout Idaho.
3. To bring together individuals interested in the practice, promotion and advancement of archaeology in Idaho.
4. To facilitate the exchange of ideas and information and to encourage cooperation among all those interested in the study of archaeology.
5. To discourage illegal archaeological investigation and excavation.
6. To stimulate the interest of the general public in Idaho archaeology.
7. To pursue these activities within the scope of the Society's established Code of Ethics.

## Section 3 Membership

Membership in the Society shall be open to all interested persons who pay appropriate dues as specified by the Board of Directors and who agree to abide by these bylaws and the Society's Code of Ethics. Membership shall not be denied because of sex, race, creed, color or disability.

## Section 4 Code of Ethics

It is essential that members of the Society observe the provisions of Federal and State Antiquities Acts as well as upholding the purposes and intent of those laws and of the goals of the Society.

1. Each member is a personal envoy of the Society and responsible for conducting himself/herself in a manner so as to protect the integrity of the Society.
2. Members of the Society should comply with all Federal, State, and Local laws relating to archaeological and historical sites and the preservation of antiquities.
3. Conviction under the provisions of Federal or State antiquity laws shall be deemed just cause for revocation of membership or reprimand by the President as directed by the Board of Directors of the Society in accordance with Title 30, Chapter 3, Sec.42, Idaho Nonprofit Corporation Act or the corresponding provisions of any future act.
4. Members of the Society support policies and educational programs designed to protect our cultural heritage and our State’s antiquities.
5. Members of the Society will respect the dignity of peoples whose cultural histories are the subject of any investigation.

# ARTICLE II BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

## Section 1 Composition

The Society shall be governed by a Board of Directors and the Executive Committee. The Board of Directors shall be elected by the general membership at an annual meeting and be composed of the following members who shall be, and agree to remain, members in good standing throughout their terms in office:

**President**

**Vice President**

**Secretary**

**Treasurer**

The Board of Directors shall appoint the rest of the Executive Committee members who shall be, and agree to remain, members in good standing throughout their terms in office:

**Director of Education**

**Director of Programming**

**Professional Advisor**

**2 Members-at-Large**

**Editor of Idaho Archaeologist (Journal of the Idaho Archaeological Society)**

**Editor of Artifacts Newsletter**

## Section 2 Duties and Responsibilities

1. The general duties and responsibilities of the Board of Directors shall be, but not limited to, establishing the policies and programs of the Society. These bylaws are not intended to be in conflict with or supersede in any way the Articles of Incorporation of the Society which are on file with the Secretary of State of the State of Idaho. The Board shall convene at least once a year on a date and place set by the President.
2. The Executive Committee of the Board of Directors shall carry out the day to day functions of the Society as decided by the Board of Directors.

**Section 3 Terms of Office**

The terms of office of the President, Vice President, Secretary, and Treasurer shall be for two (2) years beginning and ending during odd numbered years and commencing upon election by the general members. The Professional Advisor, Director of Education, Director of Programming, and Members-at-Large shall be selected by the Board of Directors for the term of two (2) years. The Editors of the Idaho Archaeologist and Artifacts shall be appointed by the Board of Directors for indeterminate terms. Failure of any officer to maintain membership in good standing shall be considered just and sufficient cause for removal of that person by the Executive Committee.

## Section 4 Decisions

Decisions requiring a vote by the Board of Directors or Executive Committee shall be made by a majority vote of a quorum of that Board or Committee. A quorum of the Board or Executive Committee shall be equal to any number over half of the total members of the Board or Executive Committee. Tie votes shall cause a motion to fail. Any member may decline to vote thus causing a tie. No member of the Board of Directors or Executive Committee is entitled to more than one (1) vote.

## Section 5 Proxies

One proxy vote per each member of the Board of Directors or Executive Committee may be granted to any other Society member who will attend that meeting. Such authorization to vote by proxy shall be in writing and be submitted to the Secretary for verification prior to such meeting. A proxy shall be valid for only one specific meeting but may be renewed in writing.

## Section 6 Vacancy

Any vacancy occurring within the Board of Directors or Executive Committee shall be filled by appointment by the President and shall be confirmed or elected as appropriate at the next Board meeting.

# ARTICLE III DUTIES AND FUNCTIONS

## Section 1 President

The President shall:

1. Call meetings of the Board of Directors, the Executive Committee of the Board of Directors and of the General Membership as required.
2. Preside over all official meetings of the Society.
3. Sign official documents on behalf of the Society.
4. Oversee enforcement of the Society's bylaws, Articles of Incorporation and Code of Ethics.
5. Assist in the appointment of committees and members thereof.

## Section 2 Vice President

The Vice President shall:

1. Preside in the absence of the President.
2. Sign major documents in the absence of the President.
3. Oversee recruitment policy for maintenance of membership.
4. Perform such other duties as the President may designate.
5. Assist in the appointment of committees and members thereof.
6. Chair the Nominating Committee.

## Section 3 Secretary

The Secretary shall:

1. Keep a record of all official meetings of the Board of Directors, the Executive Committee of the Board of Directors and of the General Membership. Minutes of the Executive Committee of the Board of Directors meetings shall be submitted to and reviewed at the next Board of Directors meeting.
2. Verify proxy vote authorizations.
3. Assist in the appointment of committees and members thereof.
4. Maintain the membership database.

## Section 4 Treasurer

The Treasurer shall:

1. Collect and account for all Society income (including dues paid via PayPal or other electronic sources).
2. Provides the Secretary with the names of the members who have paid and the dates such dues were paid (including members who pay via the website).
3. Pay all bills authorized by the Executive Committee or Board of Directors.
4. Recommend periodic financial reviews as appropriate.
5. Assist the Board of Directors in the preparation and submittal of an annual financial statement to the annual meeting of the General Membership.
6. Prepare and submit an annual budget on a calendar year basis to the Board of Directors for its review and approval at its yearly meeting.
7. Recommend financial review procedures for the Society.
8. Provide twice-yearly accounting updates to the President.
9. Works with the Secretary to complete State of Idaho and/or IRS related tasks.

## Section 5 Director of Education

The Director of Education shall:

1. Act in an advisory capacity to the Editor of the Artifacts newsletter.
2. Oversee the development and implementation of educational programs and projects as determined by the Board of Directors or Executive Committee.
3. Oversee the development and continued maintenance of the IAS website (idahoarchaeology.org).
4. Assist the Director of Programming planning and implementing the IAS annual conference.
5. Assist the Director of Programming with statewide public programming.

## Section 6 Director of Programming

The Director of Programming shall:

1. Organize and promote the programs, events, lectures, etc. for the Society.

2. Plan and implement the annual conference (includes call for papers, compiling program, etc.)

3. Assist Board of Directors in soliciting sponsors for programs and annual meeting.

4. Assist Board of Directors in selecting a webmaster to maintain the IAS website.

## Section 7 Professional Advisor

The Professional Advisor shall:

1. Serve the Society as an authority on professional standards in education, research and preservation of antiquities.
2. Coordinate with the Idaho State Historical Society, the Idaho State Historic Preservation Office, and the Idaho Professional Archaeological Council (IPAC) in dealing with those matters of common interest.

## Section 8 Editor of the Idaho Archaeologist

The Editor of the Idaho Archaeologist shall:

1. Chair the standing committee (editorial board) which supervises the publication of the Idaho Archaeologist.
2. Solicit articles and other information for editing and publishing in a professional manner in the Idaho Archaeologist.
3. Publish the Idaho Archaeologist a minimum of one each year.
4. Supervise the distribution process whereby each member of the Society shall receive a copy of each issue of the Idaho Archaeologist.

## Section 9 Editor of the Artifacts Newsletter

The Editor of the Artifacts Newsletter shall:

1. Gather information of interest to members of the Society for publication in the Artifacts Newsletter.
2. Submit suitable copy of the Artifacts Newsletter to the Secretary for printing and distribution to all Society members.

## Section 10 Members-at-Large

The Members-at-Large shall:

1. Assist the Executive Committee in tasks assigned.

Provide input into management of the Society.

1. Assist the director of programming and director of education as needed to pursue the mission of the Society.

# ARTICLE IV STANDING COMMITTEES

## Section l Structure

There shall be four (4) standing committees to accomplish the specific functions as outlined below, to be appointed by the Board of Directors. Committee members will serve for a total of two (2) years once they are appointed except on the Editorial Board where the Editor of the Idaho Archaeologist shall serve for an indeterminate term.

## Section 2 Committees

Education Committee shall:

* 1. Be chaired by the Education Director.
  2. Consult and advise the Editor of the Artifacts in matters regarding quality and solicitation of material for publication in that newsletter.
  3. Develop and implement educational programs and events designed to promote the objectives of the Society.
  4. Act as a liaison with the State Historical Preservation Office regarding participation by the Society in Idaho Archaeology educational activities.
  5. Coordinate the Society's scholarship program (when applicable).
  6. Submit an activities report at each Board of Directors meeting.

The Programming Committee shall:

1. Be chaired by the Director of Programming
2. Organize and promote the programs, events, lectures, etc. for the Society.

3. Plan and implement the IAS annual conference (includes call for papers, compiling program, etc.)

4. Assist Board of Directors in soliciting sponsors for programs and annual meeting.

The Nominating Committee shall:

1. Be chaired by the Vice President.
2. Select a slate of prospective candidates for positions on the Board of Directors and Executive Committee which shall be presented to the Board of Directors at the appropriate time for election.

The Editorial Board shall:

* 1. Shall be chaired by the Editor of the Idaho Archaeologist.
  2. Be responsible for setting policy and supporting the Editor of the Idaho Archaeologist in all matters concerning quality, timely publication, funding, distribution and solicitation of materials for publication.
  3. Be prepared to submit an activities report at each Board of Directors meeting.

# ARTICLE V FINANCES

## Section 1 Dues

## Annual dues for membership are established as follows:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Student |  | $15.00 | Corporate Life | $500.00 |
| Individual |  | $25.00 | Individual Life | $400.00 |
| Family |  | $40.00 | Family Life | $500.00 |

## Section 2 Collection and Disposition of Dues

Dues may be paid at any time but become due and payable on January 1st each year for that calendar year. Dues paid after October 1st will entitle a member to membership through the following calendar year.

## Section 3 Expenditures

All expenditures by the Society shall be approved by the Board of Directors and documented on an IAS Expenditure Form signed by the President and Treasurer.

## Section 4 Banking

The Treasurer shall manage the society's banking activities and maintain pertinent records thereof including the checkbook and bank statements. The signature card at the bank shall be signed by the President, Vice President and the Treasurer. Signature cards shall be executed as soon as practicable following a change of any individual required to sign.

# ARTICLE VII GENERAL MEMBERSHIP MEETINGS

A general membership meeting shall be held in the fall of each year at the call of the President. The President and the Treasurer shall report on the activities and financial condition of the Society. Actions of the Board of Directors during the preceding year shall be presented at this meeting for review and necessary disposition as well as other matters which may be presented from the floor.

# ARTICLE VIII DISSOLUTION OF THE SOCIETY

Should it become necessary to disband or dissolve the Society, the act of dissolution shall be caused by a two thirds affirmative vote of the Board of Directors. At that time the disposition of all business regarding debts, legal matters, funds and property shall be determined by and acted upon in accordance with the Articles of Incorporation.

# ARTICLE IX AMENDMENTS & EFFECTIVE DATE

These bylaws may be repealed or amended or new bylaws adopted (1) at any meeting of the membership when the proposed repeal, amendment, or proposal that new bylaws be adopted as been sent out in the notice of the meeting, or (2) by two thirds affirmative vote of the Executive Committee then in office and become effective immediately.

IMPLEMENTED 10/2014