

Proposed Amendment to the Regulations

Article I, Section 1

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Archaeological Institute of America, hereinafter referred to as the “Institute,” is a not-for-profit organization founded in 1879 and incorporated in 1906 for the purposes stated in its Charter.

New Wording (changes in bold):

The Archaeological Institute of America, hereinafter referred to as the “Institute,” **or the “AIA,”** is a not-for-profit organization founded in 1879 and incorporated in 1906 for the purposes stated in its Charter.

Rationale: In later sections of the Regulations, the acronym AIA is used to refer to the Archaeological Institute of America. This change recognizes current practice.

Motion: That Council approves the changes in the above wording to Article I, Section 1, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article I, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The mission of the Archaeological Institute of America is:

The Archaeological Institute of America (AIA) promotes archaeological inquiry and public understanding of the material record of the human past to foster an appreciation of diverse cultures and our shared humanity. The AIA supports archaeologists, their research and its dissemination, and the ethical practice of archaeology. The AIA educates people of all ages about the significance of archaeological discovery and advocates the preservation of the world’s archaeological heritage.

New Wording (changes in bold):

The mission of the **Institute is to promote** archaeological inquiry and public understanding of the material record of the human past to foster an appreciation of diverse cultures and our shared humanity.

The AIA supports archaeologists, their research and its dissemination, and the ethical practice of archaeology. The AIA educates people of all ages about the significance of archaeological discovery and advocates the preservation of the world’s archaeological heritage.

Rationale: The proposed change makes the Regulations more concise.

Motion: That Council approves the changes in the above wording to Article I, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article II, Section 1

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The members of the Institute shall be those persons who join the Institute in any of its membership categories and those persons who are named Honorary Members. All of these categories combined shall constitute the membership of the Institute.

New Wording (changes in bold):

The members of the Institute shall be those persons ~~who join the Institute~~ in any of its membership categories. **ARCHAEOLOGY magazine subscribers who have not joined any other membership category are considered members but are not represented at Council and may not participate in the Institute's governance.**

Rationale: This change reflects current practice and obviates a need later in the regulations to repeatedly define the minimal nature of membership for those who are only subscribers to ARCHAEOLOGY magazine. While such subscribers are defined as members – and are important as members – for purposes of advocacy on behalf of archaeology, they do not play a role in the governance of the AIA.

Motion: That Council approves the changes in the above wording to Article II, Section 1, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article II, Section 4

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Cause shall be deemed to be any action taken individually, or as an officer or director of an affiliated Society, detrimental to the purpose, interest, public image or principles of the Institute and shall include, without limitation, the use of the name of the Institute in connection with or in the furtherance of transactions involving archaeological artifacts which could have the effect of removing such archaeological artifacts from general availability for scholarly investigation or public display.

New Wording (changes in bold):

Cause shall be deemed to be any action taken individually, or as an officer or director of an affiliated Society, detrimental to the purpose, interest, public image or principles of the Institute and shall include, without limitation, **violation of the AIA's Code of Ethics and/or Code of Professional Standards, and** the use of the name of the Institute in connection with or in the furtherance of transactions involving archaeological artifacts which could have the effect of removing such archaeological artifacts from general availability for scholarly investigation or public **access**.

Rationale: The change updates the regulations with the addition of specific reference to the Code of Ethics and the Code of Professional Standards.

Motion: That Council approves the changes in the above wording to Article II, Section 4, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article III, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Each affiliated Society may use the design of the official seal of the Institute in any desired size on its letterhead and other printed papers. Each affiliated Society shall be designated by its local name in the following style:

**Archaeological Institute of America
Boston Society**

If the sanction of any affiliated Society is withdrawn pursuant to Article III.3, such affiliated Society shall promptly take all appropriate actions to change its name to eliminate the name of the Institute and any other reference to the Institute in connection with its activities in publications or printed material or otherwise in connection with its activities.

New Wording (changes in bold):

Each affiliated Society may use the design of the official seal of the Institute in any desired size on its letterhead and other **media**. Each affiliated Society shall be designated by its local name, **as follows**:

Full name of affiliated Society, which must include (i) the words “Archaeological Institute of America” and (ii) Inc, Corp, or other appropriate designation, if any, of the nature, of the organization. Any letterhead, brochure, or similar document, including the home or similar page of any website of the organization, must also include on the same page as the Society’s name, the following phrase to clearly identify that the Society is “A separate entity affiliated with the Archaeological Institute of America.”

If the sanction of any affiliated Society is withdrawn pursuant to Article III.3, such affiliated Society shall promptly take all appropriate actions to change its name to eliminate the name of the Institute and any other reference to the Institute in connection with its activities in publications or printed material or otherwise in connection with its activities.

Rationale: The change clarifies how Societies should identify themselves in all media, as well as defines the legal relationship between the Societies and the national AIA.

Motion: That Council approves the change in the above wording to Article III, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article III, Section 3

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

After a hearing conducted by a committee appointed by the President, and with the recommendation of such committee, the Council for cause may, by majority vote of its members present at a meeting in person or by proxy, withdraw or suspend (on conditions specified by the Council) its approval of any affiliated Society, permitted by the Council pursuant to Article III.1. If a Society’s affiliation is withdrawn, it will cease to be or act as a Society of the Institute. Its members shall become members at large and the at large members may choose to affiliate with another Society of the Institute. Cause shall be deemed to be any action taken by an affiliated Society detrimental to the purpose, interest, public image or principles of the Institute and shall include, without limitation, the use of the name of the Institute, in connection with or in furtherance of transactions involving archaeological artifacts which

could have the effect of removing such archaeological artifacts from general availability for scholarly investigation or public display.

New Wording (changes in bold):

After a hearing conducted by a committee appointed by the President **in consultation with the Executive Committee**, and with the recommendation of **the appointed** committee, the Council for cause may, by majority vote of its members present at a meeting in person or by proxy, withdraw or suspend (on conditions specified by the Council) its approval of any affiliated Society, permitted by the Council pursuant to Article III.1. If a Society's affiliation is withdrawn, it will cease to be or act as a Society of the Institute. Its members shall become Members-at-Large and the at-Large Members may choose to affiliate with another Society of the Institute. Cause shall be deemed to be any action taken by an affiliated Society detrimental to the purpose, interest, public image or principles of the Institute and shall include, without limitation, the use of the name of the Institute, in connection with or in furtherance of transactions involving archaeological artifacts which could have the effect of removing such archaeological artifacts from general availability for scholarly investigation or public **access**.

Rationale: The addition of 'in consultation with the Executive Committee' adds a broader level of consultation and accountability to this process. The change from display to access recognizes the fundamental importance of access over actual display.

Motion: That Council approves the changes in the above wording to Article III, Section 3, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IV, Section 4

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

A vacancy in the office of President shall be filled by the First Vice-President for the unexpired term. Any vacancy in the offices of the Vice-Presidents, or Treasurer, however arising, may be filled with an acting officer by the President. The Executive Committee, on behalf of the Governing Board, or the Governing Board, whichever body meets first following the vacancy, shall have the power to fill the vacancy for the remainder of the unexpired term. The President shall have the power to accept the resignation of any officer, Trustee, or member of any other committee of the Institute.

New Wording (changes in bold):

A vacancy in the office of President shall be filled by the First Vice-President for the unexpired term. Any vacancy in the offices of the Vice-Presidents, or Treasurer, however arising, may be filled with an acting officer by the President **in consultation with the Executive Committee to serve until the Executive Committee, on behalf of the Governing Board, or the Governing Board, whichever body first meets following the vacancy, names an individual to fill the vacancy for the remainder of the unexpired term. ~~The Executive Committee, on behalf of the Governing Board, or the Governing Board, whichever body meets first following the vacancy, shall have the power to fill the vacancy for the remainder of the unexpired term.~~** The President shall have the power to accept the resignation of any officer, Trustee, or member of any other committee of the Institute.

Rationale: The change clarifies the process of filling a vacancy in the short term between the departure of an officer and the next meeting of the Executive Committee or Governing Board.

Motion: That Council approves the changes in the above wording to Article IV, Section 4, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IV, Section 5

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The President shall be the elected head of the Institute and shall exercise general supervision over all the affairs of the Institute. The President shall enforce the provisions of the Act of Incorporation and these Regulations with discretionary power and authority. This person shall be a scholar and bring distinction to the Institute. The President may call and shall preside at all meetings of the Institute, of the Council, and of the Governing Board; shall be, *ex officio*, a member of all committees; and shall, with the Treasurer and the Executive Director, present to the members an annual report of the transactions of the Council, and the Governing Board. This report shall note the status of the Institute's investments for the prior fiscal year and the amount of the Institute's funds appropriated and actually expended since the last annual report. This report should include a statement of the purposes for which such appropriations and expenditures were made. The President shall have authority to appoint delegates to represent the Institute for such special occasions as are deemed appropriate, as well as authority to appoint such consultants and committees as are deemed to be necessary and desirable, provided, however, that no such appointment or appointments shall create any obligations against the Institute or the property of the Institute unless authorized by the Governing Board.

New Wording (changes in bold):

The President shall be the elected head of the Institute and shall exercise general supervision over all the affairs of the Institute. The President shall enforce the provisions of the Act of Incorporation and these Regulations with discretionary power and authority. This person shall be a scholar **who will and** bring distinction to the Institute **and shall have a significant record of service to the AIA.** The President may call and shall preside at all meetings of the Institute, of the Council, and of the Governing Board; shall be, *ex officio*, a **voting** member of all committees (and shall, with the Treasurer and the Executive Director, present to the members an annual report of the transactions of the Council, and the Governing Board. This report shall note the status of the Institute's investments for the prior fiscal year and the amount of the Institute's funds appropriated and actually expended since the last annual report. This report should include a statement of the purposes for which such appropriations and expenditures were made. The President shall have authority to appoint delegates to represent the Institute for such special occasions as are deemed appropriate, as well as authority to appoint such consultants and committees as are deemed to be necessary and desirable, provided, however, that no such appointment or appointments shall create any obligations against the Institute or the property of the Institute unless authorized by the Governing Board.

Rationale: The change affirms past practice that the President must already have a demonstrated record of service to the AIA, and clarifies the voting privileges of the President in his/her *ex officio* capacity as a member of all committees. Since there are other instances in the regulations where those with *ex officio* membership do not have voting privileges, we have added this layer of specificity.

Motion: That Council approves the changes in the above wording to Article IV, Section 5, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IV, Section 6

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The First Vice-President shall be a scholar who will bring distinction to the Institute and shall have a record of significant service to the AIA. In order to secure continuity in the administration of the affairs of the Institute, the First Vice-President shall serve as President during any vacancy in the office of President. The First Vice-President shall automatically, with the First Vice-President's consent, be a candidate for President upon the announcement of retirement by the President or at the conclusion of the maximum number of terms allowed the President. The duties and responsibilities of the First Vice-President shall be designated by the President.

New Wording (changes in bold):

The First Vice-President shall be a scholar who will bring distinction to the Institute and shall have a record of significant service to the AIA. In order to secure continuity in the administration of the affairs of the Institute, the First Vice-President shall serve as President during any vacancy in the office of President. The First Vice-President shall automatically, with the First Vice-President's consent, be a candidate for President upon the announcement of retirement by the President or at the conclusion of the maximum number of terms allowed the President. **If the First Vice-President becomes President for an unexpired term, the First Vice-President will only be deemed to have completed a full term as President, if the completed term is 24 months or more. Upon conclusion of completing an unexpired term that is less than 24 months, the former First Vice-President shall automatically, with his/her consent be a candidate for a full term as President.** The duties and responsibilities of the First Vice-President shall be designated by the President.

Rationale: The new language establishes a procedure to be followed if the President leaves office before his/her term expires. This possibility was not foreseen in the existing regulations.

Motion: That Council approves the changes in the above wording to Article IV, Section 6, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IV, Section 7

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Four Vice-Presidents shall serve, one each, in the areas of Cultural Heritage, Research and Academic Affairs, Outreach and Education, and Societies. The Vice-Presidents for Cultural Heritage and for Research and Academic Affairs shall have academic backgrounds and the Vice-President for Societies

shall be or have been a Society Trustee or an officer of a local AIA society. The Vice-Presidents report to the President and shall have duties and responsibilities as designated by the President.

New Wording (changes in bold):

Four Vice-Presidents shall serve, one each, in the areas of Cultural Heritage, Research and Academic Affairs, Outreach and Education, and Societies. **The Vice-President for Cultural Heritage shall have extensive experience in a related academic and/or legal field, and the Vice-President for Research and Academic Affairs shall be a senior academic in archaeology or a related field. The Vice-President for Outreach and Education shall have experience in public education and/or outreach in archaeology or a related field.** The Vice-President for Societies shall be or **shall** have been a Society Trustee or an officer of a local AIA society. The Vice-Presidents report to the President and shall have duties and responsibilities as designated by the President. **The Vice-President for Cultural Heritage shall chair the Committee for Cultural Heritage; the Vice-President for Research and Academic Affairs shall chair the Committee for Research and Academic Affairs; the Vice-President for Outreach and Education shall chair the Committee for Outreach and Education; and the Vice-President for Societies shall chair the Societies Committee. If a Vice-President is unable to chair the committee assigned to him or her, the President shall appoint another chair.**

Rationale: The change makes explicit the expectations for candidates for the named positions, and specifies their primary duties in terms of committees (reflecting current practice).

Motion: That Council approves the changes in the above wording to Article IV, Section 7, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IV, Section 8

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Treasurer or his or her delegate shall receive and disburse the funds of the Institute under the direction of the Governing Board and shall deposit all funds in the name of the Institute and all securities in such depository or depositories as the Governing Board may designate or approve. The Treasurer or his or her delegate shall also have custody of and preserve all records and documents relating to the property of the Institute, and keep proper books of account which shall be open at all times to inspection by the Council and the Governing Board. At the Annual Meeting of the Council the Treasurer shall present a report of all transactions of the Institute for the preceding fiscal year, including a statement of the financial condition of the Institute, certified by independent accountants. This certified report shall consist of a balance sheet, related statements of income and expenses, and statements of changes in all funds of the Institute for the preceding fiscal year.

New Wording (changes in bold):

The Treasurer, **who shall have significant financial and business experience**, or his or her delegate shall receive and disburse the funds of the Institute under the direction of the Governing Board and shall deposit all funds in the name of the Institute and all securities in such depository or depositories as the Governing Board may designate or approve. The Treasurer or his or her delegate shall also have custody of and preserve all records and documents relating to the property of the Institute, and keep proper books of account which shall be open at all times to inspection by the Council and the Governing Board. At the Annual Meeting of the Council the Treasurer shall present a report of all transactions of the Institute for the preceding fiscal year, including a statement of the financial condition of the Institute, certified by

independent accountants. This certified report shall consist of a balance sheet, related statements of income and expenses, and statements of changes in all funds of the Institute for the preceding fiscal year.

Rationale: The Treasurer is responsible for having the listed qualifications. The AIA Finance Department, under the supervision of the Executive Director, fulfills the role of the Treasurer's delegate.

Motion: That Council approves the changes in the above wording to Article IV, Section 8, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article V, Section 1

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Council of the Institute, which shall manage, preserve and protect the property of the Institute and shall have full power to manage and conduct its affairs, shall consist of the *ex officio* members listed in Section 2 of the Act of Incorporation, approved by the President of the United States on May 26, 1906, (i.e., the president, the honorary presidents, the vice presidents, the treasurer, and the secretary of the Institute and the editor-in chief of its journal, the presidents of affiliated societies and the chairmen of the managing committees of any American Schools founded by the Archaeological Institute of America in foreign countries for classical or archaeological studies and research [including those now affiliated with the voluntary association known as the Archaeological Institute of America]) the remaining members of the Governing Board, the Legal Counsel of the Institute, one delegate for each fifty Members-at-Large to be appointed by the President prior to the Annual Meeting to represent the Members-at-Large, and those delegates designated annually by the members of the Institute in affiliated Societies as hereinafter provided. Subscribing Members are not considered Members-at-Large and are not represented in the Council. Delegates appointed by the President to represent Members-at-Large shall serve until their successors are appointed, and the delegate or delegates designated to represent an affiliated Society shall serve until the Executive Director receives notice of a new designation or designations from the Secretary of such affiliated Society. This notice must be received by the Executive Director at least ten days before the scheduled date of the Annual Meeting. The Executive Director shall maintain a current, official list of the names and addresses of all members of Council.

New Wording (changes in bold):

The Council of the Institute, which shall manage, preserve, and protect the property of the Institute and shall have full power to manage and conduct its affairs, shall consist of the *ex officio* members listed in Section 2 of the Act of Incorporation, approved by the President of the United States on May 26, 1906. **These include** the president, the honorary presidents, the vice presidents, the treasurer, **and** the secretary of the Institute and the editor-in chief **and business manager** of its journal, the presidents of affiliated societies and the chairmen of the managing committees of any American Schools founded by the Archaeological Institute of America in foreign countries for classical or archaeological studies and research [including those now affiliated with the voluntary association known as the Archaeological Institute of America]), the remaining members of the Governing Board, the Legal Counsel of the Institute, one delegate for each fifty Members-at-Large to be appointed by the President prior to the Annual Meeting to represent the Members-at-Large, and those delegates designated annually by the members of the Institute in affiliated Societies as hereinafter provided. **Subscribing Members are not considered Members-at-Large and are not represented in the Council.**

Delegates appointed by the President to represent Members-at-Large shall serve until their successors are appointed, and the delegate or delegates designated to represent an affiliated Society shall serve until the

Executive Director receives notice of a new designation or designations from the Secretary of such affiliated Society. This notice must be received by the Executive Director at least ten days before the scheduled date of the Annual Meeting. The Executive Director shall maintain a current, official list of the names and addresses of all members of Council.

Rationale: The changes reflect current practice. The term ‘subscribing members’ is no longer used (and the exclusion of such members from governance is now covered in Article II.1).

Motion: That Council approves the changes in the above wording to Article V, Section 1, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article V, Section 3

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Any member of the Council, except an officer of the Institute, may, if unable to be present at the Annual Meeting, vote by absentee ballot on any nominations, amendments to Regulations, or resolutions submitted to them by the Executive Director in advance of the Annual Meeting. Absentee ballots containing all voting items indicated on the preliminary agenda will be sent to all named delegates before the meeting of Council and must be returned to the Executive Director before the meeting. This absentee ballot may include a limited proxy to a named individual, or the President of the Institute. In the event that additional nominations or amendments to regulations are made or other items requiring a vote are offered at the Annual Meeting of the Council, only those present at Council and designated proxies will be eligible to vote on those positions and issues. Designations of limited proxies are strongly encouraged and must be made in writing before the meeting of Council.

New Wording (changes in bold):

Any member of the Council, except an officer of the Institute, may, if unable to be present at the Annual Meeting, vote by absentee ballot on any nominations, amendments to Regulations, or resolutions submitted to them by the Executive Director in advance of the Annual Meeting. Absentee ballots containing all voting items indicated on the preliminary agenda will be sent to all named delegates before the meeting of Council and must be returned to the Executive Director before the meeting. This absentee ballot may include a limited proxy to a named individual, or the President of the Institute. In the event that ~~additional nominations or~~ amendments to regulations are made or other items requiring a vote are offered at the Annual Meeting of the Council, only those present at Council and designated proxies will be eligible to vote on those positions and issues. Designations of limited proxies are strongly encouraged and must be made in writing before the meeting of Council.

Rationale: As the nomination process is now defined, the only ‘additional nominations’ will occur in cases where no nominees can be found by 30 days ahead of the meeting. Voting on such nominations is covered by the phrase ‘other items requiring a vote.’

Motion: That Council approves the changes in the above wording to Article V, Section 3, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article V, Section 4

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Thirty percent of the Council or their proxies shall constitute a quorum at the Annual Meeting, or a special meeting of the Council. Any such meeting is subject to the rules for calling a meeting of the Council pursuant to Article V, Sections 5 and 6.

New Wording (changes in bold):

Thirty percent of the Council ~~or~~ **including** their proxies shall constitute a quorum at the Annual Meeting, or a special meeting of the Council. Any such meeting is subject to the rules for calling a meeting of the Council pursuant to Article V, Sections 5 and 6.

Rationale: The change is a clarification that makes it easier to constitute the needed quorum.

Motion: That Council approves the changes in the above wording to Article V, Section 4, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article V, Section 6

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

During intervals between the Annual Meetings of the Council the Governing Board shall have and exercise all the powers and responsibilities of the Council. If required, special emergency meetings of the Council, to be convened at the business office of the Institute, may be called by the President, or upon written request of ten members of the Council. The call, which shall be sent to all members of the Council at least ten days before the scheduled date of a special meeting, shall state clearly the business to be transacted at the meeting, and no other business shall be considered. The provisions relating to voting by proxy, or by mail ballot coupled with a limited proxy, stated in Article V, Section 3, shall also be applicable to special emergency meetings.

New Wording (changes in bold):

During intervals between the Annual Meetings of the Council the Governing Board shall have and exercise all the powers and responsibilities of the Council. If required, special emergency meetings of the Council, to be convened at the business office of the Institute, may be called by the President, or upon written request of ten members of the Council. The call, which shall be sent to all members of the Council at least ten days before the scheduled date of a special meeting, shall state clearly the business to be transacted at the meeting, and no other business shall be considered. The provisions relating to voting by proxy, or by **mail absentee** ballot coupled with a limited proxy, stated in Article V, Section 3, shall also be applicable to special emergency meetings.

Rationale: Absentee ballots may be submitted by email or other means, not only via regular mail.

Motion: That Council approves the changes in the above wording to Article V, Section 6, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 1

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

There shall be a Governing Board consisting of the President, the First Vice-President, four Vice-Presidents, the immediate past President, and the Treasurer, (each *ex officio*), and not fewer than twenty-four and not more than thirty elective Trustees who shall be elected by the Council. Candidates for these positions must be members of the Archaeological Institute of America at the time their nomination is presented to the Council. For the purposes of election the elective members of the Governing Board shall be divided into three Divisions as described below. The Executive Director, as Secretary of the Institute, shall be a member *ex officio* of the Governing Board.

New Wording (changes in bold):

There shall be a Governing Board consisting of the President, the First Vice-President, four Vice-Presidents, the immediate past President, the Treasurer, **and the Executive Director as Secretary of the Institute** (each *ex officio with voting privileges*), and not fewer than twenty-four and not more than thirty ~~elective~~ Trustees who shall be elected by the Council. Candidates for these positions must be members of the Archaeological Institute of America at the time their nomination is presented to the Council. For the purposes of election the elective members of the Governing Board shall be divided into three Divisions as described below. ~~The Executive Director, as Secretary of the Institute, shall be a member *ex officio* of the Governing Board.~~ **The Editor-in-Chief of the *American Journal of Archaeology*, the Editor-in-Chief of ARCHAEOLOGY, and the Publisher of ARCHAEOLOGY shall attend meetings of the Governing Board in an *ex officio* and non-voting capacity.**

Rationale: The change clarifies existing practice and voting privileges.

Motion: That Council approves the changes in the above wording to Article VI, Section 1, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 1b

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The second Division, to be known as the Academic Trustees, shall consist of nine elective members, who shall be elected by the Council and shall be divided into three classes of three members each. The term for each class shall be for three years from the date of election and until their respective successors are elected and assume office. At the Annual Meeting of the Council each year a class of three members shall be elected to fill the places of the class whose term expires at that time. In nominating candidates for election as Academic Trustees, it shall be the policy of the Institute to seek persons who are willing to devote the necessary time to the affairs of the Institute and whose demonstrated academic and administrative capacity qualifies them to discharge the academic and professional responsibilities of the Governing Board.

New Wording (changes in bold):

The second Division, to be known as the Academic Trustees, shall consist of nine elective members, who shall be elected by the Council and shall be divided into three classes of three members each. The term for each class shall be for three years from the date of election and until their respective successors are elected and assume office. At the Annual Meeting of the Council each year a class of three members shall be elected to fill the places of the class whose term expires at that time. In nominating candidates for election as Academic Trustees, it shall be the policy of the Institute to seek persons who are willing to

devote the necessary time to the affairs of the Institute and whose demonstrated academic and administrative capacity qualifies them to discharge the academic and professional responsibilities of the Governing Board. **Candidates for Academic Trustees will have been members of the AIA in good standing for at least two consecutive years prior to their service.**

Rationale: The change affirms that candidates should have a connection to the AIA for a period of time prior to becoming a candidate for Academic Trustee.

Motion: That Council approves the changes in the above wording to Article VI, Section 1b, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 1c

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The third Division, to be known as the Society Trustees, shall consist of no fewer than three and no more than five elective members who shall be elected by the Council and shall be divided into three classes. The term for each class shall be for three years from the date of election and until their respective successors are elected and assume office. At the Annual Meeting of the Council each year a class of one or two members shall be elected to fill the place of the class whose term expires at that time. In nominating candidates for election as Society Trustees, it shall be the policy of the Institute to seek persons who are willing to devote the necessary time to the affairs of the Institute and whose proven experience in administering the affairs of the local Society of the Institute qualifies them to discharge the responsibilities of the Governing Board to the non-professional members of the Institute.

New Wording (changes in bold):

The third Division, to be known as the Society Trustees, shall consist of no fewer than three and no more than five elective members who shall be elected by the Council and shall be divided into three classes. The term for each class shall be for three years from the date of election and until their respective successors are elected and assume office. At the Annual Meeting of the Council each year a class of one or two members shall be elected to fill the place of the class whose term expires at that time. In nominating candidates for election as Society Trustees, it shall be the policy of the Institute to seek persons who are willing to devote the necessary time to the affairs of the Institute and whose proven experience in administering the affairs of the local Society of the Institute qualifies them to discharge the responsibilities of the Governing Board to the non-professional members of the Institute. **Candidates for Society Trustees will have been members of the AIA in good standing for at least two consecutive years prior to their service.**

Rationale: The change affirms that candidates should have a connection to the AIA for a period of time prior to becoming a candidate for Society Trustee.

Motion: That Council approves the changes in the above wording to Article VI, Section 1c, as proposed.

Please note: For easy reference throughout the rest of Article VI, the Sections have been re-numbered, beginning with the Section starting: “2. General, Academic, and Society Trustees, . . .”

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 3

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

From time to time the Institute may wish to honor a retiring Trustee who has performed exceptionally long and exemplary service to the Institute. Such individuals may be elected to Trustee Emeritus status. Appropriate candidates for this status must be nominated by unanimous consent of the President, First Vice President and Executive Director. Nominees so chosen will be forwarded to the Council for their vote. Trustees Emeriti must maintain their membership in the AIA and may attend meetings of the Governing Board in an *ex officio*, non-voting capacity without term limits.

New Wording (changes in bold):

From time to time the Institute may wish to honor a retiring Trustee who has performed exceptionally long and exemplary service to the Institute. Such individuals may be elected to Trustee Emeritus status. Appropriate candidates for this status must be nominated by unanimous consent of the President, First Vice President and Executive Director. Nominees so chosen will be forwarded to the Council for their vote. Trustees Emeriti must maintain their membership in the AIA and may attend meetings of the Governing Board in an ~~an~~ **ex officio** non-voting *ex officio* capacity without term limits.

Rationale: This is a stylistic change.

Motion: That Council approves the changes in the above wording to Article VI, Section 3, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 7

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

A majority of the members of the Governing Board in office shall constitute a quorum at all meetings of the Governing Board, and no proxies shall be recognized.

New Wording (changes in bold):

A majority of the **voting** members of the Governing Board in office shall constitute a quorum at all meetings of the Governing Board, and no proxies shall be recognized.

Rationale: The change clarifies and reflects current practice.

Motion: That Council approves the changes in the above wording to Article VI, Section 7, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VI, Section 9

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

[There is no current wording for this Section, as it is new to the Regulations.]

New Wording (changes in bold):

A Trustee may be removed from the Governing Board, with or without cause, by a vote of two-thirds of the voting members of the Governing Board present at a meeting at which there is a quorum.

Rationale: This change provides a mechanism to remove a Trustee without waiting for the expiration of the Trustee's term in circumstances where a supermajority of the Governing Board believes such removal to be in the best interests of the Institute.

Motion: That Council approves the changes in the above wording to Article VI, Section 7, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VII, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Executive Committee shall be convened to meet for those actions that are necessary to be accomplished before the regularly scheduled or succeeding Governing Board meeting. The minutes of the Executive Committee meetings must be distributed to the Governing Board within two (2) weeks of Executive Committee approval.

New Wording (changes in bold):

The Executive Committee shall be convened to meet for those actions that are necessary to be accomplished before the regularly scheduled or succeeding Governing Board meeting. The minutes of Executive Committee meetings must be **approved by the Executive Committee and** distributed to the Governing Board within **three (3)** weeks of the Executive Committee meeting.

Rationale: This change insures that the Governing Board receives notice of the decisions of the Executive Committee in an expedited manner.

Motion: That Council approves the changes in the above wording to Article VII, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VII, Section 3

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Executive Committee shall have 12 (twelve) members: the President, First Vice-President, Vice-President for Cultural Heritage, Vice-President for Research and Academic Affairs, Vice-President for Outreach and Education, Vice-President for Societies, Treasurer (all of whom shall serve *ex officio*), and four Trustees, at least one of whom must be an Academic Trustee. These Trustees will be appointed to the Executive Committee by the President on an annual basis. The Executive Director shall be a member, *ex officio*, of the Executive Committee.

New Wording (changes in bold):

The Executive Committee shall have twelve (12) members: the President, First Vice-President, Vice-President for Cultural Heritage, Vice-President for Research and Academic Affairs, Vice-President for Outreach and Education, Vice-President for Societies, Treasurer, **Executive Director** (all of whom shall serve *ex officio* **with voting privileges**), and four Trustees, at least one of whom must be an Academic Trustee. These Trustees will be appointed to the Executive Committee by the President on an annual basis. ~~The Executive Director shall be a member, *ex officio*, of the Executive Committee.~~

Rationale: The change clarifies existing practice and the voting privileges of the Executive Director.

Motion: That Council approves the changes in the above wording to Article VII, Section 3, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VII, Section 5

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Executive Committee shall meet not less than six times annually and shall determine the manner, form, time, and place of its proceedings and how notice is to be given of its meetings. The majority of the members of the Executive Committee shall constitute a quorum and no proxies will be recognized.

New Wording (changes in bold):

The Executive Committee shall meet **at least four times** annually and shall determine the manner, form, time, and place of its proceedings and how notice is to be given of its meetings. The majority of the **voting** members of the Executive Committee shall constitute a quorum and no proxies will be recognized.

Rationale: The change eliminates the requirement for unnecessary meetings, while retaining the ability to schedule additional meetings if warranted by the circumstances.

Motion: That Council approves the changes in the above wording to Article VII, Section 5, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, Section 1

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The President, with the advice of the Executive Committee, shall nominate persons, two for each vacancy, to be elected by the Council to serve on the Nominating Committee for a one-year term with the option of renewal by running unopposed for a second year from the date of election and until their successors are elected. To maintain a Board that represents significant community interests and that effectively guides the Institute's activities and operations, the Nominating Committee shall be responsible for selection, nomination, and evaluation of members of the Board, according to the policies of the Institute.

New Wording (changes in bold):

The President, with the advice of the Executive Committee, shall nominate persons, two for each vacancy, to be elected by the Council to serve on the Nominating Committee for a one-year term with the

option of renewal by running unopposed for a second year from the date of election and until their successors are elected. To maintain a Board that represents significant community interests and that effectively guides the Institute's activities and operations, the Nominating Committee shall ~~be responsible for selection, nomination, and evaluation of~~ **select, nominate, and evaluate candidates** for the Board, according to the policies of the Institute.

Rationale: This is a minor change in wording (replacing nouns with verbs), and clarifies that the Nominating Committee is not evaluating current members of the Board, but candidates for positions on the Board.

Motion: That Council approves the changes in the above wording to Article VIII, Section 1, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Nominating Committee shall consist of five persons who either are serving or have served on the Governing Board. The President shall make every effort to ensure that at least one member representing each of the Board divisions (General, Society, Academic Trustee) is included in each Nominating Committee. A minimum of one year must elapse between completion of two one-year terms of service on the Nominating Committee and the beginning of another term. Members of the Nominating Committee cannot be nominated by the Nominating Committee for any other AIA office during a year in which they are serving on the Nominating Committee.

New Wording (changes in bold):

The Nominating Committee shall consist of ~~five~~ **six** persons who either are serving or have served on the Governing Board. ~~The President shall make every effort to ensure that at least one member representing each of the Board divisions (General, Society, Academic Trustee) is included in each Nominating Committee.~~ **three members representing General Trustees; two members representing Academic Trustees; and one member representing Society Trustees. The Chair of the Committee shall not vote except in the case of a tie.** A minimum of one year must elapse between completion of two one-year terms of service on the Nominating Committee and the beginning of another term. Members of the Nominating Committee cannot be nominated by the Nominating Committee for any other AIA office during a year in which they are serving on the Nominating Committee. **The Chair of the Committee shall appoint a member to take minutes of the meetings.**

Rationale: The new wording now specifies the distribution of members of the Nominating Committee and clarifies the circumstances under which its Chair would vote. The larger number of General Trustees is advised given the challenge of finding sufficient numbers of such candidates.

Motion: That Council approves the changes in the above wording to Article VIII, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, Section 3

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Committee shall carefully review potential candidates to ensure that each of them subscribes to the AIA Code of Ethics and, in the case of professional nominees, to the AIA Code of Professional Standards as well. As part of this review, the Chair of the Committee shall consult with the Vice President for Cultural Heritage, whose advice is non-binding. A signed statement shall be obtained from each of the candidates nominated indicating their adherence to the Code of Ethics, and for professional nominees, to the Code of Professional Standards. The Committee shall then transmit to the Secretary of the Council by November 15 a list of candidates for election as elective officers to succeed those officers whose terms expire at that time, and a list of candidates for election as Trustees on the Governing Board to fill the places of the Trustees whose terms expire at that time. The Secretary shall give such publication of the nominations as the Board shall from time to time direct. Other nominations for Trustees and Officers may be made in writing, signed by any ten members of the Institute. Subscribing Members may not make or sign such nominations. Any such nominee must affirm that (s)he understands the responsibilities of the position for which (s)he has been nominated, agrees to fulfill the expectations associated with that position, subscribes to the AIA Code of Ethics, and for professional nominees, subscribes to the AIA Code of Professional Standards. An affirmation form will be made available to nominees by the Secretary. The form may be prepared ahead of time or signed at the time the nomination is made from the floor. In the case where the nominee is not present at Council, the affirmation must be sent electronically or by mail to the President or Secretary in advance of the Council Meeting. Nominations can be transmitted to the Secretary at any time prior to the election, or at the Council Meeting when the President opens the floor to nominations. Nominations made from the floor must be accompanied by a statement of support signed by nine members of the Institute, in addition to the member proposing the nomination, or at least nine members who are present at the meeting must indicate their support for the nomination by a show of hands. If nominations are made prior to the Council Meeting, the Secretary shall communicate these to the President.

New Wording (changes in bold):

~~The Committee shall carefully review potential candidates to ensure that each of them subscribes to the AIA Code of Ethics and, in the case of professional nominees, to the AIA Code of Professional Standards as well. As part of this review, the Chair of the Committee shall consult with the Vice President for Cultural Heritage, whose advice is non-binding. A signed statement shall be obtained from each of the candidates nominated indicating their adherence to the Code of Ethics, and for professional nominees, to the Code of Professional Standards. The Committee shall then transmit to the Secretary of the Council by November 15 a list of candidates for election as elective officers to succeed those officers whose terms expire at that time, and a list of candidates for election as Trustees on the Governing Board to fill the places of the Trustees whose terms expire at that time. The Secretary shall give such publication of the nominations as the Board shall from time to time direct. Other nominations for Trustees and Officers may be made in writing, signed by any ten members of the Institute. Subscribing Members may not make or sign such nominations. The form may be prepared ahead of time or signed at the time the nomination is made from the floor. In the case where the nominee is not present at Council, the affirmation must be sent electronically or by mail to the President or Secretary in advance of the Council Meeting. Nominations can be transmitted to the Secretary at any time prior to the election, or at the Council Meeting when the President opens the floor to nominations. Nominations made from the floor must be accompanied by a statement of support signed by nine members of the Institute, in addition to the member proposing the nomination, or at least nine members who are present at the meeting must indicate their support for the nomination by a show of hands. If nominations are made prior to the Council Meeting, the Secretary shall communicate these to the President.~~

By March 1 the Committee shall publish a list of offices to be filled and solicit suggestions from the membership of prospective candidates for those offices by April 1. The Committee shall also actively seek qualified prospective candidates. At this time, the Committee shall post the criteria for each position as defined in the Regulations, and shall gather contact information, a brief biographical statement and an affirmation of willingness to serve from each prospective candidate. The Committee shall vet all prospective candidates for experience, expertise, and seek to assure that they adhere to the AIA's Code of Ethics and Codes of Professional Standards. The Committee should bear in mind the necessary representation of constituent groups in their deliberations. By May 1 the Committee shall publish its initial slate for election. The membership shall be encouraged again to submit further suggestions by Sept. 1. The same information shall be gathered for each candidate, and the Committee shall vet all new prospective candidates following the same criteria as above. Each successfully vetted candidate who is placed on the ballot shall produce a biographical statement and statement of interest in the given position for the Council packet that shall be sent to the Council delegates at least 60 days before the date of the Council meeting. Unless otherwise specified in the Regulations, the Committee shall have as a goal to provide, whether by its own deliberations or by outside nominations, at least two candidates for each office, except for the positions of General Trustee, the President (if the candidate has been the First Vice-President), and incumbents (if the incumbent has not declined the nomination), all of whom by tradition run unopposed.

Any **prospective candidate** must affirm that (s)he understands the responsibilities of the position for which (s)he has been nominated, agrees to fulfill the expectations associated with that position, subscribes to the AIA Code of Ethics, and for professional **prospective candidates**, subscribes to the AIA Code of Professional Standards. An affirmation form will be made available to prospective candidates by the Secretary.

Rationale: The new timeline moves up the work of the Nominating Committee from late summer/fall to the spring. It allows for greater transparency by specifying the publication of the offices to be filled, the criteria for each, and an initial slate. It also encourages the membership to propose candidates at two intervals during the process, by April 1 and by Sept. 1. The new wording specifies that all candidates thus proposed will be treated the same way and that the membership will be given the same information about each candidate. It limits nominations from the floor of Council to exceptional circumstances when no candidate has been proposed for a given office (see next section). This is on the grounds that last minute nominations do not allow the necessary vetting, nor the membership to be sufficiently informed about such candidate's qualifications and background.

Motion: That Council approves the changes in the above wording to Article VIII, Section 3, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, Section 4

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

A name not placed in nomination for Trustee in accordance with either of the methods described in Section VIII, Article 3, shall not be voted on at the Annual Meeting, except that in the case of there being no candidate for any office from a cause arising at least thirty days before the date of the Annual Meeting, one or more nominations for such vacancy may be made at such meeting.

New Wording (changes in bold):

A name not placed in nomination ~~for Trustee~~ in accordance with either of the methods described in Section VIII, Article 3, shall not be voted on at the Annual Meeting, except in a case ~~of there being~~ **where** no candidate for ~~any an~~ office ~~from a cause arising has been identified~~ at least ~~60~~ **thirty** days before the date of the Annual Meeting. **In such a situation**, one or more nominations for ~~such this~~ vacancy may be made at ~~such meeting~~ **the Annual Meeting**.

Rationale: This third round of nominations is permitted in the event no candidate has been found for a given office when the slate is distributed 60 days before the date of the Annual Meeting.

Motion: That Council approves the changes in the above wording to Article VIII, Section 4, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, Section 5

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Nominating Committee may nominate more than one candidate for election to a single position.

New Wording (changes in bold):

~~The Nominating Committee may nominate more than one candidate for election to a single position.~~

[As Section 5 was deleted, the numbers for the rest of this section were altered accordingly.]

Rationale: The number of candidates nominated for each position is specified above in Article VIII.3 and is thus no longer necessary here.

Motion: That Council approves the changes in the above wording to Article VIII, Section 5, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article VIII, New Section 5

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

All elections of officers and Trustees on the Governing Board shall be by secret written ballot of the members of the Council present in person, by absentee ballot or by proxy at the Council Meeting. The ballot shall set forth the positions to be filled and the candidates nominated by the Nominating Committee. The names of candidates nominated by AIA members as described in VIII.3 and not included on the ballot may be written in by voting Council members or their proxies. Two tellers of the election shall be appointed at the Annual Meeting of the Council by the President, and they shall not be persons whose names appear as candidates in the report of the Nominating Committee.

New Wording (changes in bold):

All elections of officers and Trustees on the Governing Board shall be by secret **electronic** ~~written~~ ballot of the members of the Council ~~present in person, by absentee ballot or by proxy at the Council Meeting~~. The ballot shall set forth the positions to be filled and the candidates nominated by the Nominating Committee. **A link to the electronic ballot shall be sent out four weeks in advance of the Council**

Meeting, where the results shall be announced. Delegates may also vote by sending a mail-in ballot to the Boston office of the AIA, which must be received (not postmarked) one week in advance of the Council Meeting. In the circumstance described in section VIII.4, the names of persons nominated from the floor at the Annual Meeting shall be set forth on a written ballot. If the candidate is present at the Council Meeting, s/he shall be given the opportunity to present a brief platform statement. All voting on matters of substance shall take place at the Council Meeting. ~~The names of candidates nominated by AIA members as described in VIII.3 and not included on the ballot may be written in by voting Council members or their proxies.~~ Two tellers of the election shall be appointed at the Annual Meeting of the Council by the President, and they shall not be persons whose names appear as candidates in the report of the Nominating Committee.

Rationale: New wording clarifies procedures in the event of nominations from the floor, as per Article VIII. 4.

Motion: That Council approves the changes in the above wording to Article VIII, New Section 5, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article IX, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The Executive Director shall act as Secretary of the Institute pursuant to Section 2 of its Charter, and as such shall be an *ex officio* member of the Council, Governing Board, and Executive Committee of the Institute. The Executive Director shall attend all meetings of the Institute, the Council, and the Governing Board and shall prepare and submit such reports as may be requested from time to time. The Executive Director shall cause notices to be issued for all Council, Governing Board, and Executive Committee meetings. These notices shall be accompanied by an agenda of the business to be transacted. The Executive Director shall cause to be made and kept an official record of the proceedings of all such meetings. If requested by the President, the Executive Director shall perform these same functions with respect to the meetings of any committee appointed pursuant to these regulations. The Executive Director shall attend to all official correspondence of the Institute, shall have custody of the corporate seal and shall affix the seal under the direction of the President or the Council. The Executive Director shall act as liaison between the Institute and affiliated Societies, and shall be in charge of all matters relating to the membership and the lecture program of the Institute. At the Annual Meeting of the Council the Executive Director shall present a report on the transactions of the office for the preceding fiscal year. The Executive Director shall examine and verify the credentials of all delegates at meetings of the Council.

New Wording (changes in bold):

The Executive Director shall act as Secretary of the Institute pursuant to Section 2 of its Charter, and as such shall be an *ex officio* **voting** member of the Council, Governing Board, and Executive Committee of the Institute. The Executive Director shall attend all meetings of the Institute, the Council, and the Governing Board and shall prepare and submit such reports as may be requested from time to time. The Executive Director shall cause notices to be issued for all Council, Governing Board, and Executive Committee meetings. These notices shall be accompanied by an agenda of the business to be transacted. The Executive Director **shall ensure that an official record of the proceedings of all such meetings is made and kept.** ~~shall cause to be made and kept an official record of the proceedings of all such meetings~~ If requested by the President, the Executive Director shall perform these same functions with respect to the meetings of any committee appointed pursuant to these regulations. The Executive Director shall attend to all official correspondence of the Institute, shall have custody of the corporate seal and

shall affix the seal under the direction of the President or the Council. The Executive Director shall act as liaison between the Institute and affiliated Societies, and shall be in charge of all matters relating to the membership and the lecture program of the Institute. At the Annual Meeting of the Council the Executive Director shall present a report on the transactions of the office for the preceding fiscal year. The Executive Director shall examine and verify the credentials of all delegates at meetings of the Council.

Rationale: This makes clear that the Executive Director has voting privileges.

Motion: That Council approves the changes in the above wording to Article IX, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article XV, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

Employees of the Institute, including the Executive Director and any subordinate officers appointed by the President in conformity with the Annual Budget, and other employees of the Institute shall receive compensation for service rendered to the Institute as the Governing Board may determine. They are not entitled to receive compensation in any form other than salary, commission, or incentive bonus, except by special resolution of the Governing Board.

New Wording (changes in bold):

Employees of the Institute, including the Executive Director and any subordinate officers appointed by the President in conformity with the Annual Budget, and other employees of the Institute shall receive compensation for **services** rendered to the Institute as the Governing Board may determine. They are not entitled to receive compensation in any form other than salary, commission, or incentive bonus, except by special resolution of the Governing Board.

Rationale: Clarification of term – “services”.

Motion: That Council approves the changes in the above wording to Article XV, Section 2, as proposed.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article XV, Section 5

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

[There is no Section 5 in the current regulations.]

New Wording (changes in bold):

Anyone serving on an awards, fellowships, or grants committee must adhere to the Institute’s Conflict of Interest policy. Committee members must not participate in discussions of an applicant’s file in cases of a potential or perceived conflict of interest. Areas of interest include any

significant scholarly, financial, or personal relationship with the applicant. In cases of uncertainty, the committee member should consult with the President of the AIA.

Rationale: There is a need for a Conflict of Interest policy applying to awards, grants, and fellowships.

Motion: That Council approves the changes in the above wording to Article XV, Section 5, as proposed.

Please note: Article XVIII: Search Committees has been moved up in the Regulations to become Article XVI. Article XVI: Termination of Existence is now Article XVII and Article XVII: Amendments is now Article XVIII.

Proposed Amendment to the Regulations of the Archaeological Institute of America

Article XVI, Section 2

On the recommendation of the Governance Committee, the Governing Board proposes . . .

Current Wording:

The President shall appoint a Search Committee to fill a vacancy in the position of Editor-in-Chief of the *American Journal of Archaeology*. The Executive Director shall be an *ex officio* member of any such Search Committee. Upon the recommendation of the Search Committee the President will instruct the Executive Director to appoint the Editor-in-Chief.

New Wording (changes in bold):

The President shall appoint a Search Committee to fill a vacancy in the position of Editor-in-Chief of the *American Journal of Archaeology*. The Executive Director shall be an *ex officio* member of any such Search Committee. Upon the recommendation of the Search Committee **and with the concurrence of the Governing Board** the President will instruct the Executive Director to appoint the Editor-in-Chief.

Rationale: This is already the *de facto* practice.

Motion: That Council approves the changes in the above wording to Article XVI, Section 2, as proposed.