BY-LAWS OF
THE AKRON-KENT SOCIETY OF THE ARCHAEOLOGICAL INSTITUTE OF AMERICA

Adopted:	August 30, 2012
Amended:	February 27, 2017
Amended:	May 1, 2017

Article I
Name

1.1 The name of this organization shall be the Akron-Kent Society of the Archaeological Institute of America, hereinafter sometimes referred to as the Society.

Article II
Affiliation

2.1 The Society is an independent entity.

2.2 The Society is affiliated with the Archaeological Institute of America (hereafter referred to as the AIA or the Institute) through the granting of a Charter issued by the AIA after an acceptance vote by the AIA Council.

2.3 The Society has agreed to the following stipulations:

a) To promote the AIA's mission;

b) To function within the guidelines of the AIA and not to adopt any regulations that conflict with those of the AIA;

c) To engage in no activity that would damage the name of the AIA or undermine its mission, including engaging in transactions that remove artifacts from public and scholarly access;

d) To maintain a membership consisting of a minimum number of persons as required by the AIA, currently 35.

2.4 The Society understands that failure to follow these stipulations can result in the revoking of its Charter by a vote of the AIA Council. If its Charter is revoked, the Society loses its affiliation with the AIA and the right to use the AIA name.

Article III
Purpose

3.1 The purpose of the Society shall be to promote knowledge and study of, as well as interest in, archaeology and related subjects, and to further the aims and programs of the Archaeological Institute of America.

Article IV
Membership and Dues

4.1 The membership of the Society shall consist of all members in good standing of the Archaeological Institute of America who have taken the steps prescribed by that organization to become affiliated with this Society as the member's preferred local chapter

4.2 The classes of membership shall be prescribed in the Regulations of the Archaeological Institute of America. Dues are paid directly to the national office of the AIA.

Article V
Officers

5.1 The Officers of the Society shall be the President, the Program Coordinator, and the Akron-Kent Liaison.

5.2 Each Officer shall hold office from the date specified in Section 5.7 below until the earlier of the next biannual election and installation of officers or his or her resignation, removal from office, or death. Any Officer may resign at any time by making an oral statement to that effect at any meeting of the Society, or at any meeting of the Board of Trustees, or in a writing delivered to the President of the Society. The resignation may take effect immediately or at such other time as the Officer may specify. In the event of death, removal, or resignation of an Officer, then the remaining Officers may, at their option, appoint a successor Trustee to serve the remainder of the unexpired term of the predecessor.. Officers are eligible for reelection.

5.3 Duties of Officers

As executive officer of the Society, the President shall preside at all meetings. The President shall be responsible for overseeing the lecture season, delegating related tasks as necessary, and corresponding with the speakers. The President shall maintain files with important Society documents, keep minutes of business meetings, and give notice to the membership of all meetings of the Society. The President is also responsible for receiving election ballots, tallying ballots, and reporting results at business meetings. The President shall handle the funds of the Society, including keeping records of transactions and expenditures of the Society, reimbursing officers and members for expenses incurred for Society programs, overseeing Society tax matters, and preparing budget reports for business meetings. The President shall also maintain a Society website.

The Program Coordinator shall oversee planning and local arrangements for the lectures, including reserving rooms and equipment, planning for any dinners and/or refreshments, and making other arrangements as needed. The Program Coordinator shall disseminate lecture information through means such as letters, flyers, and posters, and keep a roster of membership. This roster must be updated periodically based on the roster sent from the headquarters of the AIA. The Program Coordinator shall be responsible for maintaining communication and relations with the main office of the AIA.

The Akron-Kent Liaison shall work with the President and Program Coordinator and be responsible for maintaining communication and relations with the Akron-Kent community.

In the absence of the President, the Program Coordinator shall serve as President, and if the Program Coordinator is not available, the Akron-Kent Liaison shall serve as President.

5.4 Vacancies among officers which occur between annual business meetings shall be filled by appointment of the President. Persons so appointed shall hold office until the next regularly scheduled election.

5.5. The Officers shall be elected by any combination of mail ballot, electronic ballot, and vote at a meeting called for that purpose by the President or at the annual business meeting.

5.6 The election shall be held in the spring of each year between March 1 and May 15. The time, place, and date shall be determined by President. Notice shall be given to all members 30 days prior to the election. Members not at the meeting will be provided an absentee ballot.

5.7 Elected officers shall assume office as of the last lecture in the spring, or on June 1 following their election, whichever occurs first.

5.8 In order to hold office, all Officers must provide a signed statement indicating their acceptance of and adherence to the AIA's Code of Ethics, Conflict of Interest Policy, and, in the case of professional members, the Code of Professional Standards.

Article VI
Board of Trustees

6.1 Except as otherwise provided by law or these By-Laws, all of the authority of the Society shall be exercised by or under the direction of the Board of Trustees, who shall act as its "managers" as that term is used in Ohio Revised Code Chapter 1745.

6.2 The Board of Trustees shall consist of the three officers plus any other members of this Society that the officers may vote to appoint to the Board of Trustees, except that no more than 15 people (including the officers) may be members of the Board of Trustees at any one time.

6.3 Each Trustee shall hold office from the date of acceptance of his or her appointment until the earlier of the next biannual election of officers or his or her resignation, removal from office, or death. Any Trustee may resign at any time by making an oral statement to that effect at any meeting of the Board of Trustees or in a writing delivered to the President of the Society. The resignation may take effect immediately or at such other time as the Trustee may specify. In the event of death, removal, or resignation of a Trustee, the officers may, at their option, appoint a successor Trustee to serve the remainder of the unexpired term of the predecessor.

6.4 Meetings of the Board of Trustees shall be held at such time and place as determined by the President, but at least two meetings shall be held during each calendar year.

6.5 Special meetings of the Board of Trustees may be called by the President or by any three members of the Board of Trustees. The notice shall specify the time and place of the meeting and the nature of any special business to be considered.

6.6 Notice of the time and place of each meeting of the Board of Trustees, whether regular or special, shall be given to each Trustee by 1) personal delivery; 2) written notice by first class mail, postage prepaid, to the Trustee's last known business or residence address; 3) email communication to the Trustee's last known email address; 4) text message to the Trustee's last known cellular telephone number; or 5) oral communication (whether by telephone or otherwise) directly with the Trustee or with some person at the Trustee's home or place of business who would reasonably be expected to communicate such notice promptly to the Trustee.

6.7 Notice of any regular or special meeting of the Board of Trustees must be provided at least 48 hours prior to the time set for the meeting. Any Trustee may, orally or in writing, waive notice of any meeting of the Board either before or after the holding of the regular or special meeting. Waiver of the notice of meeting shall be deemed the equivalent of proper notice. Attendance of any Trustee at any meeting without a protest lodged either prior to or at the commencement of the meeting shall be deemed a waiver of notice of the meeting.

6.8 At any regular or special meeting of the Board of Trustees, the members of the Board of Trustees who are present in person or by the use of authorized communications equipment shall constitute a quorum.

6.9 Except as otherwise specified in these By-Laws, the affirmative vote of a majority of the members of the Board of Trustees present at a meeting at which a quorum is present shall be necessary for the authorization or taking of any action voted upon by the Board of Trustees.

6.10 The President shall preside over all meetings of the Board of Trustees, and may designate any other member of the Board of Trustees to keep minutes of the meeting and to record all resolutions adopted and transactions occurring at the meeting.

6.11 Notwithstanding any other provision of these By-Laws, a Trustee may be removed from the Board of Trustees with or without cause, and with or without advance notice to the affected Trustee, by the affirmative vote of a two-thirds majority of the other Trustees who are present at any regular or special meeting of the Board of Trustees. If any Trustee who is removed from the Board of Trustees is also an Officer, then his or her removal from the Board of Trustees shall also constitute removal as an Officer.

Article VII
501(c)(3) Tax Exempt Status

7.1 No part of the earnings of the Society shall inure to the benefit of, or be distributed to, its members, governors, or officers, or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the charitable and educational purposes of the Society. No substantial part of the activities of the Society shall be the carrying out of propaganda, or otherwise attempting to influence legislation, and the Society shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these By-laws, the Society shall not carry on any activity not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law) or by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law).

Article VIII
Meetings of the Society

8.1 The meetings of the Society shall present lectures by visiting lecturers from the Archaeological Institute of America and such other programs as the Officers shall consider appropriate. Such meetings must be open to the public.

8.2 An annual business meeting shall be held for the election of officers, for the presentation of reports on the Society's activities, reports on membership and finances, and for consideration of other appropriate matters. The annual business meeting will be scheduled by the President. The annual business meeting should take place between early March and early May. Notification shall be given of the time and place of the annual business meeting to all members at least thirty days prior to the meeting.

8.3 If elections do not occur at the business meeting, the President will arrange for an election of officers by mail, electronic ballot, or at a separate meeting.

8.4 Other business meetings may be called at any time by the President, provided thirty days notice is given to members.

Article IX
Dissolution

9.1 Upon the dissolution of the Society, the Officers shall, after paying or making provision for payment of all of the liabilities of the Society, dispose of all of the assets of the Society exclusively for charitable and educational purposes, or to such organizations operated exclusively for charitable and educational purposes as shall at the time qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law), as the Officers shall determine.

Article X
Liability

10.1 Except as otherwise provided by law, no Officer of the Society serving without compensation shall be liable to any other person other than the AIA based solely on such Officer's conduct in the execution of such office unless such conduct constituted gross negligence or was intended to cause the resulting harm.

10.2 All persons, corporations, and governmental entities extending credit to, or contracting with, or having any claim against the Society or the Officers shall look only to the funds and property of the Society for the payment of any such contract or claim, or for the payment of debt, damage, judgment, or decree or of any money that may otherwise become due or payable to them from the Society.

Article XI
Non-Discrimination

11.1 The Akron-Kent Society of the Archaeological Institute of America shall not, in its conduct of society affairs, restrict or limit participation on the basis of race, color, religion, sex, age, national origin, or gender orientation.

Article XII
Amendments

12.1 These bylaws may be amended by mail or electronic ballot of active Society members. Amendments shall pass by a two-thirds majority of valid ballots returned. Alternatively, these bylaws may be amended at any business meeting of the Society, provided notices of the meeting and the proposed amendments have been provided to all members at least thirty days before the date of assembly. Provisions shall be made for voting by proxy, or by mail, on the part of members who are unable to attend the meeting. Amendments voted on at a business meeting shall pass by a two-thirds majority of the votes received via mail or electronic ballot prior to the business meeting plus the votes of those present at the business meeting.