



BY-LAWS OF THE BOULDER, COLORADO SOCIETY OF THE ARCHAEOLOGICAL INSTITUTE OF AMERICA

Revised: 1 December 2015

Article I

Name

- 1.1 The name of this organization shall be the Boulder, Colorado 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 AIA.

Article IV

Membership and Dues

- 4.1 The membership of the Society shall consist of residents and students of the Greater Boulder, Colorado area who are members in good standing of the AIA.
- 4.2 Members of the Society who reside outside of this area may hold membership in the Boulder ,Colorado Society providing they remain members in good standing of the Archaeological Institute of America.
- 4.3 The classes of membership shall be prescribed in the Regulations of the AIA. Dues are paid directly to the national office of the AIA.

Article V

Administration

- 5.1 The administration of the Society shall be vested in the following elected officers: President, Vice-President, Secretary, and Treasurer.
- 5.2 These officers shall serve for one or more years, if re-elected. An officer may hold more than one office at a time, if necessary.
- 5.3 Duties of Officers
- As an executive officer of the Society, the President shall preside at all meetings and shall carry out the decisions of the Executive Committee (see 8.1) and the Society. In consultation with the Executive Committee, the President shall be responsible for overseeing the lecture season and delegating related tasks as necessary. This includes corresponding with the speakers, assisting speakers with local travel, and arranging for hospitality while speakers are in the Boulder, Colorado area.
- The Vice President 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. In the absence of the President, the Vice President shall serve as President, and if the Vice President is not available, a member of the Executive Committee shall serve.

The Secretary shall maintain files with important society documents, keep minutes of business meetings and Board meetings of the Society, give notice to the membership of all meetings of the Society, supervise dissemination of information through other means such as letters, flyers, and posters, and keep a roster of membership. This roster must be updated based on the roster sent from the headquarters of the AIA. The Secretary is also responsible for receiving election ballots, tallying ballots, and reporting results at business meetings.

The Treasurer shall handle the funds of the Society, including monitoring the endowed funds of the Society, 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 meetings.

5.5 All officers of the Society may appoint committees as provided for by Article 8.3.

5.6 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 business meeting.

Article VI

Election, Assumption of Office, and Removal from Office

6.1. 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 in accordance with the decision of the Executive Committee.

6.2 The election shall be held each year in May, the time, place, and date to be determined by the Executive Committee. Ad hoc elections may be called by the President, if the Executive Committee determines by a two-thirds vote that there is a need.

6.3 Elected officers shall assume office immediately following their election.

6.4 In order to hold office, all officers must agree to accept and adhere to the AIA's Code of Ethics, Conflict of Interest Policy, and, in the case of professional members, the Code of Professional Standards.

- 6.5 Any Officer may be removed at any time by a confidential written two-thirds vote of the remaining members of Executive, if, in their judgment, such an officer, either by neglect, lack of interest or other cause, shall not have adequately attended to his/her duties or acts in violation of the Regulations, Code of Ethics, the Conflict of Interest Policy, or the Code of Professional Standards of the AIA.

Article VII

Delegates to the Council of the Institute

- 7.1 In accordance with Article IV of the Regulations of the AIA, the Boulder, Colorado Society may select one or more delegates to the Council of the Institute depending upon total membership in the Society. The President of the Society is also a delegate, in addition to those selected.
- 7.2 The Society's delegates shall be appointed by the President.

Article VIII

Committees

- 8.1 The Executive Committee shall be the executive organ of the Society. It shall consist of the President, Vice-President, Treasurer, Secretary, and two members-at-large. At least one member of the Executive Committee must be affiliated with a professional or academic organization related to the field of archaeology.
- 8.2 Ad hoc or standing committees may be appointed as necessary by the officers of the Society to help fulfill their duties.

Article IX

501(c)3 Tax Exempt Status

- 9.1 No part of the earnings of the Society shall inure to the benefit of, or be distributed to, its members, 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).

- 9.2 Maintenance and administration of the Society's funds is the responsibility of the Treasurer, in consultation with the President.

Article X

Meetings of the Society

- 10.1 The meetings of the Society shall present lectures by visiting lecturers from the AIA and such other programs as the Executive Committee shall consider appropriate. Such lectures must be open to the public.
- 10.2 An annual business meeting shall be held for the election of officers for the ensuing year, for the presentation of reports on the Society's activities, reports on membership and finances or and for consideration of other appropriate matters. The annual business meeting will be scheduled by the President and the Executive Committee. The annual business meeting should take place in May. If such a meeting of the Executive cannot take place in person, it may be held via Skype or conducted by email at the discretion of the President and Executive Committee.
- 10.3 If elections do not occur at the business meeting, the Executive Committee will arrange for an election of officers by mail or electronic ballot.
- 10.4 Other business meetings may be called at any time by the President with the approval of the Executive Committee.

Article XI

Dissolution

- 11.1 Upon the dissolution of the Society, 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 organized and 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 Executive Committee shall determine. Any such assets not so disposed of shall be disposed of by the court of the requisite jurisdiction in the State of Colorado exclusively for charitable and educational purposes or to such organizations as the court shall determine which are organized and operated exclusively for such purposes.

Article XII

Liability

- 12.1 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.
- 12.2 All persons, corporations, and governmental entities extending credit to, or contracting with, or having any claim against the Society or its 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, so that neither the Officers of the Society, present or future, shall be personally liable.

Article XIII

Non-Discrimination

- 13.1 The Boulder, Colorado Society of the AIA shall not, in its conduct of Society affairs, restrict or limit participation on the basis of race, color, religion, sex, age, national origin or sexual orientation.

Article XIV

Amendments

- 14.1 These bylaws may be amended by mail or electronic ballot. 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 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 of the Executive Committee 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 meeting plus the votes of those present at the business meeting.