

ARCHAEOLOGICAL INSTITUTE OF AMERICA

New York Society

By-Laws

as amended October 13, 2022

ARTICLE I

Name and Purpose

- Section 1. The name of the Society shall be: The Archaeological Institute of America New York Society.
- Section 2. It shall be the purpose of the New York Society to promote interest in archaeology and related subjects and to further the aims and programs of the Archeological Institute of America. See Article VI.
- Section 3 The Archaeological Institute of America – New York Society is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE II

Membership

- Section 1. The membership of the Society shall generally consist of residents of New York City and vicinity who are members in good standing of the Archaeological Institute of America.

ARTICLE III

Administration

- Section 1. The administration of the Society shall be in the hands of the Governing Board consisting of a President, the Past President, one Vice President, a Secretary, a Treasurer and *six* Trustees
- Section 2. The Vice President will assume the duties of the President in his/her absence and will become Acting President in case the President resigns or is deceased. A new President will be elected at the next meeting of the Governing Board.
- Section 3. The duties of the President, and in his/her absence, the Acting President, shall be to call and preside at the meetings of the /society and of the Governing Board, to carry out their decisions and to perform such other duties and services as normally devolve upon such office.

ARCHAEOLOGICAL INSTITUTE OF AMERICA

New York Society

Section 4. The President may appoint an Assistant Secretary to discharge the duties of Secretary in the latter's absence, and to carry out such assignments of a secretarial nature as designated by the President.

Section 5. The President shall appoint the chair for the Nominating Committee, whose Committee shall propose for election the officers and members of the General Trustees of the Society. The Nominating Committee shall consist of three members, the remaining two appointed by the General Trustees.

The President shall appoint the chair of the Program Committee, whose Committee will plan the lecture program for the academic year; the chair of the Friends of the New York Society; the Newsletter Editor; the Archivist; the Webmaster; the List owner; and members to fill all other positions needed by the New York Society; all to be presented to the Governing Board for confirmation.

Section 6. The duties of the Treasurer shall be to keep the accounts of the Society and report thereon at each annual meeting. S/he will be the Chief Financial Officer for the Society.

Section 7. The duties of the Secretary shall be to give due notice of all meetings of the Society and of the Governing Board and to keep the minutes of such meetings. The Secretary shall conduct the correspondence and keep records of the Society.

Section 8. No officer may hold two offices at the same time nor be a member of the General Trustees and an officer at the same time.

Section 9. The President, Secretary and Treasurer shall be elected at the annual meeting from members in good standing of the Society, as hereinafter provided, and shall hold office for a period of three years. Presidential tenure shall be limited to two successive three year terms. There shall be no term limits for Secretary and Treasurer.

The Vice Presidents shall be elected for three year terms staggered in such a manner as to allow for the election of a Vice President in successive years. Vice Presidential tenure shall be limited to two successive three year terms.

Section 10. Any vacancy in the offices of Vice President, Secretary or Treasurer, however arising, shall be filled by presidential appointment, or by the Acting President in case of resignation or death of the President. Such appointment shall be confirmed at the next meeting of the Governing Board. The term for such appointment shall be for the remaining term of office of the arising vacancy or in the case where the office is vacant then the appointee confirmed by the Board shall also stand for election at the next Annual Meeting of the Society at which time and assuming election the term of 3 years will commence."

ARCHAEOLOGICAL INSTITUTE OF AMERICA

New York Society

- Section 11. The President shall have the discretion to remove the Secretary or Treasurer by a two-thirds vote of the Governing Board at a special meeting, whose quorum shall be twelve.

ARTICLE IV

The Governing Board

- Section 1. The governance of the Society shall be vested in the Governing Board, which shall consist of the Society's officers and its Board Members. Committee chairs shall attend and be non-voting members of the Governing Board. A quorum shall consist of 6 of 10 when the governing Board is at the minimum, changing to 8 of 18 when it is at the current maximum.
- Section 2. The title of Executive Committee member shall be changed to General Trustee, consisting of a minimum size of 6, and a maximum size of 12 members elected at the annual meeting from proposals of the Nominating Committee. Their terms of office shall be for a period of **three** years staggered in such a manner as to allow for the election of **two to** three members each annual meeting. Tenure shall be limited to two successive three year terms. The time spent by a General Trustee filling the remainder as an appointed substitute shall not be counted in the six year term limit for that Trustee.
- Section 3. Any vacancy **among the General Trustees** that occurs through death or resignation shall be filled by presidential appointment, confirmed by the Governing Board, and shall be for the remainder of that term.
- Section 4. The Governing Board shall meet at least twice a year, one meeting to be held before the annual meeting of the Society.
- Section 5. All terms of office shall commence from election at the NY Society's annual meeting.**

ARTICLE V

Meetings of the Society

- Section 1. There shall be at least one meeting annually of the Society at a time and place designated by the President, to receive reports from the officers on the condition of the Society and the activities of the year, together with a prospectus of the activities for the ensuing year; to elect such officers and General Trustees of the governing Board as so designated in the by-laws; and to take action on such other matters as may be brought up.
- Section 2. Twenty members shall constitute a quorum of the Society.

ARCHAEOLOGICAL INSTITUTE OF AMERICA

New York Society

- Section 3. Nomination for election of officers and the General Trustees proposed by the Nominating Committee at any annual meeting can be augmented by proposals from Society members on valid motion, backed by a petition signed by five members in good standing (having been members for one year based on time of payment of dues) presented to the Secretary or President prior to the beginning of the annual meeting. At that same time written consent of the proposed nominees must also be presented to the Secretary or President.
- Section 4. In addition to the annual meeting there shall be other meetings of the Society for the presentation of lectures and other programs.
- Section 5. At any time upon written request by twenty members of the Society addressed to the Secretary, the President shall call a special meeting to discuss such business as they may desire to bring before the meeting.

ARTICLE VI

Affiliation with the Archaeological Institute of America (see also Article II)

- Section 1. The New York Society is an independent entity.
- Section 2. The New York Society is affiliated with the Archaeological Institute of America through the granting of a Charter issued by the AIA after an acceptance vote by the AIA Council.
- Section 3. The New York Society agrees to the following stipulations:
- a) To promote interest in archaeology and related subjects and to further the aims and programs of the Archaeological Institute of America;
 - 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.
- Section 4. The classes of membership shall be those prescribed by the Archaeological Institute of America and the Society shall have no power to levy any assessment on the members in addition to the dues of the Institute

ARTICLE VII

Dissolution of the New York Society

- Section 1. Upon the dissolution of the New York Society, all assets of the New York Society, as the Governing Board determines, shall be distributed for one of more

ARCHAEOLOGICAL INSTITUTE OF AMERICA

New York Society

exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VIII

Changes and Amendments

- Section 1. These By-Laws of the New York Society shall supersede any previous rules or by-laws and shall not be amended except at an annual meeting of the Society or a special meeting as provided in Article V, Section 5., and no change or amendment shall be considered without members having been apprised in writing of such proposed changes at least two weeks before such meeting.
- Section 2. Any change in or amendments to these by laws must be carried by a two-thirds vote of the members at such meeting, provided always that there be a quorum present.