

BYLAWS OF THE FRESNO COUNTY ARCHAEOLOGICAL SOCIETY

ARTICLE 1: NAME AND LOCATION

The name of this corporation shall be FRESNO COUNTY ARCHAEOLOGICAL SOCIETY (“Society”). Its principal office shall be located in Fresno County, California.

ARTICLE II. PURPOSE

The Society is organized for the following purposes and objectives:

- Section 1. To educate and inform persons about archaeology, material culture studies and related fields.
- Section 2. To hold meetings and lectures, to support publications, and to encourage students of archaeology and related fields through scholarships.
- Section 3. To cooperate with county, state, national, international archeological agencies and with private associations to encourage the establishment and enforcement of adequate antiquities laws. The Fresno County Archaeological Society will not attempt to influence legislation, except that directly related to archeological issues, or participate in any political campaign for or against any candidate for public office.
- Section 4. The Society is not formed for the purpose of nor does it contemplate pecuniary gain or profit to its members.

ARTICLE III. CODE OF ETHICS

- Section 1. The gathering of archaeological specimens or the destruction of archaeological sites for purposes of selling artifacts or for the personal acquisition of artifacts shall in all instances be prohibited and shall subject members to suspension or expulsion proceedings.
- Section 2. All members shall adhere to this Society’s Code of Ethics as contained in this Article and to applicable antiquities laws.

ARTICLE IV. MEMBERSHIP

- Section 1. Membership in the Society shall be open to all individuals, societies, and institutions who desire to advance the purposes of the Society and who agree to adhere to the Society’s Code of Ethics. Membership becomes effective upon completion of the membership application and payment of membership dues.
- Section 2. The Board of Directors shall establish and define categories and levels of membership and establish dues for each of them. The membership categories and levels of their associated dues may be changed by a majority vote of the Board of Directors.
- Section 3. Neither the members, officers, nor directors of this Society shall be personally liable for the debts, liabilities, or obligations of the Society, nor shall the Society be liable for any personal debts, liabilities, or obligations incurred by any of its members.

ARTICLE V. MEETINGS

- Section 1. The annual election meeting of the members of this Society shall be held in May at a time and a place named by the Board of Directors. Written notice of the time and place of the election meeting shall be sent by electronic mail to each voting member of the Society at least fourteen days in advance of the annual meeting. At the election meeting, members in attendance shall constitute a quorum.
- Section 2. General meetings shall be held monthly except January, June, July and August at such times and places named by the Board of Directors.
- Section 3. Roberts Rules of Order, most recent edition, shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of the Society.

ARTICLE VI. OFFICERS AND DIRECTORS

- Section 1. The officers of the Society shall be: President, Vice-President for Programs, Vice-President for Activities, Secretary, Treasurer, and Publicity and Information Officer.
- Section 2. The Board of Directors of the Society shall consist of the officers plus up to six additional board members to a maximum of 12 directors.

ARTICLE VII: ELECTION OF OFFICERS AND DIRECTORS

- Section 1. *Qualification:* No person shall be eligible to hold office or be a director unless he or she is a member in good standing.
- Section 2. *Compensation:* No officer or director shall receive compensation except as reimbursement for expenses incurred on behalf of the society
- Section 3. *Nomination:* A call for officers and directors shall be solicited by the present board in meetings and in a Society newsletter before the May meeting. Additional nominations, if any, will be received from the floor at the May meeting. Notice of the nominations shall be electronically sent to each member before the May meeting. Any revisions to the slate of officers will be made at the May meeting. Election shall take place at the May meeting. Election shall be by plurality.
- Section 4. *Tenure:* The President, Vice-Presidents, Secretary, Treasurer, and each director shall serve a term of two years and may serve consecutive terms.
- Section 5. *Vacancies:* Any vacancy or temporary leave among officers or directors shall be filled by the Board of Directors.
- Section 6. *Continuity:* New officers will take office at the May meeting and shall be required to meet with the outgoing officers and the Board of Directors to ensure the continuity of the Society's affairs and projects.

ARTICLE VIII. BOARD OF DIRECTORS AND DUTIES OF OFFICERS

- Section 1. *Responsibilities of the Board:* The Board of Directors shall be responsible for implementing the purposes of the Society and for overseeing the activities of the Society. The Board shall meet at least twice annually. A majority of the Board shall constitute a quorum.
- Section 2. *Duties of Officers:*
- a. The President shall preside at all meetings, shall act as chairperson of the Board of Directors. He or she shall assume any responsibilities that do not logically belong to another officer.
 - b. The Vice-President for Programs shall arrange for and conduct the programs at the general meetings and any special lectures or exhibits. He or she shall also assist the President in carrying out his or her duties and assume those duties in his or her absence.
 - c. The Vice-President for Activities shall arrange for any field trips of the Society and/or other activities. He/she may also assist the President as needed.
 - d. The Secretary shall be responsible for taking notes of all Society meetings and Board meetings, as well as taking care of all necessary Society correspondence and the maintenance of an up-to-date roster of Society membership.
 - e. The Treasurer shall be responsible for depositing all incoming funds in the name of the Society, making disbursements for the Society, and maintaining adequate financial records. The Treasurer may also assist with the correspondence and the maintenance of an up-to-date roster of Society membership. Treasurer shall also file all necessary federal and state income tax returns, the annual California Attorney General Form RRF-1, Biannual California Secretary of State Form SI-100.
 - f. The Publicity and Information Officer shall be responsible for publicizing the society's talks and events using various kinds of public information venues and social media.

ARTICLE XI. AMENDMENTS

- Section 1. These Bylaws may be amended at a general membership meeting of the Society by a two-thirds vote of the members present, except as noticed in Section 2.
- Section 2. No amendment to these Bylaws shall be made unless notice of the proposed adoption thereof is given by electronic communication to all members at least thirty days prior to the voting thereon.

ARTICLE XII. DISSOLUTION

- Section 1. Upon dissolution of the Society, no funds or earnings of the Society shall inure to the benefit of or be distributed to any member, officer, director, or other private individual (except for the reimbursement of appropriate expenses).
- Section 2. Upon termination and dissolution of this Society, there shall be no distribution of its assets until all debts are fully paid. Upon such dissolution, any funds or other assets remaining after the payment of all just debts of this Society shall be distributed, under the direction of the Board of Directors, to one or more tax-exempt scientific or educational

organizations, associations, funds, or foundations whose objects and purposes relate to the study of archaeology or anthropology, as designated by the Board. No member, director, or officer or other private individual shall receive any distribution of the assets of this Society upon its dissolution.

Section 3. These Bylaws may be amended from time to time, in any, and in as many, respects as may be desired, so long as they are amended in accordance with the provisions of Sections 1 and 2 of Article XI and so long as no amendments shall in any way affect Sections 1 and 2 of Article XII.