

# **CONCHO VALLEY ARCHAEOLOGICAL SOCIETY**

## **Constitution and By-Laws**

Amended – October 24, 2002

**NAME:** The name of this organization shall be: Concho Valley Archaeological Society, hereafter referred to as CVAS.

**ORGANIZATION:** CVAS shall have its headquarters in the San Angelo, TX area.

**STATUS:** CVAS shall be organized as a non-profit organization.

**PURPOSE:** The purpose of CVAS shall be:

Section 1: to promote a formal means by which individuals interested in anthropological and archaeological studies in the State of Texas and related areas, may come together for mutual benefit;

Section 2: to promote the continuing study of the peoples of Texas, from ancient times to the present;

Section 3: to establish and promulgate to its members and to the general public, rules of conduct, code of ethics and standards of quality to govern anthropological work;

Section 4: to effect harmony and cooperation between amateur and the professional anthropologists and archaeologists, so that the work of all will permanently enrich our knowledge of human history;

Section 5: to bring to the attention of the general public and of appropriate governmental agencies, the need for preservation of archaeological and historical sites within the State of Texas as well as the recording of the ways of life of extant groups in Texas and related areas;

Section 6: to disseminate information on anthropology and archaeology and, in particular, on the work of CVAS members, through periodic, regularly scheduled meetings of CVAS and through such special events and other activities as CVAS may consider proper to further its objectives;

Section 7: to assist in establishing archaeological museums through contributions or gifts of materials or money;

Section 8: to encourage the scientific collection, preservation, classification, study and publication of ethnological materials and archaeological remains;

Section 9: to initiate and maintain appropriate By-Laws, Rules and Regulations in the best interest of all its members; and

Section 10: notwithstanding any other provisions of these Articles, these PURPOSES are limited to those described in Section 501(c)(3) of the Internal Revenue Code of 1954, or any other corresponding provision of any future United States Internal Revenue Law.

**MEMBERSHIP:**

Membership in CVAS shall be open to all persons of good character who are engaged in any kind of archaeological work, or who are interested in furthering the objectives of CVAS, and who agree to abide by the Constitution, By-Laws, Rules, Regulations and Code of Ethics of CVAS and who regularly pay to CVAS the requisite dues for each class of membership as specified in the By-Laws.

**MEETINGS:**

Section 1: The Executive Board shall meet at least twice yearly, on a date and at a place of their own designation.

Section 2: The Executive Board shall designate the place and date on which regular meetings of the general membership shall be held.

Section 3: The general membership meetings shall be held in the San Angelo, Texas area.

**ELECTIONS:**

Section 1: CVAS will have nominations of Officers and Directors in November of each year. Nominations shall come from the general membership. This meeting shall be designated the Nominating Meeting.

Section 2: Election of Officers and Directors shall be held in December of each year. This meeting shall be designated the Election Meeting. Elections shall be made verbally, by show of hands or by written ballot, as explained in the By-Laws.

Section 3: All paid members are entitled to voting privileges.

**AMENDMENTS:**

Section 1: The Constitution may be amended or changed by a two-third vote of the eligible voting members present at a regular meeting, provided the proposed changes have been mailed to all members at least thirty (30) days prior to the meeting.

## **BY-LAWS**

### **ARTICLE 1 – MEMBERSHIP**

Section 1: Any person or persons may apply for membership in CVAS by completing the current Application for Membership form as approved by the Executive Board and by paying the Treasurer the requisite dues for the appropriate class of membership.

Section 2: The Executive Board shall have the power to accept or reject any application for membership.

Section 3: The classes of membership shall be as follows:

3.1: An Individual Membership is open to any person who meets the qualification for membership.

3.2: A Family Membership is open to any group comprised of up to two (2) adults and their children, under the age of eighteen (18) provided all such persons reside at the same address.

3.3: An Honorary Membership may be conferred upon any person in recognition of service, Names of these members shall have the approval of the Executive Board.

Section 4: Annual Membership dues shall be determined by the Executive Board.

Section 5: An Honorary Membership bears all rights and privileges of an Individual Membership without payment of dues.

Section 6: Dues are payable at the time of application for membership in CVAS. Members shall receive all Newsletters of CVAS during the year from the date of admission. A copy of the Constitution, By-Laws and Code of Ethics shall be made available to all members.

Section 7: The Treasurer shall mail dues notices to all current members thirty (30) days prior to their annual renewal date.

Section 8: Dues shall be considered in arrears if not paid within two (2) months of their renewal date. A member whose dues are in arrears shall not be eligible to vote at any meeting of CVAS and shall no longer be entitled any of the other rights and privileges of membership.

Section 9: A member in arrears may be re-instated by payment of dues.

Section 10: Reasons for termination of Membership,

10.1: A Membership of any class, except Life Membership, may be cancelled by the Executive Board for non-payment of dues according to the time limits stated above.

10.2: A Membership of any class may be withdrawn for due cause, after recommendation for such action has been submitted to the Executive Board by any ten (10) members of CVAS. The Board will investigate the charges and may, by a two-thirds vote, expel the member. Due cause shall be construed to mean use of membership in CVAS to work for purposes flagrantly inconsistent with the PURPOSES, as set forth in the Constitution, By-Laws and Code of Ethics.

Section 11: No incorporator, director, officer or member shall have any vested right, interest, or privilege, in the assets, function, affairs or franchises of CVAS, or any right, interest or privilege which may be transferable or inheritable or which shall continue if that person's membership ceases.

Section 12: CVAS may, by separate mutual contract, affiliate with or join as an institutional member other organizations upon approval of the contract or the membership by the Executive Board.

## **ARTICLE 2 – EXECUTIVE BOARD**

Section 1: The Executive Board shall consist of the Officers of CVAS and one (1) Director.

Section 2: The Executive Board shall have general control and management of the affairs, funds and properties of CVAS. The authority of the Board shall extend to and include but not be limited to, the right to conduct the continuing operations of CVAS and to engage in the acquisition, transfer or sale of CVAS's tangible properties, including all publications.

Section 3: The Executive Board may establish special funds for receiving monies of CVAS and specify the purposes of such funds.

Section 4: The Treasurer of the CVAS Executive Board will serve as its official representative in dealing with forms and reports necessary to the continuance of CVAS as a not-for-profit, tax exempt organization.

## **ARTICLE 3 – OFFICERS**

Section 1: Offices

1.1: The offices of CVAS shall be a President, Vice-President, Secretary, Treasurer and one (1) Director.

1.2: No officer or director shall receive compensation for his or her duties.

Section 2: The President of CVAS shall preside at all meetings of CVAS and at meetings of the Executive Board; shall establish needed committees and appoint chairpersons of all committees; shall attend Executive Board meetings as an advisor during the year following his or her term of office; and shall generally perform such other responsibilities required by the Constitution.

Section 3: The Vice-President shall assist the President in any such fashion as the latter may deem necessary and in the absence of the President shall assume all duties and privileges of the President.

Section 4: The Secretary shall record and maintain the minutes of all meetings of CVAS and of the Executive Board, shall maintain minutes of committee meetings when those minutes are submitted by committees; shall prepare the correspondences of CVAS; and shall perform such other duties as the President may direct or as are customarily assigned to that office.

Section 5: The Treasurer shall be the custodian of the funds of CVAS; shall collect all dues and financial contributions to CVAS; shall disburse the monies in accordance with CVAS's budget or with direction of the Executive Board; shall keep full and accurate financial accounts; shall submit a complete financial statement at the Annual Meeting; shall submit a financial statement on receipts and disbursements of CVAS funds at each general meeting; and shall perform such other duties as are customarily assigned to that office. The Treasurer may be bonded at the discretion of the Executive Board.

Section 6: In the absence of the Secretary or of the Treasurer, the President and Vice-President shall temporarily assume the duties of the absent officer or else the Executive Board may appoint an Assistant Secretary or Assistant Treasurer on an interim basis.

#### Section 7: Election of Officers and Directors

7.1: The offices of President, Vice-President, Secretary, Treasurer and one (1) Director of CVAS shall be elected by a majority vote of the General Membership at the election meeting in December of each year.

7.2: All Officers and Directors shall assume office on the first day of January following the election.

7.3: Any Officer or Director shall, at the time of his or her nomination, have been a member in good standing, for at least three (3) months.

#### Section 8: Terms of Office

8.1: All Officers and Directors shall hold office for one (1) year or, until their successors have been elected. Except for the Treasurer, no Officer may succeed themselves in the same office for more than two (2) consecutive terms. The number of terms the Treasurer may serve is unlimited.

8.2: In the event that an office becomes vacant, the Executive Board shall appoint an interim Officer to fill out the unexpired term, except that of the President. If the office of President becomes vacant, the Vice-President shall become the President.

## **ARTICLE 4 – COMMITTEES**

### **Section 1: Nominating Committee**

1.1: There shall be a Nominating Committee each year, consisting of three (3) persons who are members of CVAS.

1.2: The Board of Directors shall appoint the chairperson and two (2) committee members of the Nominating Committee at the October meeting. All members shall be members in good standing.

1.3: Members of the Nominating Committee may not be included on the initial prospective slate. However, they may be nominated from the floor at the February Annual Business Meeting, when nominations are announced.

1.4: Nominations for Officers and Directors may also be made by the general membership at the November Annual Business Meeting when nominations are announced.

### **Section 2: Auditing Committee**

2.1: There shall be an Auditing Committee each year, consisting of three (3) persons from the general membership.

2.2: One (1) member of the Auditing Committee shall be designated by the President from among the members of the Executive Board and that person shall serve as Chairperson of the Auditing Committee.

2.3: Two (2) members of the Auditing Committee shall be from the general membership and shall not be Officers or Directors.

2.4: The President shall appoint the Auditing Committee at the January Executive Board meeting.

2.5: The Auditing Committee shall carefully examine the financial condition of CVAS records and submit a report to the President at the Board Meeting before or at the March Meeting.

### **Section 3: Other Committees**

3.1: The President shall set up such other committees as he or she may deem advisable, or as stipulated by the Executive Board.

3.2: The President shall appoint the Chairperson of such other committees and he or she (the President) shall serve as an ex-officio member of all committees.

## **ARTICLE 5 – NOMINATIONS, VOTING and ELECTIONS**

### Section 1: Overview

The Board of Directors shall appoint a Nominating Committee at the October Meeting, as specified in ARTICLE 4, Section 1.2. The nominees shall be presented at the Nomination Meeting in November. Elections shall be held at the Election Meeting in December.

### Section 2: Nominating Committee

The Chairperson of the Nominating Committee shall present the prospective slate of Officers and Directors, prepared by the Committee, to the general membership at the meeting designated for such nominations. At this meeting, the Chairperson shall also call for any additional nominations from the general membership present at the meeting. All nominees must be members in good standing.

### Section 3: Voting Privileges

3.1: Each individual member, who is in good standing and any class of membership, shall have the right to cast one (1) vote.

3.2: For a Family Membership, each adult may be entitled to one (1) vote.

### Section 4: Elections

Election of Officers and Directors of CVAS shall be as follows:

If, all candidates are running unopposed, their names will be printed in the Monthly Newsletter, published before the Election Meeting. If, at the time of the Election Meeting, all candidates are running unopposed, their names will be announced, or they can be introduced by the Chairperson of the Nominating Committee and, elections may be carried out verbally, or with the show of hands.

If, however, there is more than one candidate for any position, or if any member so requests, the election shall be carried out by written ballots, submitted by the general membership attending the Election Meeting.

### Section 5: Nominations

It shall be the duty of the Membership Secretary to prepare a list of names and addresses of all voting members of CVAS in good standing prior to the business meeting so designated as the Nomination Meeting.

5.1: The dated list is to be presented to the Nominating Committee by the Membership Secretary for use in preparing the slate of candidates.

5.2: No name may be added to said list from the date of the Nomination Meeting.

5.3: Written Ballots shall be prepared by the Nominating Committee bearing all names presented for nomination at the Nomination Meeting, if necessary.

#### Section 6: Balloting Instructions

6.1: Voters shall be given any pertinent instructions deemed necessary to ensure voting accuracy and secrecy.

#### Section 7: Election Tellers

7.1: This Section is appropriate in the event the Election is held by Written Ballot.

7.2: The Chairperson of the Nominating Committee shall call for three (3) persons from the general membership present to act as Election Tellers.

7.3: The three (3) Election Tellers should be chosen for accuracy and dependability and should have the confidence of the membership and should not have a direct personal involvement in the question or in the result of the vote.

7.4: It shall be the duty of the Election Tellers to collect all Ballots from the Nominating Committee plus any other ballots hand carried to the meeting.

7.5: When all ballots have been collected by the Election Tellers, the Chairperson of the Nominating Committee shall inquire, "Have all voted who wish to do so?" If there is no response, the Chairperson shall say, "If no one else wishes to vote (pause) the polls are closed." Thereafter, if other members arrive who wish to vote, a majority vote of those present is required to reopen the polls.

#### Section 8: Recording the Ballots

8.1: The Election Tellers shall count the Ballots and present the election results to the Chairperson of the Nominating Committee, who will present the election results to the Editorial Committee for publication in the next CVAS Newsletter.

8.2: At the following monthly general Membership Meeting, the Chairperson of the Nominating Committee shall introduce the newly nominated Officers and Board of Directors.

### **ARTICLE 6: ROBERTS RULES OF ORDER**

Section 1: All meetings of CVAS shall be conducted according to ROBERTS RULES OF ORDER, current revision.



## **ARTICLE 7 – REVISION OF BY-LAWS**

Section 1: The By-Laws may be amended or revised by a two-thirds vote of the eligible voting members present at a regular meeting provided the proposed changes have been made available to all members at least thirty (30) days prior to the meeting.

## **ARTICLE 8 – DISSOLUTION of CVAS**

Section 1: The assets and any archaeological material belonging to the Concho Valley Archaeological Society shall be donated to the Fort Concho Preservation and Museum which is exempt as an organization described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public support by the Executive Committee, should the Society dissolve.

## **ARTICLE 9 – QUORUM**

Section 1: Issues to be voted on shall be passed by a majority vote of the quorum. Five members constitute a quorum for such votes.

## **ARTICLE 10 – ADHERING TO ONLY STATED ARTICLES**

Section 1: Notwithstanding any other provisions of these articles, CVAS will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation, contribution to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Approved by unanimous vote of members present at October 24, 2002 meeting.

William P. Yeates  
President, CVAS