

**ARCHAEOLOGICAL INSTITUTE OF AMERICA
MILWAUKEE SOCIETY**

BY-LAWS

Article I Name and Purpose

- 1.1 The name of this organization shall be the Archaeological Institute of America-Milwaukee Society, hereinafter referred to as the Society.
- 1.2 The purpose of the Society is 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 (hereinafter referred to as the AIA or the Institute).
- 1.3 The AIA-Milwaukee Society is a non-profit, educational organization and engages only in non-profit activities related to its mission to promote the professional practice of archaeology and to disseminate the results of that practice to students and the general public, hence, any contributions to it are tax deductible.

Article II Affiliation

- 2.1 The Society is an independent entity.
- 2.2 The Society is affiliated with the AIA 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 to adopt no 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 Membership and Dues

- 3.1 **Members:** The membership in the Society shall be open to any interested individual who is a member in good standing of the AIA. Members receive all benefits of membership as designated by the Institute, may participate fully in all activities of the Institute and the Society, and may vote in Society elections.
- 3.2 **Friends:** The Executive Committee of the Society may designate as “Friends” members of the public who wish to receive lecture notices and attend lectures but who have not paid membership dues to the Institute. Friends shall receive no further benefits of membership and shall not have the right to vote in Society elections.
- 3.3 **Dues:** The Society shall have no power to levy any assessment beyond the annual dues prescribed by the Institute.
- 3.4 The Milwaukee Society may from time to time designate certain events as fund raisers for which a fee may be charged. The proceeds of such fund raisers shall be used to help defray

the operating costs of the Milwaukee Society. Nationally organized lectures may not be designated as fund raisers.

Article IV Administration

- 4.1 The administration of the Society shall be vested in the following elected officers: President, one or more Vice-Presidents, and Secretary-Treasurer. Together these officers will constitute the Society's Executive Committee.
- 4.2 Officers shall serve for an initial two year term and shall be eligible for re-election to additional two-year terms.
- 4.3 The duties of the officers shall be as follows:
 - President:** shall preside at all meetings. In consultation with the Executive Committee, the President shall be responsible for overseeing the lecture season and delegating related tasks as necessary. These tasks include corresponding with the speakers and the national office, assisting speakers with local travel, arranging for hospitality while speakers are in the Milwaukee area, and initiating publicity about each lecture.
 - Vice-president:** assists the President and fills in when the President is unable to perform duties; helps to increase and maintain membership.
 - Secretary-Treasurer:** keeps a roster of membership, maintains contact with members and friends of the society, and administers funds provided by the Institute, or raised by the Society. The membership roster must be updated based on the roster sent periodically from the headquarters of the AIA.
- 4.4 Vacancies among officers occurring between elections shall be filled by appointment by the President.
- 4.5 No person may hold more than one position on the Executive Committee.
- 4.6 **Advisory Board:** An informal Advisory Board (hereafter referred to as the board), consisting of the officers, past officers and members of the Society in good standing who wish to participate in the operation of the Society, shall advise the President and Executive Committee on various matters of business, and on programs such as speaker and topic selection for the annual lecture program, International Archaeology Day celebrations, field trips, and any other programs or events deemed appropriate to the mission of the Society.
- 4.7 A voting quorum of the board shall consist of the president or vice-president and three advisory board members. The board shall meet at least once yearly, though additional meetings may be called by the president, vice-president or by written request of four board members with one week notice to all known interested members.
- 4.8 The president and Executive Committee may at any time consult informally with the Advisory Board by email, phone, or other means.

Article V Committees

- 5.1 Ad hoc or standing committees may be appointed as necessary by the Executive Committee.
- 5.2 The president may appoint individuals or committees to organize local programs and events.
- 5.3 A Nominating Committee shall be appointed bi-annually by the President. It shall consist of at least two members of the Society who are not running for office, and shall compile the slate of nominees to serve as officers for the ensuing 2-year term. The Nominating Committee shall distribute the slate of nominees to the membership at least two weeks prior to the scheduled election.

Article VI Elections, Assumption of Office, and Removal from Office

- 6.1 Elections for officers shall be held bi-annually.
- 6.2 The officers shall be elected by any combination of mail ballot, electronic ballot, or vote at a meeting called for that purpose by the President in accordance with the decision of the Executive Committee or at the annual business meeting.
- 6.3 Elected officers will 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. The immediate past president shall administer the signing of the codes and conflict of interest policy by incoming officers.
- 6.4 Any officer may be removed at any time by a confidential, written, two-thirds vote of the Society's members or by procedures established by the Executive Committee if, in their judgment, such officer is 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 President may appoint one delegate to the Council of the Institute for its first 25 members and one further delegate for each additional 50 members. The President is advised each year by AIA headquarters as to how many delegates the Society is entitled.
- 7.2 The President of the Society is also a delegate, in addition to those selected.

Article VIII Use of earnings

- 8.1 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.

Article IX Meetings of the Society

- 9.1 The meetings of the Society shall present lectures by visiting lecturers from the AIA, local speakers, and such other programs as the Executive Committee shall consider appropriate. Such meetings must be open to the public.
- 9.2 An annual business meeting scheduled by the President and the Executive Committee shall be held for the presentation of reports on the Society's activities, reports on membership and finances, and for consideration of other appropriate matters. Written or email notification shall be given of the time and place of the annual business meeting to all members of the society in good standing at least two weeks (fourteen days) prior to the meeting. Reports, if any, may be sent out by mail or email prior to the meeting.
- 9.3 The biennial election of officers may take place at the annual business meeting in alternate years.
- 9.4 If elections do not occur at a business meeting, the Executive Committee will arrange for an election of officers by mail or electronic ballot.
- 9.4 Other business meetings may be called at any time by the President with the approval of the Executive Committee provided ten-day notice is given to members.

Article X Dissolution

10.1 In the event of the dissolution of the AIA-Milwaukee Society, any funds belonging to the society at the time of dissolution shall, after all debts have been paid, be given to the AIA.

Article XI Liability

11.1 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. None of the Officers or Board members of the Society, present or future, shall be personally liable.

Article XII Non-Discrimination

12.1 The Society 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 XIII Amendments

13.1 These by-laws may be amended by mail or electronic ballot. All members must receive copies of proposed amendments at least two weeks (fourteen days) before the date on which ballots are due. Amendments shall pass by a two-thirds majority of valid ballots returned. Alternatively, by-laws 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 by the President at least two weeks (fourteen days) before the date of assembly. Provisions shall be made for voting by proxy, or by mail or email, 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 members present at the business meeting. Notwithstanding the foregoing no change will be made to Article II without prior approval of the AIA.

13.2 If amendments or changes are made, updated by-laws will be sent to the AIA national office in a timely fashion.