

## **IPAC Bylaws**

### **Adopted June 18, 2004**

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#### **Article I: Name**

The name of the organization shall be the Idaho Professional Archaeological Council, Inc., a nonprofit corporation incorporated in the State of Idaho and also known by its acronym, IPAC.

#### **Article II: Purpose**

**Section 1.** The purpose of IPAC is to maintain and promote the goals of professional archaeology in Idaho by:

- a. Establishing and promoting high standards of archaeological research, reporting, and management.
- b. Establishing and promoting a mechanism to represent professional archaeological interests in political and public forums.
- c. Establishing and promoting a mechanism for communication within the archaeological community.
- d. Establishing and promoting a mechanism for arbitrating disputes within the archaeological community.
- e. Promoting public education and interest in the fields of archaeology and cultural resource management.
- f. Providing advice to professional archaeologists and to State, Federal, and other regulatory agencies upon request or as deemed appropriate.
- g. Publishing and encouraging the publication of archaeological research.

**Section 2.** In pursuit of these goals, IPAC shall promote and support legislative, regulatory, and voluntary programs that forbid and discourage activities that result in the loss of scientific knowledge, records, artifacts, and access to archaeological sites.

## **Article III: Powers**

**Section 1.** IPAC shall have the power to:

- a. Receive, administer, and disburse funds to further its ends;
- b. Acquire, hold absolutely or in trust for the purposes of IPAC, and to convey property real and personal;
- c. Publish newsletters, reports, bulletins, journals, and monographs;
- d. Affiliate with other organizations in the pursuit of common aims, and to appoint delegates or representatives to such organizations; and
- e. Engage in such other activities as are in keeping with the purpose of IPAC.

**Section 2.** IPAC is organized exclusively for charitable, educational, and scientific purposes.

**Section 3.** No part of the net earnings of IPAC shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

## **Article IV: Membership**

**Section 1.** Membership in IPAC shall be available in three categories: Professional, Associate and Fellow.

**Section 2.** Professional Members are professional archaeologists who are or have been engaged in preserving, recovering, or interpreting archaeological resources in Idaho, and who meet IPAC's qualification standards.

**a.** Qualifications

- i. Minimum of a BA or BS degree in anthropology, history, or a related discipline, and
- ii. Minimum of twelve months professional archaeological experience.

**b.** Entry Procedures

- i. Submittal of dues and a current curriculum vita to the Vice President for review of credentials.
- ii. Exceptional cases or appeals for membership may be referred to the Executive Board.

**c.** Privileges and Responsibilities

- i. Subscription to Article II.
- ii. Regular participation in the activities of IPAC.
- iii. Full voting rights in all IPAC business.
- iv. Eligibility to serve as an IPAC officer or member of any IPAC committee.
- v. Receipt of all IPAC publications.

- vi. Annual payment of dues as determined by Article VIII, Section 1.

**Section 3.** Associate Members are archaeological technicians, students, and avocational archaeologists interested in preserving, recovering, or interpreting archaeological resources in Idaho, and who meet IPAC's qualification standards.

- a. Qualifications
  - i. Interest in Idaho archaeology.
- b. Entry Procedures
  - i. Submittal of dues and letter of interest, resume, or appropriate documentation to the Vice President.
- c. Privileges and Responsibilities
  - i. Support of Article II.
  - ii. Regular participation in the activities of IPAC.
  - iii. Eligibility to serve as a member of any IPAC committee.
  - iv. Receipt of all IPAC publications.
  - v. Annual payment of dues as determined by Article VIII, Section 1.

**Section 4.** Fellows are individuals who meet the qualifications for either Professional or Associate membership and who are acknowledged by IPAC members as deserving special recognition.

- a. Qualifications
  - i. Recognized as an influential scholar or manager in Idaho in archaeology or a related discipline, and
  - ii. Made a substantial contribution to Idaho archaeology through research, service, or both.
- b. Entry Procedures
  - i. Sponsorship by any combination of ten Professional Members or Fellows, and
  - ii. Accepted by the Professional Members and Fellows by a majority vote according to Article VII, Section 2.
  - iii. Because IPAC desires to acknowledge scholars and managers in a meaningful manner, a Fellow need not be selected each year.
- c. Privileges and Responsibilities
  - i. Same as Professional Member except that the payment of annual dues is waived.

**Section 5.** Any member may terminate his or her membership at any time by dated, written notification to the Treasurer. All rights, privileges, and responsibilities of the resigned member shall cease on the date of notification. An announcement of the resignation will appear in the following newsletter. A member who resigns is not entitled to a dues refund.

**Section 6.** A member whose standing has lapsed due to nonpayment of dues may be reinstated upon receipt of the current year's dues. Dues paid within any calendar year are for that year, unless specified in writing at the time of payment.

## Article V: Officers

**Section 1.** IPAC shall have five officers: President, Vice President, Secretary, Treasurer, and Member-at-Large.

**Section 2.** Terms of office shall be as follows:

- a. For the initial election of officers, the President, Treasurer, and Member-at-Large will be elected to serve a 3-year term, and the Vice President and Secretary will be elected to serve a 2-year term.
- b. Thereafter, all officers will be elected for 3-year terms.
- c. No officer may hold office for more than two consecutive terms in a given office.
- d. No member will be allowed to hold more than one office concurrently.

**Section 3.** The Executive Board shall consist of IPAC officers plus a non-voting Editor. The Executive Board may hold special meetings at the call of the President at any time or upon written demand of at least three members of the Executive Board.

- a. Questions shall be decided by the Executive Board by a majority of the votes cast at any Executive Board meeting or by mail ballot of the officers. In case of a tie vote, the decision of the President shall be final. If a member of the Executive Board is unable to attend a meeting, the member may, by written proxy, appoint a Professional Member or Fellow to serve in her or his place for that meeting.
- b. Reports of officers and committees shall be approved by the Executive Board. The reports may, at the Executive Board's discretion, be presented in full or in part at annual IPAC meetings or in the newsletter.
- c. The Executive Board shall have the power to appoint or retain legal counsel, as needed.

**Section 4.** The President shall serve as representative of IPAC in all of its official affairs and transactions. The President shall preside over the meetings and will be the Chair of the Executive Board. The President may appoint committees and define their duties with the advice and consent of the Executive Board, or IPAC as a whole. The President is authorized to disperse IPAC funds. The President will ensure that his or her official activities are reported in the newsletter. The actions of the President in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Board.

**Section 5.** The Vice President shall act with the powers of the President in the event that the President is unable to perform appointed duties. The Vice President will act as Parliamentarian and shall use the most recent edition of *Robert's Rules of Order* at IPAC and Executive Board meetings. The Parliamentarian shall resolve all procedural disputes. In addition, the Vice President will accept and review applications and credentials for Professional membership and receive and review applications for Associate membership.

**Section 6.** The Secretary shall announce all meetings to the membership of IPAC and shall maintain minutes of all meetings of IPAC and the Executive Board. The Secretary will ensure that minutes of the meetings and summaries of other official IPAC activities are available to the membership. The minutes may, at the Executive Board's discretion, be presented in full or in part at annual IPAC meetings or in the newsletter. The Secretary will also receive, tabulate, and report the results of all IPAC elections or mail ballots. In the event of the absence or inability of the Treasurer to perform his or her duties as determined by the Executive Board, the Secretary shall have the power to receive and disburse IPAC funds. Such powers will remain in force until a successor to the Treasurer is elected, or an interim Treasurer is appointed. The place of business of the organization will be the place of business or location of the Secretary, or another location determined by the Executive Board. A repository for IPAC business and records will be maintained within a manuscript file at the Idaho State Archives. All actions of the Secretary in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Board.

**Section 7.** The Treasurer shall keep the IPAC membership rolls, shall maintain membership files, will send dues-payable notices to all members at the beginning of each year, shall maintain and oversee the General Account of IPAC, shall keep records of financial transactions in accordance with standard bookkeeping practices, and is authorized to disburse funds according to Article VIII. All records shall be open to inspection by the Executive Board. The Treasurer shall present an annual budget, or a current financial report, containing descriptions of all financial activities and transactions since last reported, for approval at IPAC annual meetings. The Treasurer will also work closely with other officers to ensure that membership rolls are current before each IPAC annual meeting and before dispersal of IPAC mailings. In the absence or inability of the Secretary to perform her or his duties as determined by the Executive Board, the Treasurer will perform the duties of the Secretary until a successor can be elected, or an interim Secretary is appointed. All actions of the Treasurer in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Board.

**Section 8.** The Member-at-Large shall represent the Professional and Associate members and Fellows, and as such shall actively solicit issues, concerns, and comments from IPAC members to bring to Executive Board meetings. The Member-at-Large will be a full voting member of the Executive Board and will attend all Executive Board meetings. The Member-at-Large will be a Professional Member or Fellow in good standing.

**Section 9.** The President shall appoint an Editor who shall solicit and edit material for the IPAC newsletter and, when authorized, develop other official publications. The Editor shall be responsible for the dissemination of information on IPAC programs and activities through the newsletter. The Editor shall maintain the mailing list of non-members who subscribe to the newsletter. The Editor shall be a non-voting member of the Executive Board.

## **Article VI: Elections**

**Section 1.** The president or the Executive Board may appoint a nominating committee that will propose candidates for office. In addition to or in the absence of a nominating committee, nominations may be made from the floor during the annual IPAC meeting in election years.

**Section 2.** IPAC officers will be elected by a mail ballot of the Professional Members and Fellows, requiring a simple majority of votes cast. A ballot of candidates for office shall be sent to all Professional Members and Fellows in good standing within 30 days of the annual meeting. Signed ballots shall be returned by mail to the Secretary, who shall tally votes and announce new officers.

**Section 3.** Any officer or member of the Executive Board may be removed for cause at any annual or special meeting by a majority vote of the members in good standing present, provided notice of such removal shall have been announced in the meeting notice.

**Section 4.** If any officer or member of the Executive Board is unable to complete the term of office, the Executive Board shall appoint a member to fill the unexpired term. The appointment must be confirmed by a majority vote of members present at its next annual meeting. A quorum will not be required for this vote.

## **Article VII: Meetings**

**Section 1.** IPAC shall hold at least one meeting each year and on other occasions as the membership shall deem necessary. The date and location of annual meetings will be determined by the Executive Board and approved by IPAC membership in accordance with Article VII, Section 2. Ten members may request that the President call a special meeting. Notice must be placed in the mail at least 30 days prior to all meetings, annual or special.

**Section 2.** A voting quorum at annual and special meetings shall consist of one-quarter of the membership, except as specified under Article VI, Section 4 and Article X.

**Section 3.** Attendance at meetings is encouraged but not required to maintain membership.

**Section 4.** The current edition of *Robert's Rules of Order* shall govern the procedures for all IPAC and Executive Board meetings.

## **Article VIII: Finances**

**Section 1.** Dues shall be paid to the organization at the rate(s) established for membership affiliation. Dues will be determined by the Executive Board and ratified by the IPAC according to Article VII, Section 2. Annual dues will be due and payable during the month of January.

Dues paid at other times of the year will constitute that year's dues only, and will not cover any part of the dues owed the subsequent year. Dues paid by new or reinstated members after January will not be pro-rated.

**Section 2.** The Treasurer shall administer finances. Records will be available for inspection by the membership at all times, shall be approved by the Executive Board, and shall be audited for the preceding fiscal year prior to the annual meeting.

**Section 3.** IPAC funds shall be used for the purposes of financing the business of the organization, including but limited to fees for secretarial services, expenses of officers incurred in the normal course of IPAC business, and printing and distribution of IPAC publications.

**Section 4.** Single expenditures in excess of \$200 will require the prior concurrence of the President. Single expenditures in excess of \$500 will require the prior concurrence of the Executive Board, and shall be within the constraints of available funds.

## **Article IX: Publications**

IPAC shall publish a quarterly or semiannual newsletter. The newsletter shall constitute the primary vehicle of communication for IPAC business, news, current research, and other items of interest. The Editor will be responsible for the composition, production, and distribution of the newsletter. All paid members of IPAC, and others as determined by the Executive Board, will receive the newsletter. The Executive Board will have the option of authorizing the distribution of the newsletter via email.

## **Article X: Amendments**

Amendments to the bylaws may be proposed at any annual or special meeting. The proposal shall be referred to the Executive Board, which shall make a recommendation at the next annual meeting. Amendments shall be adopted if approved by signed ballot vote of two-thirds of the membership.

## **Article XI: Adoption**

These Bylaws shall become effective upon ratification by two-thirds of those present at the Charter meeting on June 18, 2004.