

**BYLAWS**  
**UTAH PROFESSIONAL ARCHAEOLOGICAL COUNCIL**

(Adopted May 22, 1982)

(Amended July 24, 1982, November 3, 1989, May 4, 1990, February 1993, February 1994, May 2003 and August 2008)

**ARTICLE I. NAME**

The name of the organization shall be the Utah Professional Archaeological Council (U.P.A.C.) hereinafter referred to as the Council.

**ARTICLE II. LIFE**

Section 1. The life of this organization shall be perpetual.

**ARTICLE III. PURPOSE**

Section 1. The Council is a non-profit voluntary association that exists for the purpose of maintaining and promoting the goals of professional archaeology in the State of Utah.

These goals shall include but not be limited to:

- 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 the State, Federal and other regulatory agency archaeologists upon request or as deemed appropriate.
- g. concern with the archaeology of Utah.
- h. publish and encourage the publication of archaeological research.

Section 2. In the pursuit of its objectives, the Council shall promote and support legislative, regulatory, and voluntary programs that forbid and discourage all activities that result in the loss of scientific knowledge and access to sites and artifacts. Such activities include, but are not limited to, vandalizing, hoarding, exchanging, buying, or selling of archaeological materials. Conduct that results in such losses is declared contrary to the ideals and objectives of the Council.

#### ARTICLE IV. POWERS

Section 1. The Council shall have the power to receive, administer, and disburse funds to further its ends; to acquire, hold absolutely or in trust for the purposes of the Council, and to convey property real and personal; to publish newsletters, reports, bulletins, journals, and monographs; to affiliate with other organizations in the pursuit of common aims, and to appoint delegates or representatives to such organizations; and to engage in such other activities as are in keeping with the purpose of the Council.

Section 2. The Council is organized exclusively for the charitable, educational and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 3. The Council shall not carry on any activities which are proscribed for organizations exempt from federal income tax under section 501 (C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Internal Revenue Code) or which are proscribed for organizations to which contributions are deductible under 170(C)(2) of the Internal Revenue Code (or the corresponding section of any future Internal Revenue Code).

Section 4. No part of the net earnings of the Council 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 III hereof. No substantial part of the activities of the Council shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing of or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 5. Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations

organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes of such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

## ARTICLE V. MEMBERSHIP

### Section 1. Basis for Membership:

All members, regardless of membership class, must subscribe to the objectives (Article III) of the Council.

### Section 2. Voting Members

Members who are eligible to vote on all Council Business, including elections, hereinafter referred to as Voting Members, shall belong to the following membership classes: Professional Members, Associate Members, Student Members, Fellows, and Affiliate Members.

### Section 3. Professional Members

#### a. Qualifications:

- i. Minimum of a BA or BS degree in anthropology or related discipline (e. g. history, geography, geology, etc.), and
- ii. Minimum of 12 months full-time professional archaeological, historic archaeological, or historical experience (i. e. received wages/salary for services that could not have been supplied by untrained personnel) and with a demonstrated interest in Utah archaeology.

#### b. Entry Procedure:

- i. Submittal of dues and a current curriculum vitae to the Vice-President for Membership and Ethics for review of credentials.
- ii. Exceptional cases may be referred to the Council as a whole by any voting Member.

#### c. Privileges and Responsibilities

- i. Adherence to the Code of Ethics and Purpose of the Council.
- ii. Regular participation in the activities of the Council.
- iii. Full voting rights in all Council business.
- iv. Eligibility to serve as Council officer or member of any Council committee.
- v. Receipt of all Council publications.
- vi. Annual payment of dues as determined by Article X, Section 1.

### Section 4. Associate Members: (Appropriate for professionals who would like full voting privileges, but who choose not to receive the Journal).

#### a. Qualifications:

- i. Qualifications for Associate Members are the same as for Professional Members.
- b. Entry Procedure:
  - i. Entry procedures for Associate Members are the same as for Professional Members.
- c. Privileges and Responsibilities:
  - i. Adherence to the Code of Ethics and Purpose of the Council.
  - ii. Regular participation in the activities of the Council.
  - iii. Full voting rights in all Council business.
  - iv. Eligibility to serve as Council officer or member of any Council committee.
  - v. Receipt of all Council publications EXCEPT the Journal.
  - vi. Annual payment of dues as determined by Article X, Section 1.

Section 5. Student Members:

- a. Qualifications:
  - i. Students who are actively participating in a degree program.
- b. Entry Procedures:
  - i. Submittal of dues, a current curriculum vita, and documentation of student status as determined by the Membership Committee, to the Vice-President of Membership and Ethics for review of credentials.
  - ii. Exceptional cases may be referred to the Council as a whole by the Membership Committee.
- c. Privileges and Responsibilities:
  - i. Subscription to the Code of Ethics and Purpose of the Council.
  - ii. Regular participation in the activities of the Council.
  - iii. Full voting rights in all Council business.
  - iv. Eligibility to serve as Council officer or member of any Council committee.
  - v. Receipt of all Council publications.
  - vi. Annual payment of dues as determined by Article X, Section 1.

Section 6. Fellows

- a. Qualifications:
  - i. Applicant must be recognized as an influential scholar or manager in archaeology or related discipline, and
  - ii. Have made a substantial contribution to Utah archaeology through research and/or service.
- b. Entry Procedures:
  - i. Sponsored by any combination of 10 Voting Members or Fellows, or
  - ii. Accepted by the Voting Members and Fellows according to Article IX, Section 2.
  - iii. Because the Council desires to acknowledge scholars and managers in a meaningful manner, the designation will be limited to a single Fellow each year, although a Fellow need not be selected each year.
- c. Privileges and Responsibilities:
  - i. The same as those of a Voting Member, except
  - ii. Annual payment of dues is not required.

Section 7. Affiliate Members:

- a. Qualifications:
  - i. Demonstrated interest in Utah archaeology, and
  - ii. Support of the objectives of the Council since their adoption, and
  - iii. Bachelor's degree in, or active participation in a bachelor's degree program in anthropology or related discipline, OR member of a recognized amateur archaeological or historical society (e. g. Utah Statewide Archaeological Society).
- b. Entry Procedures:
  - i. Submittal of a current curriculum vita to the Vice-President of Membership and Ethics for review of credentials.
  - ii. Exceptional cases or appeals for membership may be referred to the Executive Committee.
- c. Privileges and Responsibilities:
  - i. Support the Code of Ethics and Purpose of the Council.
  - ii. All rights of Professional Members EXCEPT may not serve on standing committees, nor as a Council officer.
  - iii. May serve as a member, but not chairperson of an AD HOC Committee, provided that Affiliate Members do not constitute more than 1/3 of the committee membership
  - iv. Receipt of all Council mailings EXCEPT the Journal.
  - v. Placement on membership listings.
  - vi. Annual payment of dues as determined by Article X, Section 1.

Section 8. Subscribers:

- a. Qualifications"
  - i. Any individual, library, museum, university, school, or other organization may receive the Journal of the Council as a Subscriber.
- b. Privileges and Responsibilities:
  - i. Receipt of the annual Journal.
  - ii. Attendance at the semi-annual meetings.
  - iii. Subscribers do not have voting status.
  - iv. Annual payment of dues at the same level as Associate Members.

Section 9. Application for membership in the Council shall include written subscription to the Purpose and Code of Ethics of the Council.

Section 10. All members' receipt of the Journal is to be tied to his or her payment of specified dues for the Journal year in question.

## ARTICLE VI. OFFICERS AND COMMITTEES

Section 1. The Officers of the Council, hereinafter referred to as Officers, shall consist of a President, Vice-President for Membership and Ethics, Vice-President for Governmental Affairs and Research, Secretary, Treasurer, Newsletter Editor,

Journal Editor, Curriculum Director and Webmaster. Officers are expected to attend all Council meetings, symposia, and other official functions.

Section 2. The Executive Committee shall consist of the Officers of the Council. The Executive Committee may hold Special Meetings at the call of the President at any time, or upon written demand of at least three of the Members of the Committee.

Questions shall be decided by the Executive Committee by a majority of the votes cast at any Executive Committee 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 Committee is unable to attend a meeting the member may, by written proxy, appoint a Professional Member to serve in his or her place for that meeting.

Reports of Officers and Committees shall be approved by the Executive Committee; and at its discretion, the reports may be presented in full or in brief form at the Council's regular meetings, or in the Newsletter.

An annual budget, or a current financial report, containing descriptions of all financial activities and transactions since last reported, shall be represented for approval at regular meetings of the Council by the Treasurer.

Section 3. President: The President shall serve as the Council representative in all of its official affairs and transactions. The President shall preside over the meetings and will be the Chairperson of the Executive Committee. The President may appoint committees and define their duties with the advice and consent of the Executive Committee, or the Council as a whole. The President is authorized to disperse Council funds. The President will ensure that his/her official activities are reported in the Newsletter. All actions of the President in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

Section 4. Vice-President for Membership and Ethics: The Vice-President for Membership and Ethics shall be the Chairperson of AD HOC membership, nominating, ethics review, and award recognition committees. The Vice President for Membership and Ethics will maintain an annual award system recognizing one or more individuals or institutions for contributions to the archaeology of Utah. Nominations may be made by any UPAC member, but nominees need not themselves be members. Final decisions on the awardee(s) will be made by vote of the UPAC Executive Committee. She or he will also ensure that her/his official activities are reported in the Newsletter. The Vice-President for Membership and Ethics shall act with the powers of the President in the event that the President is unwilling or unable to perform appointed duties as determined by majority vote of the Executive Committee (the President shall abstain from voting). All actions of the Vice-President for Membership and Ethics in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

- Section 5. Vice-President for Governmental Affairs and Research: The Vice-President for Governmental Affairs and Research will review and offer comments on, or have reviewed and solicit comments on, research designs, management or other documents of current archaeological interest in the State of Utah. She or he may call a committee together who will be available to review RFPs, project reports, and other documents, as requested by members, Officers, the Executive Committee, or the Council as a whole. The Vice-President for Governmental Affairs and Research will also be responsible for organizing, in cooperation with the Utah Statewide Archaeological Society (USAS), a public symposium to be held in conjunction with the annual USAS convention. He or she will also ensure that her/his official activities are reported in the Newsletter. All actions of the Vice-President for Governmental Affairs and Research in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.
- Section 6. Secretary: The Secretary shall announce all meetings to the membership of the Council and shall maintain minutes of all meetings of the Council and the Executive Committee. The Secretary will ensure that minutes of the meetings, and summaries of other official Council activities, are reported in the Newsletter. The Secretary will also receive, tabulate and report the results of all Council elections or mail ballots. In the event of the absence of or inability of the Treasurer to perform his/her duties as determined by the Executive Committee, the Secretary shall have the power to receive and disburse funds of the Council. 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 Committee. Central repository for Council business and records will be maintained at 300 Rio Grande, Salt Lake City, Utah 84101, at a fixed cost. All actions of the Secretary in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.
- Section 7. Treasurer: The Treasurer shall keep membership rolls of the Council, shall maintain membership files and send dues-payable notices to all members at the beginning of each year, shall maintain and oversee the General Account of the Council, shall keep records of financial transactions in accordance with standard bookkeeping practices, and is authorized to disburse funds according to Article X and to distribute the Journal in accordance with Article XI, Section 2. All records shall be open to inspection by the Executive Committee. The Treasurer will also work closely with other Officers to ensure that membership rolls are up-to-date prior to regular Council meetings and prior to dispersal of all Council mailings. In the event of the absence of or inability of the Secretary to perform his/her duties as determined by the Executive Committee, the Treasurer may perform the duties of the Secretary

until a successor can be elected, or an interim Secretary is appointed. The Treasurer will submit an annual budget, or a current financial report, as defined in Article VI, Section 2. All actions of the Treasurer in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

Section 8. Newsletter Editor: The Newsletter Editor shall solicit and edit material for the Newsletter of the Council and, when authorized by the Executive Committee, or Council as a whole, develop other official publications. Newsletter content and format will be decided by the Council according to Article XI, Section 2. All bills relating to publishing obligations shall be certified to the Treasurer. All actions of the Newsletter Editor in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

Section 9. Journal Editor: The Journal Editor shall solicit, edit, and cause to be published a professional quality journal, affiliated with the Council, in conjunction with the Utah Statewide Archaeological Society (USAS), and the Division of State History. She or he may be co-editor of the journal with a USAS member selected by that organization. The Council's financial obligations to the journal will be established annually by the Journal Editor and Executive Committee, or by the Council as a whole. All actions of the Journal Editor in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

Section 10. Curriculum Director: The Curriculum Director shall be the Council's representative in the Utah Avocational Archaeology Education Program (UAAEP). He or she will assist the Division of State History and the Utah Statewide Archaeological Society in decisions or activities associated with meeting the goals of, and maintaining professional standards within the UAAEP. All actions of the Curriculum Director in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

Section 11. Webmaster. The Webmaster shall be responsible for maintaining the Council's presence online. The Webmaster shall maintain the Council's domain name and hosting service accounts, and shall solicit, edit, and/or create, and manage the Council's website and other means of internet communications such as blogs, email groups, etc., on behalf of the Council. All actions of the Webmaster in exercising the duties and responsibilities of the office shall be subject to review and approval of the Executive Committee.

## ARTICLE VII. ELECTIONS

Section 1. The Vice-President for Membership and Ethics shall form an AD HOC nominating committee prior to the first regular Council meeting of each year. This committee shall bring a list of nominees who have accepted nomination for office to the first regular meeting of each year. Additional nominations for office may also be made at the first regular meeting. Mail, email or telephone nominations to the Vice-President for Membership and Ethics will also be accepted prior to submission of the ballot to the membership. General elections will be held as soon as possible following the first regular meeting of the year. Special elections may be called by the Executive Committee in the event of an unexpected vacancy.

Section 2. Terms of office shall be as follows:

- a. President.
  - i. The President shall hold office for two years beginning the term at the first regular meeting of even-numbered years
  - ii. The President shall not be eligible to succeed herself or himself in office.
- b. Vice-President for Membership and Ethics.
  - i. The Vice-President for Membership and Ethics shall hold office for two years beginning at the first regular meeting of even-numbered years.
  - ii. The Vice-President for Membership and Ethics shall not be eligible to succeed herself or himself in office.
- c. Vice-President for Governmental Affairs and Research.
  - i. The Vice-President for Governmental Affairs and Research shall hold office for two years beginning at the first regular meeting of odd-numbered years.
  - ii. The Vice-President for Governmental Affairs and Research shall not be eligible to succeed himself or herself in office.
- d. Secretary.
  - i. The Secretary shall hold office for two years beginning at the first regular meeting of odd-numbered years.
  - ii. The Secretary shall not be eligible to succeed himself or herself in office.
- e. Treasurer.
  - i. The Treasurer shall hold office for two years beginning at the first regular meeting of even-numbered years.
  - ii. The Treasurer shall not be eligible to succeed herself or himself in office.
- f. Newsletter Editor.
  - i. The Newsletter Editor shall hold office for two years beginning at the first regular meeting of odd-numbered years.
  - ii. The Newsletter Editor shall be eligible for reelection to the same office for a total of five consecutive terms, or not more than 10 years total time.

- g. Journal Editor.
  - i. The Journal Editor shall hold office for an indefinite period beginning with the first Journal volume.
  - ii. The Journal Editor shall notify the President or Executive Committee, in writing, when he/she no longer desires, or is able, to fulfill the duties of the office. An Interim Journal Editor will be appointed by the Executive Committee, if necessary, and/or the office shall be filled according to Section 1 of this Article, at the appropriate meeting.
  
- h. Curriculum Director.
  - i. The Curriculum Director shall hold office for an indefinite period.
  - ii. The Curriculum Director shall notify the President or Executive Committee, in writing, when she/he no longer desires, or is able, to fulfill the duties of the office. A new Curriculum Director will be appointed by the Executive Committee, and announced in the Newsletter and at the next Council meeting.
  - iii. The Curriculum Director may hold another office in the Council.
  
- i. Webmaster.
  - i. The Webmaster shall hold office for an indefinite period.
  - ii. The Webmaster shall notify the President or Executive Committee, in writing, when she/he no longer desires, or is able, to fulfill the duties of the office. A new Webmaster will be appointed by the Executive Committee, and announced – at a minimum – in the Newsletter and at the next Council meeting.
  - iii. The Webmaster may hold another office in the Council.
  
- j. Interim Officers.
  - i. Interim members of the Executive Committee will continue in office until such time as normal elections may be held for those offices.
  - iii. Interim Officers may succeed themselves as regular officers by election to any office.

## ARTICLE VIII. GRIEVANCE ACTIONS

Section 1. Cause for action: any alleged breach of the Code of Ethics

Section 2. Parties to the actions.

- a. The actions may be taken by or against any member of the Council at the discretion of the Ethics Review Committee (hereinafter referred to as the Review Committee).
- b. The Principal Investigators, Project Directors, or other supervisory personnel may be held responsible for the behavior of their subordinates or trainees.

Section 3. Alleged violations of the Code of Ethics will be brought to the attention of the Review Committee which will gather relevant data and convene with the parties involved as per Section 4 (Procedures) below. The Committee will attempt to resolve the problem by a compromise. If a compromise is inapplicable or unobtainable, the Committee will recommend one of the following actions:

- a. Notification of the individual.
- b. Censure and publication in the newsletter.
- c. Membership suspension/expulsion may be recommended by the Executive Committee for ratification by the Council as a whole.

Section 4. Procedures.

- a. Lodging of complaints
  - i. All complaints shall be made in writing, in letter form to the Vice-President for Membership and Ethics, and signed by the complainant with a copy to the accused.
  - ii. All complaints shall include adequate documentation or confirmatory evidence such as, but exclusively limited to, the following:
    - detailed description of the offense,
    - dates,
    - places,
    - witnesses,
    - maps, drawings, photos, or other graphic documents.
  - iii. Accusations lacking adequate documentation will not be acted upon. Adequacy of documentation will be initially determined by the Vice-President for Membership and Ethics. Adequacy of documentation will also be judged by the Review Committee in the event that such a Committee is convened.
  - iv. All accusations of a breach of the Code of Ethics will be filed with the Vice-President for Membership and Ethics who will determine the need for a Review Committee.
  - iv. If the Vice-President for Membership and Ethics fails to act within 30 days or if the complainant does not agree with the action taken, the complainant may refile his complaint with the Executive Committee as a whole.
- b. Formation of Ethics Review Committees
  - i. Called by the Vice-President for Membership and Ethics AD HOC for each complaint.
  - ii. Membership of the Review Committee
    - Five members, excluding the Vice-President, drawn from the Voting and Associate membership of the Council by the Vice-President.
    - No other members of the Executive Committee shall serve on the Review Committee.
    - The Vice-President for Membership and Ethics shall serve as Chairman of the Committee, but shall not have voting rights.

- iii. No member may refuse membership of service on a Review Committee except in demonstrated cases of conflict of interest or severe hardship.
  - v. Each party to an investigation shall be permitted to challenge without explanation 2 selections for their 5 member committee.
- c. Schedule
- i. The Review Committee shall be formed within 30 days of determination of the adequacy of documentation of the complaint by the Vice-President.
  - ii. The first meeting of the Review Committee shall take place no later than 60 days following the Vice-President's receipt of the complaint.
  - iii. A decision concerning the action to be taken with regard to a complaint shall be made by the Review Committee within 50 days of the first Review Committee meeting.
  - iv. Requests for appeals of Review Committee actions must be made to the Vice-President within 30 days of notification of the action.
  - iv. Appeals will be heard at the next regularly scheduled meeting of the Council following notification of the action.
  - vi. All decisions not appealed will be put into effect 45 days after the decision is announced.
- d. Responsibilities
- i. The Vice-President for Membership and Ethics shall preside at all Review Committee meetings.
  - ii. The complainant and the accused must both be present at the initial and final Review Committee meetings. If the complainant is unwilling to attend, the Committee may reschedule the meeting or dismiss the complaint as it deems appropriate. If the accused is unwilling to attend, the Committee will make every effort to ensure a just decision based on the evidence available. Attendance at other Review Committee meetings is at the discretion of the Committee.
  - iii. The complainant must provide all documentation of the complaint as requested by the Review Committee.
  - iv. Copies of all documentation shall be provided to the accused by the Review Committee at least 10 days prior to the hearing.
  - v. The Council shall bear all costs for reproductions and dissemination of all documents.
  - vi. Only the Review Committee shall make notification of the results of its deliberations. There shall be no circulation of the results of the Review Committee proceedings prior to the results of the appeal process in suspension and expulsion cases.

#### Section 5. Appeals

- a. Appeal of Review Committee actions may be requested by either party to a complaint.
- b. Appeals shall be heard in the Committee of the Whole at a regularly scheduled Council meeting.
- c. Appeals of membership expulsions shall be initiated automatically unless the accused requests that no appeal be made in the case.

- d. Confirmation of Review Committee actions in the appeal requires a 2/3 majority vote of the Voting Members present and attending the appeal hearing.
- e. The vote shall be by secret ballot.

Section 6. Conflict of Interest. No Council member shall sit on a Review Committee if any of the following conditions are met:

- a. Employer, employee, or supervisor of either party to a complaint.
- b. Member, employee, or associate of the same Federal or State agency, or educational institution, as either party
- c. Relative of either party.
- d. Employee or associate of the same corporation, or subsidiary of a corporation, employing either party.
- e. Past or present advisor-student relationship with either party.
- f. If the complainant or accused is the Vice-President for Membership and Ethics then the President of the Council will act as the Chairman of the Ethics Review Committee.

Section 7. Voluntary Review. Any member may request a review of his/her performance in specific cases by means of the procedures outlined above with the proviso that adequate documentation be provided by the requestor.

Section 8. Legal Counsel.

- a. These are deemed to be professional archaeological procedures, and legal counsel may not be used as a representative at Review Committee meetings or appeal hearing although legal counsel may be present.
- b. All complaints and responses must be made by the persons who are parties in the matter.

Section 9. Actions against Officers. An action successfully upheld against any Officer or any standing committee member will result in automatic removal from that position.

## ARTICLE IX. MEETINGS

Section 1. The Council shall meet semi-annually in regular sessions and on other occasions as the membership shall deem necessary. The first meeting of the year shall focus on Council business and professional presentations. The second meeting shall consist of a public symposium to be held in conjunction with the annual USAS Convention. The place of each meeting will be determined by the Executive Committee and ratified by the Council according to Article IX, Section 2. Ten members may request that the President call a special meeting. Notice of each meeting must be made to the membership at least 30 days prior to all meetings, regular or special.

Section 2. The quorum shall be regarded as 40 percent of the registered voting membership. Passage of a motion at a semi-annual meeting will require 3/5

(60 percent) sustainment of the Voting Members present. Business conducted at a special meeting must be sustained by a 3/5 (60 percent) affirmation by the voting membership.

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

Section 4. Robert's Rules of Order shall govern the procedures at all Council and Committee meetings.

#### ARTICLE X. 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 and ratified by the Council according to Article IX, Section 2. Annual dues will be due and payable during the month of January of every year. 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.

Section 2. Finances shall be administered by the Treasurer. Records will be available for inspection by the membership at all times, shall be approved by the Executive Committee, and shall be audited for the preceding fiscal year prior to the first regular meeting.

Section 3. Council Funds shall be used for the purpose of financing the business of the organization, including, but not limited to such things as fees for secretarial services, expenses of officers incurred in the normal course of Council business, and the printing and distribution of Council publications.

Section 4. Single expenditures in excess of 200 dollars will require the prior concurrence of the President; single expenditures in excess of 500 dollars will require the prior concurrence of the Executive Committee, and shall be within the constraints of available funds.

#### ARTICLE XI. PUBLICATIONS

Section 1. The Council shall publish and make available online a quarterly or semi-annual Newsletter, as specified in Article VI, Section 8. The Newsletter shall constitute a primary vehicle of communication for Council business, news, current research, and other items of interest. Creation of the Newsletter will be the responsibility of the Newsletter Editor. All members of the Council, and others, as determined by the Executive Committee, will receive or have access to the Newsletter online.

Section 2. The Council shall publish an annual journal, as defined in Article VI, Section 9. All paid members EXCEPT Associate and Affiliate Members, and others,

as determined according to Article IX, Section 2, will receive a copy of the Journal. Annual distribution of the Journal will be the responsibility of the Treasurer. The Journal will also be for sale, at a price determined according to Article IX, Section 2. Funds accruing from the sale of the Journal shall become part of the General Account of the Council.

Section 3. The Council shall publish and mail other material, including, but not limited to, membership solicitations, dues-payable notices, and legislative alerts, to all paid members, or others, as determined by the Executive Committee, or according to Article IX, Section 2.

## ARTICLE XII. AMENDMENTS

Section 1. Amendments to the Articles of Incorporation, Bylaws, and Code of Ethics will require approval by two thirds of the voting membership.

Section 2. Amendments may be proposed by the Executive Committee or by any ten members of the Council by mail through the Executive Committee. The proposed amendments shall be mailed to the Voting Members and Fellows of the Council at least 30 days before the semi-annual meeting or special meeting. The amendment will go into effect immediately upon approval unless otherwise specifically provided. Amendments shall supercede and nullify all previous enactments in conflict with them.