

# **By-Laws of the New England Antiquities Research Association (NEARA)**

April 2018 revision

## **ARTICLE I: TITLE**

**Sect. 1:** The name of this association shall be the “New England Antiquities Research Association”, as chartered under the laws of the State of New Hampshire on May 20, 1961 and recorded with the NH Secretary of State on May 20, 1964. It may be referred to by the abbreviated title of NEARA.

**Sect. 2:** The New England Antiquities Research Association may also be known as, and do business under, the alternate business name of the “North East Antiquities Research Association”.

## **ARTICLE II: OBJECTIVES**

**Sect. 1:** NEARA shall support the investigation of the origin and function of American lithic features and sites in their cultural context, as interpreted through relevant disciplines. NEARA research and publications shall be for the purpose of protecting and preserving such sites, and for the education of the public.

**Sect. 2:** All members shall abide by the Bylaws of the Association and shall observe and encourage the preservation and protection of private property, historic sites and enigmatic findings. Members shall be guided by the ethical standards established by the Society for American Archaeology (see Appendix A).

## **ARTICLE III: MEMBERSHIP**

**Sect. 1:** Any person who subscribes to the objectives of the Association and who has paid the annual dues is considered a member. A member whose payment of dues is in arrears for more than one (1) year may be considered inactive and forfeit membership privileges.

**Sect. 2:** Honorary memberships may be granted by the Board of Directors. Honorary members shall not be subject to dues and shall continue on the membership roll indefinitely, unless specifically determined by the Board.

**Sect. 3:** Other categories of membership may be established by the Board of Directors.

**Sect. 4:** In addition to the cause of failure to pay dues (Sect. 1), a membership may be revoked for cause at any time by a decision of the Board of Directors, where the member has demonstrated a failure to uphold the standards and objectives of the Association. There shall be no refund of dues already paid in the event that a membership is revoked by the Board. A member whose membership has been revoked by a decision of the Board may only be restored to membership by a decision of the Board.

## **ARTICLE IV: FINANCES**

**Sect. 1:** The fiscal year shall be from January 1 to December 31. A financial report shall be given at the annual meeting.

**Sect. 2:** The annual dues for all types of membership shall be determined by the Board of Directors.

**Sect. 3:** The Treasurer shall be responsible to the Board of Directors for Association funds, disbursements and recording of the same and for preparing timely reports of all financial activities of the organization.

**Sect. 4:** All donations, gifts and grants, unless specified as to the usage by the donor or grantor, may be applied by the Board of Directors either to specific purposes or to the general obligations of the Association.

**Sect. 5:** A listing and records of all monetary donations, gifts, grants, etc., including amount and purpose, shall be kept and maintained by the Treasurer.

**Sect. 6:** A budget for the ensuing year shall be presented to the Board of Directors by the Treasurer, reflecting recommendations by the officers and the Standing Committees. The budget shall consider the needs of each committee.

Upon approval of the budget by the Board, the Treasurer is empowered to honor vouchers for payment as presented by the Committee Chairmen, or other persons authorized by the Chairman. Requests to exceed any line item in the budget must be referred to the Board for approval.

**Sect. 7:** If the total amount of any extra-budgetary net expenditure entered into by NEARA exceeds five thousand dollars (\$5,000), then a two-thirds vote of the Board is required before the transaction is entered into, and publication in the NEARA Transit newsletter is required.

**Sect. 8:** If the total amount of any extra-budgetary net expenditure entered into by NEARA exceeds one thousand five hundred dollars (\$1500) but is less than or equal to five thousand dollars (\$5,000), a majority vote of the Board is required before the transaction is entered into.

**Sect. 9:** The restrictions of Sects. 6 and 8 notwithstanding, the Treasurer is empowered to pay expenses and deposits directly related to a NEARA Conference that is planned to take place in the calendar year following the current calendar year without a specific Board resolution, whether or not the budget for that year has been submitted or approved.

#### **ARTICLE V: GOVERNMENT & TERMS OF OFFICE**

**Sect. 1:** The government of this Association shall be vested in a Board of Directors consisting of the President, the First Vice President, the Second Vice President, the Secretary, the Treasurer, the Chairmen of Standing Committees, the Chapter Coordinators, and not less than five (5) nor more than eight (8) Directors-at-Large.

**Sect. 2:** The President, First Vice President, and Second Vice President shall be elected for terms of three (3) years, but shall not be eligible to serve more than two consecutive terms in one office. The Secretary shall be elected for terms of three (3) years. The Directors-at-Large shall be elected for terms of two (2) years, but not more than four shall be elected in any one year.

**Sect. 3:** The Treasurer, Chairmen of Standing Committees, and Chapter Coordinators shall be appointed by the President with the approval of the Board at the annual meeting, following election of all other officers and Directors-at-Large.

**Sect. 4:** The Board of Directors shall have full control of the property, funds, management and policies of the Association, subject to review by the membership.

**Sect. 5:** The Board of Directors may, by a vote of two-thirds (2/3) of the full Board, remove any officer for just cause presented and determined. Vacancies in the Board of Directors or in any other office shall be filled by vote of the Board, such appointees to fulfill the duties and office for the unexpired term.

#### **ARTICLE VI: NOMINATIONS AND ELECTIONS**

**Sect. 1:** Elections shall be held at the annual meeting in the spring.

**Sect. 2:** The President, with the approval of the Board of Directors, shall annually appoint a Nominating Committee of five (5) members, at least one (1) of whom shall be a member of the Board of Directors.

**Sect. 3.1:** Voting in the elections shall be by written ballot only. A thirty (30) day notice of this election, accompanied by a ballot, shall be mailed by the Secretary to all members.

**Sect. 3.2:** This ballot shall show the Nominating Committee's slate of officers, each of which shall be a current member of the Association, with space next to each name for voting. It shall also contain space for any write-in votes.

**Sect. 3.3:** To be valid, a ballot must be received by the Secretary prior to the start of the actual count of the votes at the meeting.

**Sect. 3.4:** The Ballots shall not be opened until this meeting, and only after the President has appointed two other persons (who need not be members) to assist the Secretary in opening, counting, and recording each vote.

**Sect. 3.5:** The total of all votes, the names voted on, and the persons elected shall be announced by the Secretary. A plurality of the votes cast for each office shall be sufficient for election. After recording in the Minutes of the meeting, the ballots shall be destroyed.

#### **ARTICLE VII: MEETINGS**

**Sect. 1:** The annual meeting of the members shall be held in the Spring. A simple majority (51%) of those present shall be decisive in any vote, except as provided for in the election of officers, (ARTICLE VI, Sect. 3) and amendments to these Bylaws (ARTICLE XIII, Sect. 2.)

**Sect. 2:** Special meetings of the members may be called at any time by the President, or a majority of the Board of Directors, provided that a minimum of fifteen (15) days' notice is given to all members.

**Sect. 3:** The Board of Directors will establish its own schedule of meetings by agreement of the Board, but shall meet at least four (4) times a year. The President may call emergency meetings of the Board, notifying Board members by telephone, mail, email or other electronic means.

**Sect. 4:** A valid quorum at Board of Directors meetings shall consist of a majority of the current Board members.

**Sect. 5:** Emergency motions can be presented via e-mail from the President, with a deadline specified for the time limit before which all votes must be received.

**Sect. 5.1:** A period of no less than 72 hours must be allowed for questions or comments after the presentation of the motion.

**Sect. 5.2:** Each Board member's vote must be sent via e-mail to the Secretary before the pre-determined deadline. The Secretary shall reply to confirm that each vote has been received. If the Secretary has not received any member's vote by the deadline, that member's vote shall be recorded as an abstention.

**Sect. 5.3:** As soon as possible after the deadline the Secretary shall announce if the motion had been passed and the results of the vote (i.e. each member's vote, votes for, votes against and abstentions).

#### **ARTICLE VIII: DUTIES OF OFFICERS**

**Sect. 1:** The *President* presides at meetings of the Board of Directors and general meetings of the membership and is the principal spokesperson for the Association. The President's signature is required on all formal correspondence relating to major policies, actions, engagements, or obligations of the Association. The President shall assist the Board of Directors in formulating the policies of the Association for carrying out its obligations as stated in ARTICLE II.

**Sect. 1.1:** The President may designate another Board member to sign any Board approved contract provided that any designation is disclosed to, and approved by a majority of the Board.

**Sect. 1.2:** Any contract that is signed by anyone other than the President (or approved designee), or is not approved by the Board will not be binding on NEARA.

**Sect. 1.3:** Any contract that is entered into by NEARA must be presented to the Board in its entirety and approved by a majority of the Board prior to being signed by the President.

**Sect. 2:** The *Vice Presidents* shall assist the President in the execution of his/her duties for effecting measures voted by the Association. In the event of the President's inability to carry out the duties of his/her office, the First Vice President shall assume the duties of that office until the next election. The First Vice President shall also serve as Program Chairman for the General Meetings. The Second Vice President shall serve as coordinator of chapters and special interest groups.

**Sect. 3:** The *Treasurer* shall be responsible for the Association's funds and disbursements, as specified in ARTICLE IV, Sect. 4 & 5.

**Sect. 4:** The *Secretary* shall keep and maintain the Minutes of all meetings of members and meetings of the Board of Directors, and shall assist the President with various Association matters as deemed necessary.

#### **ARTICLE IX: STANDING COMMITTEES**

**Sect. 1:** *Research and Special Projects Committee:* The Chairman of the Research and Special Projects Committee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the Committee. The Research and Special Projects Committee shall promote research, solicit and recommend projects, set guidelines and standards and maintain site information.

**Sect. 2:** *Publications Committee:* The Chairman of the Publications Committee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the Committee. Editors shall be nominated by the Publications Committee Chairman, to be approved by the Board of Directors. The Publications Committee shall be responsible for publications of the full Association and oversight of chapter and special interest group newsletters.

**Sect. 3:** *Library and Archives Committee:* The Chairman of the Library and Archives Committee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the Committee. The Library and Archives Committee shall maintain and conserve the NEARA Library Collection and archival materials.

**Sect. 4:** *Membership Committee:* The Chairman of the Membership Committee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the Committee. The Membership Committee shall maintain membership records, and send out an annual billing for payment of membership dues, and develop membership material.

**Sect. 5:** *Finance Committee:* The Chairman of the Finance Committee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the committee. The Finance Committee shall meet no fewer than four (4) times per year to review the financial statements of the organization and assist in preparing the annual budget. The committee shall be responsible for the policies and programs for funding, financial management, facilities management, assets, risks, and insurance. The Finance Committee shall conduct periodic audits of the NEARA financial records.

**Sect. 5.1:** *Resource Development Subcommittee:* The Chairman of the Resource Development Subcommittee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the subcommittee. The Resource Development Subcommittee shall be responsible for soliciting donations, gifts, grants, and other financial aid to support the goals of the Association. It shall also develop promotional materials, coordinate advocacy efforts and disseminate NEARA materials.

**Sect. 5.2:** *Investments Subcommittee:* The Chairman of the Investments Subcommittee shall be appointed annually by the President and be approved by the Board of Directors. The Chairman shall appoint three (3) or more members to serve on the subcommittee. The Investments Subcommittee shall be responsible for maintaining an investment strategy to be approved by the Board of Directors, and in accordance with the strategy for deciding the investments and divestitures to be executed by the Treasurer.

**Sect. 6:** Other Committees: The President may establish other committees as deemed to be in the interest of the Association and appoint chairmen to be approved by the Board of Directors.

#### **ARTICLE X: CHAPTERS AND SPECIAL INTEREST GROUPS**

**Sect. 1:** The Board of Directors shall have the power to establish, combine or dissolve Chapters. Chapter Coordinators shall be appointed annually by the President and be approved by the Board of Directors.

**Sect. 2:** The Coordinator shall be responsible for all Chapter activities and shall submit a Chapter report to the Board of Directors semi-annually. The Chapter Coordinators shall be responsible for a summary of the chapter's activities to be presented at the annual meeting. The Chapter Coordinator shall file copies of all site reports with the Library & Archives. For site reports not originating with the chapter coordinator the Library & Archives shall copy the chapter coordinator.

**Sect. 3:** Special Interest Groups. A Special Interest Group (SIG) on a NEARA-related subject may be proposed in writing by any NEARA member and submitted to the Board of Directors for approval. The SIG shall have a coordinator who shall submit a report to the Board of Directors semi-annually. SIGs may be dissolved by the Board of Directors for just cause.

**Sect. 4:** Oversight of Chapters and Special Interest Groups will rest with the Board of Directors through the Second Vice President.

#### **ARTICLE XI: ACCOUNTABILITY**

**Sect. 1:** No member may use the name, acronym, logo, office, position, title, or policies of the Association for the purpose of eliciting support for personal views or conclusions, or for monetary gain. The name of the Association shall be used only in ways beneficial to its purpose. Any activity involving the Association in negotiations with an outside agency shall be reported with due and reasonable promptness to the President and the Board of Directors.

#### **ARTICLE XII: TERMINATION**

**Sect. 1:** In the event of the dissolution of the organization, any funds outstanding after the payment of all debts shall be distributed to an organization exempt under Sect. 501(c)(3) of the Internal Revenue Code, or to a governmental unit or instrumentality for public purposes.

#### **ARTICLE XIII: AMENDMENTS**

**Sect. 1:** Amendments to these Bylaws may be proposed by the Board of Directors or, in writing by at least ten (10) members.

**Sect. 2:** The Secretary shall then submit the proposed amendment(s) to the membership in the form of a ballot at least thirty (30) days in advance of the annual meeting. Amendments are adopted when approved by two-thirds (2/3) votes of the members whose ballots have been received by the start of that meeting.

#### **ARTICLE XIV: RULES OF ORDER**

**Sect. 1:** Robert's *Rules of Order*, in the most recent revised edition, shall govern all meetings, where not in conflict with the Constitution and these Bylaws.

#### **ARTICLE XV: CONFLICT OF INTEREST**

**Sect. 1:** Any possible conflict of interest on the part of any member of the Board, Officer, or Employee of NEARA shall be disclosed in writing to the Board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the Board.

**Sect. 2:** Where the transaction involving a Board Member, Trustee, or Officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000.00) in a fiscal year, a two-thirds vote of the disinterested directors is required.

**Sect. 3:** Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote of the disinterested directors and publication in the NEARA Transit newsletter is required.

**Sect. 4:** The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself.

**Sect. 5:** Every new member of the Board will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging, understanding of, and agreement to, this policy.

**Sect. 6:** The Board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this policy statement.

## **Appendix A**

### **Society for American Archaeology — Principles of Archaeological Ethics**

#### **Principle No. 1: Stewardship**

The archaeological record, that is, in situ archaeological material and sites, archaeological collections, records and reports, is irreplaceable. It is the responsibility of all archaeologists to work for the long-term conservation and protection of the archaeological record by practicing and promoting stewardship of the archaeological record. Stewards are both caretakers of and advocates for the archaeological record for the benefit of all people; as they investigate and interpret the record, they should use the specialized knowledge they gain to promote public understanding and support for its long-term preservation.

#### **Principle No. 2: Accountability**

Responsible archaeological research, including all levels of professional activity, requires an acknowledgment of public accountability and a commitment to make every reasonable effort, in good faith, to consult actively with affected group(s), with the goal of establishing a working relationship that can be beneficial to all parties involved.

#### **Principle No. 3: Commercialization**

The Society for American Archaeology has long recognized that the buying and selling of objects out of archaeological context is contributing to the destruction of the archaeological record on the American continents and around the world. The commercialization of archaeological objects - their use as commodities to be exploited for personal enjoyment or profit - results in the destruction of archaeological sites and of contextual information that is essential to understanding the archaeological record.

Archaeologists should therefore carefully weigh the benefits to scholarship of a project against the costs of potentially enhancing the commercial value of archaeological objects. Whenever possible they should discourage, and should themselves avoid, activities that enhance the commercial value of archaeological objects, especially objects that are not curated in public institutions, or readily available for scientific study, public interpretation, and display.

#### **Principle No. 4: Public Education and Outreach**

Archaeologists should reach out to, and participate in cooperative efforts with others interested in the archaeological record with the aim of improving the preservation, protection, and interpretation of the record. In particular, archaeologists should undertake to: 1) enlist public support for the stewardship of the

archaeological record; 2) explain and promote the use of archaeological methods and techniques in understanding human behavior and culture; and 3) communicate archaeological interpretations of the past. Many publics exist for archaeology including students and teachers; Native Americans and other ethnic, religious, and cultural groups who find in the archaeological record important aspects of their cultural heritage; lawmakers and government officials; reporters, journalists, and others involved in the media; and the general public. Archaeologists who are unable to undertake public education and outreach directly should encourage and support the efforts of others in these activities.

#### **Principle No. 5: Intellectual Property**

Intellectual property, as contained in the knowledge and documents created through the study of archaeological resources, is part of the archaeological record. As such it should be treated in accord with the principles of stewardship rather than as a matter of personal possession. If there is a compelling reason, and no legal restrictions or strong countervailing interests, a researcher may have primary access to original materials and documents for a limited and reasonable time, after which these materials and documents must be made available to others.

#### **Principle No. 6: Public Reporting and Publication**

Within a reasonable time, the knowledge archaeologists gain from investigation of the archaeological record must be presented in accessible form (through publication or other means) to as wide a range of interested publics as possible. The documents and materials on which publication and other forms of public reporting are based should be deposited in a suitable place for permanent safekeeping. An interest in preserving and protecting in situ archaeological sites must be taken into account when publishing and distributing information about their nature and location.

#### **Principle No. 7: Records and Preservation**

Archaeologists should work actively for the preservation of, and long term access to, archaeological collections, records, and reports. To this end, they should encourage colleagues, students, and others to make responsible use of collections, records, and reports in their research as one means of preserving the in situ archaeological record, and of increasing the care and attention given to that portion of the archaeological record which has been removed and incorporated into archaeological collections, records, and reports.

#### **Principle No. 8: Training and Resources**

Given the destructive nature of most archaeological investigations, archaeologists must ensure that they have adequate training, experience, facilities, and other support necessary to conduct any program of research they initiate in a manner consistent with the foregoing principles and contemporary standards of professional practice.

<http://www.saa.org/AbouttheSociety/PrinciplesofArchaeologicalEthics/tabid/203/Default.aspx>