

**Approved 4/1/77
Amended 15/07/93**

THE CONSITUTION OF THE MANITOBA ARCHAEOLOGICAL SOCIETY INC.

ARTICLES

ARTICLE I: NAME

The name of this organization shall be the Manitoba Archaeological Society Inc. This organization was founded in 1961, and was incorporated on September 08, 1970, in the province of Manitoba in accordance with The companies Act. The Manitoba Archaeological Society, Inc. shall hereafter be referred to throughout the Constitution and By-Laws as the Society.

ARTICLE II: OBJECTIVES

The Objectives of the society are:

- A. To promote the preservation, investigation and publication of archaeological information;
- B. To organize professional, amateur and lay people interested in Manitoba archaeology;
- C. To foster the study and teaching of archaeology throughout the province;
- D. To enlist the aid of all citizens in reporting, preserving and recording any archaeological sites;
- E. To raise money through donations, grants, contracts, etc. to promote the endeavours of the Society.

ARTICLE III: ORGANIZATION

Section 1. Membership

Membership in this Society shall be open to all who are interested in the stated objectives of this Society, with the procedures for membership to be adhered to as prescribed in the By-Laws and their amendments.

Section 2. Criteria for Membership

Acceptance of both receipt for membership dues paid and a valid membership card entitles a person to full membership status and obligates that person to subscribe to the objectives and constitution of the Society.

Section 3. Officers

The officers of the Society are: the President, the First and Second Vice-Presidents, the Secretary and the Treasurer. They, the aforementioned, and the immediate Past President constitute the Executive, which shall be responsible to the members of the Society.

Section 4. Terms of Officers

The President, Vice-Presidents, Secretary and Treasurer shall be elected every two years by the membership at large, with the slate of candidates being

prepared by the Nominating Committee along with candidates being accepted from the floor at the Annual Meeting. No Executive member shall hold the same office for more than two consecutive terms.

Section 5. Concurrent Positions

No person shall hold more than one position concurrently on the Executive in any year.

Section 6. Administration

The Executive formulates Society policy and is empowered to administer all the affairs of the Society, in particular, the library and such other properties as may be acquired from time to time. The President shall call Executive meetings as the need arises, and at the written request of an Executive quorum.

Section 7. Committee Chairpersons.

The Executive may appoint any number of committee chairpersons and designated project officers required to carry out its responsibilities. These committee chairpersons, designated project officers and the Executive, shall be called the Council. The Council members are responsible to the Executive.

Section 8. Dismissal

As a result of improper conduct or negligence by a committee chairperson or designated project officer, the President may request the resignation of that committee chairperson or designated project officer for just cause. The removal of the committee chairperson or designated project officer is effective once voted upon and passed by a majority of the Executive.

Section 9. Quorum of the Executive

A quorum of the Executive consists of one-half the members thereof.

Section 10. Council Structure

The Council of the Society shall consist of: one representative from each local chapter, the members of the Executive, and members in good standing appointed by the Executive to serve as committee chairpersons or designated project officers; and exofficio representatives from within the province of Manitoba. The number of representatives required is determined by the Executive. The Council is responsible to the Executive for the administration of the affairs of the Society. Members of the Council regardless of their position have one (1) vote on motions presented to Council which are voted on by the Council.

Section 11. Quorum of Council

A quorum of the Council consists of one-third of the members thereof, including two members of the Executive.

Section 12. Calling of Council

The Council shall meet at least five (5) times a year at the call of the President, and at such other times as the President may determine, or at the call of the President following a written Council meeting request submitted by a quorum of the Council.

Section 13. Annual Budget and Approval

The Council shall prepare an annual budget to be approved and administered by the Executive according to the terms of the budget.

Section 14. Presiding Officer

The President, or in his/her absence, one of the Vice-President, or in their absence, a chairperson protem, shall preside at all meetings of the Society, and of the Council, and of the Executive.

ARTICLE IV: SPECIAL APPOINTMENTS

Members of this Society may recommend to the Council the appointment of Patrons, an Honorary President, Honorary Vice-President, and Honorary Life members. The Council may recommend such appointments to the Executive for submission to the membership for approval.

ARTICLE V: ELECTIONEERING PROCEDURES

Section 1. Nominating Committee

The Council shall appoint a Nominating Committee chairperson from among the members of the Council. The Nominating Committee chairperson shall appoint two other Society members to form a Nominating Committee who shall nominate candidates to fill the positions of the Executive. The names of those nominated by the committee and standing for election must be indicated in writing to the members of the Society at least three (3) weeks prior to the Annual Meeting. The closing date for nominations will be accepted once the Annual Meeting has been adjourned. The final slate of candidates for the Executive positions must be presented to the members of the Society no later than three (3) weeks after the Annual Meeting. The ballots are to be mailed out no later than four (4) weeks after the Annual Meeting.

Section 2. Acclimation to Executive Position

If only one candidate is declared for each office, then those candidates are acclaimed to the representative positions the day after then Annual Meeting.

Section 3. Ballots and Voting

If more than one candidate for one or more Executive positions stands for election, then they shall be voted upon by a mail ballot sent to all of the members of the Society in good standing. The incumbents are those who polled the most votes for each of their respective positions, and they shall be declared within three (3) weeks after the deadline for vote returns. The deadline for vote returns is three weeks after the day that the ballots were mailed out and postmarked. The ballots once returned, are to be counted and scrutinized by three members

of the Society not presently standing for office. Candidates receiving the majority of votes are appointed by the Council.

Section 4. Residual Executive Vacancies

If vacant Executive positions remain, such vacant Executive positions shall be filled by the duly recognized incumbents to the other Executive positions and the preceding Executive, submitting names of possible appointees. The already recognized incumbents and the preceding Executive will use a majority vote to appoint persons into the vacant positions.

Section 5. Dissolution of Nominating Committee

The Nominating Committee is automatically dissolved once the Annual Meeting is adjourned. If no candidates come forward, an Executive will be appointed and declared with three (3) weeks of the Annual meeting by the majority vote of the preceding Executive.

Section 6. Vacancies Occurring During the Year

If a vacancy shall occur in any of the offices of the Society, it may be filled at the Council's discretion by election at the next regular meeting of the Council, and the person so elected shall hold his/her office for the unexpired term of the person vacating the same.

ARTICLE VI: MEETINGS

Section 1. Annual Meeting

The Annual meeting shall be that meeting designated for receipt of reports of officers and committees about activities for the past year, for presentation of the Nominating Committee's report and the call for any further nominations, and for the conduction of any other business that may arise. This meeting shall occur during the eleventh month of the current fiscal year of the Society.

Section 2. Special Meetings

Special Meetings may be called at any time by the President, and shall be called if requested in writing, by a total of ten (10) members in good standing. Every member in good standing shall receive notice of such a meeting stating the time and place and date at which such a meeting is to be held, and the purpose for which it is called. No business shall be transacted, except that stated in the notice.

ARTICLE VII: FINANCE

Section 1. Audit

At the Annual Meeting an auditor shall be appointed to audit the books of the Society, and to submit his report to the next Annual Meeting. The auditor must not be a current member of the Executive and/or Council.

Section 2. Fiscal Year

The fiscal year of the Society is the period of twelve (12) months beginning the first day of November in each year, and ending with the thirty-first day of October in the succeeding year with membership fees due the first day of the fiscal year.

ARTICLE VIII: RULINGS

When not otherwise provide for in this Constitution of the By-Laws of this Society, rulings of the Society Council or Executive, shall be as laid down in the most recent edition of Roberts Rules of Order, Revised.

ARTICLE IX: CONSTITUTIONAL AND BY-LAW CHANGES

Section 1. Articles of the Constitution

Proposed amendments to the Constitution shall be submitted to the Executive in writing, signed by at least five (5) members. The Executive shall then direct the Secretary to submit the proposed amendment along with their recommendation to the membership at least thirty (30) days in advance of the Annual meeting, at which meeting a vote shall be taken on the amendment. If formally approved by the Executive, a majority vote of those present shall suffice to adopt the amendment. If the proposed amendment is formally disapproved by the Executive, a two-thirds majority vote of those present at the Annual Meeting shall be required for adoption.

Section 2. By-Laws

The Executive on recommendation of the Council may, from time to time, prepare By-Laws and changes in the By-Laws as it may deem advisable for the better administration of the affairs of the Society. Such By-Laws and changes must be approved and ratified by a majority vote of the members of the Society who are in good standing.

ARTICLE X: DISSOLUTION

In the event of the dissolution of the Society, all remaining financial assets will be distributed to one or more Canadian charitable organizations at the discretion of the Executive. Other assets will be distributed according to the Council and Executive in consultation with the Provincial Archaeologist and Provincial Archivist.

BY-LAWS

BY-LAW I: COMPLIANCE WITH STATUTES

The activities of the membership shall be in accordance with the relevant Federal and Provincial Statutes, Notably Bill #95 of the Province of Manitoba – the Heritage Resources Act, and as amended from time to time.

BY-LAW II: DUTIES OF THE EXECUTIVE OFFICERS

Section 1. President

The President shall be the presiding officer of the Council and Executive and shall exercise general supervision over the affairs of the Society. The President shall be one of the signing members of the Society and shall have a vote.

Section 2. Secretary

The Secretary shall keep a true and accurate record of all the transactions of the Society, acting as Secretary to all Council and Executive meetings. The Secretary shall be responsible for issuing meeting notices and publicity on the activities of the Society. The Secretary shall preserve the records and any archival material of the Society and shall work with the Treasurer to maintain an up-to-date membership roll.

Section 3. Treasurer

The Treasurer shall administer the finances of the Society subject to the budget and other regulations approved by the Executive. The Treasures shall maintain proper and adequate records which shall be open at all times for inspection and audit. The Treasurer shall work with the Secretary to maintain an up-to-date membership roll. The Treasurer shall be a signing authority for the Society. In order to expediently execute the duties of this office, the Treasurer may strake a Finance Committee of which he/she shall be chairperson. The objectives of this committee shall be to assist the Treasurer in the execution of his/her duties and to develop and review all financial transactions of the Society which are subject to Executive approval.

Section 4. First Vice-President

The First Vice-President shall assist the President in the execution of his/her duties, acting in the President's place in the case of his/her absence and succeeding the President for the balance of the President's term if that office becomes vacant. The First Vice-President shall be the principal contact with the Society chapters and shall work under the direction of the President and Executive. The First Vice-President may be a signing authority for the Society.

Section 5. Second Vice-President

The Second Vice-President shall assist the Executive members in the execution of their duties. The Second Vice-President shall assume other duties as designated by the President and Executive. The Second Vice-President may be a signing authority for the Society.

Section 6. Immediate Past President

The Immediate Past President shall act as counsel to the President, advising the President on those matters which continue from the previous term, and shall assist in the discharge of those matters determined by the President and Executive.

BY-LAW III: ESSENTIAL COUNCIL POSITIONS

Section 1. Categories

The essential chairpositions of the Society Council (Article III Section 9) are as follows: Publication Chairperson, Program Chairperson. Special Project Officers and Committee Chairperson may strike sub-committees as required.

Section 2. Publications Chairperson

The Publications Chairperson is responsible for:

- A. soliciting and acquiring material for publication in the Manitoba Archaeological Journal and;
- B. arranging such material into a viable and presentable format, which meets the previous excellent standards of the Journal and;
- C. ensuring that the Journal is distributed on a regular basis to all members in good standing, subscribing institutions, and persons on the Editor's list.

The Publications chairperson may recommend to the current Executive possible staff for the production of definitive volumes pertaining to archaeology in Manitoba. The Publications Chairperson shall ensure that proper reports concerning publication activities are submitted to the Executive.

Section 3. Program Committee

The Program Committee schedules speakers for the special meetings and advises the Secretary three (3) weeks in advance of each special meeting about the topic and speakers for said meeting. The Program Committee makes all the necessary arrangements for the use of facilities (hall, equipment, etc.) in consultation with the Secretary and the person designated as ensuring that refreshments are to be served after the meeting. The Program Committee is responsible for ensuring that someone in attendance will introduce and thank each speaker at each meeting. The Program Committee Chairperson will ensure that the proper reports regarding the activities under his/her responsibility are submitted to the Executive.

The Program Committee is responsible for ensuring that:

- A. the Executive and Committee determine the Annual Meeting date and location three (3) months prior to its occurrence;
- B. the first and second call for papers is drafted, printed, and distributed, with the first Call for Papers being issued at least two months prior to the date of the Annual Meeting;
- C. meeting announcements are printed and distributed to all interested persons six weeks prior to the Annual Meeting

- D. speakers and topics are selected and their presentations appropriately scheduled;
- E. the program schedule, as finalized, is printed and made available, especially to the slated speakers, at least two weeks prior to the date of the Annual Meeting;
- F. locational facilities, audio-visual equipment, etc. for the Annual Meeting and that such reservations meet Executive approval;
- G. display space is reserved and that displays are in place one week prior to the date of the Annual Meeting;
- H. appropriate sales records are kept, and revenue collected is turned over to the Society Treasurer;
- I. speakers at the Annual Meeting are appropriately introduced;
- J. ensure that any request regarding transport and accommodation facilities are appropriately answered and that accommodation prices and transportation schedules to and from the Annual Meeting locality (town or city) are made available;
- K. express in writing, appropriate appreciative comments to those involved and rendering services during the Annual Meeting;
- L. the Program Committee ensures that adequate reports on activities are submitted to the Executive along with a financial report and the proper receipts, within two months after the meeting or event.

BY-LAW IV: EXOFFICIO COUNCIL MEMBERS

Persons or their delegates, whose primary function is commensurate with the Society's objectives, may be appointed exofficio members of the Council by a majority vote of the Council on recommendation of the Executive.

BY-LAW V: CHAPTERS

Section 1. Procedures of Formation

To further the Society's aims, ten or more Society members in a local district, distant from Winnipeg, may apply to the Council to form a chapter of the membership. The request to form a chapter must be made in writing accompanied by signatures of at least ten residents of the area in which the proposed chapter is to operate. Any such request to form a local chapter is to be made to the current President of the Society or his/her delegate, and approval for the formation of such is to be given by the Executive.

Section 2. Procedures of Establishment

Once any request to form a local chapter has been studied by the current Executive of the Society, the current President of the Society shall give written notice to all of the applicants indicating the decision rendered by the current Executive. If approved, the applicants shall then initiate a yearly recurring democratic process to elect a governing body for that chapter, with one member of that governing body being designated as liaison with the Council.

Section 3. Procedures of Chapter Conduct

Chapters shall be responsible for setting their own objectives commensurate with the objectives of the Society as set forth in Article II. Chapter projects and their funding must be approved by the Society Executive. The members in good standing of any chapter must be informed of the proposed undertakings in the area served by that chapter. The governing body of a chapter shall advise the Society's Executive of the chapter's position regarding the initiation of projects to be undertaken in the area served by that chapter.

Section 4. Collection of Fees

The governing body of each chapter shall collect yearly membership fees in accordance with the fee schedule set out in the Society By-Laws (By-Law VI, Section 3), and shall forward to the Society Treasurer a statement indicating the amount of fees collected along with a list of paid-up member, and a portion of the fees payable to the Society as may be mutually agreed upon from time to time. The portion of the fees payable to the Society is fifty percent (50%) of the total collected.

Section 5. Chapter Financial Support

The Society will provide a set amount of money in each annual budget for purposes of chapter support. Any chapter may apply for these funds by submitting a written request to the President that indicates that amount requested and the purpose for the funds. The Council will vote on the approval of the request at the earliest possible time.

Section 6. Notification of Council Meetings.

The Executive will notify the governing body of each chapter of every Council meeting, Annual Meeting and general meeting. The governing body will be sent copies of approved minutes of said meetings. The governing body of any chapter may request to be kept informed of any particular issue.

Section 7. Reports to the Council

The governing body of each chapter is responsible for keeping the Council advised of its activities.

BY-LAW VI: REVENUE COLLECTED

Section 1. Contributions

Contributions to the Society, other than those of membership fees, shall be distributed to Society projects as indicated by the contributors and approved by the Council.

Section 2. *Ten Thousand Years*

The funds developed from the sale of the volume *Ten Thousand Years* will be maintained as a separate fund for the publishing of definitive volumes on Manitoba archaeology.

Section 3. Membership Fees

Membership fees shall be as follows:

Adult Membership	\$20.00
Family Membership	\$25.00
Student Membership	\$12.00
Institutional Membership	\$30.00

BY-LAW VII: EXCAVATION

Section 1. Terms of Engagement

The Society may engage in archaeological excavations as determined by the Executive. To participate in such an endeavour is considered Annual Meeting privilege, not a right, of membership.

Section 2. Executive Approval

In order to maintain consistent standards of excavation, no group of Society members may qualify for Society sponsorship in an excavation without approval of the Executive. Members participating in any such excavation will be governed by the rules as set forth in the remainder of this article. All Society-sponsored excavations must be concluded by a site report.

Section 3. Regulations

This Society shall maintain a set of regulations the equivalent to The Heritage Resources Act and approved by the Executive. In order to qualify for dig privileges, any member must subscribe to the regulations and any other requirements deemed advisable by the Executive.

Section 4. Violations

Any member violating any portion of this article may have dig privileges suspended by the Executive until reinstated by the Executive.

BY-LAW VIII: AFFILIATION

Section 1. Procedures of Application

Any organized group that furthers the Society's objectives may apply for affiliate status. The request to form an affiliate must be made in writing accompanied by signatures of the governing body of the organization. Any such request to form an affiliate is to be made to the current President of the Society or his/her delegate, and approval for the formation of such is to be given by the Executive.

Section 2. Procedures of Establishment

Once any request to form an affiliate has been studied by the current Executive of the Society, the current President of the Society shall give written notice to the requesting organization's governing body indicating the decision rendered by the current Executive. If approved, one member of that governing body must be designated as liaison with the Council.

Section 3. Rights and Privileges

An affiliate organization is entitled to one institutional membership and all the privileges thereof. It is also entitled to one copy of any newsletter or other informational document (excluding the Journal) for each person in the affiliated organization. A designated representative of the affiliated organization may sit on Council.

Section 4. Criteria for Establishment

Affiliate status is in effect when the Society receives one Institutional membership request from the organization and a fee per person as set by the Society from time to time (1989/90 fee is \$2.00).

BY-LAW IX: SPECIAL PROJECT OFFICER

The Council will appoint, as needed, a person or persons to fulfill specific functions or projects on behalf of the Society. Such persons will be responsible for the completion of the specific function or project. The appointed person will also be responsible for maintaining any budget associated with that project. A special project officer will sit on the Council for the lifespan of the project. Examples of special projects include the producer for the television show "Archaeology in Manitoba", official representatives to other organizations, special publication coordinators and ad-hoc committee chairpersons.