

ARTICLES OF INCORPORATION
FOR
UTAH STATEWIDE ARCHAEOLOGICAL SOCIETY

ARTICLE I - NAME

Section 1.

The name of this organization shall be the UTAH STATEWIDE ARCHAEOLOGICAL SOCIETY, and shall hereinafter be referred to as the."Society".

ARTICLE II - LIFE

Section 1.

The life of this organization shall be perpetual.

ARTICLE III - OBJECTS AND PURPOSES

Section 1.

General Purposes: The purposes of this Society shall be:

- a. To promote popular interest and education in Archaeology and Anthropology and other related subjects, and to sponsor and provide means of correlating the work and efforts of all persons and groups interested therein;
- b. To sponsor and encourage the formation and development of chapters in the state of Utah, and by and through such means to preserve and protect the pre-historical heritage of Utah for the mutual benefit and enjoyment of all;
- c. To publish a periodic newsletter to the members, named Utah Archaeology.
- d. To encourage the establishment of local museums.

- e. The Society shall not be limited solely to the foregoing which is merely indicative of the type of activities to be pursued.

Section 2.

Limitations: This Society is not created for profit, but solely and exclusively for educational and scientific purposes. Its net income, if any, shall not inure, in whole or in part, to the benefit of any individual, and no distribution of its property or income shall be made to any individual or individuals. Upon dissolution, all monies and property belonging to the Society shall be given, at the discretion-of the Board-of Directors, to the state of Utah for educational purposes, or to a non-profit association for the continuance of such educational and scientific projects as the Society may have commenced.

Section 3.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, 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 4.

No part of the net earnings of the corporation 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 purpose set forth' in Article Third hereof. No substantial part of the activities of the corporation 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 or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these

articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income-tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or, (b) by corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 5.

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of 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, religious, 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 or to such organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

Section 6.

Legal: This Society shall abide by all applicable federal and state laws concerning 'Antiquities' together with all pertinent rules and regulations as promulgated and prescribed by the Secretary of the Interior and other authorized governmental agencies or commissions, and shall carry out the provisions of the "Act for the preservation of American Antiquities."

ARTICLE IV - MEMBERSHIP

Section 1.

The Society shall consist of chapters as already formed and to be formed in various parts of the state of Utah where there is sufficient interest for enough members to constitute a chapter. No size shall be set for a chapter; however, each chapter must conform to the concepts of the State Charter as well as their own chapter constitution and by-laws.

Section 2.

Membership in the Society shall be open to the following upon such terms and conditions as may be prescribed in the By-laws governing this Society, namely:

- a. Organized chapters.
- b. Members-at-large interested in furthering the aims of the Society and living in areas where attendance at chapter meetings would work a hardship.
- c. Honorary members. Honorary members shall have no voting privileges.

ARTICLE V - GOVERNMENT

Section 1.

Officers: The officers of this Society shall be: President, Vice President (who shall be the president elect), Recording Secretary, Corresponding Secretary, and Treasurer, with duties as specified in the By-laws.

Section 2.

Board of Directors: The Board of Directors shall be composed

of the officers of this Society and the president and vice president of each of the member chapters, subject to the duties and terms of office as prescribed in the By-laws of this Society.

ARTICLE VI - MEETINGS

Section 1.

Meetings of the Society: An annual meeting of the Society shall be held in June of each year as prescribed in the By-laws governing the Society. Special meetings may be called, if deemed necessary, by the President, the Advisor, or upon written request of any three members in good standing, provided all chapter presidents and members-at-large are notified at least ten (10) days in advance of such meetings and that the request is submitted to the Corresponding Secretary, having first been signed by the persons requesting the meeting.

ARTICLE VII - QUORUM

Section 1.

Quorum: Three fifths of the voting membership in attendance shall comprise a quorum, with each member having one vote.

ARTICLE VIII - DUES AND FINANCES

Section 1.

This Society shall have the power to charge dues of its members in order to have funds to publish and mail Newsletters and notices, as well as to reproduce articles of mutual interest to members in order to further the aims and purposes of the organization. In addition, it shall have the power to accept gifts, bequests, and solicit funds to help establish museums, finance digs and explorations, and in general, increase the public knowledge of Utah's pre-history.

ARTICLE IX - AMENDMENTS

Section 1.

This Constitution may be amended at the Annual Meeting or any special meeting called for such purpose by a three-fifths (3/5) vote of the voting membership in attendance, after the following provisions have been complied with:

- a. Any proposed amendment to this Constitution must be submitted to the Corresponding Secretary.
- b. The name of the person, or persons proposing the amendment, together with an explanation of why the amendment has been proposed, must accompany the copy of such proposed amendment and be mailed to the Corresponding Secretary at least ninety (90) days prior to the annual June meeting, or any special meeting to be called for amending purposes.
- c. A copy of the proposed amendment shall then be sent by the Corresponding Secretary to each chapter president and secretary and member-at-large at least sixty (60) days prior to such meeting.
- d. If the proposal is adopted by a three-fifths vote at the annual or special meeting, then the revised Article, Articles or new Article shall be forthwith transmitted to the Secretary of State for filing and copies sent to each chapter.

ARTICLE X - PARLIAMENTARY ORDER

Section 1.

Parliamentary Order: Robert's Rules of Order, Newly Revised, shall be authority on all questions of parliamentary procedure not covered herein.

ARTICLE XI - CANCELLATION CLAUSE

Section 1.

Cancellation: The adoption of this Constitution automatically cancels any or all previous constitutions and amendments hereto of this Society. Adopted at a duly called Special Meeting of the Utah Statewide Archaeological Society on September 18, 1971.

Amended at the regular Annual Meeting on April 12, 1975.

.Amended again at the regular Annual Meeting on June 20, 1987.