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**BY-LAWS  
NORTHWEST ANTHROPOLOGICAL ASSOCIATION**

**SUBMITTED BY:  
Jerry R. Galm**

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—REVISION

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—REVISED BY

Christopher Noll, Mary  
Petrich-Guy, Molly Swords,  
Sydney Hanson

—DATE APPROVED

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**ARTICLE I.  
NAME**

The name of the organization shall be the Northwest Anthropological Association, Inc., conducting business as the Northwest Anthropological Conference (NWAC).

**ARTICLE II.  
PURPOSE**

The primary purpose of the NWAC shall be to encourage the exchange of ideas and information among members of the Anthropological community. This can be accomplished by:

- A. Serving as coordinators of the annual Northwest Anthropological Conference.
- B. Promoting communication among the sub-disciplines that comprise the Anthropology community in the Pacific Northwest and beyond (national and international).
- C. Assisting anthropologists and Anthropology programs to improve their effectiveness in the areas of research, teaching and community service through the exchange of new ideas and methodologies in the field.
- D. Promoting better communication among individual anthropologists and Anthropology programs and state, federal, and private agencies responsible for providing anthropological services, education, and research opportunities.
- E. Reviewing and providing recommendations on all proposed local, state, or federal regulations, guidelines, and policy changes pertinent to the sub-fields of Anthropology and determined to be in accord with the goals and directives of the NWAC.

**ARTICLE III.  
GENERAL MEMBERSHIP**

Membership will consist of all personnel and other persons officially affiliated with the NWAC. Affiliation shall be extended to all registered conference members.

**ARTICLE IV.  
ORGANIZATION OF THE BOARD OF DIRECTORS**

- A. A minimum of five (5) voting representatives, one of whom will consist of the last conference chairpersons(s).
- B. Each representative of the NWAC has one vote.

- C. Alternates may vote in place of regular representatives provided they bear appropriate authorizations on NWAC letterhead. Such authorization letters will incorporate the alternate's name, current date, and signature of appropriate representative.
- D. Service as a board member is without compensation.

**ARTICLE V.  
DUES**

- A. There shall be one (1) treasury for the NWAC. The amount of annual dues, if any, shall be established by the NWAC.
- B. Dues of the NWAC may be used for any NWAC expenses incurred in conducting conference business as outlined in these bylaws.
- C. Each member shall pay annual NWAC dues by a date to be determined by the NWAC.

**ARTICLE VI.  
OFFICERS**

**Section 1. Officers of the Northwest Anthropological Association**

The officers of NWAC executive board (hereafter the board) shall be:

- A. President
- B. Vice President
- C. Secretary
- D. Treasurer
- E. Last Conference Chair(s)/Member-At-Large
- F. Incoming Conference Chair (non-voting)

**Section 2. Qualification of Nominees/Election**

Officers must be elected from among active conference members to serve a term of from 2 to 3 years. The selection of presidential candidates from the pool of past conference chairpersons is recommended but not mandatory. Representatives must recognize that being elected to an office of NWAC would require a minimum two-year commitment.

### **Section 3. Term of Office**

The president, secretary, and last conference chair/member-at-large will be elected for two-year terms. The vice-president and treasurer will be elected for three-year terms. Officers will be elected at the business meeting held in conjunction with the annual meeting of the NWAC.

### **Section 4. Vacancies of Officers**

The vacancy shall be filled by presidential appointment until the next scheduled meeting at which time an election will be held to complete the term.

### **Section 5. Duties of Officers**

- A. The president shall be responsible for presiding over all scheduled meetings, calling special and executive meetings and appointing special committees and other duties as may be required by the membership.
- B. The vice president shall perform all the duties of the president in the event of the president's absence or inability to perform his/her duties. The vice president shall act as an assistant to the president and shall be responsible for the annual review and updating of NWAC bylaws.
- C. The secretary shall be responsible for maintaining the records of NWAC. Specific duties shall include keeping minutes of all regularly or specially scheduled executive sessions of the board, disseminating copies of the minutes to board members and, upon request, the general membership of NWAC, and maintaining hard and electronic copies of meeting minutes.
  - 1. Recording of the minutes of all regular, special, and executive committee meetings and act as custodian of said minutes.
  - 2. Typing and distributing minutes from regular, special, and executive committee meetings to all board members within forty-five (45) days of the occurrence of these meetings.
  - 3. Shall take responsibility for all written correspondence, communications, and agenda of the NWAC and maintain a file on said correspondence, communications and agendas.
  - 4. Shall maintain a list of the members in good standing for the purpose of establishing a quorum.

D. The Treasurer shall be responsible for maintaining fiscal records. Specific duties are as follows:

1. Collect and disburse the assets of the NWAC at the direction of the representative.
2. Submit reports of the annual meeting expenses and income to the executive committee or upon request of the NWAC president.

## **ARTICLE VII. EXECUTIVE COMMITTEE**

The executive committee shall consist of the president, vice president, secretary, and treasurer, and one member-at-large. The executive committee is responsible for: recommending representatives to the president for appointment as chairpersons of committees; developing the agenda for regular meetings, special meetings and executive committee meetings; assuring actions of the executive committee, when taken on behalf of the NWAC, shall be subject to the approval of the NWAC membership at the next scheduled meeting.

Members of the board who are absent from two (2) consecutive meetings without prior arrangement or valid excuse shall be contacted in writing by the NWAC secretary to determine their intent to fulfill the duties of their respective office.

## **ARTICLE VIII. COMMITTEES**

The NWAC board may establish standing committees including executive, scholarship, and nominating as deemed necessary and appropriate. The NWAC board can also establish ad hoc committees on an “as needed” basis. Any and all committees convened by the board shall include at least one executive board member. Committee chairs will be appointed by the president and report to the membership.

## **ARTICLE IX. MEETINGS**

### **Section 1. Annual Business Meeting**

The annual business meeting of the NWAC shall be convened during the spring meeting and will be open to the general membership.

## **Section 2. Regular Meetings**

NWAC meetings will be held at times and places designated by the board. Special meetings may be called by the president at his/her discretion. Meeting locations will be at pre-determined locations established by the schedule of spring meetings

## **Section 3. Committee Meetings**

Regular committee meetings shall be scheduled to coincide with the annual meeting at a time and place determined by the chair or the majority of committee members.

## **Section 4. Notice of Meetings**

The secretary shall provide notice of all meetings and agendas to members at least two (2) weeks prior to the scheduled meeting date. Notice of special meetings, including the appropriate agenda and purpose of said meeting, shall be stated at least one (1) week in advance of the meeting. Notifications typically will be included in the last general mailing of the current meeting, but also may be by mail, email (electronic), or phone. The schedule for the annual business meeting will be printed in the conference program.

## **Section 5. Conduct of Business**

The quorum for conducting business of NWAC shall be a simple majority of board members, unless specified otherwise in these bylaws. Voting will be conducted as simple majority voice votes at annual and special meetings; mail ballots shall be permitted if and as deemed appropriate by the board. Proxy voting shall not be permitted.

## **ARTICLE X. REMOVAL OF BOARD MEMBERS**

Any officer or representative of the NWAC board may be removed for lack of attendance, malfeasance, conflict of interest, or failure to perform his/her duties. The removal process is as outlined in the Policy and Procedures section.

## **ARTICLE XI. CONTRACTS, CHECK, DEPOSITS, FUNDS, AND FUND RAISERS**

A. **CONTRACTS.** The board of directors and NWAC membership authorize any officer or officers, so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of NWAC and such authority may be general or confined to special circumstances.

**B. CHECKS, DRAFTS, OR ORDERS FOR PAYMENT.** All checks, drafts, or orders for payment of money, notes or other evidence of indebtedness issued in the name of NWAC shall be signed by two of the designated officers or designated representatives of NWAC.

**C. DEPOSITS.** All funds of NWAC are to be deposited to the credit of NWAC in such banks, trust companies, or their depositaries as determined appropriate by the board.

**D. GIFTS.** The board may accept on behalf of NWAC any contribution, gift, bequest, or devise for any special purpose of NWAC.

**E. FUND RAISERS.** Any fund-raiser commissioned for NWAC must have prior approval of the board. All funds generated or paid out in the course of a fund-raiser must pass through the treasurer and be closely monitored.

## **ARTICLE XII. DISSOLUTION OF THE BOARD**

A. Dissolution proceedings shall be initiated by the executive board, who shall present a resolution recommending that NWAC be dissolved, and direct that the question of dissolution be submitted to a vote at the annual meeting. All members having voting rights shall be permitted to vote on the question. Written notice stating that a resolution of dissolution of the corporation will be introduced shall be presented to the membership at least one (1) week in advance of said meeting in a manner provided for in these bylaws for giving notice of meetings. A resolution to dissolve the corporation shall be adopted upon receiving a majority of votes cast at the meeting, provided there is a quorum.

B. All liabilities and obligations of NWAC shall be paid, satisfied, and discharged, or adequate provision shall be made thereof following approval of dissolution of the corporation.

C. Assets held by NWAC upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.

D. Assets received and held by NWAC subject to limitations permitting their use only for charitable, benevolent, educational, or similar purposes, but not held upon a condition requiring the return, transfer, or conveyance by reason of the dissolution, shall be transferred or conveyed to NWAC, societies or organizations also exempt under Section 501 (c) (3) of the Internal Revenue Service Code and engaged in activities substantially similar to those of the dissolving NWAC, pursuant to a plan of distribution adopted as provided in these bylaws.



E. A plan providing for the distribution of assets, not inconsistent with the provisions of these bylaws, maybe adopted by NWAC in the process of dissolution and shall be adopted by NWAC for the purpose of authorizing a transfer of conveyance of assets as required by law in a plan of distribution.

**ARTICLE XIII.  
PARLIMENTARY AUTHORITY**

The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern NWAC in all cases to which they are applicable and in which they are not inconsistent with these bylaws or any special rules of order NWAC may adopt.

**ARTICLE XIV.  
AMENDMENTS AND RATIFICATION**

A. All proposed amendments, whether originated by individual members or by consensus of the membership, shall be presented to the board for preparation and distribution to NWAC membership.

B. All proposed amendments to the bylaws shall be presented, in writing, to the membership not less than thirty (30) days prior to the effective date of amendment.

C. Proposed amendments to the bylaws shall be submitted to the membership for approval (vote) at the annual meeting, ~~or~~ by U.S. mail, or by secure electronic ballot.

D. A majority vote of the membership responding in favor of an amendment shall be required to amend the bylaws.