

CONSTITUTION
OF
THE COUNCIL FOR NORTHEAST HISTORICAL ARCHAEOLOGY

ARTICLE I. Name and Purpose

- Section 1. Name. The name of this organization shall be The Council for Northeast Historical Archaeology.
- Section 2. Purpose. The purpose of this non-profit educational organization shall be to stimulate and to encourage the collection, preservation, advancement, and dissemination of knowledge and information concerning the study and practice of historical archaeology in that part of North America presently encompassed by the States of Connecticut, Delaware, District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia, and West Virginia, as well as the Provinces of New Brunswick, Newfoundland and Labrador, Nova Scotia, Ontario, Prince Edward Island, and Quebec. The Council shall be particularly concerned with furthering the use of both terrestrial and underwater archaeology as a vital tool for understanding the origins and development of the modern world. The Council encourages fieldwork, collections research, and conservation of the historical archaeological record. It is also dedicated to sharing the results of this research with the public and professional communities through meetings, conferences, symposia, publications, field trips, and various educational and public outreach initiatives as deemed appropriate by the Council's membership.

ARTICLE II. Membership and Executive Board

- Section 1a. Eligibility. Membership in the Council shall be open to any person endorsing both the purposes of the organization as set forth in Article I, Section 2, above, and the ethical standards of the Council as printed in the journal *Northeast Historical Archaeology*, and on the basis of payment of dues. A member in good standing shall be defined as a member whose dues are current for the calendar year.
- 1b. Categories of Membership. Membership in the Council for Northeast Historical Archaeology runs the calendar year. The following categories and privileges of membership are established:
- i. Individual Membership Categories

a) individual--receives one set of all Council publications and discounted rates for conferences and purchases of back issues. Voting member.

b) student--receives one set of all Council publications and discounted rates for conferences and purchases of back issues. Voting member.

c) joint--receives one set of all Council publications. Both members are entitled to discounted rates for conferences and purchases of back issues. Both members have voting privileges.

d) fellow--receives one set of all Council publications and discounted rates for conferences and purchases of back issues. Voting member.

e) life--receives one set of all Council publications and discounted rates for conferences and purchases of back issues. Voting member.

f) retired--receives one set of all Council publications and discounted rates for conferences and purchases of back issues. Voting member.

ii. Institutional/Business Membership
receives one set of all Council publications and discounted rates for purchases of back issues; institutions and businesses do not have voting privileges and do not receive discounted conference registration rates.

1c. Paper presenters or, where applicable, senior authors of a paper must be members in good standing in order to present a paper at the Annual Meeting of the Council for Northeast Historical Archaeology. Conference organizers may waive membership fees for invited speakers.

Section 2. Composition of Executive Board. The Executive Board shall consist of seventeen (17) members of the Council with the provision that two-thirds of this number shall be citizens of the United States and one of this number shall be a legal resident of the State of New York so as to qualify the organization for incorporation under the laws of the State of New York. Candidates for the Executive Board must hold an individual membership in the Council for Northeast Historical Archaeology and be members in good standing.

Section 3. Selection of Executive Board.

a. Elected Members. Fifteen members of the Executive Board shall be elected by a majority of those members voting by mail or electronically from a list of nominees presented to the membership by the Nominations and Elections Committee.

b. Ex Officio Members. The journal and newsletter editors, who are appointed by a majority of the Executive Board, shall serve as voting board members for the duration of

their tenure as editors. Ex officio members are not eligible to hold office on the Executive Board.

Section 4. Terms of Membership of Executive Board. At the first Annual Meeting when this Constitution may be adopted, nominations for the fifteen (15) members of the Executive Board shall be received and elections conducted on the basis of five (5) persons serving one (1) year terms, five (5) persons serving two (2) year terms, and five (5) persons serving three (3) year terms. Thereafter each successive Annual Meeting shall elect five (5) persons for full three (3) year terms except when filling special vacancies due to death, resignation, or incapacity to serve. In the event that two or more candidates for the Executive Board shall have the same number of votes for the fifth seat on the board, the Executive Board shall break the tie by written ballot at the next regular or special meeting of the Executive Board.

Section 5. Special Vacancies, Executive Board. Upon certification by the Chair and two other Executive Board members of an Executive Board vacancy due to death, resignation, or incapacity to serve, the vacancy shall be filled for the remaining or unexpired portion of the vacant membership term by action of the Executive Board.

ARTICLE III. Meetings

Section 1. Regular Meetings. A regular business meeting of the Council shall be held at least once each year in conjunction with the Annual Meeting of the Council for Northeast Historical Archaeology. At the Annual Meeting of the Council for Northeast Historical Archaeology and with the approval of the majority attending, members may request the Executive Board to study and report decisions to the Council on any item consistent with the purpose of the organization as stated under Article I, Section 2. Regular meetings of the Executive Board shall be held twice each year.

Section 2. Special Meetings, Executive Board. Special meetings of the Executive Board may be called at any time by the Chair either upon his or her initiative or upon the written request of nine (9) other Board members.

Section 3. Notice of Meetings, Executive Board. The Secretary shall give at least fourteen (14) days advance notice in writing or electronically to all Executive Board members of the time, place and purpose of all regular and special meetings.

Section 4. Quorum, Executive Board. The members of the Executive Board present at a regular or special meeting, or participating via electronic communication technology, shall constitute a quorum; however, the presence of at least nine (9) members of the Executive Board or their mail, telephone, or electronic ballots shall be required for any vote committing the Council to substantive policy or dispersing the property and assets of the Council.

Section 5. Procedure. All meetings of the Council and Executive Board shall be conducted in accordance with *Robert's Rules of Order* except where the Constitution or By-laws of the Council shall supersede them.

ARTICLE IV. Officers

Section 1. Positions and Duties. The officers of the Council shall consist of the following:

- a. A Chair who shall be the chief executive officer of the Council and as such shall preside over all business meetings of the Council and the Executive Board, shall see that all orders and resolutions of the Council and Executive Board are carried into effect, shall appoint the chairs and members of each standing and special committee except for the finance committee, and shall have such other powers not inconsistent herewith as shall from time to time be conferred upon him or her by the Council and/or the Executive Board.
- b. A Vice-Chair who shall perform the duties of the Chair in the event of the latter's absence, death, resignation, or incapacity and shall otherwise assist the Chair, and who shall have responsibility for maintaining the institutional membership list and for yearly renewals and institutional membership drives.
- c. A Treasurer who shall maintain complete financial records of the Council and its transactions, shall have the custody of all monies of the Council, shall keep regular books of account and may be required by the Council to submit the same for periodic audit, and shall coordinate finances for all committee and Executive Board activities. The treasurer shall also serve as chair of the Committee on Budget and Finance.
- d. A Secretary who shall maintain the minutes and correspondence of the Council, shall maintain an archive for the Executive Board and the Council, and shall perform such other duties not inconsistent herewith as may be required from time to time by the Council and/or the Executive Board.
- e. Two Executive Vice-Chairs, one from the United States and one from Canada, who shall maintain and regularly update all non-institutional membership lists and who shall be responsible for the Council's yearly renewal and individual membership drives in each country.

Section 2. Selection and Terms of Office. The Officers of the Executive Board shall be selected from the Board's elected members through nomination and election by a majority of those Executive Board members present and voting at each regular fall Executive Board meeting. The officers shall assume office at the regular fall Executive Board meeting and hold office until the expiration of their three-year term as Board Members, at which time nominations and elections for those positions shall be held.

ARTICLE V. Board of Trustees

Section 1. The seventeen members of the Executive Board, including the Officers, shall be vested with the authority to act as a Board of Trustees for the Council in the management and control of the Council's property, assets, and affairs.

Section 2. All regular and special meetings of the Executive Board shall be considered to be equivalent to meetings of a Board of Trustees subject to the quorum requirements of Article III, Section 4 above.

ARTICLE VI. Committees

Section 1. Standing Committees. The standing committees of the Council shall be a Committee on Budget and Finance, a Committee on Education and Outreach, a Committee on Membership, a Committee on Awards, a Committee on Ethical Standards and Training, a Journal Advisory Committee, and a Nominations and Elections Committee. With the exception of the Budget and Finance Committee, the Committees and their chairs shall be appointed by the Chair of the Council as soon after his or her election as may be practical. Committee chairs shall be members of the Executive Board.

Section 2. Committee on Budget and Finance, Duties. The Committee on Budget and Finance shall recommend an annual budget for the Council, shall investigate and report upon sources of income or other means of funding, and shall provide for an annual audit of the financial records of the Council. The specified recommendations, reports, and audits shall be submitted to the Executive Board. The committee shall include one representative each from Canada and the United States who shall coordinate with the Treasurer to oversee accounts and financial matters in both countries.

Section 3. Committee on Education and Outreach, Duties. The Committee on Education and Outreach shall review and make recommendations on matters of education and outreach for the Council, and shall provide for the effective development of professional and public audiences in accordance with the directives of the Executive Board.

Section 4. Committee on Membership, Duties. The Committee on Membership shall include the Vice-Chair and the two Executive Vice-Chairs, representing Canada and the United States, who shall coordinate with the Treasurer in developing the Council's institutional and individual membership lists, shall coordinate annual renewal and membership drives, and shall otherwise act in accordance with the directives of the Executive Board.

Section 5. Committee on Awards, Duties. The Committee on Awards shall develop and coordinate an award program to recognize Exemplary Service to the Council and/or Outstanding Contributions to the field of Northeast Historical Archaeology.

Section 6. Committee on Ethical Standards and Training, Duties. The Committee on Ethical Standards and Training shall recommend to the Executive Board proposed general guidelines and other standards for the planning, operation, and utilization of archaeological projects as well as for the improvement of training through both experience and academic preparation. The Committee also regularly shall recommend improved means for the interchange of specialized information for action by and implementation at the direction of the Executive Board.

Section 7. Journal Advisory Committee, Duties. The Journal Advisory Committee shall act in an advisory capacity to the journal editor and offer such assistance as deemed appropriate to encourage submissions, aid the review process, or otherwise promote the journal.

Section 8. Nominations and Elections Committee, Duties. The Nominations and Elections Committee shall be responsible for yearly nominations and election to the Executive Board, including the call for nominations, the collection of candidate statements and preparation of the ballot, and the election. The committee shall tally the ballots and submit a report of the election results to the Secretary.

Section 9. Special Committees. Special Committees may be designated and appointed by the Chair of the Council as need may arise for them.

ARTICLE VII. Finances and Conveyances

Section 1. Finances. The monies of the Council shall be deposited in the name of the Council in such bank or trust company as the Treasurer shall recommend. The primary checking and/or savings accounts shall be located in the State of New York, and shall be drawn out by checks, drafts, or other orders for the payment or transfer of money, signed by the Treasurer and/or such other person or persons as may be designated by the Executive Board.

Section 2. Conveyances. All deeds, mortgages, releases, and other instruments or conveyances, contracts, or other instruments' of the Council must be authorized by the Executive Board at a regular or a special meeting and shall be executed on behalf of the Council and in its name by the officer or officers of the Council thereunto authorized by the Executive Board.

Section 3. Annual Reporting Requirements. The Council shall meet all federal and state annual reporting requirements pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845 / A.8072).

ARTICLE VIII. Conflict of Interest Policy. Pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845 / A.8072), the Council hereby adopts a conflict of interest policy.

Section 1. Definition. A conflict of interest is hereby defined as a situation in which an Executive Board member or officer cannot discharge his or her responsibilities, or do justice to or act in the Council's best interests because of a duty or obligation to another entity or organization with potentially adverse interests, or because of a direct or indirect pecuniary or material benefit accruing to a board member or officer as the result of a contract or transaction with an entity for which the board member is an officer, director, trustee, member, or owner (either as a sole proprietor or a partner).

Section 2. Procedures. All elected and ex officio board members shall be required annually to disclose potential conflicts of interest to the Secretary of the Executive Board. A board member who has disclosed a conflict of interest may not be present at or participate in board or committee deliberation or vote on the matter from which such conflict arises. Board members with a conflict of interest are prohibited from attempting to improperly influence deliberation or voting on the matter from which such conflict arises. The existence and resolution of the conflict shall be documented in the Council's records, including in the minutes of any meeting at which the conflict was discussed or voted upon. All elected and ex officio board members currently serving at the time of this amendment and all newly elected board members shall be required to complete, sign, and submit to the Secretary of the Executive Board a written statement identifying, to the best of the board member's knowledge, any entity of which such board member is an officer, director, trustee, member, owner (either as a sole proprietor or a partner) or employee and with which the Council has a relationship, and any transaction in which the Council is a participant and in which the board member might have a conflicting interest. This policy shall require each board member to resubmit such written statement annually. The Secretary of the Executive Board shall provide a copy of all completed statements to the Chair or the Vice-Chair of the Executive Board.

ARTICLE IX. Dissolution

Section 1. Method. In the event of dissolution of the Council, either voluntary or involuntary, the procedures indicated in Section 217, 219, and 220 of the Education Law of the State of New York shall apply.

Section 2. Assets. In the event of the dissolution of the Council, either voluntary or involuntary, the membership of the Council shall not be entitled to any of the assets but the same shall be disposed of in accord with Sections 217, 219, and 220 of the Education Law of the State of New York.

ARTICLE X. Amendments and By-Laws

Section 1. Amendments. This Constitution may be amended, repealed or altered in whole or in part by an affirmative vote of two-thirds of the total membership of the Executive Board.

Section 2. By-Laws. The Council may adopt by-laws or additional standing rules not inconsistent with the provisions of this Constitution by an affirmative vote of a majority of the total membership of the Executive Board.

CONSTITUTIONAL AMENDMENT I

Section 1. Dues and Terms of Membership. The Executive Board shall be empowered to establish and to periodically revise as necessary a system of membership classifications, terms, and privileges together with related dues amounts to support the activities of the Council. Such memberships shall be open to any person endorsing the purpose of the organization as set forth in Article I, Section 2. Membership in good standing shall be required for the casting of any vote, including those during elections, at any business meeting of the Council.

Section 2. Changes in Terminology. The term "Executive Board" shall be substituted for the term "Council" in all articles and sections of the constitution hereafter listed: Article II, Sections 2, 3, 4, and 5; Article III, Sections 1, 2, 3, and 4; and Article IX, Sections 1 and 2. The term "Executive Board" shall be substituted for the term "Council" in all portions of Article IV, Section 2, other than the first time the word "Council" appears. The term "Executive Board" shall be substituted for the term "Council" the first time it appears in Article V, Section 1, and in Article V, Section 2.

Altered as approved on March 6, 1982.

CONSTITUTIONAL AMENDMENT II

Section 1. Changes in Geographic Scope. The States of Virginia and West Virginia and the Province of Newfoundland and Labrador shall be added to the geographic definition of the Council's constituency in all articles and sections of the constitution hereafter listed: Article I, Section 2.

Section 2. Changes in Terminology. The terms "Annual Meeting" and "Annual Meeting of the Council for Northeast Historical Archaeology" shall be substituted for the terms "annual Symposium" and "annual Symposium on Northeast Historical Archaeology" in all articles and sections of the constitution hereafter listed: Article II, Section 4; Article III, Section 1; Article VI, Section 4.

Section 3. Change in Composition of the Executive Board. The membership of the Executive Board shall be increased to seventeen; nine members shall constitute a quorum for the Executive Board, as set out in Article III, Section 4. The number "seventeen" shall be substituted for the term "fifteen" in all articles and sections of the constitution hereafter listed: Article II, Section 2; Article V, Section 1. The number "nine (9)" shall be substituted for the number "seven (7)" in all articles and sections of the constitution hereafter listed: Article III, Sections 2 and 4.

Section 4. Change in Selection of the Executive Board. The Executive Board shall be composed of fifteen elected and two appointed Board Members, as set out and defined in Article II, Section 3.

Section 5. Change in Positions and Duties of Officers. The duties of the Vice-Chair and the Secretary are amended as set out in Article IV, Sections 1(b) and 1(d).

Section 6. Change in Selection and Terms of Office. The terms for office on the Executive Board shall be amended such that officers shall assume office at a regular fall Executive Board meeting and shall serve for the duration of their elected term on the Board. The phrase "for the duration of their terms as Board members" shall be substituted for the phrase "until their successors are selected and assume office at the next regular fall Executive Board meeting" in all articles and sections of the constitution hereafter listed: Article IV, Section 2.

Altered as approved on March 16, 2001.

CONSTITUTIONAL AMENDMENT III

Section 1. Changes in Terminology. The term "Chair" shall be substituted for the term "Chairman" in all articles and sections of the constitution hereafter listed: Article II, Section 5; Article III, Section 2; Article IV, Sections 1(a) and 1(b); Article VI, Sections 1 and 7. The phrase "or her" shall be inserted after "his" or "him" in all articles and sections of the constitution hereafter listed: Article III, Section 2; Article IV, Section 1(a); Article VI, Section 1.

Section 2. Changes in Terms of Membership. Article II, Section 1 is renamed Article II, Section 1(a). In Section 1(a), the terms of membership shall

be amended such that members must endorse both the purposes of the Council as well as the ethical standards of the Council. The word "both" shall be inserted following the word "endorsing" in Article II, Section 1(a). The phrase "and the ethical standards of the Council as printed in the journal *Northeast Historical Archaeology*" shall be inserted following the word "above" in Article II, Section 1(a). Categories and privileges of individual and institutional memberships are hereby established as written in Article II, Section 1(b). Article II, Section 1(c) is hereby inserted to require that individuals or, where applicable, the senior author of a paper wishing to present said paper at the Annual Meeting of the Council for Northeast Historical Archaeology must be members in good standing. Conference organizers may waive membership fees for invited speakers.

Section 3. Change to Composition and Selection of Executive Board. The sentence "Candidates must hold an individual membership in the Council for Northeast Historical Archaeology and be a member in good standing to be eligible to serve on the Executive Board" shall be added to Article II, Section 2 following the phrase "under the laws of the State of New York." The sentence "Appointed members are not eligible to hold office on the Executive Board" shall be inserted following the phrase "their tenure as editors" in Article II, Section 3(b). The word "term members" shall be added to Article IV, Section 2, following the phrase "selected from the Board's."

Section 4. Change to Position and Duties of Officers. In Article IV, Section 1(a), the position of Chair is amended as follows: the phrase "except for the finance committee" shall be inserted following the phrase "shall appoint the chairs and members of each standing and special committee." In Article IV, Section 1(c), the position of Treasurer is amended as follows: the phrase "and shall coordinate finances for all committee and Executive Board activities" shall be inserted following the phrase "to submit the same for periodic audit." The position of Executive Vice-Chair shall be added to Article IV under Section 1 (e). The duties of the Executive Vice-Chair are defined as written in Article IV, Section 1(e).

Section 5. Change to Standing Committees. Article VI is hereby amended to include a Committee on Publicity and Outreach, a Committee on Membership, and a Committee on Awards, and to delete the Committee on Publications and the Committee on Programs and Meetings, as set out in Article VI, Sections 1-5. The sentence "Committee chairs shall be members of the Executive Board" shall be inserted in Article VI, Section 1, following the phrase "as may be practical." Article VI, Section 2, listing the duties of the Committee on Budget and Finance, shall be amended to include the phrase "The committee members shall include the Treasurer, who will serve as chair of this committee, and at least one representative each from Canada and the United States

who shall coordinate with the Treasurer to oversee accounts and financial matters in both countries."

Section 6. Change to Article VII, Section 1, Finances. The phrase "the Treasurer shall recommend" shall be substituted for the phrase "the Council shall designate" in the first sentence and the phrase "and shall be located in the State of New York" shall be inserted after the phrase "the Treasurer shall recommend." The phrase "or transfer of" shall be inserted following the phrase "shall be drawn out by checks, drafts, or other orders for the payment."

Altered as approved on October 18, 2001.

CONSTITUTIONAL AMENDMENT IV

Section 1. Change to Article 1, Section 2, Purpose. The purpose of the Council shall be amended such that the phrase, "The Council shall be particularly concerned with furthering the use of both terrestrial and underwater archaeology as a vital tool for understanding the origins and development of the modern world. The Council encourages fieldwork, collections research, and conservation of the historical archaeological record. It is also dedicated to sharing the results of this research with the public and professional communities through meetings, conferences, symposia, publications, field trips, and various educational and public outreach initiatives as deemed appropriate by the Council's membership" shall be substituted for the phrase, "The Council shall be particularly concerned with furthering the use of both land-based and underwater archaeology as a vital tool in museum and museum property programs, involving research, collections, physical restoration or reconstruction and interpretation as well as in the development of generalizations concerning historical periods and cultural dynamics. The Council may seek to achieve its purpose through participation or cooperation in meetings, seminars, symposiums, and conferences as well as issuance of publications, presentations of exhibits, sponsorship of field trips, or other means deemed appropriate by the Council's membership."

Altered as approved on October 17, 2002.

CONSTITUTIONAL AMENDMENT V

Section 1. Change to Article II, Section 4, Terms of Membership on the Executive Board. Article II, Section 4 is hereby amended such that in the event of a tie between two or more candidates for the fifth seat on the Executive Board, the Executive Board shall

break the tie by written ballot at the next regular or special meeting of the Executive Board.

Section 2. Change to Position and Duties of Officers. This amendment shall replace the position of Executive Vice-Chair with two Executive Vice-Chairs, one from the United States and one from Canada, as defined in Article IV, Section 1e and Article VI, Section 4.

Altered as approved on May 19, 2003.

CONSTITUTIONAL AMENDMENT VI

Section 1. Change to Article II, Section 1(a), Eligibility. Article II, Section 1(a) is hereby amended so as to define "a member in good standing" as "a member whose dues are current for the calendar year."

Section 2. Change to Article II, Section 1(b), Categories of Membership. The phrase "Individual Membership Categories" shall be substituted for "Individual Membership." The category of "retired" is added as subsection i(f). Subsection ii(a), "Institutional Membership," and subsection ii(b), "Business Membership," are combined into a single membership category, Section 1(b), subsection ii, "Institutional/Business Membership." The phrase "and businesses" shall be inserted after "institutions" to read "institutions and businesses do not have voting privileges and do not receive discounted conference registration rates."

Section 3. Change to Article II, Section 2, Composition of the Executive Board. The phrase "for the Executive Board" shall be inserted after the word "Candidates," and "members" shall replace "member," such that the section reads "Candidates for the Executive Board must hold an individual membership in the Council for Northeast Historical Archaeology and be members in good standing." The phrase "to be eligible to serve on the Executive Board" is deleted.

Section 4. Change to Article II, Section 3, Selection of the Executive Board. Section 3(a) is amended such that the phrase "by mail or electronically from a list of nominees presented to the membership by the Nominations and Elections Committee" is added and the phrase "selected through nomination and" is deleted. Section 3(b) is amended such that the word "appointed" is replaced with the term "ex officio."

Section 5. Change to Article III, Section 3, Notice of Meetings. Pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845/A.8072), the phrase "or electronically" is added to allow the Secretary to provide advance notice of all regular and special meetings in writing or electronically.

Section 6. Change to Article III, Section 4, Quorum, Executive Board. Pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845/ A.8072), the phrases “or participating via electronic communication technology” and “electronic” are inserted to allow a quorum to include board members who are participating in a meeting via electronic video link, and to allow board members to vote on substantive policy or financial matters via electronic forms of communication.

Section 7. Change to Article IV, Section 1, Position and Duties. The duties of the Treasurer, outlined in Article IV, Section 1(c), are amended to include the phrase “The treasurer shall also serve as chair of the Committee on Budget and Finance.” In Section 1(d), the word “archives” is changed to “archive.” In Section 1(e), “CNEHA” is changed to “the Council.”

Section 8. Change to Article IV, Section 2, Selection and Terms of Office. The phrase “term members” is hereby replaced with “elected members”; the phrase “until the expiration” replaces “for the duration”; the phrase “three-year” is inserted before “term”; and the phrase “at which time nominations and elections for those positions shall be held” shall be inserted following “three-year term as board members,” such that the section now reads “The Officers of the Executive Board shall be selected from the Board’s elected members through nomination and election by a majority of those Executive Board members present and voting at each regular fall Executive Board meeting. The officers shall assume office at the regular fall Executive Board meeting and hold office until the expiration of their three-year term as board members, at which time nominations and elections for those positions shall be held.”

Section 9. Change to Article VI, Committees. In Sections 1 and 3, the name of the Committee on Publicity and Outreach is changed to the Committee on Education and Outreach. The word “education” is substituted for “publicity” wherever it occurs in Section 3. In Section 2, Committee on Budget and Finance, the word “members” and the phrase “the Treasurer, who will serve as chair of this committee, and at least” shall be deleted, such that the sentence now reads, “The committee shall include one representative each from Canada and the United States who shall coordinate with the Treasurer to oversee accounts and financial matters in both countries.” A Journal Advisory Committee and a Nominations and Elections Committee are hereby added to the list of standing committees under Section 1. The duties of the Journal Advisory Committee are outlined under Section 7. The duties of the Nominations and Elections Committee are outlined under Section 8. The process for creating special committees is renumbered Section 9.

Section 10. New section added to Article VII, Finances and Conveyances. A new section on Annual Reporting Requirements is hereby added. Article VII, Section 3 states that the Council shall meet all federal and state annual reporting requirements pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845 / A.8072).

Section 11. Renumbering of Articles. Article VIII, Dissolution, is hereby renumbered Article IX, Dissolution. Article IX, Amendments and By-Laws, is hereby renumbered Article X, Amendments and By-Laws.

Section 12. New Article VIII, Conflict of Interest Policy. A new Article VIII lays out a conflict of interest policy pursuant to the Nonprofit Revitalization Act of 2013 (NY S.5845 / A.8072). Section 1 defines conflict of interest. Section 2 lays out procedures for annual reporting of conflicts of interest by Executive Board members.

Altered as approved, March 27, 2015

CONSTITUTIONAL AMENDMENT VII

Section 1. Change to Section 1, Standing Committees, ARTICLE VI. The phrase "With the exception of the Budget and Finance Committee" is inserted at the beginning of the second sentence as follows: "With the exception of the Budget and Finance Committee, the Committees and their chairs shall be appointed by the Chair of the Council as soon after his or her election as may be practical."

Section 2. Change to Section 1, Finances, ARTICLE VII, Finances and Conveyances. Section 1 is amended such that the word "Secretary" is removed and Section 1 is broken into two sentences. The first sentence now ends after "the Treasurer shall recommend." The section continues "The primary checking and/or savings accounts shall be located in the State of New York, and shall be drawn out by checks, drafts, or other orders for the payment or transfer of money, signed by the Treasurer and/or such other person or persons as may be designated by the Executive Board."

Section 3. Change to Section 2, Procedures, ARTICLE VIII, Conflict of Interest Policy. Section 2 is amended such that the phrase "Secretary of the Council" is replaced with "Secretary of the Executive Board."

Altered as approved, November 5, 2015