

CONSTITUTION OF THE DALLAS PALEONTOLOGICAL SOCIETY

ARTICLE I **NAME**

The name of this organization shall be the Dallas Paleontological Society.

ARTICLE II **PURPOSE**

The Purpose of the Society shall be to promote serious interest in and knowledge of the science of Paleontology. It is the intention of the founding members that the Society should be a network for the exchange of data between professionals and serious amateurs in this field. The Society is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions that qualify under Internal Revenue Code section 501 (c)(3).

ARTICLE III **MEMBERSHIP**

SECTION 1: **ELIGIBILITY**

Membership in the Society shall be open to all persons sixteen years of age or older with an interest in promoting the purpose of the Society.

SECTION 2: **CLASSIFICATION**

- A. **Family Membership:** for multiple, eligible people in a household who desire full access to all Society functions, privileges and voting rights.
- B. **Single Membership:** for any eligible individual, who desires full access to all Society functions, privileges and voting rights.
- C. **Honorary Membership:** may be conferred to recognize individuals who have made significant contributions to the field of paleontology. Nominations to this level of membership may be submitted to the Executive Committee by any member. The Committee will review the nominee and will present its recommendations to a simple majority vote of members present at a regular monthly meeting.
- D. **Newsletter Subscription:** for those individuals who are not able to participate in the activities of the Society but want to receive The Fossil Record.

SECTION 3: **TERMINATION OF MEMBERSHIP**

- A. Membership in the Society may be terminated upon recommendation of the Executive Committee by a simple majority vote of members present at a regular monthly meeting for any person failing to uphold the purpose of the Society.
- B. Delinquency of dues by more than two months will result in termination of membership at the discretion of the Executive Committee.

ARTICLE IV **FINANCES**

SECTION 1: **DUES**

Dues provide for membership in the Society for twelve months from the date of payment. The cost of each type of membership shall be specified in the Bylaws of the Society.

SECTION 2: **EXPENSES AND COVERAGE**

Dues and fund raising activities will be used to cover expenses of the Society as approved by the Executive Committee. No part of the net earnings of the Society shall inure to the benefit of members, officers or other private persons except as compensation for services or goods or to promote the stated purpose of the Society.

ARTICLE V OFFICERS

SECTION 1: OFFICERS

The officers of the Society shall be President, Vice President, Secretary, Treasurer and Editor. These officers collectively shall constitute the Executive Committee. Officers may only be chosen from family, single and Honorary members in good standing. The term of office will begin January 1 of each calendar year.

Officers may serve a maximum of two consecutive years in any office. They may then, however, be elected to any other office, or may be re-elected to the same office after being out of that office at least one year.

SECTION 2: DUTIES OF OFFICERS

- A. **President** • the President shall be the principal officer of the Society. and shall exercise general supervision of the property, affairs, and business of the Society, except such as shall be delegated by the President to others. The President shall sign all documents, which the Executive Committee has authorized to be executed, except in cases where the signing is expressly delegated to some other officer or agent of the Society. The President shall have the powers and perform the duties usually pertaining to the office or as may be delegated by the Executive Committee.
- B. **Vice President** • In the absence of the President or in the event of the President's inability to perform the duties of the office, the Vice President shall assume the duties of the President In doing so, the Vice President shall have all the powers of and be subject to the restrictions of the President. The Vice President shall be responsible for external publicity and shall perform other duties as may be assigned by the President or the Executive Committee.
- C. **Secretary** • the Secretary shall be responsible for keeping the minutes of all regular monthly meetings and meetings of the Executive Committee and shall keep and file all records pertaining to the Society. The Secretary shall handle correspondence where needed.
- D. **Treasurer** • the Treasurer shall care for all funds and financial papers of the Society, arrange for an annual audit, and assist in the preparation of the annual budget. The Treasurer shall be responsible with the President for disbursing funds belonging to the Society and shall prepare all annual corporate exhibits, reports, and tax returns required by Federal and local governments.
- E. **Editor** • the Editor shall compile a monthly newsletter and ensure that it is distributed as early in the month as possible. In addition, the Editor shall publish any other articles or publications deemed necessary by the Executive Committee. The Editor shall edit all articles submitted to be published under the auspices of the Society unless otherwise directed by the Executive Committee.

SECTION 3: ADVISORY BOARD

There shall be an Advisory Board, which shall serve the Society in an advisory capacity. This board shall consist of a maximum of three people who shall be appointed by the Executive Committee annually, except that the immediate past President will automatically serve for a period of two years. A nominating committee shall be appointed each year by the current Advisory Board for the purposes of nominating prospective officers for the upcoming year.

SECTION 4: DUAL OFFICES

No member shall be elected to more than one elective office at the same time.

SECTION 5: QUORUM

A majority of the Executive Committee shall constitute a quorum to transact business. On any specific question, absentee officers may phone or mail their votes to the Secretary.

ARTICLE VI REMOVAL AND REPLACEMENT

SECTION 1: REMOVAL

Any officer who fails to uphold the purpose of the Society or who can no longer properly fulfill assigned duties should resign that office. A non-functional officer can be removed by simple majority vote of the membership at any regular monthly meeting, following notification of membership in writing.

SECTION 2: REPLACEMENT

A vacant office may be filled by any family, single or honorary member as appointed by the Executive Committee, and approved by majority vote of the membership at a regular monthly meeting

ARTICLE VII COMMITTEES

The Executive Committee shall appoint such committees as are necessary for the functioning of the Society.

ARTICLE VIII ELECTION OF OFFICERS

SECTION 1: NOMINATION OF OFFICERS

The nominating committee shall announce their proposed slate of officers for the coming year at the November regular monthly meeting, and nominations can also be taken from the floor. Nominations can be made by any family or single member, but should have the permission of the nominee. Nominees will be published in the December newsletter.

SECTION 2: ELECTION OF OFFICERS

Election of officers shall take place during the December regular monthly meeting of the Society. Voting shall be done by written ballot by family, single or honorary members only.

SECTION 3: VOTING IN ABSENTIA

Family, single and honorary members may vote in absentia in writing.

ARTICLE IX ACTIVITIES

SECTION 1: REGULAR MONTHLY MEETINGS

There shall be a general meeting of the Society once every month. The time and place shall be determined by the Executive Committee. Voting at monthly meetings shall be by voice or by actual count of hands of family, single or honorary members only.

SECTION 2: EXECUTIVE COMMITTEE MEETINGS

Meetings of the Executive Committee and all committee heads shall be held as often as necessary to transact the business of the Society. These meetings may be called by the President or by any two members of the Executive Committee. Business meetings shall be open to the membership.

SECTION 3: OTHER ACTIVITIES

The Society has the right to promote its purpose in any manner the Executive Committee deems necessary. Such activities include, but are not limited to: the publication of periodic scientific papers, furnishing representatives and materials to public events and support of various Paleontological investigations. No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation or intervene in any Political campaign for public office.

ARTICLE X AMENDMENTS TO THE CONSTITUTION

SECTION 1: PROPOSAL

A proposed amendment can be initiated by any family, single or honorary member providing such amendment is submitted in writing to the Executive Committee.

SECTION 2: REVIEW

The Executive Committee shall review the proposed amendment

SECTION 3: NOTICES

Amendments approved by the Executive Committee must be submitted to the membership in writing immediately prior to the regular monthly meeting where a general membership vote on the proposed amendments is to take place

SECTION 4: VOTING

The proposed amendment shall be read to the membership at the regular monthly meeting following its publication. A period of debate and discussion will be provided. Voting on a constitutional change can be by hand or ballot as recommended by the Executive Committee. A simple majority of positive votes by attending family, single or honorary members is satisfactory for adoption.

ARTICLE XI LIABILITY

No officer of the Society shall be liable for the acts, defaults or neglect of any other officer, or for any loss sustained by the Society, unless such loss results from willful misconduct, willful neglect, or actual negligence of the particular officer sought to be charged with the liability.

ARTICLE XII DISSOLUTION

Upon dissolution of the Society, remaining assets shall be contributed to the Dallas Museum of Natural History, to be used for Paleontological purposes. In the event that the Dallas Museum of Natural History is not in existence, the assets will be distributed to one or more exempt organizations qualifying for exemption under Internal Revenue Code section 501(c)(3).

ADOPTED JANUARY 12, 1985

MOST RECENT AMENDMENTS RATIFIED JULY 14. 1999