

# 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 extended purposes of the Society are organized exclusively for educational and scientific purposes, including, 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 with an interest in promoting the purpose of the Society.

### SECTION 2: CLASSIFICATION

#### A. Membership

1. **Individual Membership:** Annual membership for any eligible individual 16 sixteen years of age or older, who desires full access to all Society functions, privileges and voting rights.
2. **Family Membership:** Annual membership or a maximum of two eligible adults and those in the household under 18 years of age who desire full access to all Society functions, privileges and voting rights. Voting will be limited to those 16 years of age or older.
3. **Lifetime Membership:** For any eligible individual 16 years of age or older who desires full access to all Society functions, privileges, and voting rights for their lifetime.
4. **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. Honorary membership is a lifetime membership that

includes full access to all Society functions, functions, privileges, and voting rights. Honorary membership entitles the recipient to receive, free of charge, the digital monthly newsletter and all journals of the Society, S/he shall be entitled to one vote in Society business, and entitled to hold any office.

5. **Collaborative Groups:** Groups are recognized for the purpose of enabling the Society to extend program and event invitations to groups with similar interests, purposes or activities. Participation of members of these collaborative groups is by invitation and does not confer any voting rights to collaborators. Most collaborative relationships are reciprocal.

## **B. Paper Newsletter Subscription**

**A newsletter is for** those individuals who want a monthly paper copy of The Fossil Record. A newsletter subscription is not a membership and does not confer membership privileges. A newsletter subscription may be purchased separately or in conjunction with Society membership.

## **SECTION 3: TERMINATION OF MEMBERSHIP**

### **A. Failure to Uphold Society Purposes**

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. Extended Delinquency of Dues**

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 12 months from the date of payment. The cost of each type of membership shall be reviewed annually and determined by the Executive Committee.

### **SECTION 2: EXPENSES AND COVERAGE**

Dues and funds will be used to cover expenses (services, goods, or promotion of the stated purposes of the Society) as approved by the Executive Committee. All receipts for expenses must be turned into the Treasurer in accordance with the IRS 501(c)3 codes. No part of the Society's available funds and/or projected earnings of the Society shall be used to personally benefit members, including officers, or other private persons or businesses except as compensation for services or goods or to promote the stated purpose of the Society.

## **SECTION 3: PRESIDENT'S DISCRETION**

The President shall have the discretion to spend up to \$200 dollars per quarter to cover expenses of the Society. Any expense over \$200 should be agreed upon by a quorum of the Executive Committee. All receipts for expenses must be turned into the Treasurer in accordance with the IRS 501 (c) 3 codes.

## **ARTICLE V OFFICERS**

### **SECTION 1: OFFICERS**

The officers of the Society shall be President, Vice President, Secretary, Treasurer, and Newsletter Editor. These officers collectively shall constitute the Executive Committee. Officers may only be chosen from Single, Family and Honorary members in good standing who are at least 18 years of age or older. 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 as needed.
- D. **Treasurer** • The Treasurer shall care for all funds and financial papers of the Society, direct preparation of the annual budget, and arrange for an annual internal audit by at least

two other non-related, non-Officer members. 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, including publication of an annual financial report by the end of the first fiscal quarter. A subcommittee led by the Treasurer and at least two other people will direct the Society's financial investments for the purpose of establishing, maintaining, and generating scholarship and/or development monies. An investment status report will be made to the Executive Committee at the end of the second and fourth quarters of each fiscal year.

- E. **Newsletter Editor** • The Editor shall compile a monthly newsletter and ensure that it is distributed as early in the month as possible. In addition, a subcommittee, including the Editor, shall publish any other articles or publications deemed necessary by the Executive Committee. The Editor shall oversee the edit of all articles submitted for publication 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 for historic perspective and transition continuity. This board shall consist of people who shall be appointed by the Executive Committee annually. The immediate past President will be encouraged to serve for a period of one year. 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 Executive office at the same time. Former Officers are eligible to be elected to any other office. A former Officer cannot be re-elected to the same office for at least one calendar year after serving two consecutive years.

### **SECTION 5: QUORUM**

A majority of the Executive Committee shall constitute a quorum to transact business. On any specific question, officers may submit their votes to the Executive Committee by any documented means including email, phone text message, or letter.

## **ARTICLE VI REMOVAL AND REPLACEMENT**

### **SECTION I: 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 or Officer who violates the purposes or ethics of the Society can be removed by simple majority vote of the remaining Executive Committee and the previous past president or a Society Advisory Board member.

## **SECTION 2: REPLACEMENT**

A vacant office may be filled by any current member appointed by the Executive Committee for the remainder of the term.

## **ARTICLE VII COMMITTEES**

The Executive Committee may 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 be composed of two to five non-Officer members who will seek interested persons and encourage members to run for elected offices. Nominations may also be submitted to the Nominating Committee by any current member with permission of the nominee during September and October.

The Nominating Committee shall:

1. Determine whether prospective candidates are able and willing to support the purposes of the Society.
2. Consult with professionals such as the Society advisors in the field of paleontology and subsequently with the Executive Committee in preparation of the proposed slate of Officers.
3. Make the final decisions regarding the candidates.
4. Announce the proposed slate of office candidates for the coming year at the November regular monthly meeting,
5. Publish the slate of officer candidates 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 via any documented means by current members only.

### **SECTION 3: VOTING IN ABSENTIA**

Current members may vote in absentia by methods and means established in Article V, Section 5. Absentee votes must be communicated in writing by email, phone text, or document to the Executive Committee by the first Executive Committee meeting following any election.

## **ARTICLE IX ACTIVITIES**

### **SECTION 1: REGULAR MONTHLY MEETINGS**

There shall be a general meeting of the Society once every month. The time and place or virtual means shall be determined by the Executive Committee.

### **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 purposes in any manner the Executive Committee deems necessary. Such activities include, but are not limited to, awarding scholarships and grants, publishing periodic scientific papers, furnishing representatives and materials for public events, organizing field trips, and sponsoring various Paleontological exchanges and investigations. Some activities may be restricted on the basis of age or physical ability at the discretion of the Executive Committee.

Activities of the Society shall not be used for political purposes or attempting to influence legislation except as directly related to paleontological interests.

## **ARTICLE X AMENDMENTS TO THE CONSTITUTION**

### **SECTION 1: PROPOSAL**

A proposed amendment can be initiated by any current member providing the amendment is submitted in writing including email, phone text, or document to the Executive Committee. Written amendment proposals shall be reviewed by the Executive Committee. Proposals approved by the Executive Committee shall be presented to the membership with an opportunity for discussion prior to asking for a vote on the proposal.

### **SECTION 2: VOTING**

A simple majority of votes by members is needed for adoption of a proposed amendment. A period of absentee voting may be established in the Society newsletter and website. Absentee voting may be by any documented means including email, phone text, or document .

## **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 will be contributed to the Perot Museum of Nature and Science by the Executive Committee. If at the time of dissolution, the Perot Museum of Nature and Science is no longer in existence or is not recognized as tax exempt under section 501 (c) 3 of the internal Revenue Code, or corresponding section of any future federal tax code, assets of the Society shall be distributed by the Executive Committee to any scientifically recognized paleontological repository such as a museum with a natural history focus or a university with a Department of Geology and/or Paleontology.

**ADOPTED JANUARY 12, 1985**

**UPDATED JUNE 8, 2022**

Byl

# **BYLAWS OF THE DALLAS PALEONTOLOGICAL SOCIETY**

## **ARTICLE I NAME**

The Dallas Paleontological Society may herein be referred to as “the Society”.

## **ARTICLE II PURPOSE**

The Bylaws shall be the common laws by which the Society shall function.

## **ARTICLE III ESTABLISHMENT OF BYLAWS**

The Executive Committee shall have the authority to establish Bylaws of the Society.

## **ARTICLE IV AMENDMENTS TO BYLAWS**

The Bylaws may be amended by a simple majority of the Executive Committee.

## **ARTICLE V MEMBERSHIP AND DUES**

### **1. Memberships**

Single Membership provides individuals 12 months of membership.

Family Membership provides 12 months of membership for a household.

Honorary Membership provides life-time membership for an individual

Life-time membership confers

Collaborative Groups are meant to foster reciprocal cooperation and support of Society purposes but do not confer Society membership with voting privileges on members of any collaborative group.

### **2. Subscriptions**

A newsletter subscription is not a membership and does not confer membership privileges. A newsletter subscription may be purchased separately or in conjunction with Society membership.

## **ARTICLE VI CONDUCT OF BUSINESS**

### **SECTION 1: ORDER OF GENERAL MEETING BUSINESS**

1. Start recording
2. Call meeting to order
3. Reports of officers
4. Reports of committees chairs
5. Unfinished business and general orders
6. New business
7. Scheduled program

### **SECTION 2: ORDER OF EXECUTIVE COMMITTEE MEETING BUSINESS**

- 1. Reading and correction or approval of the minutes of the previous Leadership Team meeting**
- 2. Call meeting to order**
- 3. Reports of officers**
- 4. Reports of committee chairs**
- 5. Unfinished business and general orders**
- 6. New business**
- 7. Kudos**

### **SECTION 3: RULES OF ORDER**

The rules contained in Robert's Rules of Order shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or the special rules of the Society.

**UPDATED MAY 11, 2022**