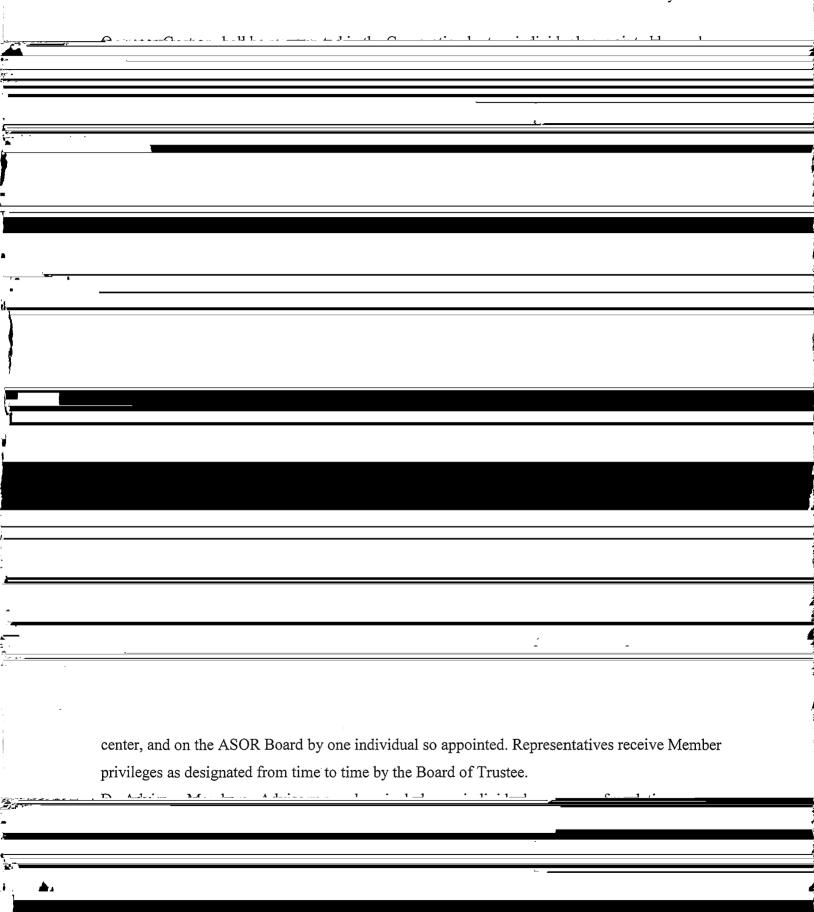
## ASOR BYLAWS

	ARTICLE I: OFFICES
	Section 1 The American Schools of Oriental Research (ASOR) shall be constituted as a
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	corporation. Its principal office shall be at such location in the continental United States as the
	Board of Trustees may determine. The Corporation may have such other offices, either within or
<b>4</b>	without the District of Columbia. as the Board of Trustees may determine or as the affairs of the
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	Corporation may require from time to time.
	Section 2. The Corporation shall have and continuously maintain in the District of Columbia a
	marjotand office and a marjotanad agent where office is identical with and marjotanad office
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	I. Honorary Members. The Corporation may from time to time, upon the recommendations of
_	the majority of members present, elect any person or institution to be an Honorary Member of
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Section 2.	The Board of Trustees shall consist of nine (9) Term Trustees elected at the Annual
	The Board of Trustees shall consist of nine (9) Term Trustees elected at the Annual Sthe Corporation by the Institutional members (Article II Section 1 A Elemina (0)
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Masting a	Etho Corporation by the Institutional mambara (Article II Section 1 A Elemina (O)

	Section 5 During each fiscal vear of the Cornoration, the Board of Trustees shall hold at least.	
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	one (1) regular meeting. The Management Committee President, in consultation with the	
#Z**	One (1) regular meeting. The warnagement committee <u>r resident,</u> in consultation with the	
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as specified in Section 6 below.

Section 6. Special meetings of the Board of Trustees may be called by or at the request of any of

	<b>Section 9.</b> The Board of Trustees shall appoint one member of the Corporation to serve as Chair of the Board for a term of three years (or for a shorter period, if appropriate). The Chair of the
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	determine.
	Section 10. The Board of Trustees may appoint one (1) or more Trustees to serve as Vice
	Chair(s) of the Board for a term of three years (or for a shorter period, if appropriate) to assist the
	Chair and to perform such duties as the Chair may designate or the Board may prescribe. If

	Committee' (Article IV, Section 5), who shall put out a general call for candidates and vete those
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	Trustees. \( \subseteq Write-in candidates shall be permitted if thirty days notice is given to the Board.) If
	(Manden, 3 iv the incommendation in the policy of the policy in
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	the election of officers shall not be held at such meeting, such election shall be held as soon
	thereafter as convenient. New offices may be created and filled at any meeting of the Board of

expire, new Officers of the Corporation shall be proposed by the 'Officers Nominations

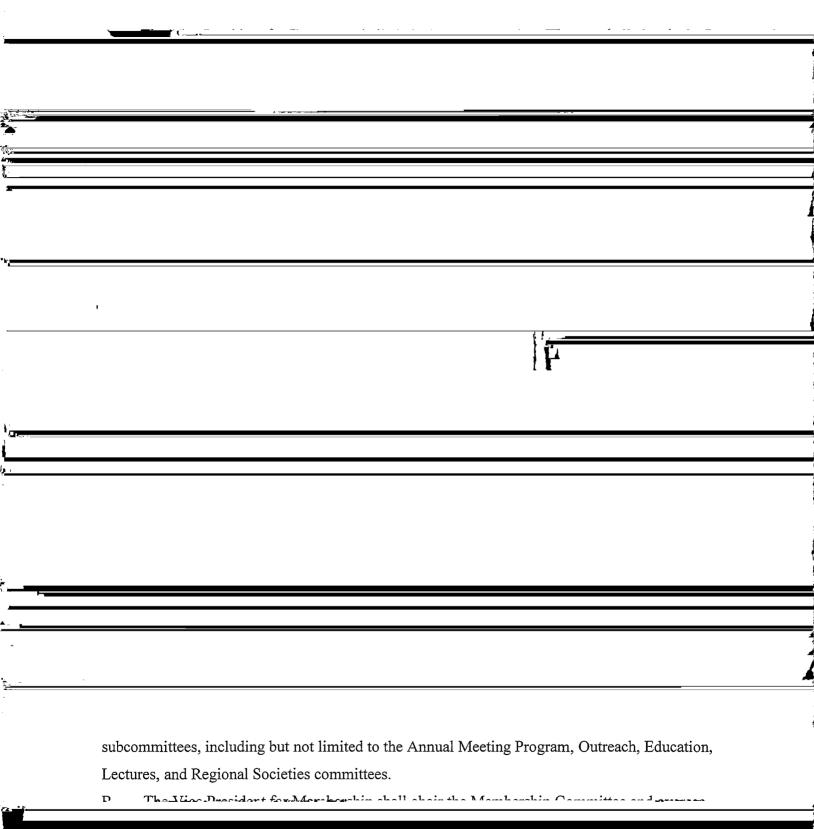
Committees (Article V, Section 3) Committees. If there is no current Executive Director, the President, in consultation with the Management and Executive Committees, shall be directly responsible for the supervision of the activities of all administrative staff. The President may choose to designate another member of the Management Executive Committee to perform this task if there is no Executive Director The President shall preside at all meetings of the

Cornoration The President may sign with the Secretary or any other designated officer of the

Corporation authorized by the Board of Trustees, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Trustees has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Trustees or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Trustees.

B. Succession of the President.

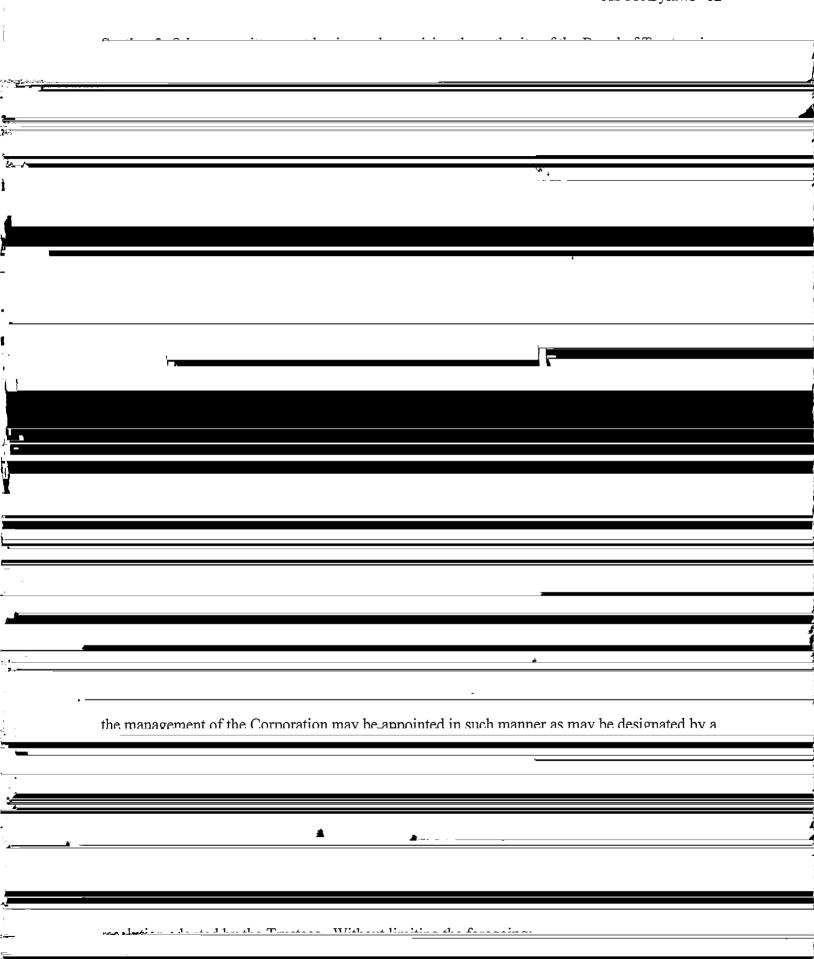
In the event that the President resigns is removed from office by vote of the Board of Trustees



	the Corporation and the receipts and disbursements since the date of the preceding statement.	
	Subject to the approval and direction of the Executive Committee, the Treasurer and the	
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	Assistant Treasurer, if any, may delegate such of the above functions as the Investment	
	Committee may deem as deemed annonriate to a trust company or other similar financial	
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<b>a</b> • • • • • • • • • • • • • • • • • • •	institution authorized and empowered to perform such functions. If required by the Board of	
■ • Propherone	institution authorized and empowered to perform such functions. If required by the Board of	
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Trustees in reference to amending the Articles of Incorporation; restating the Articles of Incorporation; amending, altering, or repealing the Bylaws; electing, appointing, or removing any member of the Executive Committee or any Trustee or officer of the Corporation; adopting a plan of consolidation with another corporation; outhorizing the colo

lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; or amending, altering or repealing any resolution of the Board of Trustees which by designation and appointment of such Executive Committee and the delegation thereto of authority shall not



	for making recommendations to the Executive Committee and the Board regarding matters
	dealing with ASOR membership.
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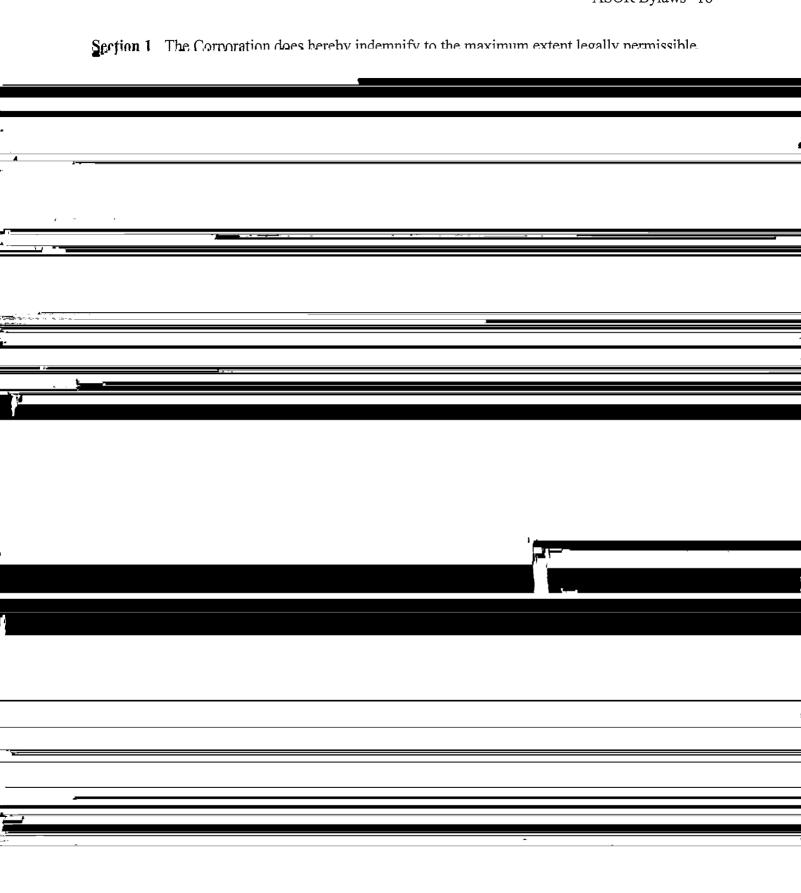
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## Section 4: Responsibilities of the Executive Director

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- 1. The Executive Director shall serve under contract and work in concert with and under the direction of the Management Executive Committee to implement Board-approved policies and established aims of ASOR.
- 2. The Executive Director shall directly supervise and oversee all ASOR professional staff. The Executive Director (in consultation with the Management Executive Committee) shall have the

3. The Executive Director shall serve as a non-voting member of the ASOR Board and work



who served at its request as a director, officer or trustee of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, against expenses (including attorney=s fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him

	Section 6. The indemnification provided by this Bylaw shall not be deemed exclusive of any
	ether tishts Which with Tauter on officer may have under our comment water of the Doord of
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•	Trustees or otherwise.
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•	Caption 7 No indemnification shall be made under this Article VII if auch indemnification
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Affiliated Overseas Center, and shall be binding unless the resolution is vetoed by a majority vote of the Board of Trustees of the Corporation or Affiliated Overseas Center.

Section 1 Fytensian hy Frecutive Committee Notwithstanding any other provision of these	
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