

CUYAMUNGUE INSTITUTE - A NON-PROFIT CORPORATION
BY-LAWS (March 25, 2006)

ARTICLE I: MEETINGS

- 1) The annual meeting of all members shall be held between May 1 and July 31 of each year, at which time the Board of Directors shall make a report concerning the activities of the prior year. At this time a financial report shall also be made in writing setting forth the receipts and expenditures of the organization. The fiscal year shall end December 31 of each year.
- 2) A special meeting may be called at any time by the Board of Directors if deemed advisable specifying the business to be proposed to which business action the meeting shall be confirmed.
- 3) A notice setting forth the time, date, and place of such annual meeting shall be mailed, postage prepaid, to each member of the board of Directors at her address as the same appears in the records of the corporation or, if no such address appears, then to her last known address, at least twenty days prior to the annual meeting.
- 4) Each member shall be entitled to vote concerning all questions arising at the meeting.
- 5) All persons shall be entitled to vote by proxy provided the same is in writing and properly signed.

ARTICLE II: POLICIES

- 1) This is a non-profit corporation formed exclusively for educational purposes, which purposes and objects are as follows:
 - a) Cuyamungue: The Felicitas D. Goodman Institute, Santa Fe, NM, founded in 1970 by the late Dr. Goodman, is a nonprofit anthropological organization. Our mission is to teach ritual body postures and to conduct research on their nature and effects utilizing interdisciplinary methods, as well as preserving the Institute land as an environmental and spiritual sanctuary.
- 2) The Institute property may never be used for purposes other than the educational and research activities of the Institute. No portion of the Institute property may be leased to any other organization. Building on the Institute's land may not extend beyond the already demarcated area.
- 3) The educational activities of the Institute will be conducted only by individuals who have been approved by the officers of the Board of Directors. Such approval will be granted based on the extent an individual's training and experience in the work of the Institute. Those conducting such educational activities will be paid 25% of the monies generated by such activities if they are conducted at the Institute. If conducted away

from the Institute, the provider may keep 100% of the fee paid for her services. The Institute sanctions only those educational activities which are scheduled through or by the Institute.

4) The officers of this corporation will not by any substantial part of their activities attempt to influence legislation, by propaganda or otherwise, nor shall they participate or intervene in any political capacity on behalf of any candidate for public office.

ARTICLE III: NON-PROFIT ORGANIZATION

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(cx3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV: ORGANIZATION

1) The organization shall be governed by a Board of Directors, which Board shall decide all general matters of policy. The organization shall have officers elected from the members of the Board of Directors consisting of a President, Vice-President, Secretary and Treasurer, and of such additional officers as shall be decided upon by the Board of Directors.

2) The Board of Directors and the officers shall not draw a salary except that they may be reimbursed for such expenses as are authorized by the Board of Directors; provided, however, that the President and Treasurer may be paid a stipend as the Board of Directors shall authorize.

ARTICLE V: DIRECTORS

1) There shall be at least six and not more than fifteen members on the Board of Directors. Board members shall be elected for a term of three years each. A Nominating Committee of two members, chaired by the President, shall have the responsibility of proposing names for consideration for election to the Board of Directors.

2) The qualifications for persons being considered for election to the Board of Directors shall be that they have participated in at least one introductory workshop and at least one Masked Trance Dance,

3) The president shall be chairman of the Board of Directors and the Secretary shall serve as Secretary for all meetings of the Board of Directors.

4) Board members who miss two consecutive annual meetings will be asked to resign their positions.

ARTICLE VI: OFFICERS

1) The officers of the organization shall consist of a President, Vice-President, Secretary, and Treasurer, and all such other officers as shall from time to time be provided for by amendments or changes to these By-Laws.

2) The President shall preside at all meetings and shall be Chairman of the Board of Directors. She shall have general charge and control of the affairs of the organization, subject, however, to the Board of Directors, and provided also that she may delegate any or all authority which she may deem advisable. The President shall be elected by the board of directors for a term of two years and may be re-elected and will remain on the board for two more years as past president.

3) The Vice-President shall perform such duties as may from time to time be assigned to her by the President. The Vice-President shall be elected for a two year term of office and will then be the designated candidate for President. In the event of the death of the President, the Vice-President shall fill the position of the President.

4) The Secretary shall keep necessary records concerning all proceedings and business of the organization, shall give notice of meetings as required in these By-Laws, shall have custody of all books, records, and papers of the corporation except such as shall be in the charge of the Treasurer, and shall perform other duties assigned to her by the President. The Secretary shall serve for a term of three years and until a successor shall have been duly elected, qualified, and have assumed office.

5) The Treasurer shall keep or cause to be kept accurate accounts of all monies of the organization received and disbursed, and shall deposit, or cause to be deposited, all monies and valuables in the name and to the credit of the corporation in such bank or banks as the Board of Directors shall designate. All checks of the corporation shall be signed by the President or by the Treasurer or any other persons specifically authorized by the Board of Directors to so sign. All checks over \$1000.00 require two signatures. The Treasurer shall give bond for the faithful discharge of her duties in such sum and with such surety or sureties as may be required by the Board of Directors. The Treasurer shall be elected for a term of three years.

6) No officer shall be paid a salary with the exception that the President and the Treasurer may be paid such stipends as the Board of Directors may authorize.

7) Elections of officers shall be held at a meeting of the Board of Directors held at the earliest practicable time following the annual meeting of members. A vacancy in any office shall be filled by the Board of Directors.

8) The President, Vice-President or Treasurer may be removed from office by a written consensus vote of the remaining members of the Board of Directors. The conditions for impeachment would include any actions which violate the By-Laws of the organization or any actions which are contrary to the best interests of the Institute and its property, or any actions which violate the laws of the state of New Mexico or the United States of America.

ARTICLE VII: SEAL

The seal of this organization shall be a seal with the words "Cuyamungue Institute - New Mexico" around the border and the words "Corporate Seal" in the center.

ARTICLE VIII: DISPOSITION OF ASSETS

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(cX3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX: AMENDMENTS

- 1) Any of these By-Laws may be amended by a unanimous vote of the Board of Directors present at any annual or special meeting; provided, however, that if amended at a special meeting, the purpose thereof must be stated in the notice of the meeting.
- 2) The Board of Directors may adopt additional By-Laws in harmony herewith but shall not alter or repeal any By-Laws adopted by the members of the organization.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(CX3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by a corporation, contributions to

which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X.

DISSOLUTION

1) Vote of Board of Directors. After notice, at any regular or special meeting, the Institute's Board of Directors may be dissolved by a two-thirds vote of the entire board.

2) Disposal of Reserves. On such dissolution, any reserves, assets, or land owned by the Institute of the association in excess of any outstanding financial obligations shall be turned over to the Pueblo of Pojoaque's Poeh Center.

The above By-Laws were approved and adopted at a regular meeting of the Board of Directors of the above Corporation.

PRESIDENT, S. Belinda Gore

Date

SECRETARY, Jacquelyn Haworth

Date