

**CONSTITUTION**  
**OF**  
**AMERICAN INSTITUTE**  
**OF BIOLOGICAL SCIENCES, INC.**

**ARTICLE I. NAME**

The name of this association shall be the AMERICAN INSTITUTE OF BIOLOGICAL SCIENCES, INC., hereinafter called the Institute.

This association is certified by the government of the District of Columbia, Department of Consumer and Regulatory Affairs, Corporations Division, United States of America.

**ARTICLE II. PURPOSES**

The purposes of the Institute shall be the advancement of the biological sciences and their applications to human welfare, as well as to foster and encourage research and education in the biological sciences, including the medical, environmental, and agricultural sciences. To serve these purposes, the Institute will assist societies, other organizations, and biologists in such matters of common concern as can be dealt with more effectively by united action; hold and sponsor scientific meetings; cooperate with local, national, and international organizations concerned with the biological sciences; provide a voice for biologists in the public forum; promote unity and effectiveness of effort among all those who are devoting themselves to the biological sciences and their applications; and foster the relations of the biological sciences to other sciences, to the arts and industries, and to the public good.

**ARTICLE III. MEMBERSHIP**

Membership in the Institute shall be open to organizations that share the stated purposes of the Institute.

**ARTICLE IV. BOARD OF DIRECTORS**

The Board of Directors shall establish policy for the Institute and shall be responsible for the fulfillment of the scientific and corporate obligations of the Institute.

The Members of the Board of Directors, individually and collectively, shall be held harmless by the Institute, to the fullest extent permitted by law, in any action alleging injury or damage, direct or consequential, arising out of the performance of their duties except where Board members are adjudged guilty of willful misfeasance or malfeasance in the performance of their duties.

#### **ARTICLE V. BYLAWS**

The provisions of the Constitution of the Institute shall be carried out in accordance with the current Bylaws of the Institute.

#### **ARTICLE VI. AMENDMENTS**

Amendments to this Constitution may be initiated by the Board of Directors or the Council. A two-thirds vote by the Board of Directors is required to approve amendments.

#### **ARTICLE VII. DISSOLUTION**

Dissolution of the Institute for any cause may be initiated by the same mechanism used for amending the Constitution. Dissolution must be in accordance with the applicable regulations of the 1954 Internal Revenue Code, Section 501, or any amendments thereto.

All funds or other assets of the Institute, including any rights to funds, present or future, contingent or actual, shall be irrevocably assigned and transferred to any successor organization, which has among its principal purposes the encouragement, development, and dissemination of knowledge in the biological sciences, and has qualified as an exempt organization under Section 501 of the 1954 Internal Revenue Code or any amendments thereto.

The selection of the successor organization shall be approved by a two-thirds majority of the Board of Directors and be named in the Board's minutes and its Articles of Dissolution, but need not be named in the motion or petition for dissolution.

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