

CONSTITUTION of the TEXAS ACADEMY OF SCIENCE

As Amended Through 1997

Article I - Name

The name of this organization shall be "The Texas Academy of Science, Inc.", hereinafter referred to as the "Academy."

Article II - Purpose

The purpose of this Academy shall be strictly educational, within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent United States Revenue Laws). The purpose of the Academy is to encourage excellence in science and in science education, to stimulate communication among scientists and between scientists and the citizens of the state, and to provide specialists that can be called upon when needed by the executive and legislative branches of state government or by state agencies. No part of the net earnings of the organization shall inure to the benefit of any private shareholder or individual. Nor shall the organization participate or intervene in (including the publishing or distributing statements) of any political campaign on behalf of any candidate for public office or be partisan in its approach to such political campaigns.

In the event of liquidation or dissolution of the organization, whether voluntary or involuntary, no Member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the organization from any source, after payment of all debts and obligations of the organization, shall be used or distributed exclusively for purposes within those set forth in these Articles and within the meaning of Section 501(c)(3) of the Internal Revenue Code and its Regulations as the same now exist or as they may be hereafter amended from time to time.

Article III - Membership

The membership shall consist of Regular Members, Student Members, Affiliate Members, Emeritus Members, Fellows, Patrons, Corporate Members, Academy Organizational Members, Honorary Members, Family Members, Sustaining Members, and Supporting Members. Dues for each class of Members shall be recommended by the Board of Directors and approved by a majority vote of the Members present at an Annual Business Meeting of the Academy.

a. Regular Members

Any person engaged in scientific work or in the promotion of science is eligible for membership upon payment of dues. Regular Members shall have voting privileges and receive all publications, mailings and other privileges established by the Board of Directors.

b. Student Member

Student Membership shall be open to any student enrolled in an undergraduate or a graduate program at a recognized degree-granting institution. Eligibility for Student Membership and all rights, privileges and benefits shall be the same as for Regular Membership except that the annual dues may be reduced.

c. Affiliate Members

Members of affiliate organizations are eligible for Affiliate Membership. Affiliate Members may present papers at the Annual Meeting through one of the Sections of the Academy. They must meet all Section requirements for deadlines and abstracts. They must register at the Annual Meeting, but are not required to pay a paper presentation fee. Affiliate Members will receive Academy publications, except for *The Texas Journal of Science*. Affiliate Members may not vote in Academy elections or hold elective office. Dues for Affiliate Members may be reduced.

d. Emeritus Members

Emeritus Membership shall be open to retired Members in good standing for at least ten (10) years who are at least sixty (60) years of age upon application to the Executive Secretary. Emeritus Membership shall have all the rights, privileges and benefits of Regular Membership except that annual dues may be reduced.

e. Fellows

Any Member of the Academy who has made a distinguished contribution to his or her field of science may be nominated by two Fellows of the Academy, and after approval by a two-thirds vote of the Board of Directors shall be named a Fellow of the Texas Academy of Science. Any Fellow of the American Association for the Advancement of Science or member of the National Academy of Science or National Academy of Engineering who is, or becomes, a member of the Academy shall automatically become a Fellow. Fellows shall enjoy all rights, privileges and benefits of Regular Membership.

f. Patrons

A person who chooses to support the Academy by paying five times the annual Regular Member dues shall be listed as a Patron.

g. Corporate Members

Any corporation engaged in scientific work or in the promotion of science is eligible for membership and may be named a Corporate Member by a two-thirds majority vote of the Board of Directors and upon payment of Corporate dues in the amount specified by the Board. Corporate Members shall receive all publications and mailings of the Academy. These are considered to be nonvoting memberships.

h. Academic Organization Members

Any nonprofit or education high school or college undergraduate science club organization may be eligible for Academic Organization Membership. Academic Organization Members will receive one copy of all Academy publications and mailings, but are nonvoting and are not eligible for a reduction of fees to the Annual Meeting.

i. Honorary Members

Honorary Membership in the Academy may be bestowed upon approval by majority vote of the Board of Directors. Honorary Members shall enjoy all rights, privileges and benefits of Regular Members.

j. Family Members

The spouse of a Member of the Academy is eligible for a Family Membership upon application to the

Executive Secretary. A Family Member shall be eligible for all rights and privileges of the Academy, with the exception of publications.

k. Sustaining Member

A Member who chooses to support the Academy by paying between two and three times the annual Regular Member dues shall be listed as a Sustaining Member.

l. Supporting Member

A Member who chooses to support the Academy by paying double the annual Regular Member dues shall be listed as a Supporting Member.

Article IV - Sections

SECTION 1. The Academy shall be divided into Sections according to the interests of the Academy members. Sections are formed for the purposes of facilitating interaction among members with similar interests, to organize sessions at the Annual Meeting, and to undertake activities which further the purposes of the Academy. The Board of Directors may approve new Sections upon petition and may disband Sections that are inactive. The President-Elect shall submit a report annually summarizing the performance of each Section and make recommendations for improvements or changes where necessary. Section organization and structure shall be specified in the Bylaws.

SECTION 2. The Chairpersons of the Sections, under the Chairmanship of the President-Elect, shall constitute the Sections Council. The purpose of the Sections Council shall be to review the function and operation of the Sections and of the Annual Meeting presentations, to serve as the Annual Program Committee, and to make recommendations to the Board of Directors on matters of interest to the Sections and their members.

Article V - Intra-Organizations

SECTION 1. The Texas Junior Academy of Science

a. Purpose

The Texas Academy of Science shall promote the organization and operation of science clubs or similar organizations in connection with accredited public and private high schools in the State of Texas, or other organizations approved by the Board of Directors. These organizations, when duly affiliated, shall together constitute and be known as the Texas Junior Academy of Science.

b. Organization

A Counselor and Associate Counselor shall be appointed by the President of the Academy after confirmation by the Board of Directors to direct the Junior Academy.

Faculty members of Texas high schools who are Members of the Texas Academy of Science may serve teaching faculty functions and advisory functions for all Junior Academy affiliated organizations.

SECTION 2. The Texas Collegiate Academy of Science

a. Purpose

The Purpose of the Texas Collegiate Academy of Science shall be to promote scientific interest

among the colleges and universities of the State of Texas, to promote undergraduate research, and to enhance the professional development of its members.

b. Organization

A Counselor and Associate Counselor shall be appointed by the President of the Academy after approval by a majority of the Board of Directors to direct the Collegiate Academy.

Faculty members of Texas colleges and universities who are Members of the Texas Academy of Science may serve teaching faculty functions and advisory functions for all Collegiate Academy affiliated organizations.

c. Affiliation

Any science club or equivalent organization for undergraduate students in the colleges and universities of the State of Texas, having a membership of ten (10) or more student members, at least five (5) of whom are Student Members of the Texas Academy of Science, and a faculty sponsor (counselor) who is a member of the Texas Academy of Science shall be eligible for affiliation.

To become affiliated, a science club or equivalent shall send a request accompanied by a copy of the Bylaws of the club, and a membership roster which indicates that five or more members are Student Members of the Academy. The requests will be sent to the Counselor of the Collegiate Academy who will verify eligibility, and issue a charter to the chapter.

SECTION 3. Board of Development for the Texas Academy of Science Endowment Fund.

a. Purpose

The Board of Development is responsible for securing the funding for, and making recommendations for the management of, an Endowment Fund for the benefit of the Texas Academy of Science.

b. Membership and Terms of Office

The Board of Development shall have six members. The term of office shall be three years, with two members being replaced each year. Members shall be appointed by action of the Board of Directors of the Texas Academy of Science, and approved by a majority vote at the Annual Business Meeting. Vacancies occurring during a term of office shall be filled by appointment by the President of the Academy, with approval of the Board of Directors of the Academy, and shall be for the unexpired term only. Members so appointed are eligible for appointment for a full term.

c. Organization

The Board of Development shall elect its chairperson and the chairperson of the Board of Development shall make an annual written report to the Board of Directors prior to the Annual Business Meeting.

Article VI - Affiliated Organizations

SECTION 1. Any scientific society or organization in Texas that promotes science or science education may become an Affiliate Society of the Academy upon its request, and after approval of the Board of Directors.

SECTION 2. The President, or other duly authorized representative, of each Affiliate Society may serve as a nonvoting representative to the Board of Directors of the Academy.

Article VII - Academy Officers

SECTION 1. The elected officers of the Academy shall be a President, President-Elect, Vice President, Immediate Past President, and six elected Directors. An Executive Secretary, Corresponding Secretary, Treasurer, Manuscript Editor of *The Texas Journal of Science*, and Managing Editor of *The Texas Journal of Science* shall serve as appointed officers of the Academy. Officers shall assume their positions as provided by the Bylaws. These officers shall perform the duties usually expected of such officers and as provided herein and in the Bylaws.

The President, Immediate Past President, President-Elect and Vice President, Treasurer, Manuscript Editor of *The Texas Journal of Science*, Managing Editor of *The Texas Journal of Science*, Corresponding Secretary, and Executive Secretary shall constitute the Executive Committee.

SECTION 2. The officers of a Section shall be a Chairperson and if the Section desires, a Vice-Chairperson.

SECTION 3. The Executive Secretary, Corresponding Secretary, Treasurer, Manuscript Editor of *The Texas Journal of Science*, and Managing Editor of *The Texas Journal of Science* shall be nominated by the President and approved by a majority vote of the Board of Directors. The other officers shall be elected as provided in the Bylaws. The Treasurer shall be bonded, at the expense of the Academy, at an amount set by the Board of Directors.

SECTION 4. Terms of Office

- a. The President, President-Elect and Vice President shall hold office for one year, or until their successors have been elected and are duly qualified. A Vice President shall be elected each year, and shall then succeed to the office of President-Elect. The Manuscript Editor of *The Texas Journal of Science*, Managing Editor of *The Texas Journal of Science*, Corresponding Secretary, Executive Secretary, and Treasurer shall serve at the pleasure of the Board of Directors and until their successors have been selected and are duly qualified. Directors are elected for a term of three years and may not immediately succeed themselves. Two Directors shall be elected annually, one being chosen to represent nonacademic members.
- b. If the office of Director becomes vacant, the President shall appoint a replacement to serve out the unexpired term, subject to approval by a majority vote of the Board of Directors. If the office of the Manuscript Editor of *The Texas Journal of Science*, Managing Editor of *The Texas Journal of Science*, Treasurer, Corresponding Secretary, or Executive Secretary becomes vacant, the President shall nominate a replacement for approval by the Board of Directors.
- c. If the office of President or President-Elect becomes vacant, the remaining officers shall automatically move up to fill the vacancy or vacancies. Any offices then vacant shall be filled by vote of the membership at the next election, with the nominating committee providing candidates for the vacant offices. A person moving into the office of President or President-Elect to fill a vacancy shall serve the unexpired term and then a full term.
- d. Officers of the Sections shall be elected as needed at the business meeting of the Section during the Annual Meeting of the Academy. If Section leadership positions become vacant prior to the Annual Meeting, the President-Elect shall appoint a Section Chairperson to act until the Annual Meeting.

SECTION 5. Removal from Office

a. Elected Officers

Upon the recommendation of the presiding officer at a Board of Directors meeting with a quorum present, an elected officer may be removed from office by a unanimous vote of the

remaining members of the Board of Directors.

b. Appointed Officers

An appointed officer may be removed from office by a two-thirds vote of the Board of Directors.

SECTION 6. Board of Directors

a. The Board of Directors shall be the governing body of the Academy, with the President as Chairperson.

b. The Board of Directors shall consist of the following voting members: President, President-Elect, Vice President, Immediate Past President, Corresponding Secretary, Executive Secretary, Treasurer, Manuscript Editor of *The Texas Journal of Science*, Managing Editor of *The Texas Journal of Science*, the six elected Directors, the Counselor of the Junior Academy, the Counselor of the Collegiate Academy, Chairperson of the Board of Development, and the Chairperson of the Science Education Committee. The Academy representative of the American Association for the Advancement of Science shall be a nonvoting member of the Board of Directors.

c. Quorum

Ten voting members of the Board shall constitute a quorum. The requirements for special majorities such as two-thirds and three-fourths shall be applied to the number of qualified voters constituting the quorum in attendance at the meeting, with fractional requirements rounded up to the next whole number.

SECTION 7. Resignation of Non-Attendance

Any member of the Board of Directors who shall fail to attend three consecutive meetings of the Board of Directors, without being excused by that body, shall be deemed to have resigned.

Article VIII - Committees

SECTION 1. Standing Committees

a. Names

The Standing Committees shall be as follows: (1) Annual Program, (2) Elections, (3) Junior Academy, (4) Collegiate Academy, (5) Science Education, (6) Research Grants, and (7) Honors and Awards.

b. Appointments

The President shall be authorized to appoint, subject to confirmation by the Board of Directors, all members of the standing committees, except where membership is specified in the Constitution or Bylaws.

SECTION 2. Special Committees

The President shall be authorized to appoint such special committees as the welfare of the Academy shall require.

Article IX - Texas Science Council

The Texas Academy of Science shall sponsor and the Academy President shall convene a council of representatives from organizations and societies in Texas concerned with science and science education, for the purposes of (1) discussing items of common interest, (2) reacting to requests for information and advice from state officials and agencies, and (3) assembling and disseminating to the people of Texas information about Texas science. Such convention shall be held biennially, or as otherwise required, and generally will be held in conjunction with the Academy's Annual Meeting.

Article X - Finances

SECTION 1. No financial obligations shall be incurred on behalf of the Academy by an officer or member unless authorized by a majority vote of the Board of Directors. Financial appropriations (budgeted or otherwise) in support of activities or publications outside the State of Texas or unrelated to the annual operation of the Academy shall be subject to approval by a unanimous vote of the Board of Directors followed by a majority approval of the general membership.

SECTION 2. No Officer, Director, or Member of the Academy may accept a gift, donation or grant to the Academy which would incur a financial obligation on the part of the Academy without the approval of the Board of Directors; nor may anyone solicit funds for a special purpose for the Academy without the approval of the Board of Directors.

SECTION 3. All fees and changes not specified in the Constitution or Bylaws shall be set by the Board of Directors.

SECTION 4. The funds of the Academy shall consist of (a) Endowment Fund, (b) Special Funds, and (c) General Funds.

a. Endowment Fund

1. The Endowment Fund shall include contributions specifically designated as such, Corporate Life Membership dues and one-half of Regular Life Membership dues.
2. The Endowment Fund may include both unrestricted and restricted funds. Each restricted contribution to the Endowment Fund must be accepted by the Board of Directors as appropriate to the aims of the Academy and each such fund shall be separately accounted to assure that proceeds from such contributions are used in accord with the conditions established by the donor.

The proceeds from all unrestricted contributions to the Endowment Fund shall be used as deemed appropriate by the Directors of the Academy, to further the objectives of the Academy. The Endowment Fund principal shall be encumbered only upon a unanimous vote of both the Board of Development and the Board of Directors certifying that a financial emergency exists.

3. **Fund Management**

The Treasurer is the designated Fund Manager and shall be responsible for all management and reporting of the Fund's activity. The Treasurer shall submit a report to the Board of Directors and the Board of Development regarding the principal, fund contributions, capital gains and distributions, interest income, and fund expenses at the end of each fiscal year. The Board of Development shall make recommendations to the Board of Directors for the use of income from the Fund. The Board of Directors shall determine the portion of unrestricted income to be used

for Academy projects and the remaining funds shall be reinvested in the Endowment Fund as increased principal.

Cash contributions to the Endowment Fund may be invested in U.S. Government Securities (100 percent guaranteed); bank obligations (certificates of deposits and money market instruments); commercial paper issued by corporations rated A or better; and publicly traded common or preferred stocks in U.S. Government Securities or bank obligations, not more than twenty (20) percent being invested in common or preferred stocks or bonds. In no case shall any funds be invested in future contracts, options or futures, nor shall assets be pledged for the purpose of borrowing money. The Fund may invest in mutual funds which meet these investment restrictions, or portions of the fund may be invested in mutual funds so long as the overall investment restrictions are met.

The Board of Development shall approve any changes in investment of the Endowment Fund. Changes may be approved by telephone poll of the Board of Development when necessary. Upon approval and funding by the Board of Directors, the Board of Development may retain professional advice regarding investment of the Fund.

b. Special Funds

1. Special Funds shall consist of gifts, grants, awards, etc., which are to be extended in total within a specified period of time for a specific purpose.
2. Special funds will be separately accounted.

c. General Funds

All funds or monies other than Endowment Funds and Special Funds shall be expended as directed by the Board of Directors, following an Annual Budget which shall be prepared by the Board of Directors, and presented to the membership at the Annual Business Meeting.

d. Financial Report

A financial report listing the balances of funds in all of the Academy accounts as of the beginning of the calendar year, along with any encumbrances on those funds, shall be prepared by the Treasurer, circulated to the Board of Directors, and presented at the Annual Business Meeting.

SECTION 5. *The Texas Journal of Science* shall be sent only to paid Members and subscribers. Members in arrears will be sent copies of the *Journal*, as available, upon payment of dues for the year in question. Complimentary subscriptions must be authorized by the Board of Directors.

SECTION 6. Funds collected by the Collegiate Academy and the Junior Academy shall be deposited in the General Funds, and accounted for in a line item of the General Fund budget.

Article XI - Bylaws

The Board of Directors shall establish such Bylaws, not in conflict with the Constitution, as they deem necessary to govern the Academy, subject to the approval procedure outlined in Section XIV of the Constitution.

Article XII - Publications

The Academy shall publish a scientific journal, *The Texas Journal of Science*, and such other publications for the dissemination of information about Academy affairs to the membership, and about science and science education to the people of the State of Texas, as are proposed by the Board of Directors and

approved at the Annual Business Meeting.

Article XIII - Archives

The Archives section of the Texas A & M University Library shall be the official repository for the Archives of the Academy.

Article XIV - Amendments

SECTION 1. The Constitution shall be amended (or revised) by the following procedure:

a. Initiation of Amendments

1. The Board of Directors may propose amendments.
2. Amendments shall be considered if presented by a petition signed by five percent of the active membership of the Academy.

b. Copies of the constitutional sections to be amended, with the proposed changes annotated, shall be mailed to the membership with a request for comment. A deadline for reply shall be given.

c. The proposed amendments shall be mailed to all Members at the next regularly scheduled election with a ballot on which they vote to accept or reject. The amendment is approved if a majority of those voting approve, providing that at least 20 percent of the eligible voters cast a ballot.

d. The date upon which the amendment will become effective, if approved, shall be given on the ballot.

SECTION 2. The Bylaws shall be amended (or revised) by the following procedure:

a. Initiation of Amendments

1. The Board of Directors may propose amendments.
2. Amendments shall be considered if presented by a petition signed by five percent of the active membership of the Academy.

b. The proposed amendment shall be mailed to all Members at the next regularly scheduled election with a ballot upon which they vote to accept or reject. The amendment is approved if a majority of those voting approved.

c. The date upon which the amendment will become effective, if approved, shall be given on the ballot.