

**CONSTITUTION
OF
THE NEBRASKA ACADEMY OF SCIENCES, INC.**
(as amended through April 12, 2019)

The Constitution of the Nebraska Academy of Sciences, INC. as filed on June 30, 2010 and recorded on film roll number 1000992239, page 2 has been amended as follows:

**ARTICLE I
NAME**

This association, a non-profit corporation (organized in 1880 and first incorporated on September 20, 1950) shall be known as Nebraska Academy of Sciences, Inc. (NAS, Academy). It shall be an affiliate of the American Association for the Advancement of Science (AAAS) and a member of the National Association of Academies of Science (NAAS). It shall affiliate with the Nebraska Junior Academy of Sciences (NJAS, Junior Academy).

**ARTICLE II
OBJECTIVES**

The objectives of the Academy are to further the work of scientists, to facilitate cooperation among them, to improve the effectiveness of science in the promotion of human welfare, to increase public understanding and appreciation of the importance and promise of science in human progress, and to stimulate science education through communication and cooperation.

**ARTICLE III
MEMBERSHIP**

Section 1. Any person, institution, or organization may be admitted to membership in the Academy; each member shall have such rights and privileges and shall pay such dues and fees as the Academy shall have prescribed.

Section 2. REGULAR MEMBERS shall be individuals who are interested in science and who pay the annual dues. LIFE MEMBERSHIPS shall be available to individuals who pay a fee determined by the Executive Committee. EMERITUS MEMBERSHIP shall be available to REGULAR MEMBERS who are sixty-five years or older; who have been members in good standing for twenty or more years, not necessarily consecutive; and who have requested such membership from the Executive Committee. Emeritus Members and Life Members shall be exempt from annual dues.

Section 3. COLLEGIATE MEMBERS shall be full-time students in undergraduate or graduate colleges or universities who are interested in science, and who pay annual dues.

Section 4. JUNIOR MEMBERS shall be students enrolled in grades six through twelve in public and non-public schools who participate in NJAS sponsored science and engineering fairs and competitions.

Section 5. Any person, institution, or organization may be enrolled as a SUSTAINING MEMBER, CONTRIBUTING MEMBER, PATRON, SPONSOR, or BENEFACTOR, upon payment of such annual dues or single payments as may be determined by the Executive Committee.

Section 6. *Institutional or Corporate membership will be available at three levels, SILVER, GOLD AND PLATINUM, cost of membership will be determined by the Executive Committee. The corporate levels of membership will entitle the institution or corporation to receive all Academy publications, submit articles for publication with Executive Committee approval, and have booths at the Annual Meeting. Institutional and corporate members will also be allowed other benefits as determined by the Executive Committee.*

**ARTICLE IV
OFFICERS**

Section 1. The officers of the Academy shall be President; President-elect; Treasurer; Secretary; three Counselors; the State Representative to AAAS/NAAS; and the President and President -elect of the Division(s).

Section 2. A President-elect shall be elected annually and, at the close of a one-year term of office, shall become President and serve for one year as President. In the event of a vacancy in the office of President, the President-elect shall become President.

Section 3. A Treasurer shall be elected in odd-numbered years and shall serve a two-year term.

Section 4. A Secretary shall be elected in even-numbered years and shall serve a two-year term.

Section 5. The immediate Past-president shall serve a two-year term as Counselor and the immediate Past-president of the Division(s) shall serve a one-year term as Counselor.

Section 6. The President of the Junior Academy will serve as a voting member of the NAS Executive Committee. The State Representative to AAAS/NAAS shall be selected by the Executive Committee.

Section 7. Chairpersons or Presidents of the Sections and Divisions shall be elected by their respective Sections or Divisions.
Section 8. Elections shall be by ballot of the regular members, conducted electronically at least thirty (30) days in advance of the Annual Meeting of the Academy. In the event of a vacancy in any office, except that of President, the Executive Committee shall make a *pro tempore* appointment. (*amended April, 2019*)
Section 9. The Executive Committee shall appoint an Executive Secretary whose duties shall include serving as resident agent of the Academy as well as any other duties as determined by the Executive Committee.

ARTICLE V COMMITTEES

Section 1. The Executive Committee shall consist of the President; the President-elect; the Secretary; the Treasurer; the President of the Junior Academy; the State Representative to AAAS/NAAS; the President, and President-elect of the Nebraska Association of Teachers of Science Division of the Academy; the three Counselors and the Nebraska Department of Education Science Education Specialist (as a non-voting, ex-officio member). All members of the Executive Committee shall be members in good standing of the Academy.
Subsection A. The Executive Committee shall exercise all powers usually assumed by a Board of Directors or Board of Trustees not specifically assigned to officers and including, without limitation, the right to delegate its functions to officers of the Academy.
Subsection B. The Executive Committee reserves the authority to offer honorary categories of recognition including but not limited to: Friend of the Academy, Friend of Science, Honorary Life, and Certificate of Appreciation. The rights and privileges of each category are determined by Executive Committee recommendations, subject to Policy Committee approval.
Subsection C. A minimum of seven (7) members of the Executive Committee must be present to constitute a quorum for official business.
Subsection D. The Executive Committee shall retain the right of review and the right to repudiate or veto the action or actions of any officer, committee, person or group acting for or in the name of the Academy.
Section 2. The Program Committee shall consist of a Chairperson, the Chairpersons of the Sections, the Affiliated and the Participating societies, and the Chairperson of the Collegiate Academy. The Program Committee shall be responsible for development of the program for the Annual Meeting and for publication of the Proceedings of that meeting.
Section 3. The Policy Committee shall consist of one representative from each of the colleges and universities located in Nebraska. These representatives shall be designated by the chief administrative officers of the respective colleges and universities and approved by the Executive Committee. The Policy Committee shall act as an advisory body to the Executive Committee in matters pertaining to the general policies of the Academy.
Section 4. The Long-range Planning Committee shall consist of at least three members of the Academy selected by the Executive Committee. One person shall be selected each year to serve a three-year term. This person may succeed himself/herself.
Section 5. The Nominating Committee, consisting of the two most recent Past-presidents plus the most recent Past-president of each Division, shall prepare a ballot of candidates for those elective offices of the Academy that will become vacant at the end of the next Annual Meeting.
Section 6. There shall be a joint meeting of the Policy Committee, Executive Committee, and Program Committee (P-E-P) during the Annual Meeting of the Academy, and there shall be joint and separate meetings of the committees at such other times during the year as may be arranged by the Executive Committee.
Section 7. All members of standing committees shall be members in good standing of the Academy.

ARTICLE VI SECTIONS AND DIVISIONS

Section 1. The Academy shall be organized in Sections in accordance with the fields of interest of its members, as determined by the Executive and Policy Committees. Each Regular Member of the Academy may designate the Section or Sections in which he/she wishes to be enrolled.
Section 2. Divisions of the Academy may be formed by groups of Academy members whose common interests require that these groups establish an additional organizational structure within the over-all structure of the Academy. Each Division may establish its own bylaws for the purpose of conducting business; the provisions of such bylaws must be consistent in content and intent with the Academy's Constitution. Formation of any Division within the Academy must be approved by the Executive and Policy Committees. Currently the Nebraska Association of Teachers of Science (NATS) is a Division of the Academy.
Section 3. Organizations whose activities and interests are closely associated with those of the Academy, AAAS, or NAAS may be designated as AFFILIATED or PARTICIPATING SOCIETIES. The Nebraska Junior Academy of Sciences (NJAS) is a participating society.

Section 4. There shall be one or more Sections of the COLLEGIATE ACADEMY as authorized by the Executive and Policy Committees.

ARTICLE VII MEETINGS

Section 1. The Academy shall hold an Annual Meeting at a specified time and place. This meeting shall be open to all Academy members.

Section 2. The Executive Committee may determine other meeting(s) at a time and place specified by the Executive Committee during which business may be conducted.

Section 3. The Executive Committee may hold special meetings as it may deem necessary and such special meetings as may be called by the President. The President shall call a special meeting at the written request of a majority of the Executive Committee. A special meeting request must be held within two weeks upon the receipt of the written request.

Section 4. The Executive Committee may meet in closed session for part of any scheduled meeting to consider personnel matters, but for no other business.

Section 5. The Executive Committee may take action at the Annual Meeting, or at any special meeting, or, if action is imperative before the next Executive Committee meeting, vote by mail ballot, electronic mail ballot or telephone ballot.

ARTICLE VIII PUBLICATIONS

The publications of the Academy shall be issued in such manner as the Executive Committee shall direct.

ARTICLE IX FINANCES

Section 1. The deposit, investment, and disbursement of all funds shall be subject to the direction of the Executive Committee.

Section 2. It shall be the Treasurer's responsibility to maintain a running balance of Academy finances and to aid the Executive Secretary in developing an annual budget for the principal activities of the Academy.

Section 3. In the event of the dissolution of the Academy or in the event it shall cease to carry out the objectives and purposes herein set forth, the assets identified as having originated from or assigned to the activities of the Division (e.g. NATS) will be distributed to that body if it is currently active and is meeting the stated purposes as identified in its bylaws. All remaining assets of the corporation shall be distributed as directed by the Executive Committee, to organizations that are interested in science education and scientific research and that are exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or successor provision thereto), with preference being given, in order of priority, to (1) the Academy Divisions that remain active, (2) Nebraska organizations, and (3) national organizations. In no event shall any of the assets of the Academy, upon dissolution, go or be distributed to Academy members, or for any other purpose, it being the intent that the assets owned by the Academy upon dissolution be devoted to the carrying on of scientific education and/or research through the investigation and dissemination of scientific knowledge.

ARTICLE X BYLAWS

Bylaws recommended by the Executive Committee may be adopted at any Annual Meeting by a majority vote.

ARTICLE XI AMENDMENTS

Amendments to this Constitution that have been recommended by the Executive Committee or requested by the petition of not less than five percent of the Regular Members (as defined in ARTICLE III, Section 2), may be adopted at any Annual Meeting by a two-thirds vote of the members present, or by a mail ballot by a two-thirds majority of those voting. The amendments shall be distributed to the membership at least thirty days in advance of the voting.

CERTIFICATE

Amendment of the Constitution and the ByLaws of the Nebraska Academy of Sciences, Inc. was duly adopted by mail ballot on April 12, 2019 by a vote of members:

For proposed revisions: 53 Abstentions: 10

Against proposed revisions: 2

Ballots were mailed to voting members at least thirty (30) days in advance of the voting.

NEBRASKA ACADEMY OF SCIENCES, INC.

Dated this 1 day of June, 2019

Doug Golick, Academy President

Dated this 1 day of June, 2019

Susan Weller, Treasurer