



# CONSTITUTION OF THE ASSOCIATION OF SOUTHEASTERN BIOLOGISTS

## ARTICLE I - ORGANIZATION

- SECTION 1. The name of this organization shall be The Association of Southeastern Biologists.
- SECTION 2. The purpose of this Association shall be to promote the advancement of Biology as a science by encouraging research, the imparting of knowledge, the application of knowledge to the solution of biological problems, and the preservation of biological resources.

## ARTICLE II - MEMBERSHIP AND DUES

- SECTION 1. Membership shall be open to all persons interested in the biological sciences.
- SECTION 2. Membership shall be granted to any eligible individual, institution, or corporation upon receipt of a written application and dues payment for the current year.
- SECTION 3. Each member shall pay annual dues in accordance with her/his category of membership. Annual dues include a year's subscription to *Southeastern Biology* and/or other publications of the Association.

## ARTICLE III - OFFICERS

- SECTION 1. The Officers of the Association shall be the President, Vice President, President-Elect, Past President, Secretary, and Treasurer.
- SECTION 2. The term of office is 3 years for the Secretary and Treasurer and 1 year for the other offices.

## ARTICLE IV - EXECUTIVE COMMITTEE

- SECTION 1. The officers of the Association, six (6) Members-at-Large elected by the membership, the Print Editor of *Southeastern Biology*, the Membership Officer, the Web Editor of ASB, and the Archivist of the Association shall constitute the Executive Committee. The Print and Web Editors, Membership Officer, and Archivist shall be ex officio, nonvoting members with the right to discuss all issues and to propose motions. Members-at-Large shall serve terms of 3 years with two members elected each year.

SECTION 2. The Executive Committee shall meet in the fall of each year and in the spring during the Annual Meeting of the membership.

#### **ARTICLE V - ANNUAL MEETING**

SECTION 1. The Annual Meeting of the Association shall be held in April at such place as may be recommended by the Executive Committee and approved by the membership. The date of the meeting shall be determined by the Executive Committee.

SECTION 2. The Executive Committee may change the time and place of the Annual Meeting and may call special meetings of the Association.

SECTION 3. Notice of all special meetings shall be sent to each member at least two (2) weeks before the dates on which such meetings are to convene.

SECTION 4. Fifty (50) members of the Association shall constitute a quorum for the transaction of business at the Annual Meeting or at any special meeting.

#### **ARTICLE VI - DISPOSITION OF PROPERTY**

In the event of the dissolution or termination of the Association of Southeastern Biologists, title to and possession of all assets of the Association shall be assigned forthwith by the Executive Committee to a non-profit organization similar to the ASB in its overall goals or other biological organizations operated exclusively for charitable, educational, or scientific purposes.

#### **ARTICLE VII - INCORPORATION**

The Association of Southeastern Biologists is incorporated as a non-profit scientific, and educational organization without capital stock and one solely engaged in lawful activity as permitted by Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and by Chapter 55A-86 of the General Statutes of the State of North Carolina. No member shall have any title or interest in the property of the Association, and no dividends or profits shall be declared or paid to any member.

#### **ARTICLE VIII - AUDIT**

SECTION 1. The fiscal year for the Association is January 1 through December 31.

SECTION 2. The financial records of the Treasurer and of the Board of Trustees of the Enrichment Fund shall be audited at least once each year by an external auditor approved by the Executive Committee and which audit will then be approved and signed by the president at the annual meeting in April.

#### **ARTICLE IX - ARCHIVES**

The Archives of The Association of Southeastern Biologists shall be maintained permanently at the University of Georgia, Athens, Georgia.

## **ARTICLE X - AMENDMENTS**

SECTION 1. This Constitution may be amended at any Annual Meeting by a three-fourths majority of those present, provided due notice has been sent by the Secretary to the membership at least 30 days in advance of the meeting, provided the amendment has been proposed by the Executive Committee or by a committee authorized by the Association at a previous Annual Meeting, and provided that so long as the Association shall be or remain an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, no amendment shall be made to Article I, Article VI, or Article VII of this constitution without consent having been obtained from the Internal Revenue Service and having been reported to the North Carolina Department of State.

SECTION 2. Amendments to this constitution shall take effect as soon as adopted by vote of the membership.