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Constitution of the Iowa Academy of Science, Inc.

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CONSTITUTION OF THE IOWA ACADEMY OF SCIENCE, INC.

(Adopted 1970 and Revised 1972, 1974, 1975, 1976, 1977, 1978, 1981, 1983 and 1985.)

ARTICLE I — NAME

This organization shall be known as *The Iowa Academy of Science* and shall be incorporated under the laws of the State of Iowa.

ARTICLE II — OBJECTIVES

The objectives of the Iowa Academy of Science shall be the promotion of interest in the sciences, in scientific research, improvement of instruction in the sciences, the dissemination of scientific knowledge, and the recognition of high achievement in attaining these objectives in the State of Iowa.

ARTICLE III — MEMBERSHIP

Section 1. *Categories of membership.* The membership shall consist of Emeritus Members/Fellows, Fellows, Members, Student Members, Corporate Sponsors, and Institutional Associates. No candidate for membership shall be excluded on the basis of sex, religion, race, color, or national origin.

1a. *Emeritus Members/Fellows.* Upon retirement, Members/Fellows who have been members in good standing for a total of 15 years may request transfer to the status of Emeritus Member/Fellow.

1b. *Fellows.* Fellows may be elected by the Board of Directors on recommendation of the Membership Committee from those who meet the requirements for Member status and who have also shown evidence of scholarship as indicated by publications of papers in the PROCEEDINGS or presentation of papers at the Annual Meeting. Publication of other scholarly work, evidence of outstanding service in teaching, or service in promoting the objectives of the Iowa Academy of Science, may also be submitted as evidence for promotion to Fellow status. Any Member may apply for Fellow status or may be nominated for Fellow status by a Member or Fellow of the Academy in good standing. A Fellow may become a Life Fellow by payment of the dues prescribed in the Bylaws.

1c. *Members.* Persons actively engaged in research in science, or teaching science, or administration in science, may become Members of the Academy. Such Members may ask the Membership Committee to consider their requests for promotion to Fellow status or the Membership Committee may initiate the action necessary for promotion. A Member may become a Life Member by payment of the dues prescribed in the Bylaws.

1d. *Student Members.* Students in institutions of higher learning may apply for membership as Student Members. Their student status must be vouched for by a professor in the department of the institution in which they are enrolled.

1e. *Corporate Sponsors and Institutional Associates.* Corporations or institutions interested in supporting the Academy may become Corporate Sponsors or Institutional Associates.

Section 2. *Privileges.* Only Members and Fellows shall be eligible to hold office in the Academy and have full voting privileges.

ARTICLE IV — OFFICERS

Section 1. *President.* The President-elect shall succeed to the office of President at the adjournment of the next Annual Meeting following election, serving as President for a period of one year. The President shall discharge the usual duties and have such powers as generally pertain to the office or as may be required by this Constitution, or by

the Bylaws, or by the Articles of Incorporation, or by the Board of Directors. In event of resignation, absence, disability, or death, the duties of President shall be assumed for the remainder of the unexpired term by the President-elect. Should the President be unavailable, the duties of the office shall be assumed for the remainder of the unexpired term by the President-elect.

Section 2. *President-elect.* The President-elect shall be a Fellow elected annually in accordance with the Bylaws; the term of office shall commence at the adjournment of the Annual Meeting. The President-elect shall become President at the Annual Meeting in the following year, performing such duties and having such powers as required by this Constitution, or by the Bylaws, or by the Articles of Incorporation, or by the Board of Directors. In event of resignation, absence, disability, or death, the duties of the office shall be assumed for the remainder of the unexpired term by the Immediate Past-president.

Section 3. *Immediate Past-president.* The immediate Past-president shall continue as an officer of the Academy for one year beyond the term of office as President and shall perform such duties as required by this Constitution or by the Bylaws, or by the Articles of Incorporation, or by the Board of Directors. In the event of resignation, absence, disability or death, the duties of the office shall be assumed for the remainder of the unexpired term by a Member or Fellow, properly qualified, appointed by the Board of Directors.

Section 4. *Executive Director.* The Executive Director shall be appointed by the Board of Directors. The term of office shall commence on the first of July following appointment. The Executive Director shall be custodian of the funds of the Academy and shall collect all monies due the Academy, and shall perform such other duties and have such powers as required by this Constitution, or by the Bylaws, or by the Articles of Incorporation, or by the Board of Directors. In event of resignation, absence, disability, or death, the duties of the office shall be assumed for the balance of the unexpired term by a Member or Fellow appointed by the Board of Directors.

Section 5. All officers shall be expected to reside in the State of Iowa during the tenure of their office. An officer who moves to another state after election shall be expected to resign the office.

ARTICLE V — BOARD OF DIRECTORS

Section 1. *Authority.* The authority to manage the affairs of the Academy shall be vested in the Board of Directors. The Board of Directors is empowered to engage the services of qualified individuals to assist in the proper execution of the activities of the Academy.

Section 2. *Membership.* The voting members of the Board of Directors shall be the President, President-elect, the immediate Past-president, plus six Fellows to serve three year terms, two to be elected annually. None of the six elected Directors shall be a chairperson of a Standing Committee. The Executive Director shall be an ex-officio non-voting member of the Board.

Section 3. In the event of the resignation, absence, disability, or death of a Director, the balance of the unexpired term shall be filled by a Member or a Fellow appointed by the remaining members of the Board of Directors.

ARTICLE VI — PROSCRIPTIONS

Section 1. The Academy shall be organized and operated for the advancement of scientific work and science-related educational activities for the benefit of the State of Iowa.

Section 2. The Academy shall not be organized nor operated for profit, either to itself or to any officer of, member of, or substantial contributor to, the Academy. This shall not, however, prevent the Academy from engaging in all activities permitted to it by Article IV of the Articles of Incorporation.

Section 3. The Academy shall not pay compensation to any member, nor to any other individual, beyond that which is a reasonable salary or compensation for personal services actually rendered to the Academy.

Section 4. No substantial part of the activities of the Academy shall consist of dissemination of propaganda or the influencing of legislation. However, the Academy may make public factual information which provides background on issues directly concerned with conservation, education, or scientific endeavors in the State of Iowa.

Section 5. The Academy shall not participate in, nor intervene in, any political campaign on behalf of any candidate for public office.

ARTICLE VII — AMENDMENTS

This Constitution may be amended at any time by assent of two-thirds of the votes cast by mail ballot, provided that notice of the proposed amendment, approved by a majority of the Board of Directors, has been sent to all voting members at least 45 days prior to the deadline for receipt of ballots.

BYLAWS OF THE IOWA ACADEMY OF SCIENCE, INC.

(Adopted 1970 and Revised 1972, 1973, 1974, 1975, 1976, 1977, 1978, 1981, 1982, 1983, 1985 and 1986.)

ARTICLE I — MEETINGS

Annual Meetings of the Academy shall be held on or about the third Friday and Saturday of April, unless otherwise decided by the Board of Directors.

ARTICLE II — QUORUM

A quorum of the business session of the Annual Meeting shall consist of twenty-five voting members.

ARTICLE III — BOARD OF DIRECTORS

Section 1. The Board of Directors shall meet at least twice each year, once in a regular annual session in the spring of each year immediately preceding the Annual Meeting of the Academy, and once on a date set by the Executive Committee, normally in the fall of the year at a time and place designated by the President. Special meetings of the Board may be called by the President upon recommendation of the Executive Committee.

Section 2. The President of the Academy shall serve as the presiding officer of the Board of Directors and may invite the chairs of Standing Committees, or other Academy members, individually to sit with the Board and to participate on a non-voting basis in the deliberations of the Board.

Section 3. The President, President-elect, immediate Past-president, and Executive Director shall constitute an Executive Committee which shall be empowered to act for the Board on an interim basis when action is necessary between the meetings of the Board. Such actions shall be reported to the Board at its next meeting for its approval.

ARTICLE IV — EXECUTIVE DIRECTOR

Section 1. *Duties.* The Executive Director shall supervise the central office and all business operations of the Academy, except those delegated to others by the Board, acting as the Academy's registered agent, receiving and disbursing all monies related to Academy business according to policies established by the Board, and shall implement the decisions of the Board, coordinating the work of all Officers, Directors and Committees to enhance and extend the effectiveness of the Academy in attaining its goals.

Specific duties may include, by mutual agreement:

- 1a. Preparing the agenda for each meeting of the Board.
- 1b. Assisting the Finance Committee in the preparation of the budget of income and expenditures for the next fiscal year for presentation to the Board of Directors for approval or amendments.
- 1c. Preparing the federal and state income tax returns.
- 1d. In cooperation with the Membership Committee, maintaining accurate membership records, compiling an annual membership roster, and assisting with recruitment.
- 1e. Coordinating the plans and arrangements for the Annual Meeting.
- 1f. Serving as editor of the Academy's newsletter.
- 1g. Serving as managing editor of all Academy publications.
- 1h. Preparing an Annual Report of Academy activity.
- 1i. Serving as a delegate to the National Association of Academies of Science.

Section 2. *Committee Membership.* The Executive Director shall be a member of the Executive Committee and an ex-officio non-voting member of the Board of Directors and of all Committees except those specified by the Board of Directors.

ARTICLE V — COMMITTEES

Section 1. *Standing Committees.* The incoming President shall appoint Standing Committees, as named in the following sections, immediately at the close of the Annual Meeting. The responsibilities of each Standing Committee shall begin upon appointment.

Section 2. *Committee on Committees*

2a. The Committee on Committees shall consist of six Members or Fellows each serving three year terms, two being appointed each year; and the President-elect.

2b. The chair shall be the President-elect.

2c. *Duties.* The Committee on Committees shall be responsible for the structural and functional aspects of the Academy standing and temporary committees. It shall recommend names to the President-elect for staffing yearly and unanticipated vacancies on these committees, giving consideration to: (1) balanced representation; (2) the number of committees and duties which a potential nominee is serving; (3) the principle of rotation of committee assignments; and (4) the responses from the membership to a periodic survey of member interests in and qualifications for service on a committee.

Section 3. *Annual Meeting Committee*

3a. This Committee shall be made up of the Local Arrangements Chair for the forthcoming Annual Meeting and Section Chairs.

3b. The chair of the Committees shall be appointed by the President.

3c. *Duties.* The duties of the Annual Meeting Committee shall be to develop general plans for the forthcoming Annual Meeting. They shall evaluate the Annual Meeting no later than October 1 following the meeting and make recommendations for the general planning and format for the next Annual Meeting. The Executive Director shall work closely with the Committee to implement the recommendations.

Section 4. *The Conservation and Preserves Committee*

4a. The Conservation and Preserves Committee shall consist of six Members or Fellows each serving three year terms, two being appointed each year.

4b. The chair shall be designated by the President.

4c. *Duties.* Matters relating to conservation and preservation within Iowa and involving the Academy shall be referred to this committee by the Board of Directors. The Committee shall inform Academy members in matters related to conservation and preservation and shall encourage their participation in related activities. The Committee shall make recommendations to the Board in matters relating to conservation and preservation. The Committee shall make recommendations to the Governor for appointments to the State Preserves Advisory Board as indicated by the Code of Iowa.

Section 5. *Education Committee*

5a. This committee shall consist of six Members or Fellows appointed for three-year terms with two members appointed each year after the first year, selected so that all of the following areas are represented: university or college science and science education, the Iowa Council of Science Supervisors, elementary and secondary classroom teaching, and the Science Teaching Section of the Academy. The Director of the Junior Academy, the chair of the Student Programs Committee, and the Science Consultant of the Department of Public Instruction shall be ex-officio voting members.

5b. The chair of the committee shall be appointed by the President.

5c. *Duties.* The duties of the Education Committee shall be to study current trends and pressures on science education and to assess their possible effects in Iowa; to develop position statements or resolutions concerning educational matters for consideration by the Board of Directors of the Academy; to recommend consideration of action by other Academy committees or sections; and to fulfill other functions as requested by the President.

Section 6. *Elections Committee*

6a. The Elections Committee shall be made up of six Members or Fellows each serving two year terms with three members being appointed each year.

6b. The chair shall be designated by the President.

6c. *Duties.* The duties of the Election Committee shall be to nominate candidates for the office of President-elect, Treasurer, and Directors such that there is more than one candidate provided for each vacancy. The Committee shall gather biographical data on each candidate and prepare election materials to be distributed by mail from the central office at least 45 days prior to the Annual Meeting. Ballots shall be returned to the central office by mail and turned over to the Elections Committee for counting. The chair of the Elections Committee shall report the results of the election at the Annual Meeting.

Section 7. *Finance Committee*

7a. The Finance Committee shall be composed of at least six

Members or Fellows appointed for three year terms with two appointed each year.

7b. The chair shall be designated by the President.

7c. *Duties.* The duties of the Finance Committee shall be to solicit financial support in the form of Corporate and Institutional memberships, contributions, grants, bequests, and endowments. It shall seek optimum return on Academy investments and income property. It shall also be advisory to the Board of Directors regarding budget, salaries, and other financial matters.

Section 8. *Iowa Science Foundation Committee*

8a. The Iowa Science Foundation Committee shall consist of six Members or Fellows each serving three year terms, two being appointed each year.

8b. The chair shall be designated by the President.

8c. *Duties.* The Iowa Science Foundation Committee shall manage the Iowa Science Foundation on behalf of the Academy for the State of Iowa. The committee shall solicit proposals, subject them to a review process, make awards, monitor grant projects, and provide general oversight for the grants program. The committee shall prepare and update brochures and guidelines pertaining to the program, as appropriate, and shall assist the officers of the Academy, the Governor, and the legislature in the development of the program on an on-going basis.

Section 9. *Membership Committee*

9a. The Membership Committee shall be made up of six Members or Fellows appointed for three year terms with two members appointed each year.

9b. The chair shall be designated by the President.

9c. *Duties.* The Membership Committee shall annually conduct a membership drive to increase membership in all categories except Corporate Sponsor and Institutional Associate. It shall make nominations of new Fellows to the Board, consider applications for promotion from Member to Fellow, and make appropriate recommendations to the Board.

The Committee shall assist the Executive Director with maintaining accurate membership lists. It shall be responsible for appropriate memorial tributes upon the death of members.

Section 10. *Recognition and Awards Committee*

10a. The Recognition and Awards Committee shall consist of six Members or Fellows each serving three year terms, two being appointed each year, and the director of the Excellence in Science Teaching Awards program as an ex-officio non-voting member.

10b. The chair shall be designated by the President.

10c. *Duties.* The Recognition and Awards Committee shall implement recognition by the Academy of individuals or groups outstanding in attaining the objectives of the Academy as stated in the Constitution, including the solicitation and evaluation of nominations for awards approved by the Board of Directors. Recognition and awards for secondary school students shall not be within the jurisdiction of this Committee.

Section 11. *Student Programs Committee*

11a. The Student Programs Committee shall consist of six Members or Fellows, two of whom are selected by the Science Teaching Section as its representatives. Each member of the Committee shall serve a three year term. Two members shall be appointed each year. The Director of the Iowa Junior Academy and the Science Education Consultant of the Iowa Department of Public Instruction shall be ex-officio non-voting members.

11b. The chair shall be designated by the President.

11c. *Duties.* This Committee shall supervise the activities of the Iowa Junior Academy of Science and the Iowa Science Talent Search.

All matters relating to Academy programs for pre-college students shall be referred to this Committee by the Board of Directors.

Section 12. *Parish Farm Committee.*

12a. The Parish Farm Committee shall consist of six Members or Fellows each serving three year terms, two being appointed each year.

12b. The chair shall be designated by the President.

12c. *Duties.* The Parish Farm Committee shall recommend policies for the management of the Parish Farm and implement those approved by the Board of Directors, including plans for capital improvements, soil conservation measures, crop plans, and any non-farming uses of the farm property.

Section 13. *Public Information Committee.*

13a. The Public Information Committee shall consist of six Members or Fellows, each serving three year terms, two being appointed each year.

13b. The chair shall be designated by the President.

13c. *Duties.* The Public Information Committee shall conduct activities which will foster the public understanding of science through the news media. The committee shall seek ways of increasing the visibility of the Academy and the Academy's programs.

Section 14. *Temporary Committees.* The President may appoint temporary committees, of suitable size, at intervals as needs arise. The committees shall serve one year. Temporary committees may be reappointed annually. The President shall designate the chair of each committee and shall specify duties for each committee, in writing, to the chair.

Section 15. The President shall appoint a member of the Board of Directors as a liaison to each committee.

Section 16. All committees shall submit written reports to the Board of Directors at the request of the Executive Director.

ARTICLE VI — ELECTIONS AND VOTING

Section 1. The election of officers and directors shall be by mail ballot under the supervision of the Election Committee. The results of the balloting shall be reported to the Board of Directors prior to the Annual Meeting and to the members present at the business session of the Annual Meeting. A simple majority of votes cast shall be necessary for election.

Section 2. Voting on Constitutional amendments shall be by mail ballot under the supervision of the Board of Directors or their designate(s), and the results shall be announced by the President to the members present at the business session of the Annual Meeting.

Section 3. Motions that pertain to Academy commitments, financial or otherwise, must be presented in writing to the Board of Directors prior to the Annual Business Meeting.

ARTICLE VII — SECTIONS

Section 1. *Formation of Sections.* Twenty- five or more persons may petition the Executive Director for the establishment of a new section. At the time of petitioning they shall suggest an appropriate name for the section. If the petition is favorably voted on by the Board of Directors, a temporary section chair shall be designated by the President. New sections will be considered temporary for at least one year, at the discretion of the Board of Directors.

Section 2. *Privileges and Responsibilities.*

2a. Each section is empowered to perfect its own organization as

limited by the Constitution, Bylaws and Articles of Incorporation of the Academy. Each section, however, must have a chair and vice-chair who are Members or Fellows in the Academy and who are responsible for the preparation and conduct of the section's program at the Annual Meeting.

2b. Unless otherwise provided for by a section's separate governance provisions, the vice-chair of the section shall be elected annually at the section's meeting during the Annual Meeting by the members of the section in attendance and shall become the chair of the section one year later. The chair shall have responsibility for the planning and conduct of the section's program at the Annual Meeting, with the assistance of the vice-chair.

2c. In the event that a section chair or vice-chair is vacant or vacated in the year of the election, the President may appoint a replacement in consultation with either the members of the section or the Board of Directors.

Section 3. *Dissolution.* If a section does not prepare and conduct a sectional program at the Annual Meeting for two consecutive years it may be dissolved by the Board of Directors; or three-quarters of the membership of a section may petition the Executive Committee, at any time, for dissolution of the section.

ARTICLE VIII — PUBLICATIONS

Section 1. *Definition.* The publications of the Academy shall include the *Proceedings of the Iowa Academy of Science*, the *Iowa Science Teachers Journal*, and any other special publications defined and initiated as such by the Board of Directors.

Section 2. *Official Organ.* The official organ of the Academy shall be the *Proceedings of the Iowa Academy of Science*.

2a. The *Proceedings* shall include such scientific papers as are offered and accepted for publication and such organizational and informational material as is deemed of importance and is not transmitted to members by other methods.

2b. Papers from nonmembers shall be accepted for publication at the discretion of the Editor.

Section 3. The *Iowa Science Teachers Journal* shall be published for members and special subscribers and shall be open to all persons interested in science education; preferential consideration shall be given to Academy members. The editor shall be appointed by the Board of Directors.

Section 4. *Editorial Supervision.* The content of each Academy publication shall be supervised by an editor appointed by the Board of Directors. The editor of each publication shall be assisted by an Editorial Committee consisting of Academy Members or Fellows and approved by the Board of Directors.

4a. The Editor of the *Proceedings* shall be appointed by the Board of Directors for a four year term.

4b. The editor of the *Iowa Science Teachers Journal* shall be appointed by the Board of Directors and shall continue in office until resignation or replacement.

Section 5. *Distribution.* Subscription to the *Proceedings* and the *Iowa Science Teachers Journal* shall be included in the dues required in all categories, but receipt of either or both may be declined. All Academy publications shall be made available to nonmembers by subscription or purchase or may be offered on an exchange basis or without charge at the discretion of the Board of Directors.

Section 6. *Management.* One or more Managing Editor(s) shall be appointed by the Board of Directors to supervise the production and

distribution of each Academy publication. Prices and page-charge policies shall be set by the Board of Directors in consultation with the Managing Editor(s).

ARTICLE IX — LIBRARY

The Iowa State University library shall be the depository for the *Proceedings of the Iowa Academy of Science*, and the Director of that library shall be requested to serve as Librarian of the Academy. The Librarian shall arrange for the sale and distribution of back issues in cooperation with the Executive Director. The Librarian may be invited to meet with the Board of Directors when matters pertaining to the library policies of the Academy are under consideration.

ARTICLE X — AAAS AFFILIATION

The Academy shall be affiliated with the American Association for the Advancement of Science, and shall be a member of the National Association of Academies of Science and Section X, General Science, of the AAAS. The Executive Director shall serve as a delegate of the Academy to the National Association of Academies of Science and AAAS Section X. The President shall designate a Member or Fellow to represent the Academy in the absence of the Executive Director.

ARTICLE XI — IOWA JUNIOR ACADEMY OF SCIENCE

Section 1. The Academy shall maintain a Junior Academy as a means of discovering and fostering ability and interest in science among secondary school students, under the supervision of the Student Programs Committee.

Section 2. The Director of the Junior Academy shall be a Member or Fellow in the Academy, appointed by the Board of Directors for a term of one year. He should succeed himself in office for a minimum of three years to provide continuity in Junior Academy affairs.

Section 3. The Student Programs Committee is empowered to organize the Junior Academy as limited by the Constitution and Bylaws of the Academy, subject to the approval of the Board of Directors.

ARTICLE XII — FINANCE

Section 1. The fiscal year of the Academy and its agencies shall be from July 1 through June 30 of the following year.

Section 2. *Budget.* The Executive Director, in consultation with Academy officers and agency heads concerned, shall prepare an annual asking-budget of income and expenditures for the new fiscal year and present it to the Board of Directors at their Annual Meeting for approval or amendment. The Executive Director is authorized to make only those expenditures provided for in the approved annual budget. Emergency-deficiency appropriations shall be approved by the Executive Committee.

RESTATED ARTICLES OF INCORPORATION OF THE IOWA ACADEMY OF SCIENCE

(Amended 1985)

Pursuant to the provisions of Section 39 of Chapter 504A, Code of Iowa (1966), the undersigned corporation adopts the following Restated Articles of Incorporation:

ARTICLE I

The name of the corporation shall be The Iowa Academy of Science.

Section 3. *Dues.*

3a. Emeritus Members/Fellows shall be exempt from all fees.

3b. The Board of Directors shall be empowered to recommend dues. The establishment of such dues as are recommended by the Board of Directors shall be by majority vote of the membership at an Annual Business Meeting of the Academy.

3c. The dues rate for spouses shall be 50% of the full rate; husband and wife shall receive one set of each mailing and one subscription to Academy publications.

3d. Student members will pay one-half annual dues.

3e. The membership year of the Academy shall coincide with the calendar year.

3f. The names of members who have not paid their dues within six months of the start of the membership year shall be removed from the mailing lists of all Academy publications and shall be considered to be in arrears. Non-payment of dues within 30 days of final notice shall constitute a request for withdrawal from the Academy.

3g. Members or Fellows who have been withdrawn from the membership for non-payment of dues may be reinstated without loss of continuous membership by payment of unpaid dues at the current rate along with dues in advance for the forthcoming year. A former Member or Fellow may apply as a new Member only after a period of two or more years of non-membership.

Section 4. Basic financial policies of the Academy shall be formulated and investments for the Academy shall be made by the Board of Directors with the advice of the Finance Committee or other appropriate consultants.

Section 5. Funds from Life Member or Life Fellow payments shall be invested and only the interest therefrom shall be used for current expenses of the Academy.

Section 6. The financial records of the Academy in the custody of the Executive Director shall be audited annually by two members of the Finance Committee named by the Board of Directors or by a Certified Public Accountant at the pleasure of the Board of Directors. The report of the audit of the calendar year just past shall be presented to the Board of Directors at its next Annual Meeting.

Section 7. The surety bond of the Executive Director shall be fixed and approved by the Board of Directors. The bond in each case shall be sufficient to cover the maximum amount of monies and negotiable securities in the custody of the Executive Director.

ARTICLE XIII — AMENDMENTS

These Bylaws may be amended upon recommendation of the Board of Directors and (a) by the affirmative vote of a majority of the voting members present at an Annual Business Meeting of the Academy, or (b) by mail ballot.

ARTICLE II

This corporation shall have perpetual existence unless sooner dissolved by a three-fourths (¾) vote of all the members thereof.

ARTICLE III

The principal place of business of this corporation shall be located in

Cedar Falls, Black Hawk County, Iowa. The registered office shall be located in McCollum Science Hall, University of Northern Iowa, Cedar Falls, Iowa, and the registered agent shall be James G. Macmillan at the same address.

ARTICLE IV

The object and purposes of this corporation shall be the encouragement of scientific work and to own and/or to lease sufficient and suitable real estate, buildings and structures; to accept gifts, to purchase, sell, hold, manage, mortgage, convey, and otherwise acquire, rent, maintain and dispose of real estate and personal property as may be necessary and proper for the conduct and advancement of said scientific work; and to do any and all other things that are necessary and incident to the execution of the objects and purposes herein specified.

ARTICLE V

The members of the corporation shall be all persons engaged or interested in the objects and purposes of the corporation who are duly elected to membership therein as provided in the Bylaws of this corporation.

ARTICLE VI

The business affairs of the corporation shall be managed and controlled by the Board of Directors to be elected at the annual meeting in such manner and form as may be provided in the Bylaws.

ARTICLE VII

Section 1. The officers of the corporation shall perform such duties and have such powers as generally appertain to such offices or as may be required of them by the Bylaws or by the Board of Directors hereof.

Section 2. Vacancies occurring in the Board of Directors shall be filled by vote of the remaining members of the Board of Directors until the ensuing annual meeting, when the vacancies shall be filled by vote of the members of the corporation.

ARTICLE VIII

The annual meeting shall be held on such date and at such place as shall be fixed by the Board of Directors.

ARTICLE IX

In all elections for members of the Board of Directors each member of the corporation shall be entitled to one vote.

ARTICLE X

The private property of the members and officers of the corporation shall not be subject to the payment of the corporation debts in any amount or to any extent whatever.

ARTICLE XI

The greatest amount of indebtedness to which the corporation may subject itself shall not exceed Ten Thousand Dollars.

Dated the XX day of _____, 198__.

THE IOWA ACADEMY OF SCIENCE

By s/ _____
President

By s/ _____
Secretary

ARTICLE XII

These articles may be changed, altered, or amended by two-thirds vote at any annual meeting or special membership meeting provided notice is sent to each member in good standing at his last known address, at least one month prior to such meeting and that any absent member may cast his vote by placing it in a sealed envelope and depositing it with the Executive Director in advance of the meeting.

ARTICLE XIII

These Restated Articles of Incorporation: (s) correctly set forth the provisions of the Articles of Incorporation of the corporation aheretofore and hereby amended; (2) have been duly adopted as required by law; and (3) supersede the original Articles of Incorporation of the corporation and all amendments thereto.

Dated the 31st day of October, 1970.

IOWA ACADEMY OF SCIENCE

By s/Herbert E. Hendriks _____
President

By s/Robert W. Hanson _____
Secretary

STATE OF IOWA)
) ss.
COUNTY OF BLACK HAWK)

I, Robert W. Hanson, being first duly sworn on oath, depose and state that I am the Executive Secretary of IOWA ACADEMY OF SCIENCE, that I executed the foregoing Restated Articles of Incorporation as such officer of the corporation, and that the statements contained therein are true.

s/Robert W. Hanson _____

Subscribed and sworn to before me this 2 day of November, 1970.

s/Verna E. Kennedy _____
Notary Public in and for said county.