

CONSTITUTION OF THE NATIONAL ACADEMY OF SCIENCES

As amended and adopted Apr. 17, 1872, and further amended Apr. 20, 1875; Apr. 21, 1881; Apr. 19, 1882; Apr. 18, 1883; Apr. 19, 1888; Apr. 18, 1895; Apr. 20, 1899; Apr. 17, 1902; Apr. 18, 1906; Nov. 20, 1906; Apr. 17, 1907; Nov. 20, 1907; Apr. 20, 1911; Apr. 16, 1912; Apr. 21, 1915; Nov. 11, 1924; Nov. 9, 1925; Oct. 18, 1927; Nov. 18, 1929; Sept. 18, 1930; Apr. 24, 1933; Apr. 27, 1936; Apr. 28, 1937; Apr. 22, 1940; Oct. 26, 1942; Apr. 26, 1949; Nov. 15, 1960; Oct. 12, 1964; Oct. 25, 1971; Oct. 23, 1973; Apr. 27, 1976; Apr. 23, 1985; Apr. 27, 1999; May 1, 2001; Apr. 30, 2002; Apr. 28, 2015; Apr. 30, 2019; Apr. 27, 2020; Apr. 26, 2021.

PREAMBLE

Empowered by the act of incorporation enacted by Congress and approved by the President of the United States, on March 3, 1863, and in conformity with amendments to said act approved July 14, 1870, June 20, 1884, and May 27, 1914, the National Academy of Sciences adopts the following amended Constitution:

ARTICLE I. OF MEMBERS

Section 1. The Academy shall consist of members, members emeriti, and international members. Members and members emeriti must be citizens of the United States.

ARTICLE II. OF THE OFFICERS AND ORGANIZATION

Section 1. The officers of the Academy shall be a president, a vice president, an international secretary, a home secretary, and a treasurer to be chosen from the membership.

The president shall be elected for a term to be established in each individual case by the Council and may be reelected. The election of the president shall be by a ballot conducted as further provided in the Bylaws prior to the annual meeting next preceding the July 1 on which he or she is to take office.

The vice president, the home secretary, the international secretary, and the treasurer shall be elected for terms of four years and may be reelected. The election of these officers shall be by a ballot conducted as further provided in the Bylaws prior to the annual meeting next preceding the July 1 on which they are to take office.

The date of expiration of the terms of all offices shall be June 30. Should a vacancy occur in any office,

except that of the president, the Council may appoint an officer to serve until the Council can arrange for an election to take place. Should the office of president become vacant, the vice president shall become acting president until the Council can arrange for an election to take place.

COUNCIL

Section 2. The officers of the Academy, together with twelve members to be elected by the Academy, shall constitute a Council for the transaction of such business as may be assigned to it by the Constitution, the Bylaws, or the Academy.

EXECUTIVE COMMITTEE

Section 3. There shall be an executive committee of the Council of the Academy, composed of eight members, consisting of the officers of the Academy and additional members of the Council of the Academy appointed by the president.

Except those powers dealing with nominations to membership in the Academy, the executive committee between the meetings of the Council shall have all the powers of the Council of the Academy, unless otherwise ordered by the Council. The president and home secretary of the Academy shall, respectively, be chair and secretary of the executive committee.

SECTIONS

Section 4. The Academy shall be divided by the Council into sections representing the principal branches of scientific research. Each section shall elect its own chair to serve for three years. The section chair shall be responsible to the Academy for the work of that section.

INVESTMENT COMMITTEE

Section 5. There shall be an investment committee, of which the treasurer shall be chair, consisting of the president of the Academy (or the vice president as president pro tempore), the treasurer, and not more than six other committee members appointed by the president, at least three of whom shall be Academy members; no more than two of whom may be nonmembers who are members of the National Academy of Engineering or the National Academy of Medicine; and no more than one of whom may be a person who is knowledgeable in investment matters but not a member of any of the three Academies.

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It shall be the duty of the investment committee to provide for the safe custody of all financial resources of the Academy and to determine all matters relating to the purchase and sale of securities held absolutely or in trust.

PRESIDENT

Section 6. The president of the Academy, or in case of absence or inability to act the vice president, shall preside at the meetings of the Academy and of the Academy Council and shall name all committees except such as are otherwise provided for.

The president shall serve as chair of the National Research Council and of its Governing Board, except that in case of the president's prolonged absence or inability to act, the Academy Council shall designate the vice president as the acting chair.

SECRETARIES

Section 7. The international and home secretaries shall conduct the correspondence proper to their respective departments, consulting with the president and Council as needed, and reporting their actions to the Academy at one of its stated meetings in each year.

TREASURER

Section 8. The treasurer shall conduct all financial transactions; shall maintain all corporate financial records; shall provide financial reports as may be required; and shall be the custodian of the corporate seal of the Academy.

NATIONAL ACADEMY OF ENGINEERING

Section 9. The National Academy of Engineering is established as a separate membership organization of the National Academy of Sciences, under Articles of Organization adopted by the Council of the National Academy of Sciences.

NATIONAL ACADEMY OF MEDICINE

Section 10. The National Academy of Medicine is established as a separate membership organization of the National Academy of Sciences, under Articles of Organization adopted by the Council of the National Academy of Sciences.

NATIONAL RESEARCH COUNCIL

Section 11. Pursuant to requests by the President of the United States in 1918, 1956, and 1993 the Academy shall perpetuate the National Research Council.

ARTICLE III. OF THE MEETINGS

ACADEMY

Section 1. The Academy shall hold one stated meeting, called the annual meeting, in April of each year in Washington, DC and such other meetings for the conduct of business as may be scheduled by the Council. The Council shall have the power to determine the location for such other meetings, and to fix the date of each meeting. The members shall be notified of such other scheduled meetings at least sixty (60) days in advance of the fixed date for such meeting. The Council shall define the objectives and general content of all Academy business meetings and shall establish, under direction of the home secretary, committees on arrangements for the meetings as it deems appropriate.

ARTICLE IV. OF ELECTIONS AND REGULATIONS

Section 1. All elections of officers and members shall be by ballot, and each election shall be held separately.

Section 2. The Council shall have general supervision over the election of the officers of the Academy. It shall set the dates for holding the elections and shall appoint any necessary nominating committees.

ELECTION PROCEDURE

Section 3. Election of members shall be held at the annual meeting in Washington, DC in the following manner: There shall be two ballots as further provided in the Bylaws—a preference ballot, which shall be taken prior to the meeting, and a final ballot, to be taken at the meeting.

ARTICLE V. OF REPORTS

ANNUAL REPORT

Section 1. The president shall present a report at each annual meeting.

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TREASURER'S REPORT

Section 2. The treasurer shall prepare a full report of the financial affairs of the Academy at the end of the fiscal year. This report shall be submitted to the Council for approval and presented to the Academy.

GOVERNMENT REQUESTS

Section 3. The president shall, as authorized by the Council, refer all requests by the government of the United States to the Governing Board of the National Research Council.

ARTICLE VI. OF ENDOWMENTS AND GIFTS

Section 1. The Council may accept devises, bequests, donations, or gifts supporting the purpose and mission of the Academy after considering their source, purpose, and specifications. The Council shall make a report of its actions to the Academy.

Section 2. Medals and prizes may be established in accordance with the provisions of endowments or gifts, or by action of the Council.

ARTICLE VII. OF DELEGATIONS OF AUTHORITY

Section 1. The Council, the president, and other officers may delegate their several authorities to appropriate officials or employees of the National Academy of Sciences except with respect to those authorities concerning membership affairs.

ARTICLE VIII. OF AMENDMENTS

Section 1. Amendments to the Constitution shall be made only at a stated meeting of the Academy. A proposed amendment must be submitted to the Council, which may revise it before submitting the amendment for a vote at the next stated meeting. If the proposed amendment is approved, it shall be voted on again at the next following stated meeting. Absent members may send their votes on pending amendments to the Constitution to the home secretary in writing, and such votes shall be counted as if the members were present. If the proposed amendment receives two-thirds of the votes cast it shall be declared adopted.