

# **Constitution**

Be it known to all, we the assembled representatives from the various pediatric teaching institutions of the central continental areas of North America do hereby constitute ourselves the founding body of an organization whose object shall be the encouragement of pediatric research within the area designated.

## **Article I. Name**

The name of the organization shall be the Midwest Society for Pediatric Research, (hereinafter referred to as the Society).

## **Article II. Purpose**

The Society shall have the following primary purposes:

- A. To foster scientific pediatric research.
- B. To provide a forum for investigators, particularly younger members, to present their work for discussion and criticism by their associates.
- C. C.To foster improvement in scholarship in pediatrics in this area.
- D. Anything in this Constitution to the contrary, the Society is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section SO1(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

## **Article III. Membership**

Membership in the Society shall be composed of three categories:

- A. Active membership shall be limited to individuals actively engaged in clinical or laboratory investigations or equivalent academic pursuits in pediatrics.
- B. Emeritus membership shall be determined on the basis of age, by conversion from active membership at the request of the individual, or at the discretion of the council.
- C. Honorary members may be elected as a token of recognition for outstanding contributions to the primary objectives of the Society, regardless of residence.

Election to membership, active or honorary, shall be considered when an individual has been nominated by an active member and the nomination has been seconded by another active member, neither of whom is an officer of the Society. Nominees must be approved by two-thirds majority of the council and subsequently must be approved by an affirmative vote of three-quarters of the active members in attendance at the annual meeting.

Nominees not elected to membership the first year after nomination shall be reconsidered the following year. Failure to achieve membership on one nomination shall not constitute a bar to re-nomination.

## **Article IV. Officers**

The officers of the Society shall be as follows:

- A. President
- B. President elect
- C. Secretary
- D. Treasurer

The term of office of the President shall be for one year. The president-elect shall serve one year and then ascend to the office of president.

The designated officers, president, president-elect and secretary-treasurer shall serve as a program committee.

#### **Article V. The Council**

There shall be a council consisting of four ex officio members, the president, president-elect, past president, and secretary-treasurer and nine elected members.

The members, other than the officers, shall be elected in three classes to serve for a period of three years, three new members being elected each year.

The council shall select the place of meetings, determine the conduct of the meetings and nominate a slate of officers for the following year.

#### **Article VI.**

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Society shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **Article VII.**

Upon the dissolution of the Society, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Society is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

*Approved October 1986*

*Revised October 2004; October 2015*