

Constitution

Revised August 7, 2019

Article 1. Name:

The name of the organization is the International Primatological Society.

Article 2. Incorporation:

The International Primatological Society is incorporated as a not-for-profit organization. This status will be maintained by the Treasurer and Vice President for Membership, which is the legal office of the Society, and in accordance with the laws of the United States of America

Article 3. Purpose:

The purposes of the Society are to encourage all areas of scientific research involving non-human primates, to facilitate cooperation among scientists of all nationalities engaged in primate research, and to promote the conservation of all primate species. The Society is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations in section 501 (c) (3) of the International Revenue code of 1954 of the United States of America (or the corresponding provision of any future United States of America Internal Revenue Law).

Article 4. Membership:

Any person engaged in non-human primate research and/or interested in supporting the purposes of the Society may apply for membership. Membership may not be denied on the grounds of sex, race, ethnic origin, nationality, religion, sexual orientation, or political party.

Article 5. Officers:

The Officers of the Society are elected by the membership and include a President, Secretary General, Treasurer and Vice President for Membership (one office), Vice President for Communications, Vice President for Conservation, Vice President for Captive Care and Breeding, Vice President for Education, Vice President for Research, Vice President for Ethics, Diversity, Equity and Inclusion, and the Immediate Past President. The term of all officers is four (4) years. No more than two consecutive terms in the same office are permissible for officers, with the exception of the President, whose consecutive terms as President shall be limited to one.

Article 6. Council:

The Council consists of the Officers of the Society (Article 5), the immediate past president who serves as a non-voting, ex-officio officer, a representative from the IUCN/SSC Primate Specialist Group (non-voting), and one representative of each of the affiliated organizations as defined in Article 13.

Article 7. Committees:

Committees are of two kinds: Standing and Ad Hoc.

Section 1. Standing Committees of the Society are advisory to the Officers and the Council and include:

- A. Conservation, chaired by the Vice President for Conservation.
- B. Captive Care and Breeding, chaired by the Vice President for Captive Care and Breeding.
- C. Education, chaired by the Vice President for Education.
- D. Research, chaired by the Vice President for Research.
- E. Election, chaired by the President.
- F. Awards, chaired by the President.
- G. Training Program, chaired by an Officer.
- H. Equity, Inclusion and Diversity, chaired by the Vice President for Ethics, Diversity, Equity and Inclusion.
- I. Ethics, chaired by the Vice President for Ethics, Diversity, Equity and Inclusion.

Section 2. Members of the Standing Committees are proposed by the Committee Chair and approved by the Officers.

Section 3. Ad Hoc Committees. The President may appoint ad hoc committees necessary for the proper functioning of the Society, to prepare special reports, or to perform Society functions not otherwise specified in the Constitution and Bylaws.

Article 8. Elections:

Elections shall be carried out on an offset cycle such that half of the Council is elected every 2 years, in accordance with Article 5 of the Bylaws.

Article 9. Congress:

The Society shall hold its Congress every two (2) years. The Congresses shall consist of presentations of scientific papers, invited addresses, symposia, poster sessions, student competitions, a silent auction, and other appropriate scientific activities, and shall include the convening of a General Assembly for the purpose of conducting Society business. As part of each Congress, the Society shall organize a training program(s) in various areas of primatology.

An invitation to host the Congress shall not be accepted from any country denying entry to Society members on grounds of sex, race, ethnic origin, sexual orientation, nationality, or religious or political belief.

Article 10. Finances:

The Society will collect annual dues from the membership, the amount to be determined by majority vote of the Officers. The Society may receive gifts and donations from individuals and organizations that may be designated either for special projects or for the general fund. The Treasurer and Vice President for Membership shall present the financial records at the Council meetings and General Assembly of each Congress. Societal banking accounts shall be audited by an outside party at the close of the term of the Treasurer and Vice President for Membership or after every eight years, whichever comes first.

Article 11. Amendments:

Amendments to the Constitution or changes in the Bylaws may be proposed by the Officers or the Council; by a majority vote at a meeting of the General Assembly; or by a petition endorsed by at least 10% of the membership. A proposed amendment will then be submitted by the Secretary General to the membership of the Society for a vote. Sixty (60) percent of returned ballots must vote affirmatively for the proposed amendments/changes in order for it to be adopted.

Article 12. Publications:

The Society shall publish or arrange for publication of the *IPS Bulletin*, with the purpose of providing information to the membership and maintaining an official record of IPS business and activity. The *Bulletin* shall contain the minutes of all Council and General Assembly meetings.

The Society may designate one or more scientific journals as the official journal(s) of the Society, but it may not engage in the business of publication that would make it liable for the expenses or debts of such a publication.

The Society may publish programs, abstracts and proceedings related to the meetings of the Society.

Article 13. Affiliations:

Any national or multinational scientific organization of primatologists may register with the Secretary General as an affiliate. The Secretary General will seek approval from the IPS officers for the inclusion of that organization as an affiliate.

The stated goals and/or purpose of the affiliate must be consistent with and fully support the stated purposes of the Society. Each affiliate is invited to send one representative to attend the pre- and post-Congress Council meetings, but the

Society shall not provide financial support for attendance by these representatives. Every representative shall have one vote in these meetings, except that the total number of votes cast by affiliate representatives may not exceed that of the Officers. In this case the affiliate votes become fractional votes.

Affiliation may be suspended by majority vote of the Officers if the affiliate engages in actions contrary to or not aligned with the purposes of the Society or engages in actions liable to damage its public image. Suspensions may be appealed to the General Assembly.

Article 14. Prohibitions:

No part of the net earnings of the Society shall inure to the benefit of, or be distributed to its members, trustees, Officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furthering of the purposes set forth in Article 3. No substantial part of the activities of the corporation shall be lobbying or otherwise attempting to influence legislation. The corporation 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 provisions of these articles, the corporation shall not do any other activities not permitted to be done (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 15. Dissolution:

Upon the dissolution of the corporation, the Officers shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations, organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under section (501) (c) (3) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Officers shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the United States of America, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.