***Constitution***

**Article I - Name**

* **Section 1.** The name of this organization shall be the Mile High Branch, Incorporated, of the American Association for Laboratory Animal Science, hereinafter referred to as the "Branch," or the "Corporation."

**Article II - Affiliation**

* **Section 1.** The Branch is an incorporated, nonprofit, educational affiliate of the American Association for Laboratory Animal Science, hereinafter referred to as the "AALAS," a national nonprofit educational association, as provided under Section 501(c)(3) of the Internal Revenue Code, of persons and institutions professionally concerned with the production, care and study of laboratory animals used in research. Supervision is through the Executive Director of the AALAS. The Branch reserves all rights and privileges granted by the AALAS to its branches.
* **Section 2.** Upon dissolution of the Corporation, 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. 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 corporation 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.
* **Section 3.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions for furtherance of the purposes set forth in Article III.

**Article III - Objectives**

* **Section 1.** Said Corporation is organized exclusively for charitable, educational and scientific purposes, as defined under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code;
* **Section 2.** To promote the purposes of the AALAS at the Branch level;
* **Section 3.** To promote fellowship and cooperation among members interested in the objectives of the Branch;
* **Section 4.** To cooperate with other branches for the exchange of information and to coordinate efforts in the field of laboratory animal science;
* **Section 5.** To hold at least one meeting annually to conduct business and for the exchange of scientific information on all phases of laboratory animal science;
* **Section 6.** To make local arrangements for the annual meeting of the AALAS when held in this geographic area;
* **Section 7.** To sponsor and promote educational and training programs for its members and others who are professionally engaged in the care and handling of laboratory animals;
* **Section 8.** To disseminate information by appropriate means to its members, other branches, the AALAS, and others as necessary.

**Article IV - Membership**

* **Section 1.** Membership in the Branch shall be open to any persons, institutions, and commercial organizations concerned with the production, care, study, and use of laboratory animals.
* **Section 2.** Failure to maintain for two consecutive years a minimum of ten members in good standing in the AALAS shall be cause for automatic forfeiture of title and rights as a local branch.

**Article V - Officers**

* **Section 1.** There shall be a President, President-elect, immediate Past-president, Secretary, and Treasurer.

**Article VI - Board of Directors**

* **Section 1.** The Board of Directors. Composed of the Officers and four additional elected members, shall be the legislative and administrative body of the Branch. It shall have charge of the property and financial affairs of the Branch and shall perform all such duties as prescribed in the Bylaws.

**Article VII - Amendments**

* **Section 1.** Any amendments to this Constitution may be proposed by a majority of the Board of Directors or by ten (10) or more Branch members in good standing by filing in writing with the secretary. The proposed amendment(s) shall be considered at the next scheduled meeting of the Board and presented to the General Membership by publication in the Branch newsletter no later than ten (10) calendar days prior to the next General Membership Meeting. The proposed amendment(s) shall be adopted if an affirmative vote of the majority of the General Membership assembled is received.