

RESTATED
ARTICLES OF INCORPORATION
OF THE
AMERICAN POLITICAL SCIENCE ASSOCIATION

Department of Consumer and Regulatory Affairs
Washington, D.C.

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Restated Articles of Incorporation and for that purpose submits the statement below.

FIRST: The name of the Corporation is the American Political Science Association.

SECOND: The restated articles consolidate all amendments into a single record and adopt additional amendments.

THIRD: The text of the amended and restated Articles of Incorporation is attached hereto.

FOURTH: The restated articles were approved by the Board of Directors on _____, 2016, and by the members with voting rights in respect thereof on _____, 2016.

American Political Science Association

ATTEST: _____
Steven Rathgeb Smith, Executive Director

Date: _____

ARTICLES OF INCORPORATION

OF

AMERICAN POLITICAL SCIENCE ASSOCIATION

Department of Consumer and Regulatory Affairs
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I, the undersigned natural person of the age of eighteen years or more, acting as the incorporator, adopt the following Articles of Incorporation pursuant to the District of Columbia Nonprofit Corporation Act of 2010:

FIRST: The name of the Corporation is American Political Science Association.

SECOND: The period of duration is perpetual.

THIRD: The Corporation shall have members.

FOURTH: The Corporation is organized and will be operated exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, specifically to encourage the study of Political Science, including Political Theory, Politics, Public Law, Public Administration and International Relations.

In pursuance of its purposes the Corporation shall have the powers to do all things necessary, proper and consistent with obtaining and maintaining its tax-exempt status under section 501(c)(3). All references to sections in these Articles refer to the Internal Revenue Code of 1986 as amended or to corresponding sections of subsequent internal revenue laws.

FIFTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of the corporation shall be limited to reasonable amounts.

SIXTH: No part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3), and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles or of any Bylaws adopted thereunder, the Corporation shall not take any action not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or by any other laws then applicable to the Corporation.

SEVENTH: Upon dissolution of the Corporation, its assets shall be disposed of exclusively for one or more exempt purposes within the meaning of section 501(c)(3), or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organizations under section 501(c)(3), or to the Federal government or to a state or local government, for a public purpose.

EIGHTH: The Corporation may indemnify a director for liability to any person for any action taken, or any failure to take any action, as a director, except liability for:

- a) Receipt of a financial benefit to which the director is not entitled;
- b) An intentional infliction of harm;
- c) A violation of D.C. Code § 29-406.33; or
- d) An intentional violation of criminal law.

NINTH: The registered agent is Harmon, Curran, Spielberg & Eisenberg, LLP, a commercial registered agent and the address, including street and number, of its registered office is 1726 M Street NW, Suite 600.