2014 SciX Report of the SAS Constitution and Bylaws Committee

Members: Katherine Bakeev, Jeremy Shaver, Diane Parry

We respectfully submit the following proposed changes, covering a variety of updates, clarifications, and proposed new initiatives. All proposed change reasons are listed in the table, below, with details in Attachments using the same numbering system.

OVERVIEW OF PROPOSED CHANGES

Goal for Society	Reason for Change	Constitution Change?	ByLaws Change?
1) Recognize Change	Addition to Society of responsibility for Kowalski Award in ByLaws	N	Y
2) Recognize Change	Recognize use of virtual meetings for SAS business	Y	Y
3) Recognize Change	Recognize and enable use of electronic tools (e.g. email) for voting on SAS business.	Y	N
4) Recognize Change	Recognize ongoing need for Office and Treasurer involvement in the business/audit end of the Web-site work.	N	Y
5) Recognize Change	Recognize that external non-profit audit requirements should match internal SAS audits.	N	Y
6) Recognize Change	Recognize the need for ongoing guidance from a Student Representative on the EC.	N	Y
7) Improve Focus	Assign President-Elect to organize 2 SAS PittCon sessions, which will mean that their program runs during their year in office.	N	Y
8) Improve Focus	Include a focus on service to the Society, in the qualifications for SAS Fellow.	Y	Y
9) Enable	Enable addition of new Society Publications	Y	Y

Growth			
10) Clarify Roles	**Clarify Central and Regional, Technical, and Student Society operations**	**Y**	**N**

ATTACHMENT 1:

In order to formally recognize the addition of the relationship of the prestigious Kowalski Award to the Society, we propose the following changes:

To the Bylaws Under ARTICLE XVI. AWARDS

Add:

SECTION 10. KOWALSKI AWARD IN CHEMOMETRICS. This award, given to honor the legacy of Bruce R. Kowalski, is administered by the Society for Applied Spectroscopy and is funded via member donations. The selection committee shall consist of at least three (3) members, one member designated by the Kowalski Award Committee, and two members invited by this designee, with representative founder-of-chemometrics and family approvals, as specified in the September, 2014 Bruce R. Kowalski Award in Chemometrics Agreement. This committee will also work with the Society Office and Web Editor to solicit sustaining donations. The award is intended to cover travel and meeting costs for the awardee to present his or her research in either oral or poster format at an appropriate session at SAS's National meeting, the annual SciX Conference, beginning in 2015.

ATTACHMENT 2:

In order to clearly enable the recent addition of significant virtual meetings in the interest of the Society, and in anticipation that virtual meetings are a trend that will be important to the Society in the future, the following changes are proposed:

To the Constitution:
Under ARTICLE XII. MEETINGS, Change:

SECTION 1. There shall be one (1) REGULAR MEETING of the Society per year at which the Governing Board shall convene. This meeting shall be at a time and place recommended by the Executive Committee and approved by the Governing Board.

SECTION 2. The regular meeting shall be known as the ANNUAL MEETING, and shall be for the purpose of announcing officers for the coming year, receiving reports of officers and committees, and for any other business that may arise.

SECTION 3. SPECIAL MEETINGS may be called by the Executive Committee or the Governing Board, as stated in the Bylaws. The purpose of the meeting shall be stated in the call.

SECTION 4. A QUORUM of the Governing Board shall consist of two-thirds (2/3) of the elected members. The appointed officers and the Second-Past President may serve as voting alternates for the elected members.

To:

ARTICLE XII: SAS MEETINGS

SECTION 1. In general, all meetings of the Society and its Committees can occur in-person or virtually (e.g. by electronic means, such as telephone or computer), unless otherwise specified in the Society's Constitution or Bylaws. For a meeting to be an official meeting of the Society, details of the meeting must be recorded and reported in the official records kept in the Society's Office.

SECTION 2. There shall be one (1) REGULAR MEETING of the Society per year at which the Governing Board shall convene in-person. This meeting shall be at a time and place recommended by the Executive Committee and approved by the Governing Board.

SECTION 3. The regular meeting shall be known as the ANNUAL MEETING, and shall be for the purpose of announcing officers for the coming year, receiving reports of officers and committees, and for any other business that may arise.

SECTION 4. SPECIAL MEETINGS may be called by the Executive Committee or the Governing Board, as stated in the Bylaws. The purpose of the meeting shall be stated in the call.

SECTION 5. A QUORUM of the Governing Board shall consist of two-thirds (2/3) of the elected members. The appointed officers and the Second-Past President may serve as voting alternates for the elected members.

In the Bylaws, Under:

ARTICLE III. DUTIES OF THE OFFICERS AND GOVERNING BOARD MEMBERS

Change:

SECTION 4. The SECRETARY shall:

(a) be responsible for the minutes of all Governing Board and Executive Committee meetings
(b) call the roll at the executive Committee and Governing Board meetings and determine the presence of a quorum

(c) submit a written report for each regularly scheduled meeting of the Governing Board and Executive Committee.

(d) perform all of the duties incident to the office of Secretary and such other duties as requested by the President, the Executive Committee and/or the Governing Board.

(e) In the absence of the Secretary from any meeting of the Governing Board or Executive Committee, a Secretary *pro tempore* may be appointed by the President to record the minutes of the meeting.

(f) If either the President or the Executive Director are unavailable, the Secretary can act as signatory in one of their steads.

To:

SECTION 4. The SECRETARY shall:

(a) be responsible for the minutes of all Governing Board and Executive Committee meetings, whether these meetings are in-person or virtual
(b) call the roll at the executive Committee and Governing Board meetings and determine the presence of a quorum

(c) submit a written report for each regularly scheduled meeting of the Governing Board and Executive Committee.

(d) perform all of the duties incident to the office of Secretary and such other duties as requested by the President, the Executive Committee and/or the Governing Board.

(e) In the absence of the Secretary from any meeting of the Governing Board or Executive Committee, a Secretary *pro tempore* may be appointed by the President to record the minutes of the meeting.

(f) If either the President or the Executive Director are unavailable, the Elected Secretary can act as signatory in one of their steads.

ATTACHMENT 3:

In order to enable electronic balloting, in general, for Society business:

Change the Constitution:
ARTICLE VIII. OFFICERS

SECTION 2. The ELECTED OFFICERS of the Society shall consist of a President, President-Elect, Past President, Secretary, and Treasurer. Candidates for these offices shall meet the qualifications as set forth in the Bylaws of the Society. These officers shall be elected by the members eligible to vote, as stated in the Bylaws, by means of a ballot according to the procedure listed in the Bylaws of the Society. These officers shall perform the duties listed in the Bylaws of the Society and the parliamentary authority adopted by the Society.

To:

SECTION 2. The ELECTED OFFICERS of the Society shall consist of a President, President-Elect, Past President, Secretary, and Treasurer. Candidates for these offices shall meet the qualifications as set forth in the Bylaws of the Society. These officers shall be elected by the members eligible to vote, as stated in the Bylaws, by means of either a physical or electronic ballot according to the procedure listed in the Bylaws of the Society. These officers shall perform the duties listed in the Bylaws of the Society and the parliamentary authority adopted by the Society.

ATTACHMENT 4:

In order to more completely reflect recent changes to Website operations, and to respect the importance of this Society tool to both members and Society operations, we recommend the following changes to split the web-editor and Office web-site responsibilities:

To the Bylaws, Change:

SECTION 6. WEBSITE. The Web Editor is an appointed position serving a 3-year term. The Web Editor shall:

(a) be responsible for the Web site.

(b) provide written reports of Web site activity including Analytics of the website at the physical meetings of the Executive Committee.

(c) provide a financial update on the Web site budget and expenses in the prior-mentioned written report.

(d) make recommendations in the prior-mentioned written report to the Executive Committee for improvement to the Web site format, technology platforms, and Web site operation.

(e) The Web Editor's duties shall include: determining the structure and content of the Web site, review and approval of contractors for presentation for final approval by the Executive Committee or Governing Board, liaison with other committees to provide support on committee projects that require a Web presence or Web survey

(f) The Web Editor may recommend appointment of a paid editorial staff to assist him/her. Appointment requests will be reviewed and if acceptable approved by the Executive Committee.

(g) The Web Editor may appoint a volunteer (unpaid) editorial staff to assist him/her. Appointment will require a letter signed by the volunteer and the Web Editor including the length of appointment, acknowledging the unpaid nature of the appointment, and will come into effect only after the letter has been received at the Society Office by the Executive Director or Executive Director's representative.

(h) The Web Editor may request that the Society Office staff provide regular updates to certain sections of the Web site. The Web Editor may wish to review pages and conduct testing prior to their being made live. The Web Editor should communicate to the Society Office staff if review and/or testing is required or not on a project-by-project basis. In cases where the Society Office staff are required to provide Web site work, a timeframe for the work should be constructed and communicated which takes into account staff availability and project criticality. Assignment of staff will be made and communicated by the Executive Director.

To:

SECTION 7. WEBSITE.

(a) The Web Editor is an appointed position serving a 3-year term. The Web Editor shall:

(i) be responsible for the content in the member-visible sections of the Web site.

(ii) provide written reports of member Web site activity including Analytics of the website at the physical meetings of the Executive Committee.

(iii) make recommendations in the prior-mentioned written report to the Executive Committee for improvement to the Web site format and technology platforms, specific to member website use.

(iv) liaison with other committees to provide support on committee projects that require a Web presence or Web survey

(v) The Web Editor may recommend appointment of a paid editorial staff to assist him/her. Appointment requests will be reviewed and if acceptable approved by the Executive Committee.

(vi) The Web Editor may appoint a volunteer (unpaid) editorial staff to assist him/her. Appointment will require a letter signed by the volunteer and the Web Editor including the length of appointment, acknowledging the unpaid nature of the appointment, and will come into effect only after the letter has been received at the Society Office by the Executive Director or Executive Director's representative.

(vii) The Web Editor may request that the Society Office staff provide regular updates to certain sections of the Web site. The Web Editor may wish to review pages and conduct testing prior to their being made live. The Web Editor should communicate to the Society Office staff if review and/or testing is required or not on a project-by-project basis. In cases where the Society Office staff are required to provide Web site work, a timeframe for the work should be constructed and communicated which takes into account staff availability and project criticality. Assignment of staff will be made and communicated by the Executive Director.

(b) The Executive Director shall be responsible for the business-end of the website, and will:

(i) provide a financial update on the Web site budget and expenses to the Treasurer for inclusion in the Treasurer's reports.

(ii) make recommendations in a written report to the Executive Committee for improvement to the Web site format and technology platforms, specific to Web site business operation.

(ii) Work with the Web Editor to determine the structure and content of the overall Web site, in order to meet both the member and business needs of the website. The Executive Director will review and approve contractors for presentation for final approval by the Executive Committee or Governing Board

ATTACHMENT 5:

In order to make the Bylaws of the Society consistent with the Laws of the Land:

Change: ARTICLE XVIII. GENERAL PROVISIONS

SECTION 1. ANNUAL AUDIT. The financial accounts and records of the Society shall be subjected to an annual audit by a Certified Public Accountant approved by the Executive Committee.

To:

SECTION 1. AUDITS. The financial accounts and records of the Society shall be subjected to audits by a Certified Public Accountant approved by the Executive Committee at the intervals required by the State in which the Office operates. The audit schedule will be consistent with requirements to maintain the Society's non-profit status.

ATTACHMENT 6:

In order to formally recognize a STUDENT REPRESENTATIVE position in the Society, and enable future Student appointments and development toward career participation in the Society, the following changes are recommended:

To the Constitution Under ARTICLE VIII. OFFICERS:

Change:

SECTION 6. The APPOINTED OFFICERS of the Society shall be the Editor-in-Chief of the Journal, the Newsletter Editor, the Web Editor, the Membership Committee Chairperson, and the Regional and Technical Section Affairs Coordinator. These officers shall perform the duties prescribed by the Bylaws of the Society. These officers shall be appointed by the Governing Board upon recommendation of the Executive Committee and shall serve for a three (3) year renewable term or until their successors are appointed. The appointed officers shall begin their respective terms at the beginning of the calendar year.

To:

SECTION 6. The APPOINTED OFFICERS of the Society shall be the Editor-in-Chief of the Journal, the Newsletter Editor, the Web Editor, the Membership Committee Chairperson, and the Regional and Technical Section Affairs Coordinator. These officers shall perform the duties prescribed by the Bylaws of the Society. These officers shall be appointed by the Governing Board upon recommendation of the Executive Committee and shall serve for a three (3) year renewable term or until their successors are appointed. The appointed officers shall begin their respective terms at the beginning of the calendar year. Along with the appointments listed above, a Student Representative will be elected by the Student Members of the Society, and this Student Representative will be put forward for acceptance and appointment by the Governing Board to serve a two year term as a non-voting Officer of the Society, until their successor is appointed.

In the Bylaws, Under ARTICLE I. MEMBERS

Change:

SECTION 7. A STUDENT MEMBER shall not hold National Society office, nor serve as a voting delegate to the National Society Governing Board Meetings except as an official representative of an organized student section, nor vote on any matters pertaining to the Society except as an official representative of an organized student section. Student Members can serve as Student Section, Technical Section, or Regional Section officers and committee members at the regional and international level. The extent of his/her participation in the business of a Student,

Regional, or Technical Section is the prerogative of that Section except for the limitations stated in the Constitution and Bylaws of the Society. Student Members shall have an annual subscription to *Applied Spectroscopy* by reason of dues paid.

To:

SECTION 7. A STUDENT shall be elected by a majority vote of the Society's Student Members and put forward for appointment by the Governing Board to be the official "STUDENT REPRESENTATIVE" to represent the needs of students in a non-voting capacity on the Executive Committee. Beyond the official STUDENT REPRESENTATIVE, students cannot hold elected National Society office, nor serve as a voting delegate to the National Society Governing Board Meetings except as an official representative of an organized student section, nor vote on any matters pertaining to the Society except as an official representative of an organized student section. Student Members can serve as Student Section, Technical Section, or Regional Section officers and committee members at the regional and international level. The extent of his/her participation in the business of a Student, Regional, or Technical Section is the prerogative of that Section except for the limitations stated in the Constitution and Bylaws of the Society. Student Members shall have an annual subscription to *Applied Spectroscopy* by reason of dues paid.

To recognize the student role, and then also recognize the future career of these students, Under ARTICLE II. QUALIFICATIONS FOR ELECTION/APPOINTMENT

Change:

SECTION 1. Only members in good standing of the Society shall serve as elected or appointed officers or Governing Board members.

SECTION 2. Elected candidates for Society office shall have served at least one year in one of the following capacities: executive committee elected or appointed member, journal editorial board member, delegate to the Governing Board, Regional or Technical Section officer, or chair of a Society committee. Appointed candidates for Society office must be a Member in Good Standing.

To:

SECTION 1. Only non-student members in good standing of the Society shall serve as elected officers or Governing Board members. Members in good standing of the Society, including student members, may serve as appointed officers.

SECTION 2. Elected candidates for Society office shall have served at least one year in one of the following capacities: executive committee elected or appointed member, journal editorial

board member, delegate to the Governing Board, Regional or Technical Section officer, or chair of a Society committee. Appointed positions held during a regular member's student involvement with the Society will count toward this requirement. Appointed candidates for Society office must be a Member in Good Standing.

ATTACHMENT 7:

In order to better enable the President to have an impact at PittCon in their year as President, we recommend the following change:

Under Bylaws ARTICLE III. DUTIES OF THE OFFICERS AND GOVERNING BOARD MEMBERS,

Change:

SECTION 2. The PRESIDENT-ELECT shall:

(a) perform all duties that may be delegated to him/her.

(b) appoint such committee chairs-elect and members as specified by the Bylaws. The President-Elect or his/her designee shall be Chair of the Constitution and Bylaws Committee.

(c) maintain proper signature authority on Society accounts with such authority being limited to the Treasurer, the Executive Director, and the person chosen to be President-Elect on the same ballot from which the Treasurer is chosen. The said incoming President-elect shall continue to have signature authority during his/her term as President and as Past President, a total of three years.

(d) serve as a FACSS Delegate. If unable to participate the President-Elect shall propose an alternative for Executive Committee approval. Alternatives must be a member in good standing**.**

To:

SECTION 2. The PRESIDENT-ELECT shall:

(a) perform all duties that may be delegated to him/her.

(b) appoint such committee chairs-elect and members as specified by the Bylaws. The President-Elect or his/her designee shall be Chair of the Constitution and Bylaws Committee.

(c) maintain proper signature authority on Society accounts with such authority being limited to the Treasurer, the Executive Director, and the person chosen to be President-Elect on the same ballot from which the Treasurer is chosen. The said incoming President-elect shall continue to have signature authority during his/her term as President and as Past President, a total of three years.

(d) serve as a FACSS Delegate. If unable to participate the President-Elect shall propose an alternative for Executive Committee approval. Alternatives must be a member in good standing.

(e) Organize/Supervise SAS-designated sessions for presentation at PittCon.

ATTACHMENT 8:

In order to better include recognition for contribution to SAS in the Fellows selection criteria, we propose the following three changes (one to Constitution, two to Bylaws):

To the Constitution:

Under ARTICLE IV. MEMBERSHIP

Change:

SECTION 10. FELLOWS are individual members recognized for their outstanding service to the field of spectroscopy. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status

To

SECTION 10. FELLOWS are individual members recognized for their outstanding service to the field of Spectroscopy, including service to the Society for Applied Spectroscopy. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status.

To make the Bylaws consistent:

Under ARTICLE I. MEMBERS

Change:

SECTION 11. A FELLOW is a Society member recognized for outstanding service to the field of spectroscopy. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status. Honorary members as defined in Article 1, Section 5 shall receive the title of Fellow but are exempt from dues by virtue of receiving Honorary member status.

To

SECTION 11. A FELLOW is a Society member recognized for outstanding service to the field of spectroscopy, including service to the Society for Applied Spectroscopy. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status. Honorary members as defined in Article 1, Section 5 shall receive the title of Fellow but are exempt from dues by virtue of receiving Honorary member status.

Also in the Bylaws, Under ARTICLE XVI. AWARDS

Change:

SECTION 9. FELLOWS. This award is established to recognize individual members for their outstanding service to the field of spectroscopy. The award consists of a plaque and recognition at the SAS annual meeting. Up to 12 Fellows per year may be selected. Nomination for the award of Fellow must be made by current SAS Fellows, the Executive Committee, the Governing

Board, or the Fellows Committee. The Fellows committee shall review all nominations and shall forward the award slate to the SAS Executive Committee for final approval. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status. All Honorary Members of the Society shall be granted Fellowship automatically.

To:

SECTION 9. FELLOWS. This award is established to recognize individual members for their outstanding service to the field of spectroscopy and service to the Society for Applied Spectroscopy should be a strong consideration. The award consists of a plaque and recognition at the SAS annual meeting. Up to 12 Fellows per year may be selected. Nomination for the award of Fellow must be made by current SAS Fellows, the Executive Committee, the Governing Board, or the Fellows Committee. The Fellows committee shall review all nominations and shall forward the award slate to the SAS Executive Committee for final approval. Fellows must continue to be members in good standing of the Society in order to maintain Fellow status. All Honorary Members of the Society shall be granted Fellowship automatically.

ATTACHMENT 9:

In order to enable continuous enhancement of the Society's ability to disseminate knowledge, in accordance with its stated objectives, we recommend the following option-enabling changes to the Publications guidance in the Constitution and Bylaws:

To the Constitution:
Under ARTICLE XIV. PUBLICATIONS

Change:

SECTION 1. The journal *Applied Spectroscopy* shall be the official publication of the Society and shall be distributed to the membership in accordance with the provisions of the Bylaws. The Society may also publish a membership newsletter.

SECTION 2. The Journal and Newsletter shall operate on a budget approved by the Governing Board.

SECTION 3. The Editor-in-Chief of the Journal shall appoint his/her own staff and is responsible for the policy of the Journal.

To:

SECTION 1. The journal *Applied Spectroscopy* shall be an official publication of the Society and shall be distributed to the membership in accordance with the provisions of the Bylaws. The Society may also publish a membership newsletter, as well as additional Journals or Newsletters, in accordance with the Bylaws..

SECTION 2. Journals and Newsletters shall operate on a budget approved by the Governing Board.

SECTION 3. The Editor-in-Chief of the *Applied Spectroscopy* Journal shall appoint his/her own staff and is responsible for the policy of the Journal. Additional Journals will also have Editor-in-Chiefs, with similar responsibilities.

To the Bylaws Under ARTICLE X. PUBLICATIONS

Change:

SECTION 2. JOURNAL. The Editor-in-Chief is an appointed position serving a three (3) year term. The Editor-in-Chief of *Applied Spectroscopy* shall:

(a) be responsible for the regular publication of the Journal of the Society.

(b) have the prerogative of appointing an editorial advisory board to assist him/her.

(c) have the prerogative of hiring editorial secretarial help, with the approval of the Executive Committee.

(d) receive scientific papers, consider with the assistance of appropriate reviewers their suitability for publication, and prepare those acceptable for publication with a minimum of delay.

(e) promote the publication of announcements of meetings of the Society and related organizations, abstracts of papers, book reviews, personal notes concerning members, et cetera.

(f) approve the publication of Society News which the Editor deems is suitable for inclusion in the Journal. News which the Editor considers unsuitable for the Journal shall be referred to the Newsletter Editor for consideration in the Newsletter and the Publicity Committee for consideration for publication in the Society's social media outlets

(g) continually strive to improve the professional reputation of the Journal within the limits of the annual budget of the Journal.

(h) establish all subscription rates to the Journal, other than those through membership, with approval of the Executive Committee.

SECTION 3. *Applied Spectroscopy* shall be published no less than twelve (12) times per year.

SECTION 4. Members outside the United States may be assessed an additional charge to cover delivery costs of print copies of *Applied Spectroscopy*. The delivery charge shall be set by the Executive Committee on the basis of recommendations by the Editor-in-Chief.

SECTION 5. The following provisions apply to *Applied Spectroscopy*:

(a) Approval of all manuscripts for publication in *Applied Spectroscopy* may be made only by the Editor- in-Chief, following recommendations from external reviewers.

(b) All manuscripts submitted for publication in *Applied Spectroscopy* shall not have been published elsewhere except in the form of company or government reports.

(c) Publication in *Applied Spectroscopy* is not a requirement for papers presented at meetings or symposia sponsored by the Society or Regional Sections.

(d) Groups of papers on closely related topics, proceedings of meetings, or symposia may be published as separate volumes.

(e) Special invited papers and critical reviews may be published.

(f) Only the Society may copyright material in the name of the Society for Applied Spectroscopy. If a volume is to be copyrighted by a Regional Section, the suggested form is "Copyright, 20xx, Northwestern Section, Society for Applied Spectroscopy."

(g) The Society for Applied Spectroscopy shall own the copyright for the original and any renewal term thereof of any manuscript of an author which is published by the Society. The author of any such manuscript shall have the right to make a nonprofit or noncommercial use of the work provided that he/she affixes to each copy the copyright notice used by the Society when the manuscript was first published. The author shall have the right to make or authorize any for-profit or commercial use of any such writing only after first obtaining the written consent of the Executive Director.

To:

SECTION 2. JOURNALS. The Editor-in-Chief of any Society-owned Journal is an appointed position serving a three (3) year term.

The Editor-in-Chief shall:

(a) be responsible for the regular publication of the Journal of the Society.

(b) have the prerogative of appointing an editorial advisory board to assist him/her.

(c) have the prerogative of hiring editorial secretarial help, with the approval of the Executive Committee.

(d) receive scientific papers, consider with the assistance of appropriate reviewers their suitability for publication, and prepare those acceptable for publication with a minimum of delay.

(e) promote the publication of announcements of meetings of the Society and related organizations, abstracts of papers, book reviews, personal notes concerning members, et cetera.

(f) approve the publication of Society News which the Editor deems is suitable for inclusion in the Journal. News which the Editor considers unsuitable for the Journal shall be referred to the Newsletter Editor for consideration in the Newsletter and the Publicity Committee for consideration for publication in the Society's social media outlets

(g) continually strive to improve the professional reputation of the Journal within the limits of the annual budget of the Journal.

(h) establish all subscription rates to the Journal, other than those through membership, with approval of the Executive Committee.

SECTION 3. The following applies to any Journal of the Society: The Society for Applied Spectroscopy shall own the copyright for the original and any renewal term thereof of any manuscript of an author which is published by the Society. The author of any such manuscript shall have the right to make a nonprofit or noncommercial use of the work provided that he/she affixes to each copy the copyright notice used by the Society when the manuscript was first published. The author shall have the right to make or authorize any for-profit or commercial use of any such writing only after first obtaining the written consent of the Executive Director.

SECTION 4. The Journal *Applied Spectroscopy* shall be published no less than twelve (12) times per year.

SECTION 5. Members outside the United States may be assessed an additional charge to cover delivery costs of print copies of *Applied Spectroscopy*. The delivery charge shall be set by the Executive Committee on the basis of recommendations by the Editor-in-Chief.

SECTION 6. The following provisions apply to *Applied Spectroscopy*:

(a) Approval of all manuscripts for publication in *Applied Spectroscopy* may be made only by the Editor- in-Chief, following recommendations from external reviewers.

(b) All manuscripts submitted for publication in *Applied Spectroscopy* shall not have been published elsewhere except in the form of company or government reports.

(c) Publication in *Applied Spectroscopy* is not a requirement for papers presented at meetings or symposia sponsored by the Society or Regional Sections.

(d) Groups of papers on closely related topics, proceedings of meetings, or symposia may be published as separate volumes.

(e) Special invited papers and critical reviews may be published.

(f) Only the Society may copyright material in the name of the Society for Applied Spectroscopy. If a volume is to be copyrighted by a Regional Section, the suggested form is "Copyright, 20xx, Northwestern Section, Society for Applied Spectroscopy."

This same effort also requires a change to the Publications Committee

Under ARTICLE XV. COMMITTEES

Change:

SECTION 13. PUBLICATIONS COMMITTEE. This committee shall consist of a total of five (5) members. The chair-elect is appointed for a three (3) year term (as chair-elect for one year, chair for one year, and past-chair for one year). Membership of the committee shall include the Editor-in-Chief and Editor of the journal. Every other year one other member is appointed for a two (2) year term. This committee shall:

(a) serve in an advisory capacity to the Editor-in-Chief of the Journal, the Newsletter Editor, and the Executive Director regarding *Applied Spectroscopy*, the Newsletter, and other publications undertaken by the Society.

(c) review applications for the position of Editor-in-Chief of the Journal and Newsletter Editor, when these positions need to be filled, and forward recommendations first to the Executive Committee and then to the Governing Board for approval.

To:

SECTION 13. PUBLICATIONS COMMITTEE. This committee shall consist of a total of at least five (5) members. The chair-elect is appointed for a three (3) year term (as chair-elect for one year, chair for one year, and past-chair for one year). Membership of the committee shall include the Editor-in-Chief and Editor of each journal. Every other year one other member is appointed for a two (2) year term. This committee shall:

(a) serve in an advisory capacity to the Editor-in-Chief of the Journal(s), the Newsletter Editor(s), and the Executive Director regarding the Journal(s), the Newsletter(s), and other publications undertaken by the Society.

(b) review applications for the position of Editor-in-Chief of the Journal(s) and Newsletter Editor(s), when these positions need to be filled, and forward recommendations first to the Executive Committee and then to the Governing Board for approval.

ATTACHMENT 10: To provide clarifying guidance to members on the relative responsibilities of the Society and its Regional Affiliates and Sections.

The inspiration for this guidance are the published documents of the American Chemical Society.

Within the Constitution, change:

ARTICLE IX. GOVERNMENT

SECTION 1. The Society shall be governed by the elected officers and the Governing Board.

SECTION 2. The GOVERNING BOARD shall consist of the elected officers, the second-Past President, and 10 elected members. Those elected shall consist of 10 at-large members elected by the Society membership. In addition, each Technical, Student, or Regional Section may send one voting delegate to represent that Section.

SECTION 3. Each elected Governing Board Member and each Regional, Student, or Technical Section delegate will have one vote. Elected member terms shall be two (2) years, and members can be re- elected for future terms.

SECTION 4. A QUORUM of the Governing Board shall consist of two-thirds (2/3) of the elected members. The appointed officers and the Second-Past President may serve as voting alternates for the elected members.

SECTION 5. The elected officers, as voting members, and the appointed officers as non-voting members, shall constitute an EXECUTIVE COMMITTEE which shall assume

responsibility for the government and welfare of the Society in the interim between Governing Board meetings.

To:

ARTICLE IX. GOVERNANCE

SECTION 1. The SOCIETY shall be composed of members who in turn may be members of its Regional, Technical or Student Sections. It shall be governed by its elected officials and a Governing Board which, in addition to such duties as may be prescribed in this Constitution and Bylaws of the SOCIETY, shall:

1) Act as an advisory body; a Board of Directors, which shall be the legal representative of the SOCIETY and establish its administrative policies; committees of both the Executive Committee and of the Board; and such officers and employees as are necessary to effectuate its purposes.
2) Have responsibility for consistent Society-wide promotion of member interests, via various communications, awards, branding, marketing and development or maintenance of Regional, Technical and Student Sections.

SECTION 2. The GOVERNING BOARD shall consist of the elected officers, the second-Past President, and 10 elected members. Those elected shall consist of 10 at-large members elected by the Society membership. In addition, each Technical, Student, or Regional Section may send one voting delegate to represent that Section.

SECTION 3. Each elected Governing Board Member and each Regional, Student, or Technical Section delegate will have one vote. Elected member terms shall be two (2) years, and members can be re- elected for future terms.

SECTION 4. A QUORUM of the Governing Board shall consist of two-thirds (2/3) of the elected members. The appointed officers and the Second-Past President may serve as voting alternates for the elected members.

SECTION 5. The elected officers, as voting members, and the appointed officers as non-voting members, shall constitute an EXECUTIVE COMMITTEE which shall assume responsibility for the government and welfare of the Society in the interim between Governing Board meetings.

FROM the Constitution, also change:

ARTICLE V. REGIONAL SECTIONS

SECTION 3. The Constitution and Bylaws of such Regional Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society. They shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the

Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.

To:

ARTICLE V. REGIONAL SECTIONS

SECTION 3. The Constitution and Bylaws of such Regional Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society. By its meetings, professional contacts, reports, papers, discussions and publications, Regional Sections should promote the advancement and dissemination of knowledge and information concerning the art and science of spectroscopy and other allied sciences, providing the greatest benefits for local members and industry. The Constitution and Bylaws of such Regional Sections shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.

FROM the Constitution, also change:

ARTICLE VI. TECHNICAL SECTIONS

SECTION 2. The Constitution and Bylaws of such Technical Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society. They shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.

To:

ARTICLE VI. TECHNICAL SECTIONS

SECTION 2. The Constitution and Bylaws of such Technical Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society. By its meetings, professional contacts, reports, papers, discussions and publications, Technical Sections should promote the advancement and dissemination of knowledge and information concerning specific aspects of the art and science of spectroscopy and other allied sciences, providing the greatest benefits to members and industry with related technical interests. The Constitution and Bylaws of such Technical Sections shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.

FROM the Constitution, also change:

ARTICLE VII. STUDENT SECTIONS

SECTION 2. The Constitution and Bylaws of such Student Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society. They shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.

To:

ARTICLE VII. STUDENT SECTIONS

SECTION 2. The Constitution and Bylaws of such Student Sections shall be consistent and in harmony with the Objective and the Constitution and Bylaws of the Society By its meetings, professional contacts, reports, papers, discussions and publications, Student Sections should promote the advancement and dissemination of knowledge and information concerning the art and science of spectroscopy and other allied sciences, providing educational and professional development opportunities for Student members. The Constitution and Bylaws of such Student Sections shall be submitted to the Constitution and Bylaws Committee for approval prior to approval by the Governing Board of the Society; any subsequent changes must also be submitted to this committee for approval prior to approval by the Governing Board.