• Call to order

A quorum being present President Booksh called the meeting to order at 6:05 p.m. Eastern Time.

Executive Director Saylor reported there were 37 delegates present.

The President appointed Director Saylor to manage the chat box and hand raising icons, and Manager Iocco to manage the voting polls.

The President appointed Secretary Ian Lewis, Diane Parry, and Jay Kitt to the committee to approve the minutes.

The President appointed Karl Booksh timekeeper.

Motion to elect Michael Swift chair pro tem. Adopted.

Motion to adopt the special rules of order. Adopted. pp. 2–3.

Motion to adopt proviso. Adopted. p. 4.

Motion to adopt resolution authorizing one-time corrections. Adopted. p. 5.

Motion to adopt the revised bylaws. Article I Name through Article IV Elected Officers, §8 Removal from office. Considered. pp. 6–8.

Motion to fix the time to which to adjourn to Thursday, March 18, 2021 at 6:00 p.m. Eastern Time. Adopted.

Motion to adjourn. Adopted.

• The chair pro tem adjourned the meeting at 9:30 p.m. Eastern Time.

• Adjourn

1 **Signing In and Out**

a Members shall identify themselves as required to sign in to the Internet platform.

b Members whose names appear on the membership list as voting members shall be admitted to the meeting, and

i shall maintain Internet video and audio access throughout the meeting whenever present, and

ii shall sign out upon any departure before adjournment.

c Members shall keep their microphone on mute when not speaking, and

d are encouraged to use headsets with microphones to reduce background interference and feedback.

2 **Requirements and Malfunctions**

a Each member is responsible for their video and audio Internet platform connections; and,

b no action shall be invalidated on the grounds that the loss of, or poor quality of, a member’s individual Internet connection prevented their participation in the meeting.

3 **Forced Disconnections**

a The chair may direct the disconnection or muting of a member’s Internet connection if it is causing undue interference with the meeting.

b The chair’s decision to do so is subject to an undebatable appeal that can be made by any member.

4 **Technical Problems.**

a If a delegate has a technical problem participating they should

i call the hotline number 301-674-1458, or

ii use the chat box to notify the manager.

b The chat box shall be used for parliamentary business only.

5 **Quorum**

a The presence of a quorum shall be determined by the members listed on the Internet platform participants list.

b Included in the names on the participants list shall be the following support personnel: 1) the Executive Director, 2) the Office Manager, 3) the chair of the bylaw revision committee, and 4) the parliamentarian.

c These four persons will not be counted in the quorum.

6 **Seeking Recognition**

a A delegate seeking recognition **to amend shall**

i note the words to strike and/or the words to insert

ii raise their hand icon

iii when recognized by the chair state the words to strike and/or insert

b A delegate seeking recognition that takes **precedence** **shall**

i type the motion in column two in the chat box

ii provided the motion has a “yes” in column 3

ii when recognized by the chair state the particular issue

c A delegate seeking recognition otherwise **shall**

i raise their hand icon

ii when recognized by the chair

(1) debate the pending motion pro or con

(2) offer any proper procedure

d no seconds are required

7 **Limits of Debate**

a Debate shall be limited to two minutes for each member.

b Debate shall be limited to one speech for each member on each question.

c Each part shall be considered for no longer than 10 minutes at which time debate shall be closed.

d The chair may direct the muting of a member’s microphone if that member does not adhere to the limit of debate when notified by the chair.

8 **Voting**

a Voting shall be by the Poll Everywhere program.

b The chair shall announce the opening & closing of the polls.

c The chair’s announcement of the voting result shall include

i the percentage of yes votes

ii the percentage of no votes

iii the percentage of those indicating present

iv whether the motion is adopted or lost

Whereas, The Society’s current bylaws contain rules related to policies and procedures as well as bylaws;

Whereas, The hierarchy of governing documents should be observed by the Society; and

Whereas, The Executive Committee and Governing Documents Committee propose a revision which if adopted will be adopted with the following proviso; now, therefore, be it

Resolved, That any member serving in any office shall remain in that office until the completion of their regular term;

Resolved, That any member currently serving in more than one office shall relinquish one of the offices, at their discretion;

Resolved, That any vacated office shall be filled by the Executive Committee for the remainder of that term; and

Resolved, That any material from the current bylaws relocated to the Policies and Procedures Manual shall remain in effect until the governing documents committee submits updated Policies and Procedures Manual to the Executive Committee for consideration.

Whereas, The Governing Board considered the substantive content of the revision;

Whereas, The Governing Board considered amendments with the understanding the details of numerical sequencing, alphabetical sequencing and punctuation could be considered later; and

Whereas, The Executive Committee must be given a one time authorization; now, therefore, be it

Resolved, That the Executive Committee correct punctuation in accordance with *The MLA Style Manual*,

Resolved, That the Executive Committee correct cross-references;

Resolved, That the Executive Committee correct outline sequences;

Resolved, That the Executive Committee make such other technical and conforming changes as may be necessary to reflect the intent of the governing board in connection with the revision adopted at the March 4, 2021 meeting; and

Resolved, That the Executive Committee place the revised and corrected bylaws on the SAS website by April 14, 2021.

Article I Name

The name of this organization shall be Society for Applied Spectroscopy, Inc., as prescribed by the Articles of Incorporation and hereinafter referred to as the Society.

Article II Purposes

The purposes of the Society are those prescribed by the Articles of Incorporation.

Article III Members

§1 Membership Eligibility and Admission Procedure. Anyone interested in Spectroscopy shall be eligible for membership.

A Membership types that require dues payment shall begin on the start date and not expire for a period of time commensurate with the dues paid.

B Membership types that do not require dues payments shall not expire

§2 Annual Dues. The Executive Committee shall determine the dues.

§3 Resignation from Membership.

A Any member desiring to resign from the Society shall submit their resignation in writing to the Secretary, who shall terminate the membership.

B Any member in arrears in dues more than thirty days shall be deemed to have resigned and will be removed from the membership.

§4 Types of Members. The Society shall have two (2) membership types

A Regular Member.

1 A Regular Member is someone who submitted an approved application, and whose dues are paid annually, paid in advance, or waived. Regular Members are entitled to full participation in the proceedings of the Society.

2 A Lifetime Member is a Regular Member who is not required to submit an application or to further pay dues after payment of the Lifetime Membership Fee.

3 A Fellow Member is a Regular Member recognized by the Society for outstanding service to the field of Spectroscopy.

4 An Emeritus Member is a Regular Member recognized by the Society who has retired. Emeritus Members shall not be required to pay annual dues.

5 An Honorary Member is a Regular Member who has been awarded Honorary status by the Society and shall not be required to pay annual dues.

6 A Distinguished Service Member is a Regular Member who has been awarded Distinguished Service status by the Society and shall not be required to pay annual dues.

7 An Early Career Member is a Regular Member who is within 5 years of their most recent technical degree.

8 A Retired Member is a regular member who has retired from active scientific work.

B Student Member. A Student Member is someone who is enrolled in an undergraduate or graduate degree-granting program, submitted an approved application, paid the annual dues, and may vote in all elections.

1 A Student cannot be an Early Career Member.

Article IV Elected Officers

§1 Elected officers. The Elected Officers of the Society shall be

A a President-Elect,

B a Secretary, and

C a Treasurer.

§2 Term. The term of office for the President-Elect is one (1) calendar year. Other Elected Officer terms are three (3) calendar years.

A Officers shall continue to serve until their successors are elected and qualified.

§3 Duties. The Elected Officers shall perform the duties prescribed by these bylaws, by the Policies & Procedures Manual, and by the Parliamentary Authority.

§4 Office-Holding Limitations. No member shall hold more than one elected office at a time, and no member shall be eligible to serve three terms in the same elected office.

§5 FACSS Delegate. The President-Elect shall be a delegate to the Federation of Analytical Chemistry and Spectroscopy Societies (FACSS) Governing Board.

§6 President-Elect. The President-Elect shall automatically fill a vacancy in the office of President and shall serve for the balance of the term of the President and his/her regular term.

§7 Chief Financial Officer. The Treasurer shall be the Chief Financial Officer.

§8 Removal from Office. Elected Officers may be removed from office at the pleasure of the Governing Board as provided in the Parliamentary Authority.

End bylaws as revised March 4, 2021