

**RULES OF GOVERNMENT  
BOSTON CHAPTER OF ASM INTERNATIONAL**

**ARTICLE I**

**Name and Purpose**

**Name**

**Section 1** - The name of this Chapter of ASM International, shall be the Boston Chapter, ASM International, hereinafter referred to as *The Chapter*.

**Purpose**

**Section 2** - The Chapter is formed for the exclusive purpose of advancing, in its own geographical region, scientific, engineering, technical and practical knowledge, particularly with respect to the manufacture, treatment, selection and use of engineered materials, through education, research and the compilation and dissemination of information useful to the individual and beneficial to the general public.

**ARTICLE II**

**Limitations and Dissolution**

**Limitations**

**Section 1**

- a) The Chapter shall operate only under the Charter granted to it by ASM International, giving it authority to carry on the work of ASM International, subject to the rights, privileges, and obligations provided for in The Constitution and The Rules for the Government of ASM International, hereinafter called *The Rules*.
- b) No part of the net income of The Chapter shall inure to the benefit of any private individual or company.
- c) No substantial part of the activities of The Chapter shall consist of carrying on propaganda or otherwise attempting to influence legislation, or of participating in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- d) The Chapter shall not at any time possess powers, exercise authority or engage in activities, either expressly or by interpretation, which are not permitted to be possessed, exercised or engaged in by an organization exempt from Federal Income Tax. (See Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any subsequent and future United States Revenue Law.)

**Dissolution**

**Section 2** - If the Chapter should return its Charter to ASM International for any reason, or should have its Charter revoked, the affairs of The Chapter shall be terminated immediately under the supervision of the Board of Trustees of ASM International, hereinafter called The Board, and all funds or other property remaining after payment of debts and obligations of The Chapter shall be transferred to and paid to ASM International.

## **ARTICLE III**

### **Members**

#### **Section 1**

- a) The members of The Chapter shall be those meeting the requirements of ASM International who have been assigned to it, either at their own request or by ASM International for geographical reasons.
- b) There shall be no bar to membership in The Chapter because of race, creed, color, sex, citizenship, or country of origin.

## **ARTICLE IV**

### **Chapter Meetings and Fiscal Year**

#### **Number and Subject**

#### **Section 1**

- a) Chapter meetings, held at such times and places as the Executive Committee shall determine, shall be devoted to educational, technical, engineering or scientific purposes.
- b) There shall be no charge for attending the technical and educational portion of any Chapter meeting, and such meetings shall be open to the public.
- c) No exhibitions shall be held by The Chapter without specific authorization from the Board, and dates for regional meetings, conferences, or seminars shall be cleared with the Managing Director of ASM International before final plans are made.

#### **Annual Meetings**

**Section 2** - The Annual Business Meeting of The Chapter shall be held no later than May 31<sup>st</sup> of each year, at a time and in a place decided by the Executive Committee.

#### **Fiscal Year**

**Section 3** - The fiscal year of The Chapter shall begin on June 1<sup>st</sup> and end on May 31<sup>st</sup> of the following year. The Chapter shall maintain its financial records to meet the calendar year reporting requirements of the IRS.

## **ARTICLE V**

### **Executive Committee**

#### **Authority**

**Section 1** - All the affairs of The Chapter shall be directed by an Executive Committee of not less than four (4) members, which shall include all the elected officers of the chapter by virtue of their office. The elected officers shall appoint all members of the Executive Committee and all shall be voting members. The Chapter Chair shall serve as Chair of the Executive Committee.

#### **Quorum**

**Section 2** - A majority of the total membership of the Executive Committee shall constitute a quorum at any of its meetings.

#### **Meetings**

**Section 3** - The Executive Committee shall meet a minimum of four (4) times each year, at such times and places as it shall decide.

#### **Duties**

**Section 4** - The members of the Executive Committee shall serve as committee Chairs or at

large and shall perform such other duties as are designated by the Chair.

### **Receipt and Payment of Moneys**

**Section 5** - The treasurer (or secretary-treasurer), as financial officer of The Chapter, is authorized to receive and disburse all moneys under the direction of the Executive Committee. All checks and other instruments for the payment of moneys of The Chapter shall be drawn in the name of The Chapter, and shall be signed by the treasurer or Chair.

## **ARTICLE VI**

### **Officers**

#### **Elected Officers**

**Section 1** - The elected officers of The Chapter shall be the Chair, Vice-Chair, Secretary, and Treasurer or secretary-treasurer.

#### **Appointed Officers**

**Section 2** - Officers appointed by the Executive Committee shall serve until further action by an Executive Committee.

#### **Duties**

**Section 3** - The duties of each Chapter officer shall be those given in The Rules. The secretary and the treasurer shall make an annual report to The Chapter at the annual business meeting and shall send a copy to the Managing Director of ASM International, or the Chapter Relations Manager, before 30 June of each year.

#### **Filling of Vacancies**

##### **Section 4**

- a) If the office of the Chair becomes vacant for any reason during the elected term, the vice-Chair shall become Chair for the remainder of the unexpired term, thereby creating a vacancy as vice-Chair. This will not affect his/her right of election to the office of Chair for a full term.
- b) If any elected office other than that of Chair becomes vacant, the Executive Committee shall fill the vacancy by simple majority vote at an Executive Committee meeting for which all members of the Executive Committee shall receive at least six (6) days notice.

## **ARTICLE VII**

### **Nomination and Election**

#### **Nominating Committee**

**Section 1** - The Chapter Chair shall appoint a nominating committee each year no later than one month prior to the annual business meeting. This committee shall consist of the Chair and at least two other Executive Committee members.

#### **Duties of Nominating Committee**

**Section 2** - The nominating committee shall nominate at least one candidate for each office. The nominating committee Chair shall report these nominees to the Chapter Chair after he/she has determined that each nominee:

1. Is an individual or sustaining member of ASM International in good standing
2. Is eligible to serve
3. Has indicated his/her understanding of the duties required, his/her availability, and his/her willingness to serve, if elected, in the position for which he/she is nominated.

## **Announcement of Nominees**

**Section 3** - The secretary shall mail to the Chapter membership, with the regular announcement for the annual business meeting, the nominees selected by the nominating committee for Chapter office.

## **Additional Nominees**

**Section 4** - At the Chapter meeting at which the election is to be held, additional nominations may be made from the floor providing the candidate previously has signified his/her eligibility and his/her willingness to serve if elected.

## **Election**

**Section 5** - Officers of The Chapter shall be elected at the annual business meeting of The Chapter, for a one-year term, by majority vote of The Chapter members present, shall take office on June 1<sup>st</sup>, and shall serve until their successors are properly installed in office. If no more than one candidate is nominated for each office and for each position on the Executive Committee, election may be by acclamation.

## **Installation**

**Section 6** - The newly elected Officers shall take office and assume responsibility on June 1<sup>st</sup>.

## **ARTICLE VIII**

### **Amendments**

#### **Proposals**

**Section 1** - Amendments to these Rules may be proposed by a member of the Executive Committee or by a written petition filed with the secretary and signed by at least five (5) members of The Chapter in good standing.

#### **Adoption**

**Section 2** - Amendments to these Rules may be adopted by a two-thirds affirmative vote of the total membership of the Executive Committee, at a regular or special meeting of the Executive Committee, or by letter ballot, provided that the proposed changes shall have been announced at a prior Chapter meeting and that notice of the vote on the amendment shall have been given at least six days in advance of the Executive Committee meeting at which action is to be taken or of the date fixed for return of the letter ballots.

## **ARTICLE IX**

### **Effective Date**

These Rules shall become effective immediately after they have been adopted by two-thirds affirmative vote of the total membership of the Executive Committee at a regular or special meeting of the Executive Committee, have been reviewed and accepted by the Managing Director of ASM International for The Board, and have been issued to all members of The Chapter.