

CONSTITUTION
of
THE LONG ISLAND CHAPTER
of
ASM INTERNATIONAL

Article I

Name

The name of this chapter of ASM International shall be The Long Island Chapter of ASM International.

Article II

Membership

Section 1. Classes of Membership. The membership of the Chapter shall consist of all members of those membership classes recognized by ASM International who become affiliated with the Chapter. More common classes include:

Individual member. Any person who is engaged in work related to the manufacture of materials or treatment of materials or the arts connected therewith is eligible to be an Individual Member.

Sustaining Member. Any person, firm or corporation which because of exceptional interest in the work of ASM International shall be eligible to be a Sustaining Member. The application for membership of such firm or corporation shall contain the name of the individual designated, and such designee shall continue to be in force until another representative is designated in writing by such firm or corporation.

Student (Joint student, SCTE/ASM Student) Member. Any person who is interested in or engaged in work related to the manufacture or treatment of materials or the arts connected therewith, provided that the principal occupation of such person is attendance as a student at some institution of learning, shall be eligible to be a Student Member.

Life Member. A Life Member shall be any member who shall have been in good standing for thirty five (35) consecutive years and who shall have reached the age of sixty five (65) years, or any member who shall have been in good standing for twenty (20) consecutive years and reached the age of seventy (70) years. A representative of a Sustaining Member shall be a Life Member if such representative shall have been in good standing for thirty five (35) consecutive

years and reached the age of sixty five (65) years, or shall have been in good standing for twenty (20) consecutive years and reached the age of seventy (70) years.

Honorary Member. An Honorary Member shall be such person as the National Board of Trustees shall determine is of exceptional eminence. Such honorary member automatically becomes a member of the Chapter within whose jurisdiction that person resides.

Distinguished Life Member. A Distinguished Life Member shall be such person as the National Board of Trustees shall choose to recognize for distinguished service to or cooperation with the Society.

Section 2. Use of Term "Member." As used in this Constitution, the term "member" shall be construed to include all members of those classes recognized by ASM International unless the context otherwise provides.

Section 3. Change of Class of Member. A Member, Sustaining Member or Student Member who desires to change a class of membership shall make application in writing to ASM International Headquarters.

Section 4. Change of Chapter Affiliation. A member of any class in good standing who desires to transfer affiliation from one chapter to another shall make application therefore in writing to the National Secretary of ASM International.

Section 5. Resignation and Expulsion. Resignation and expulsion of members shall be accomplished as described in the National Constitution of the ASM International.

Article III

Meetings of the Chapter

Section 1. Time and Place. The regular meetings of the Chapter shall be held on the third Wednesday of the month. If this date falls on a holiday, the meeting for the month involved shall be held on the second Wednesday. The Executive Committee shall schedule the number, place, date and hour of meetings. The Annual Meeting of the Chapter shall be the regular meeting held in April of each year. Special meetings of the Chapter shall be held at such times and places as may be designated by the Executive Committee. The Executive Committee may change the regular meeting date in the interest of avoiding conflict.

Section 2. Notice of Meetings. Written notice of each meeting of the Chapter, stating the time, place and purpose of the meeting, shall be mailed at least seven days in advance of the meeting to each member of the Chapter at the address appearing on the Membership Chairperson's records.

Section 3. Voting and Representation. Each member of the Chapter, except a student member, shall be entitled to cast one vote on all questions arising at meetings of the Chapter. A Sustaining Member, if a firm or corporation, shall designate an individual as their representative, and

such individual shall be entitled to cast one vote for each firm or corporation represented by that person.

Section 4. Quorum. The act of a majority of the voting members in attendance at any meeting shall constitute the act of the Chapter.

Article IV

Officers

Section 1. Designation. The officers of the Chapter shall consist of a Chairperson, a Vice Chairperson, a Secretary and a Treasurer.

Section 2. Tenure of Office. All officers shall be nominated and elected for a two (2) year term. The election of the term of office for the Secretary and the Treasurer shall take place on alternate years. The officers shall be installed at the annual meeting of the Chapter and shall assume their official duties at the start of the new fiscal year. In the event of a vacancy in the office of Chairperson, the Vice Chairperson shall complete the unexpired term and the Executive Committee shall elect an Acting Vice Chairperson to serve until the end of that term. In the event of vacancies in elected offices other than that of Chairperson, the Executive Committee shall elect successors to complete the unexpired term. The Chairperson may not succeed to that office after serving one full term of office but may be elected to any office after a lapse of not less than one year.

Section 3. Chairperson. The Chairperson shall preside at all meetings of the Chapter and at all meetings of the Executive Committee. This person shall, in general, act as Chief Executive of the Chapter, subject at all times to the approval of the Executive Committee, and have such powers and duties as may be prescribed by the Executive Committee.

Section 4. Vice-Chairperson. The Vice-Chairperson shall perform the duties of the Chairperson in the event that the Chairperson is absent or unable to act, and shall have such powers and duties as the Executive Committee may prescribe.

Section 5. Secretary. The Secretary shall keep full minutes of all meetings of the Chapter and of the Executive Committee, and shall have custody of all papers and records of the Chapter. This person shall make an annual report to the annual meeting of the Chapter and shall forward a copy of such report to the National Secretary of ASM International on or before the thirtieth day of May in each year. This person shall perform such other duties as are imposed by this Constitution and in addition, this person shall have such powers and duties as the Executive Committee may prescribe.

Section 6. Treasurer. The Treasurer shall receive, hold and disburse all funds of the Chapter. The person shall deposit the funds of the Chapter in such bank or banks as may be designated by the Executive Committee. This person shall make an annual report to the annual meeting of the Chapter which shall include, among other things, a detailed account of the funds expended by the Chapter and the purposes from which they were expended, and such other matters as the Executive Committee

may require. This person shall forward a copy of each report to the Secretary of ASM International on or before the thirtieth day of May in each year. In addition, this person shall have such other powers and duties as the Executive Committee may prescribe.

Article V

Executive Committee

Section 1. Composition. The Executive Committee of the Chapter shall consist of fourteen (14) members; the Chairperson, Vice-Chairperson, Secretary, Treasurer and immediate past Chairperson of the Chapter by virtue of their offices, and nine (9) members elected by the members of the Chapter.

Section 2. Tenure of Office of Elected Members. Each elected member of the Executive Committee shall be elected to serve for three successive years. Three new members shall be elected annually at the Annual Meeting of the Chapter as successors to the members of the Executive Committee whose terms then expire. The members so elected shall take office at the start of the new fiscal year.

Section 3. Vacancies. The Executive Committee shall fill any vacancy occurring in its membership. Any member selected to fill a vacancy shall hold office until the close of the fiscal year succeeding the next regular meeting of the Nominating Committee at which time the unexpired term will be filled as prescribed herein.

Section 4. Meetings. Meetings of the Executive Committee shall be held at such times and places as the Chairperson may designate. A minimum of four such meetings shall be held during the fiscal year. A majority of the members of the Executive Committee shall constitute a quorum at any meeting of the Committee. The act of the majority of the members of the Executive Committee in attendance at any meeting at which a quorum is present shall constitute the act of the Executive Committee, except as otherwise provided in this Constitution.

Section 5. Creation of Committees. The Executive Committee shall create such committees as it may deem advisable, and shall define the powers and duties of each committee so created. The Committee Chairperson shall be appointed by the Chairperson of the Chapter, subject to confirmation by the Executive Committee. They shall take office following their confirmation by the Executive Committee and shall hold office for one year or for such period as the Executive Committee may prescribe. The Chapter Chairperson shall be a member ex officio of all committees except the Audit Committee. The Chapter Vice-Chairperson shall be a member ex officio of all committees except the Audit and Nominating Committees.

The Chairperson of the Committee appointed by the Chairperson of the Chapter is authorized to appoint the members of this committee from the Chapter membership.

Section 6. Advisory Committee. The Advisory Committee shall consist of all active Past Chairpersons of the Chapter. They shall be privileged to attend all Executive Committee Meetings and participate in the discussion of any matters which may come before the Committee, but they shall not have the right to make and second motions or to vote on any motion. The Immediate Past Chairperson of the Chapter shall be the Chairperson of the Advisory Committee.

Section 7. The Executive Committee may establish By-Laws regulating the calling of meetings of the committee and the conduct of business at such meetings. Such By-Laws must be consistent with the Articles, Constitution and By-Laws of ASM International and of the Long Island Chapter. Copies of the By-Laws of the Chapter and all the amendments thereto shall be filed immediately after their adoption with the Secretary of ASM International. The By-Laws of the Long Island Chapter may be amended by the Executive Committee, at any regular or special meeting of the committee, by affirmative vote of a quorum majority.

Article VI

Nomination and Election of Officers and Executive Committee Members

Section 1. Nominating and Tellers Committees. A Nominating Committee consisting of five members and a Committee of Tellers consisting of three members of the Chapter shall be appointed each year by the Chairperson, subject to confirmation by the Executive Committee prior to February 1. Any member of the Executive Committee may be a member of the Nominating Committee or the Committee of Tellers.

The Nominating Committee shall nominate at least one candidate for each office, and at least one candidate for each place on the Executive Committee which is to be filled by election at the April meeting of the Chapter. The report of the Nominating Committee shall be distributed in the announcement for the March meeting. Additional nominations for any office or for the Executive Committee may be made by written petition, signed by not less than fifteen voting members of the Chapter and submitted to the Secretary within five days following the March meeting. Each nominee shall be a member of the Chapter in good standing and shall have consented to serve, if elected, in the position for which this person is nominated. The validity of each nominating petition shall be established by the Committee of Tellers. The Tellers Committee shall determine by lot the position on the ballot for each candidate for contested offices.

Section 2. Election. Within fifteen days after the March meeting the Secretary shall mail a printed or type written ballot to each voting member of the Chapter. Such ballot shall contain the names of all nominees, together with appropriate instructions as to the manner of voting as described in Article VI.

Section 3. The ballots shall be marked and returned to the Committee of Tellers. The Committee shall open and count all ballots which shall have been received by noon two days prior to

the April meeting. The nominee for each office receiving the highest number of votes shall be declared elected. The nominees for membership on the Executive Committee receiving the highest number of votes, in number equal to the number of places to be filled by election, shall be declared elected. The Chairperson of the Committee of Tellers shall announce to the April meeting the names of all persons elected, but shall not announce the number of votes cast for any nominee.

In the event that no more than one nomination for each office or member of the Executive Committee is made by the Nominating Committee and no nominations are made by petition, the mailing of ballots shall be dispensed with. The Secretary, at the regular April meeting, shall then cast the unanimous ballot of all members for the election for the election of the candidate named in the report of the Nominating Committee.

Section 4. Method of Election by Mail Ballot. The Secretary shall mail to each voting member one ballot accompanied by two envelopes and a set of voting instructions. One envelope shall be addressed to the Chairperson of the Tellers Committee. On the back of this envelope shall be indicated a place for the voting members to affix their signatures. The other envelope shall contain no markings. The Secretary's instructions shall state that the executed ballot shall be sealed in side the plain envelope which in turn shall be sealed within the envelope addressed to the Chairperson of the Tellers Committee. The back of this envelope is to be signed by the voting member.

At the meeting of the Tellers Committee, the signature on the back of each envelope shall be validated against the membership list provided by the Membership Chairperson.

Article VII

Financial Matters

Section 1. Dues. Each member of the Chapter shall pay the dues fixed by the Constitution of ASM International in the manner provided therein, and at the time or times fixed by the Board of Trustees of ASM International.

Section 2. Compensation of Officers and Employees. The Executive Committee may authorize the payment of reasonable compensation to any officer or employee for services rendered to the Chapter by such officer or employee. It may also authorize the payment of reasonable expenses incurred by any officer, by any Committee Chairperson, or by any employee of the Chapter in the discharge of the duties of their offices or employment.

Section 3. Disbursements. All checks and other instruments for the disbursement of Chapter funds shall be drawn in the name of the Chapter and shall be signed by the Treasurer, or a designee as approved by the Executive Committee.

Section 4. Fiscal Year. The Chapter Fiscal Year to the Chapter shall begin on June 1 and close on May 31 of the succeeding year.

Article VIII

National Constitution

The provisions of the Constitution of ASM International are incorporated in this constitution, to the extent that they are applicable to the Chapter, and nothing contained herein shall be construed to be contrary to or inconsistent with the Constitution of ASM International.

Article IX

Adoption, Amendment and Repeal

This Constitution, or any part thereof, may be amended or repealed by a vote of a majority of the members of the Chapter present at any meeting of the Chapter which is called and conducted in accordance with the provisions contained Article III thereof. The notice of such meeting shall clearly state that the Constitution is to be amended or repealed, as the case may be. The action of the Chapter in adopting, amending or repealing the Constitution shall become effective immediately unless otherwise provided.

(revised 1994)