

Constitution of the Tri-State Section of the Optical Society of America

Article I. Name

The name of this Society shall be The Tri-State Section of the Optical Society of America.

Article II. Aim and Purpose

1. It is the aim and purpose of this Society, in full agreement with the purposes and scope of the Optical Society of America, its parent body, to promote and disseminate the knowledge of optics and closely allied sciences, to promote the mutual interests of scientists, engineers, teachers, students and skilled workers in these fields, and of designers, manufacturers, and users of optical instruments and allied scientific apparatus, and to encourage cooperation and establish acquaintance among these persons.

2. The organization is formed exclusively for educational and scientific purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II, paragraph 1 hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III. Members

Any individual having a significant connection with the field of optics and subscribing to the aims and purposes of the Society may become a member upon approval of the Board of Directors and the payment of the required dues and fees. Two categories of membership are authorized: Regular and Corporate. The membership eligibility, rights and responsibilities for these levels is further defined in the Bylaws

Article IV. Officers and Directors

1. The Board of Directors shall act as the executive governing body of the Society. All actions of the Society shall be conducted with the approval of the Board of Directors and the assistance of duly appointed committees.

2. The elected officers of the Society shall be:

President, Immediate Past President, Vice-president for Programming, Vice-president for Publicity, and Secretary-Treasurer.

3. The voting members of the Board of Directors shall consist of these five officers. Other regular members (ex officio) of the Board may include other members as may be appointed by the President with the concurrence of a majority of the Board of Directors present.

4. All officers shall hold office for the Tri-State Section fiscal year following their election. An officer may resign at any time by notifying the President or a Vice President in writing.

Article V. Amendments

Amendments to the Constitution and By-laws may be proposed by three members of the Board of Directors or by ten members of the Society by written petition submitted to the Secretary of the Society. A notice of any proposed amendment shall be sent to each member with the notice of the next regular meeting. The proposed amendment shall be presented at the next regular meeting of the Society and voted upon at the following meeting. To be adopted the amendment must be affirmed by at least two-thirds of the members or at least four-fifths of the votes cast whichever is less.

Article VI. Dissolution

In the event of dissolution or liquidation of this corporation, either voluntary or by operation of law, none of its assets shall be distributed to any of its members except as required by law. Upon dissolution, the Board of Directors, after making provisions for payment of all the liabilities of the corporation, shall distribute all the assets exclusively to the Optical Society of America, Inc., a New York Not-For-Profit corporation, so long as it remains exempt within the meaning of Section 501(c)(3) of the Internal Revenue Code (and its successors) which are similar to the corporation's purposes, in such manner as the Board of Directors shall determine.

By-Laws of the Tri-State Section of the Optical Society of America

1. Membership

1.1 Applications.

Application for membership in the Society shall be made in writing (Application Form) to the Secretary/Treasurer and shall state the applicant's name, mailing address, telephone and e-mail address, if available, and payment for one or more year's dues. Two categories of membership are authorized.

Regular: Individuals expressing an interest in optics and submitting dues payment. Corporate: Corporations expressing an interest in optics and submitting dues payment.

1.2 Approval.

Applicants shall be admitted by action of the Board of Directors. No applicant shall be refused membership by reason of sex, race, religious or political belief.

1.3 Duties and Privileges

All Regular members shall have the right to vote in elections and on general membership resolutions, hold office, serve on committees, attend meetings of the Society, and to receive such notices and reports as may be circulated, e-mailed, or mailed to members. Corporate members will have the right to use the membership list to distribute information and announcements related to the aim and purpose of the Society as stated in Article II, paragraph 1 of the Constitution.

1.4 Termination of Membership

Any member may terminate his membership by giving notice in writing to the Secretary or the President. Members who have not paid dues for the current and one prior fiscal year will automatically be terminated from membership as of December of the current fiscal year. Notice of impending termination will be mailed to such persons. This action may be cancelled for an individual member by vote of a majority of the Board of Directors. Membership in the Society may be suspended or terminated for cause by a two-thirds vote of the Board of Directors.

2. Collections and Disbursements

2.1 Dues

The dues shall be set annually by the Board of Directors at their first meeting. If the dues are increased, no additional charges will be made to members who have paid before this meeting.

2.2 Disbursements

Disbursements shall be made in accord with an adopted budget or by the approval of a majority of the Board of Directors.

2.3 Records

2.3.1 Financial

A yearly statement of financial condition shall be prepared by the treasurer and shall be reported to the membership within 90 days following the close of the fiscal year. Included in this statement shall be the amount collected from dues and other sources during the preceding years, the principal disbursements and the amount in hand in the treasury. Two members of the Society appointed by the president shall make up the Audit committee and review this statement and the financial books.

2.3.2 Bank Signatories

The Secretary-Treasurer, President and Vice-President for Programming shall be authorized as signatories on all financial accounts, only one signature being required to draw funds.

2.3.3 Annual Report

The Secretary-Treasurer is responsible for preparing the Annual Report to the Optical Society of America in the format they specify. Other officers shall contribute required information promptly.

2.4 Fiscal Year

The fiscal year of the Society shall begin on June 1 of one year and end on May 30 of the next year.

3. Officers

3.1 Duties

The duties of the president, vice-presidents, and secretary-treasurer shall be the usual ones pertaining to such offices. The President shall be an ex officio member of all committees except the nominating committee. The Immediate Past President shall chair the Nominating Committee for the next year, administer the year-end elections and perform other duties as assigned by the President. [NOTE: The "Immediate Past President" is that individual who last served as President before the current President even if the latter is serving in his second or later terms.] The Vice-president shall be chairman of a committee having the responsibility for arranging the meeting programs, subject to the approval of the Board of Directors. A detailed list of officers' duties shall be contained in an Operating Policy for the Board of Directors of Tri-State Section. This document is subject to revision by each new Board of Directors.

3.2 Mode of Election

The president shall appoint a Nominating Committee of not less than three members including the Immediate Past President, who shall be the committee chairman. The committee shall prepare a slate of candidates who have assented to their nomination and shall present this slate at the regular meeting preceding the annual election. At this time additional nominations may be made from the floor and placed on the ballot upon consent of the nominee. The election will take place at the annual business meeting and will be by secret ballot submitted either in person or by mail to the secretary. If only one candidate is nominated for an office, voting may be conducted by show of hands of those members present at the annual business meeting. The new officers will be installed at the close of the meeting. In case of a

vacancy occurring in any officer position during the year, the highest-ranking officer shall appoint, subject to the approval of the Board of Directors, a person to serve for the remainder of the term.

3.3 Committees

The president shall appoint, with the approval of the Board of Directors, the chairmen of the standing committees and such other committees as required or deemed necessary. The standing committees are the Nominating and Audit Committees. All committee terms expire with the term of the board appointing them.

4. Meetings

4.1 Society Meetings.

Meetings of the Society shall be held as determined by the Board of Directors. The annual business meeting and election shall be held in April or May of each year.

4.2 Quorum.

Quorum for meetings of the Society shall be ten members or 15% of the membership whichever is larger.

4.3 Meetings of the Board of Directors

Board of Directors meetings shall be held not less than once every twelve months at convenient times decided by the President. The meeting shall be held within 90 days following the annual business meeting and election.

Operating Policy

Of the Tri-State Section of the Optical Society of America

The "Operating Policy" describes the duties for all of the officers and the key committees of the Tri-State Section.

President:

- Send letters to industry and higher education institutions requesting sponsorship. November
- Announce and call for elections. March/April
- Organize special projects
- Chair Membership committee and Membership campaign

Vice-president:

- Arrange for speakers at each meeting.
- Introduce speakers.
- Chair honor and award committee
- Chair student charter
- Notify publicity of speakers and Secretary of equipment needs
- National requests notice of upcoming speakers to include in quarterly announcements.

Vice-president for Publicity

- Send out announcements on upcoming meetings and events
- Send out newsletter and coordinate website activities
- Keep updated mailing list

Secretary-Treasurer

- Make dinner reservations and pick menu
- Arrange for room, projector and media needs
- Collect for dinners and membership
- Deposit money and keep books
- Maintain membership list.
- Submit year-end report to National OSA. May