

**NSSA Executive Committee Meeting  
03/27/2019**

**Flora Meilleur (secretary) 04/23/19**

**Present:**

Peter Gehring (PG)  
Alannah Hallas (AH)  
Matthew Helgeson (MH)  
Brian Josey (BJ)  
Despina Louca (DL)  
Flora Meilleur (FM)  
Brad Olsen (BO)  
Kate Ross (KR)

**Absent:**

Nancy Ross (NR)  
Chris Wiebe (CW)

**Agenda:**

- 1) Adoption of the March 1 meeting minutes (FM/DL/All)
- 2) Date for next call (DL/FM/All)
- 3) Bylaws (MH/DL/All)
  - 3a. Revision of the members-at-large and treasurer terms
  - 3b. Society vote
- 4) ACNS 2020 (DL/PG)
  - 4a. Meeting dates: May 30 – June 4, 2020
  - 4b. Meeting organization: Simply Vintage, University of Colorado Boulder conference service
- 5) Treasury: proceeds from ACNS 2018
- 6) Upcoming conference sponsorships (DL/All)
  - 6a. MRS F19 (YZ, University of Illinois at Urbana-Champaign); See attached email correspondence from DL on 02/14/2019.
  - 6b. QENS conference (see attached letter)
- 7) Donation to the society (BO/PG)
- 8) Treasury/Communications/Membership officer updates (BO/KR/NR)
  - 8a. Neutron News article on NSSA Prizes and ACNS 2018 (KR)
- 9) AOB

**Discussion Minutes (by agenda item number):**

**1. Adoption of minutes (FM/DL/All)**

The minutes from 03/01/19 were presented and were adopted.

**2. Date for next conference call (DL/FM/All)**

DL tasked FM with sending a poll out to select day and time of the next meeting during April 24-29, 2019.

### **3. Bylaws (MH/DL)**

In preparation for the meeting, MH emailed a document entitled "PROPOSED CHANGES TO NSSA BY-LAWS REGARDING EXECUTIVE COMMITTEE MEMBERS" to the executive committee members. The document detailed the rationale to change the bylaws, the procedures to execute the changes, the time line of the process and the proposed changes. This document is provided as Annex A of these meeting minutes.

The changes address the terms of the members-at-large, the term of the treasurer and the format and frequency of the executive committee meetings. The changes propose to include four (4) regular members-at-large, one (1) post-doctoral fellow member-at-large and one (1) graduate student member-at-large. The committee acknowledged the fact that both the post-doctoral fellow and graduate student members-at-large may change positions during their term. These members-at-large would still represent the voice of junior scientists during the entire duration of their term and therefore the committee does not have any concern about this possibility.

The proposal for changes to the bylaws was approved by unanimous vote of the Executive Committee during the conference call.

The next step in the process to amend the bylaws is to submit the changes to a vote by the society members. KR will set up the vote using ElectionBuddy.

### **4. ACNS 2020 (DL/PG)**

#### Funding:

DL recapped that the meeting is receiving funding from DOE, ORNL, NIST, and from registration fees. In order for the ACNS to be a DOE conference, the paperwork has to be done early. PG was tasked to follow up with JR.

#### Organization:

PG informed the committee that he has received files to help put together the DOE proposal from PW. No additional information has been received from University of Colorado Boulder conference service. PG will follow up with DS.

#### Programming chairs:

John Tranquada from BNL and Lilo Pozzo from UW have agreed to be program chairs for ANCN 2020.

#### Local committee chairs:

Dmitry Reznik and Steven DeCaluwe will serve as local committee chairs.

#### Date:

The date of May 30 – June 4, 2020 was not further discussed.

### **5. Treasury (BO)**

PG asked BO the yearly spending total which is ~ \$ 20K.

DL noted that a yearly revenue of \$ 40,000 should be the target to sustain the society activities.

### **6. Upcoming conference sponsorships (DL/All)**

Financial support to meetings was discussed. The decrease in revenue from the ACNS is forcing the executive committee to limit the support it can provide to conferences. The executive committee voted

during a past meeting to support the Hong Kong GRC with \$ 2,000 (down from \$ 3,000). During the March 27, 2019 meeting the executive committee decided to support the MRS F19 meeting with \$ 3,000. The committee decided not to support the QENS/WINS conference to be held in San Sebastian (Spain). A discussion developed around AH's suggestion to centralize the travel support that the society provides to students as an alternative to supporting individual conferences on a case-by-case basis. This approach would require the committee to directly receive and review applications from students. A number of organizational hurdles were brought up and will need further discussions such as the timing of the applications, who would review the applications, etc.

#### **7. Donation to the society (BO/PG)**

BO confirmed that the NSSA can legally accept a donation.

The technicalities of accepting a significant one-time donation by an anonymous donor were discussed.

The committee was excited by the opportunities that such donation could open (e.g. recurring fellowship) but also recognized that advanced investment fund management was outside the committee's expertise. The amount of the donation being unknown at the time of the meeting, specifics could not be discuss. PG to follow up with the donor.

#### **8. Treasury/Communications/Membership officer updates (BO/KR/NR)**

8a. Neutron News article on NSSA Prizes and ACNS 2018 (KR)

KR assigned writing tasks. Write ups due 04/19/2019.

## Action items

Item Number	Person Responsible	Action item	Agenda date (mo/yr)	Agenda Item # for next meeting
1	FM/All	Select next meeting date/time by Doodle Poll.	03/2019	2
2	KR	Bylaws: ElectionBuddy	03/2019	3
3	PG/DL	ACNS2020: 1. Boulder conference service: Follow up with DS. 2. Clarify what the University of Colorado Boulder Conference service can support and how it can interface with the MRS. 3. DOE conference: follow up with JR. 4. Get information from Simply Vintage	03/2019	4
4	BO/PG	Donation to the society: PG to follow up with donor	04/2019	5
5	KR	Neutron News article on NSSA prizes and 2018 ACNS – write ups due 04/19/2019	04/2019	6

Annex A:

## PROPOSED CHANGES TO NSSA BY-LAWS REGARDING EXECUTIVE COMMITTEE MEMBERS

### Rationale

While discussing the transition to new elected Executive Committee members, it was decided that the sections NSSA by-laws pertaining to Officers of the society (primarily Sections 3.1 and 5.2) were both vague and outdated regarding terms for various Executive Committee members, including the Members-at-Large and Treasurer. For example, the current by-laws state the term for Treasurer shall be 2 years, although this is problematic in terms of continuity. Also, the current by-laws provide for three Members-at-Large, to be nominated and selected by the other Executive Committee members, with two of these having terms of 4 years and one having a term of 3 years. As currently stands, these terms are currently problematic in that (1) every 12 years all of the Members-at-Large rotate off simultaneously, (2) the installation of new Members-at-Large is synchronized with turnover on elected Officers, and (3) none of the current Members-at-Large were initially informed whether they were installed with 4-year or 3-year terms. Furthermore, since ca. 2015 the Executive Committee began to nominate, select and install student and postdoc Members-at-Large to represent these constituencies on the Executive Committee. However, these additional Members-at-Large are not provided for in the by-laws.

Given these issues, a quorum of the Executive Committee decided to draft and consider changes to the by-laws that would (1) provide numbers and terms for the Members-at-Large that provide better continuity relative to the elected Officers, and (2) provide for the addition of Student and Postdoc Members-at-Large with selection procedures and terms that reflect current practice of the Executive Committee.

### Procedures for amending NSSA bylaws (*emphasis added*)

**Section 2.6: Quorum and Vote for Action.** At all meetings, the presence in person or by proxy of ***at least five percent (5%) of the total membership of the Corporation will constitute a quorum.*** Members voting by mail, facsimile, telephone, or email shall be deemed present for purposes of the quorum requirements. All actions and decisions will require an affirmative vote of a majority of the quorum.

**Section 10.1: Articles of Incorporation/Bylaws.** The Articles of Incorporation of the Corporation and/or these Bylaws may from time to time be amended, altered, or repealed and new provisions may be adopted ***(a) at a meeting of the Board of Directors or by unanimous written consent of the Board of Directors AND (b) upon submission to the membership for consideration, approval by two-thirds of the votes cast.*** Notice must be given of the meeting at which an amendment to the Articles of Incorporation and/or the Bylaws is to be approved and such notice must be accompanied by a copy or summary of the proposed amendment or state its general nature.

### History of draft changes to NSSA by-laws

**12/22/2018.** By-law changes drafted for Sections 3.1 and 3.1b (regarding Members-at-Large) by Matthew Helgeson, Member-at-Large of NSSA Executive Committee.

**2/5/2019.** Draft changes amended based on Executive Committee feedback. Wording of proposed changes to Sections 3.1 and 3.1b was amended.

**3/27/2019.** Draft changes were amended to include additional changes to Sections 4.1 (Regular Meetings) and Section 5.2 (Term of Office for Treasurer).

## **Proposed changes**

### **Section 3.1**

#### **Old text**

The property, affairs and business of the Corporation shall be controlled and managed by a Board of Directors consisting of up to eleven (11) persons. The number of Directors may be increased or decreased, to a number not less than three (3), from time to time by amendment to these Bylaws.

#### **New text (changes marked in red)**

The property, affairs and business of the Corporation shall be controlled and managed by a Board of Directors consisting of up to **twelve (12)** persons. The number of Directors may be increased or decreased, to a number not less than three (3), from time to time by amendment to these Bylaws.

### **Section 3.1(b)**

#### **Old text**

The Members-at-Large Directors shall be elected by the Officer-Directors. Each Members-at-Large Director shall hold office until his or her successor is elected and qualified or until his or her earlier removal, resignation or death. The term of two Members-at-Large Directors shall be four years and the term of one Members-at-Large Director shall be three years, and such terms shall be staggered for purposes of diversity and continuity on the Board of Directors.

#### **New text (changes marked in red)**

**Four** Members-at-Large Directors shall be elected by the Officer-Directors. Each Members-at-Large Director shall hold office until his or her successor is elected and qualified or until his or her earlier removal, resignation or death. The term of **all** Members-at-Large Directors shall be four years. **Election of Members-at-Large Directors** shall be staggered **such that two shall be elected every two years** for purposes of diversity and continuity on the Board of Directors.

**For the purposes of full representation of the neutron scattering community, two additional Members-at-Large Directors shall be elected by the Officer-Directors with terms of two years. One of these shall be a Student Member-at-Large, who shall be a graduate student at the time of election. The other shall be a Postdoc Member-at-Large, who shall be a postdoctoral researcher at the time of election.**

### **Section 4.1**

#### **Old text**

Commencing with the year 2002, the Board of Directors shall meet at least twice a year for the transaction of such business as may come before them concerning the Corporation.

**New text (changes marked in red)**

Commencing with the year 2019, the Board of Directors shall **convene at least once per month by teleconference** for the transaction of such business as may come before them concerning the Corporation.

**Section 5.2**

**Old text**

<b><u>Office</u></b>	<b><u>Term</u></b>	<b>Following adoption of the 2008 amendments, next election to <u>occur in the year noted below</u></b>
President	4 years	2008
Vice-President	4 years	2010
Secretary	4 years	2010
Membership Secretary	4 years	2008
Communications Secretary	4 years	2008
Treasurer	2 years	2008
Past President	1 year	n/a
Past Treasurer	2 years	n/a

**New text (changes marked in red)**

<b><u>Office</u></b>	<b><u>Term</u></b>	<b>Following adoption of the 2019 amendments, next election to <u>occur in the year noted below</u></b>
President	4 years	2020
Vice-President	4 years	2022
Secretary	4 years	2022
Membership Secretary	4 years	2020
Communications Secretary	4 years	2020
Treasurer	4 years	2020
Past President	1 year	n/a
Past Treasurer	2 years	n/a