

# AIP CONSTITUTION, BYLAWS, AND RULES

## CONSTITUTION

{As amended, effective November 2009}

### Article I-Name

The name of this membership Corporation shall be American Institute of Physics Incorporated ("the Corporation" or "the Institute").

### Article II-Purposes

1. The purposes of this Corporation shall be the advancement and diffusion of knowledge of the science of physics and its applications to human welfare, and to this end it is the purpose of this Corporation to undertake, among other measures, the publication of scientific journals devoted wholly or mainly to physics and related sciences; to serve the public by making available to journals, newspapers, and other channels of public information reliable communications as to physics and its progress; to cooperate with local, national, and international organizations devoted to physics, to promote unity and effectiveness of effort among all those who are devoting themselves to physics by research, by application of its principles, by teaching or by study; and to foster the relations of the science of physics to other sciences and to the arts and industries.

2. Notwithstanding any other provision of this Constitution, the Institute shall not carry on any activity not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

### Article III-Classes of Membership

1. *Member Society.* The Member Societies shall be those societies which were members on the most recent date of amendment of this document, and such other corporations or unincorporated associations devoted to the advancement of the purposes of the Institute and having at least 800 members upon admission and a national field of operation as are thereafter elected to membership, as provided in Article VII, and they shall be designated Member Societies of the American Institute of Physics.

*Member.* Each individual person who is a member of a Member Society shall be designated a Member of the American Institute of Physics.

2. *Affiliated Society.* Any organization interested in physics, and elected as provided in the Bylaws, shall be designated as an Affiliated Society of the American Institute of Physics.

3. *Corporate Associate.* Any corporation or institution interested in physics, and elected as provided in the Bylaws, shall be designated as a Corporate Associate of the American Institute of Physics.

4. *Society of Physics Students.* The Institute shall encourage interest and participation in physics through an organization for students known as the Society of Physics Students. The Society shall be governed by a Constitution and Bylaws ratified by the Governing Board of the Institute. Amendments to the Constitution and Bylaws of the Society must be ratified by the Governing Board of the Institute. Any organization of students interested in the purposes of this Corporation may apply for the establishment of a chapter of the Society of Physics Students and, when approved by the Executive Committee of the Council of the Society of Physics Students, shall be designated as a chapter of the Society of Physics Students.

5. *International Associated Society.* Any not-for-profit foreign or international society, association, or similar body that promotes the advancement and diffusion of the knowledge of the science of physics and its application to human welfare, and which is elected as provided in Article VII, shall be designated as an International Associated Society of the American Institute of Physics.

### Article IV-Meetings of the Corporation

1. *Meetings.* Annual membership meetings of the Corporation shall be held at a time and place set each year by the Chair of the Governing Board. These meetings shall be for the purpose of electing Member Societies or Associate Member Societies or dropping them from membership as provided herein or for such other purposes as may be stated in the notice of meeting.

Special meetings of the Corporation may be called by the Chair or the Secretary upon resolution of the Governing Board or upon the written request of two or more of the Member Societies, which resolution or request shall state the purpose of the meeting.

Notice of annual and special meetings of the Corporation shall be sent by the Secretary or other officer to each Member Society not less than two weeks or more than forty days before the meeting, directed to each Member Society at its address as it appears on the records of the Corporation. The notice of a special meeting shall state the purpose or purposes for which the meeting is being called and shall indicate the person or persons by whom the notice is issued or at whose direction the meeting is being called.

2. *Voting.* Only the Member Societies shall be entitled to vote at any meeting of the Corporation and each Member Society shall be entitled to one vote at such meetings.

3. *Proxies.* A Member Society may issue a proxy for any meeting of the Corporation by action of its Board of Directors or corresponding body, which proxy shall designate a person or persons who will be executors of the proxy. The proxy shall be signed by two of the following officers: president, vice-president, secretary, treasurer, or, if such Member Society lack any one or more of those officers, the officer or officers performing corresponding functions under another name.

4. *Quorum.* At any meeting of the Corporation, the presence of at least three persons authorized to execute, among them, proxies representing a majority of the Member Societies shall constitute a quorum.

### Article V-Governing Board

1. The business and activities of the Corporation shall be managed by its board of directors which shall be called, collectively, the Governing Board, members of which shall be called Directors. The Governing Board shall comprise the Chair, the chief executive officer, who shall be called the Executive Director of the Institute, the Secretary of the Institute, and members of the Governing Board elected by

the Member Societies or the Governing Board as determined in Section 2 of this Article.

2. Each Member Society shall be entitled to elect directors on the basis of its membership as follows:

Up to 2000 members	1 director
2001 to 5000 members	2 directors
5001 to 9000 members	3 directors
9001 to 15000 members	4 directors
15001 to 23000 members	5 directors
23001 to 33000 members	6 directors
33001 or more members	7 directors

In addition to the directors elected as aforesaid, the Governing Board shall elect two directors who shall be known as Directors-at-Large.

A member of the Governing Board elected by a Member Society shall serve a term, of three years. The term of each member, shall begin at the close of the annual meeting of the Corporation following the election of the member and shall continue until the close of the annual meeting of the Corporation in which that term expires unless otherwise specified by the Member Society which elected the member. The term of a member-at-large shall continue for such term, not over two years, as is specified by the Governing Board at the time of election, or until a successor shall be duly elected and become qualified.

Whenever a Member Society shall certify to the Secretary that a member of the Governing Board elected by said Society has been recalled by said Society, or is no longer a member of said Society, that person shall cease to be a member of the Governing Board.

In case any member of the Governing Board shall die, resign, become incapacitated or disqualified to act as such, the Member Society or Governing Board which elected the member aforesaid shall be entitled to elect a successor to hold office for the unexpired portion of the term of office of the director whose place shall become vacant.

The Governing Board shall establish procedures to make determination of disqualification which shall include the opportunity for a hearing to the incapacitated or disqualified person.

Each year between July 1 and October 1, the Secretary of each Member Society

shall certify to the Secretary of the Corporation the number of members of such society on June 30th of that year, which shall determine the number of directors to which it is entitled for the whole of the next year. Before the date of the next annual meeting, such Member Society shall elect a director to any new directorships to which it shall be entitled and to succeed each director elected by it whose term shall expire at such annual meeting, except that no such director shall be elected where to do so would cause the Member Society to have elected a larger number of directors to the Governing Board than it is entitled to as aforesaid.

3. The resignation of a director or an officer shall take place immediately upon its receipt by the Secretary unless a future date is mentioned. The Secretary's resignation shall be presented to the Chair. No acceptance of resignation shall be necessary, but in the case of a director elected by a Member Society immediate notice of such resignation shall be given to that Member Society.

#### **Article VI-Meetings of the Governing Board**

1. *Meetings.* Meetings of the Governing Board shall be called by the Secretary in accordance with previous action of the Board, or on authorization of the Chair, or on written request of a majority of the Board members. The time and place of such meetings shall be arranged to meet the convenience of the members consistent with the efficient management of the Institute. Notices of meetings of the Governing Board shall be given to each member by a letter posted at least two weeks prior to the date of the meeting.

2. *Quorum.* A majority of the members of the Governing Board shall constitute a quorum for the transaction of business.

3. Action by the Governing Board may be taken without a meeting if all members of the Board consent in writing to the resolution authorizing the action.

#### **Article VII-Membership**

1. *Election.* Nominations for the election of a Member Society or International Associated Society shall be made by the Governing Board. Notice of such nominations shall be given by the Secretary of this Corporation to each Member Society and these nominations shall be voted upon

by the Member Societies at a meeting of this Corporation held not less than six months after such notice. The election of a Member Society or International Associated Society shall require the affirmative vote of not less than three-fourths of the Member Societies.

#### *2. Dropping from Membership.*

a. When the Governing Board shall determine that a Member Society or International Associated Society has ceased either to devote itself to the advancement of the purposes of the Institute or, for not less than two years, to perform the duties of membership, the Board may recommend that such Society be dropped from membership.

Notice of any recommendation to drop a Member Society or International Associated Society from membership shall be sent by the Secretary to each such Society at its address as it appears in the records of the Corporation.

If, within 60 days of the issuing of such notice, the Society recommended to be dropped so requests, the Chair of the Governing Board shall appoint a Hearing Committee, consisting of not less than three members, which shall hear arguments both by the said organization and by the Governing Board. The members of the Hearing Committee shall not be members of the Governing Board or of the Society involved.

After such hearing, the Committee may recommend that the Governing Board proceed with its recommendation to drop the said Society from membership or that it reconsider its recommendation.

If a recommendation to drop a Member Society or International Associated Society is not contested or is reaffirmed after a Hearing Committee report, said Society shall be dropped from membership upon the affirmative vote of not less than three-fourths of the Member Societies at a meeting of the Corporation held not less than six months after notice of such recommendation has been given to the Member Societies.

b. An Affiliated Society or Corporate Associate may be dropped at any time in such manner as the Bylaws shall provide.

### **Article VIII-Dues**

In consideration of the general services rendered to the Member Societies and their individual members by the Institute, each Member Society shall pay, annually, dues to the Institute in the amount specified in the Bylaws, not to exceed ten percent (10%) of the average of the annual regular member dues of all the Member Societies for the previous year. The dues paid per individual member shall be the same for all Member Societies.

### **Article IX-Services and Charges**

1. *Member Societies.* The Institute shall perform such services for its Member Societies as are requested by the Societies and agreed to by the Governing Board. The Governing Board shall establish methods for determining equitable prices for services to Member Societies.

Such services are to be performed under terms and conditions which shall be established by contract between the Institute and the Society served. In addition to payment for these services, each Member Society shall pay to the Institute a financial handling charge based on the monetary value of the business done on behalf of the Society as defined in the contract, multiplied by a factor, not to exceed one percent (1%), which factor shall be determined annually by the Governing Board.

2. *Other Member Organizations.* The Institute shall perform such services for other member organizations as may be requested by them and authorized by the Governing Board and under such terms and conditions as may be authorized by the Governing Board.

### **Article X-Officers**

The officers of the Corporation shall be the Chair of the Governing Board, the Executive Director of the Institute, a Secretary, a Treasurer, and such other officers as the Governing Board shall determine. The Chair and the Secretary shall be elected by the Governing Board as provided in the Bylaws.

### **Article XI-Committees**

1. At a meeting of the Governing Board, as provided by the Rules of the Governing Board, the Governing Board shall elect an Executive Committee composed of the Chair of the Governing Board and seven other current members of the Board, of

whom at least six shall be Board members elected by Member Societies. The Executive Director and the Secretary shall be members of the Executive Committee without vote.

2. The Executive Committee shall be charged with the conduct of such business as may be assigned to it by the Governing Board and shall be authorized to act for the Governing Board in the interim between meetings to such an extent as the Board may authorize by resolution or as the Bylaws authorize. In exercises of this authorization it may not amend or repeal resolutions of the Governing Board, fill vacancies on the Governing Board, amend or repeal Bylaws, adopt new Bylaws, or submit to Societies actions requiring their approval.

The Executive Committee shall report all of its actions to the Board.

3. The Executive Committee may authorize ballots of the Governing Board transmitted and received by mail or by electronic means, including telephone, for actions it recommends be taken and for which Governing Board approval is required or, in the judgment of the Executive Committee, is desirable. Approval through such ballot requires the affirmative vote of three-fourths of the full membership of the Governing Board.

4. The Governing Board or the Executive Committee shall have the power to elect and assign duties to other committees. The members of such other committees need not be members of the Governing Board. The term of committee members shall begin and end at times specified by the Governing Board. .

5. A Nominating Committee shall be elected by the Governing Board.

6. Vacancies occurring on committees between meetings of the Governing Board where elections to committees normally occur may be filled by appointment by the Chair of the Board.

### **Article XII-Annual Report**

The Governing Board shall report annually to the Member Societies as to the activities of the Corporation in the year for which the report is made, and shall include in the report a statement of its financial condition.

### **Article XIII-Bylaws**

The Governing Board may adopt, alter, or amend the Bylaws in ways not inconsistent with the Constitution by the affirmative vote of two-thirds of the full membership of the Board at the meeting following the meeting at which such changes are initially proposed. The Governing Board by unanimous vote of the members present may authorize a mail ballot in lieu of a vote at a second meeting. Approval through such a mail ballot requires unanimous approval of the Governing Board.

### **Article XIV-Amendments to the Constitution**

1. An amendment to the Constitution must be proposed by a member of the Governing Board. It must be presented in writing to the Secretary. On receipt of each proposal, the Secretary shall send the proposal to each Governing Board Member.

2. If, within six months of the date the proposal was sent to Governing Board members, the proposal is approved by at least half the current members of the Board, the Secretary shall send the proposed amendment, including a stated mailing date, to each Member Society for its approval.

3. Governing Board approval may be by mail ballot.

4. The amendment shall be adopted upon the favorable vote of all but one of those of the Member Societies which take action on the submitted amendment within a period of not more than one year after notice of the proposed amendment is sent to them officially, provided that in every case the amendment has had the approval of at least a majority of the Member Societies.

5. Unless the amendment has a specific effective date within its text, the amendment will be deemed to be effective as of the date of its approval by the last Member Society required for adoption.

6. The vote of a Member Society on an amendment submitted for vote shall be evidenced to this Corporation by a written certificate signed by the President and Secretary of said Society or by such other officers of that Society as the governing body of the Society may specify.

7. If a majority of the Member Societies have not submitted written approval of the amendment to the Secretary within one year from the date of mailing, as stated on the

amendment, the amendment shall be deemed to have failed.

8. The Secretary shall collect and forward to the Governing Board the approvals and disapprovals of the amendment and ratify to the Governing Board that these occurred within the lawful authority of the member organizations.

9. Receipt from the Secretary of such approvals by the Chair of the Governing Board shall represent completion of the amendment process and said amendment shall be deemed to be in full force and effect, retroactive to the effective date stated in the text of the amendment or as otherwise established by the Governing Board or by Section 5 above.

**Article XV-Dissolution of the Institute**  
Dissolution of the Corporation shall require an approval by a vote of at least two-thirds of the Member Societies at a meeting of the Corporation provided that the number of affirmative votes equals a quorum or by unanimous consent of all Member Societies in a mail ballot.

A proposal to dissolve the Corporation may be submitted for vote by the Governing Board at any time. In the event that the Corporation is dissolved, the Executive Committee, after paying or making provision for payment of all liabilities of the Institute, shall, with the

**BYLAWS**  
{As of July 2007}

approval of the Governing Board, dispose of all assets of the Institute to such charitable, educational, or scientific organization or organizations as shall at the time qualify as exempt from Federal taxes or qualify under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, except that in the case of funds granted by an agency stipulated otherwise, disposition shall be made in accordance with the provisions contained in the pertinent grant documents.

**Article I - Officers**

1. The Chair and Secretary shall be elected annually by the Governing Board in the calendar year immediately preceding the year of their intended terms of office. The

terms of office of the Chair and Secretary shall begin at the close of the first annual meeting of the Corporation in the calendar year immediately succeeding the year of their election. The Chair and Secretary shall continue in office until their successors have been seated. Election shall be by ballot of the Board and the affirmative vote of at least a majority shall be necessary to elect. (Amended by GB 10/03)

*Chair.* The Chair shall preside at meetings of the Governing Board and Executive Committee and shall exercise general care and supervision over the affairs of the Institute, subject at all times to the direction of the Board. In the absence of the Chair from meetings, a Chair pro-tempore shall be chosen by the Board or Executive Committee.

*Secretary.* The Secretary shall call meetings of the Corporation, Governing Board, and Executive Committee as provided in the Constitution or Bylaws and shall act as secretary thereof and keep minutes of their proceedings. The Secretary shall be the custodian of the official seal of the Institute and of all contracts and official documents to which the Institute is a party.

2. *Executive Director.* The chief executive officer shall be called the Executive Director of the Institute. The Executive Director shall have general charge of the offices of the Institute and its personnel and shall administer the affairs of the Institute in accordance with the actions and instructions of the Governing Board.

The Executive Director annually shall prepare the report of the Governing Board to Member Societies as provided for in the Constitution, and annually shall submit it for the approval of the Board.

3. *Treasurer.* The Treasurer shall be the custodian of the funds of the Institute. The Treasurer shall disburse these funds as may be ordered by the Governing Board, taking proper vouchers for all disbursements, and, whenever required, shall render to the Governing Board an account of all transactions as Treasurer.

The Treasurer shall give the Institute a bond in the amount required by the Governing Board, at the expense of the Institute, with sureties satisfactory to the Board, for the faithful performance of the

duties office and for delivery, upon demand by the Board, of all books, papers, vouchers, records, money, and other property of whatever kind belonging to the Institute that have been in the custody of the Treasurer.

Securities for investments owned by the Institute or held in trust by it shall be deposited, in the name of the Institute, with banks or trust companies which the Governing Board or the Executive Committee may from time to time designate as custodians. Receipts in the name of the Institute shall be obtained promptly by the Treasurer or a delegated agent and shall be preserved.

Transfers of any funds or securities of the Institute, or rights incidental thereto or arising there from, disposition or exchange thereof or directions for the investment or reinvestment of funds or of the proceeds of sales or redemption of securities, shall be executed by the Treasurer or a delegated agent and, where necessary, attested by the Secretary.

4. All other individuals designated as Officers of the Corporation by the Governing Board (Constitution, Article X) shall serve such terms of office as may be specified at the time of appointment or for indefinite terms subject to termination at the pleasure of the Board or the Executive Committee.

**Article II-Bank Accounts and Documents**  
Moneys received by the Institute shall be deposited in the name of the Institute in banks, trust companies, bank funds, equities, or other customary investment vehicles as the Governing Board or the Executive Committee may from time to time designate as custodians.

Receipts in the name of the Institute for funds deposited shall be obtained promptly by the Treasurer or a delegated agent from the custodian and shall be preserved.

Transfer of any funds or securities of the Institute, or rights incidental thereto or arising there from or any transactions concerning the transfer, disposition, or exchange thereof or directions for the investment or reinvestment of funds or the proceeds of sales or redemptions of securities, shall be executed by the Treasurer or a delegated agent and, where necessary, attested by the Secretary.

### **Article III-Election of Directors-at-Large**

Annually, at a meeting of the Governing Board as provided by the Rules of the Governing Board, the Governing Board shall elect one Director-at-Large for a term not to exceed two years.

### **Article IV-Affiliated Societies**

1. Affiliated Societies shall be elected by the affirmative vote of a majority of the members of the Governing Board.

2. By an affirmative vote of a majority of its members, the Governing Board may drop any Affiliated Society from membership.

### **Article V-Corporate Associates**

1. Corporate Associates shall be elected either by the Governing Board or the Executive Committee.

2. The annual dues of Corporate Associates shall be fixed by the Governing Board or the Executive Committee.

3. By an affirmative vote of a majority of its members, the Governing Board or the Executive Committee may drop from membership any Corporate Associate which it finds has failed to act in the best interests of the Institute or to pay dues.

### **Article VI-Amendments**

The Governing Board may alter, rescind, or add to these Bylaws as provided in the Constitution.

### **Article VII-Dues**

The amount of dues to be paid to the Institute by each Member Society, per individual member, as required and limited by the Constitution shall be set by the Governing Board. The number of individual members shall be that certified in the previous year according to provisions of the Constitution. (Amended 11/00)

### **Article VIII-Executive Committee**

1. A majority of the voting membership of the Executive Committee will constitute a quorum for the transaction of business at any meeting of the Executive Committee.

2. Any member of the Executive Committee may participate in a meeting of the Executive Committee by conference telephone or similar communications equipment by means of which all persons

participating in the meeting can hear each other.

3. Notice of Executive Committee meetings shall be provided by the Secretary of the Governing Board in accordance with the procedures set forth for Governing Board Meetings in Article VI of the Corporation's Constitution. (GB 11/07)

### **Article IX-Order of Meetings**

The rules contained in Robert's Rules of Order, Revised (latest edition), shall govern the order and conduct of business of the corporation in all cases to which they are applicable if not inconsistent with these Bylaws or the Constitution or other special rules which may be adopted by this Corporation or the applicable bodies of the Corporation from time to time. This should include meetings of the Membership, the Governing Board,

#### **RULES**

{ Actions of Governing Board }

Executive Committee, or other committees. (GB 11/07)

Compiled by the Corporate Secretary

AIP Rules comprise those actions and policies, adopted by the AIP Governing Board or Executive Committee, which serve as the operating Rules of the Institute. The policies are grouped here according to the following categories: General Policies (Operating Policy, Officers, Executive Committee, and Committees; Fiscal Policies; Publishing Policies; and Physics Programs Policies. Appendices follow.

#### **I. General Policies**

##### **I.A. Operating Policy**

I.A.1. The Governing Board extends to Member Society Officers invitations to attend meetings of the Governing Board, at Society expense, as non-voting participants. Non-voting participants may take part in discussions during Governing Board meetings, and may suggest motions. (GB 10/75, 9/87, 11/00)

I.A.2. Guidelines for Contributions by AIP. (XC 10/77; presented to GB 10/77)  
Excerpts from full document:

1. Participation as a co-sponsor should occur only when AIP makes a substantive input of some kind, either through making a needed financial contribution or by

providing staff or administrative support to the planning, advising, and/or carrying out of the activity.

2. Participation is appropriate when there is a history of a connection with AIP or of past cooperation in areas of mutual interest and/or programs.

3. Participation is appropriate when the activity is related to areas of present or future importance to AIP's programs and responsibilities. For example, if the activity or event is one that AIP might carry out on its own, AIP can well act as a co-sponsor.

4. Participation in events unique in the history of AIP and the physics community is appropriate.

5. Participation is not appropriate if AIP's involvement affects AIP's tax status prejudicially or is disproportionate or inequitable with respect to the contributions of others.

6. Participation on a loan, share, or investment basis is not, in general, appropriate for AIP.

I.A.3. Guidelines for the issuance of Public Statements of the AIP Governing Board. (A Public Statement of the AIP Governing Board is any statement issued in the name of the AIP Governing Board and intended for distribution to the news media or as testimony in a hearing before a public body.) (GB 10/83) (See AIP Rules, Appendix A.)The issuance of Public Policy statements shall be by the affirmative vote of two-thirds of those present and voting. (GB 3/93)

I.A.4. Statement on AIP Public Policy Activities. (GB 10/88). "Procedures for the Support of Member Society Public Policy Statements and Positions" (GB 10/94). "AIP Rapid Response Procedure for Time-Sensitive Policy Matters". (GB3/95). [See Appendix B.]

I.A.5. Authorized the Chair of the Governing Board, with the approval of both the AIP Executive Director and the Chair of the Committee on Public Policy, to write letters, to submit testimony, and to otherwise support public policy positions endorsed by the Governing Board of AIP. (GB 10/97)

I.A.6. AIP shall make available funds generated by AIP-owned journals and publications to support AIP educational programs operated for public good and in the best interests of the physics community. (GB 10/86)

I.A.7. AIP shall establish and maintain programs that disseminate information about physics to the general public as well as to the greater scientific community. (GB 10/86)

I.A.8. AIP shall maintain and operate as educational units within AIP a Society of Physics Students and a Center for the History of Physics. (GB 10/86)

I.A.9. Adopted as AIP Rules the following statements:

(1) "AIP should undertake new projects only after consultation with appropriate advisory committees. To encourage maximum cooperation between AIP and its Member Societies, AIP should consult with Member Societies that are directly concerned."

(2) "AIP projects undertaken with funds obtained by the AIP Development Office shall be initiated only when jointly sponsored or endorsed by the Member Societies most directly concerned." (GB 10/88) {but see also Rule I.A.18.}

I.A.10. Formal actions taken during executive sessions of the Governing Board (or Executive Committee) normally shall be taken in the presence of the Executive Director of the Institute. (GB 3/83)

I.A.11. No person shall serve simultaneously on the Executive Committee and on either the Nominating Committee or the Audit Committee. (GB 3/90)

I.A.12. No person shall serve more than five consecutive years on the Executive Committee. (GB 3/90)

I.A.13.a The Chair and Secretary of the Governing Board, in consultation with the Executive Director, are authorized to set the salaries of Board-designated officers of the Institute. (XC 6/02)

I.A.13.b. The Executive Committee, serving as the Compensation Committee, upon reviewing performance and

comparability data from the Chair of the Governing Board, is authorized to set the salary of the Executive Director of the Institute. (XC 6/02)

I.A.14. The AIP Executive Director is designated the AIP voting representative on the ACP Board of Directors. (XC2/03).

I.A.15. The AIP Treasurer is designated to serve as the second representative of AIP on the ACP Board of Directors and is authorized to vote on behalf of AIP in the event of the absence of the AIP Executive Director. (XC 2/03)

I.A.16. The term of office of the Director-at-Large of the Governing Board shall begin (and end) at the close of the Annual Meeting of the Corporation (i.e., at the same time as the seating of all other Members of the Governing Board). Nomination and election for this position will be held at the time of the October meeting of the Board. (GB 10/94)  
I.A.17. "AIP Fellowship Selection: Purpose and Guidelines" (XC 6/95) [Available on request.]

I.A.18. "Development Activity at AIP and its Role in Physics Programs" (GB 10/95) [Available on request.]

I.A.19. "Gift Acceptance Committee and Procedure for Acceptability" (XC 6/96) [Available on request from the Corporate Secretary's Office.]

I.A.20. Authorized management to provide non-domestic individual members of Member Societies surface mail delivery of *Physics Today* on membership and that AIP ask each Member Society that an air freight option be offered in one of two ways:

(1) The first way would be for any Member Society to opt for air freight for all of its individual foreign members and to pay AIP \$13 per year for all such members; or

(2) The second way would be for a Member Society not paying this extra \$13 per member per year to offer an option to each such individual annually on the Member Society's annual dues invoice and to remit \$15 per member and relevant option information to AIP. (GB 3/98)

## **I.B. Officers of the Corporation**

I.B.1. H. Frederick Dylla named to the position of Executive Director and CEO of the American Institute of Physics, and an officer of the Corporation, effective 1 April 2007. (GB 12/06)

I.B.2. Catherine O'Riordan appointed to the position of Vice President, Physics Resources Center and designated an officer of the corporation effective 1 September 2008. (GB 11/08).

I.B.3. Richard Baccante appointed Treasurer and Chief Financial Officer of Institute and an officer of the corporation effective 14 April 1997. (GB 4/97)

I.B.4. John Haynes, appointed Vice President, Publishing, and designated an officer of the corporation effective 1 February 2009. (GB 3/09)

I.B.5. Theresa C. Braun, Director of Human Resources, designated an officer of the corporation effective November 1993. (GB 10/93). Title changed to Vice President, Human Resources 2/02.

## **I.C. Executive Committee (Constitution)**

I.C.1. The Executive Committee is authorized to act with the power of the Governing Board in any matters that require action before the next meeting of the Governing Board. (GB 4/33)

I.C.2. A Member Society which is not represented by a voting membership on the Executive Committee shall be entitled to be represented by a non-voting participant, who is a member of the Governing Board, and whose travel shall be supported by AIP. (GB 10/88)

I.C.3. A Member Society which is represented by only one voting member on the Executive Committee may send a non-voting participant, who is a Member of the Governing Board, in the event that the voting member cannot attend the meeting; the travel of such a person shall be supported by AIP. (GB 10/88, 3/95)

I.C.4. Telephone ballots of the Executive Committee shall be approved by an affirmative majority, without dissenting vote, of the Executive Committee. (XC 9/89)

However, if at any time during the process a member of the Committee enters a request for meeting discussion, the e-mail poll will halt and a special meeting be scheduled.

All such actions shall be recorded by the Secretary and reported to the Committee at its next regular meeting. (Addendum adopted by GB, 10/01)

I.C.5. All prizes and awards bestowed by AIP shall be approved by the Executive Committee or the Executive Director, except in those cases where the selection for a jointly-awarded prize or award has been delegated to a cooperating organization (e.g. Heinemann and History prizes.) {see also Rule IV.5.} (XC 6/02)

I.C.6. In its actions, the Executive Committee should take into account the views of participants from Member Societies not represented by a voting member. (GB 3/90)

I.C.7. Terms of office for members of the Executive Committee shall be for two years with staggered terms so that four members have terms expiring one year, and three the next. Terms shall begin on 1 January and end on 31 December. (GB 10/94, 3/95)

#### **I.D. Committees and Subcommittees** **Committee Authorizations**

I.D.1. Committee on Publishing Policy (GB 3/74). Revised charge adopted (see below) (XC 12/92, GB 3/93). Subcommittee structure and charges revised. (XC 12/92) (GB 3/01) [Charge to each subcommittee available on request.]

I.D.2. Physics Programs Policy Committee. (GB 10/83, XC 6/87; GB 10/88)  
Renamed Physics Resources Policy Committee (6/02)

I.D.3. Magazine Policy committee. (XC 6/95, GB 10/95)  
Renamed Advisory Committee on *Physics Today* (6/02)

I.D.4. Committee on Corporate Associates. (XC 9/58, 12/58) A member of the Governing Board should serve as a liaison member for the Board on the Corporate Associates Advisory Committee, election to that position being for a one-year (renewable) term. (GB 3/82)

I.D.5. Committee for Public Policy. (GB 3/80) Moved to Society Liaison Committee status. (GB 10/95)

Reconstituted Advisory Committee on Public Policy (GB 3/08)

I.D.6. Investment Advisory Committee. (GB 10/82, 3/83, 3/85)

I.D.7. Committee of Society Treasurers. (GB 3/86)

I.D.8. Audit Committee of the Governing Board. (GB 3/92)

I.D.9. Committee on Governance. (GB 3/83; revised 3/93)

I.D.10. Development Committee. (GB 10/95)  
Reorganized as two committees: Committee on Development - Center for History of Physics (96) and Committee on Development - Sigma Pi Sigma (01).

I.D.11. Committee on Physics Education. (GB 10/88)  
Renamed Advisory Committee on Physics Education (6/00)

I.D.12. Charge to Nominating Committee. (GB 10/92).

I.D.13. Committee on Committees. Except where governed by the Constitution or a separate Governing Board Rule, the Committee on Committees is directed to nominate, for election by the Governing Board, members for all AIP Committees and Subcommittees. The Committee on Committees shall be a Committee of the Board, composed, normally, of current or recent former Members of the Governing Board. (XC 6/91, GB 10/92, 3/95)  
Reconstituted Advisory Panel on Committees (GB 11/08)

I.D.14. Committee on Career Services and Committee on Education and Employment Statistics created as separate committees. (GB 10/89) Career Services renamed Career Network. (GB 10/04)

I.D.15. Writing Award Judging Committees are to have members nominated and elected by the Governing Board. (GB 10/90)

I.D.16. The Gemant Award Committee shall consist of three to five members. (GB 10/88, 3/92)

I.D.17. Meggers Project Award Committee. (GB 10/88)

I.D.18. *The Industrial Physicist* and *WonderScience* Advisory Committees established as subcommittees of the Magazine Policy Committee. (XC 2/96)  
The subcommittees were discontinued with the discontinuance of *WonderScience* (99) and the *Industrial Physicist* (12/04).

I.D.19. Subcommittees of Publishing Policy Committee are: Serials, Database and Online Services, Publishing Services (a Liaison Committee). (XC 2/97)  
Serials and Database and Online Services subcommittee functions were absorbed by the Committee on Publishing Policy (7/01). A Classification and Information Retrieval Subcommittee was established from Database and Online Services (7/01).

#### **I.E. Operating Policies for Committees**

I.E.1. The chair of a Policy Committee should be a member of the Board unless there is strong reason to the contrary. This rule may be relaxed for Advisory, Liaison, and subcommittees. (GB 10/75)

I.E.2. Nomination of members to continuing committees should be by a committee of the Board. (GB 10/75)

I.E.3. The Director of AIP should assign a liaison member from the AIP staff to each committee and subcommittee. (GB 10/75)

I.E.4. Each member of the Governing Board should be asked to serve on at least one committee or subcommittee during his or her term on the Board. (GB 3/76)

I.E.5. Appointments to committees and sub-committees should be for terms of three years...with approximately one-third of each committee retiring annually. (GB 3/76)

I.E.6. Persons other than committee or subcommittee members may be at the meetings only at the invitation of the committee chair (e.g., to make a report and to participate in discussion relative to that report). Further, the agenda during the meeting should be controlled by the committee chair, not the staff liaison, except as requested by the chair. (GB 10/83)

I.E.7. The chair of each Board committee will be appointed by the Chair of the AIP Governing Board with the advice of the Executive Director of AIP. (GB 3/76)

I.E.8. Additional members may be added to any committee by nomination of the Chair

of the Governing Board with the approval of the Executive Committee. (GB 3/76)

I.E.9. Members of AIP Committees and Subcommittees, whose terms otherwise are not set by provisions of the Constitution or Bylaws, or by separate Governing Board Rules, shall not serve three consecutive full terms. (Governing Board 3/91) This Rule shall not apply to members entirely appointed to AIP Committees by the Member Societies. (GB 3/93, 11/00))

I.E.10. Newly elected members of AIP Advisory Committees and Subcommittees will assume office on July 1 following their election at the March meeting of the Governing Board, except where governed by the Constitution by a separate Governing Board Rule. (GB 10/91)

I.E.11 Persons officially designated as a substitute member of an AIP liaison committee, by a Member Society's Executive Officer or President, shall be treated as a regular member for purposes of travel reimbursement and voting representation. (XC 2/96)

I.E.12. Elections for the Audit Committee, Executive Committee, and Nominating Committee shall be held at the fall meeting of the Governing Board, with the terms of office of elected members to begin on January 1 following their election. Elections for the Committee on Committees and Governance Committee shall be held at the spring meeting of the Governing Board, with the terms of office of elected members beginning immediately following that meeting. (GB 10/94)

## **II. Fiscal Policies**

II.1. AIP management is authorized to pay travel expenses of AIP Committee members at its discretion in accordance with established AIP travel policies. (XC 9/58, 4/59)

II.2. KPMG Peat Marwick named Auditors for the Institute for the first time. (GB 10/96)

II.3. Effective 1 January 1983, \$2 of the member assessment charge (dues) collected from Member Societies is to be credited to *Physics Today* as income. (GB 10/82)

II.4 Discontinued listing of "Board-designated" funds (Building,

Equipment, Physics Programs, and Publishing) and merged the total from these funds into a single line on the Balance Sheet called "Unrestricted Funds". (XC 2/95)

II.5. Annual expenditures from earnings of endowment funds (or equivalent restricted funds), with an invested principal of \$100,000 or more, are to be limited to five (5) percent of the amount of the principal, averaged over any three-year period. Exceptions to this policy may be approved by the Management Committee and must be reported to the Executive Committee, with stated reasons for the exceptions. For proposed expenditures of six (6) percent or more from earnings on endowments of \$500,000 or more, advance approval of the Executive Committee is required. (XC 6/90)

II.6. Services offered to Affiliated Societies are offered at full cost including all overhead plus a possible surcharge. (GB 3/91)

II.7. "American Institute of Physics Segregated Reserves Statement of Investment Policies and Objectives". (XC 6/92) [Available on request] Policy amended to permit investment in Index Funds. (XC 9/96)

II.8. Established that the spending formula for budgeting a percentage of segregated reserves be based on a three-year running average of the value of those reserves on 30 June. (XC 9/99)

II.9. Medical Benefits following retirement are extended to board-designated Officers of AIP who elect to retire from their positions provided that their years of service (YS) to AIP plus their age at retirement (AR) equals 70 [YS+AR=70], with the additional qualifications that this election must occur at a minimum age of 60 years and after a minimum of 5 years of service to AIP. (XC 2/93)

II.10. Policy on submission of grant proposals. (XC 9/88) [Appendix C.]

II.11. Management is authorized, in addition to current methods used for charging for publishing services, to enter into bilateral agreements with various societies to charge competitive rates for publishing services. (GB 3/95)

II.12. The Secretary is authorized to sign bank resolution statements which are consistent with previous authorizations, such as cases where the name of the bank has changed in the interim. (GB 3/97)

II.13. Established an annual AIP Award for Broadcast Journalism in Science commencing in 1998. (GB 10/97)

II.14. Authorized the Investment Advisory Committee to perform the same oversight and advisory functions for the Special Purpose Funds of the Institute that it performs for the Segregated Reserves. (GB 10/97)

## **III. Publishing Policies**

III.1. In the implementation of the Institute's purpose of aiding its Member Societies in the publication of scientific journals it is (Institute) policy, whenever it appears desirable for the advancement of physics to assist Member Societies in the publication of their journals, to assume full responsibility for such physics journals as Member Societies request the Institute to sponsor, and to initiate new physics journals which the individual Member Societies do not undertake. (GB 3/57)

III.2. Policy to send complimentary copies of *Physics Today* to Members of Congress. (GB 3/75)

III.3. The Executive Director is authorized to appoint new editors for AIP journals as needed after consultation with the Publishing Policy Committee and a search committee, where applicable. (GB 3/78 and XC 10/80)

III.4. All established scholarly journals of original research published by the American Institute of Physics should be self-supporting when averaged over a three-year period. If any journal is not self-supporting, this fact should be brought to the attention of the Governing Board. (GB 11/80)

III.5. Copyright Transfer Form adopted (GB 3/86)

III.6. Downloading Policy for the use of AIP databases adopted. (GB 3/86)  
"It is Governing Board policy that AIP receive compensation for the republication of its abstract in any medium. Management is requested to carry out this policy by negotiating with users of these abstracts on

terms consistent with existing contracts and policies, and to investigate the feasibility of entering into litigation where necessary to accomplish these goals."

III.7. "New Journal Proposal Guidelines". (XC 6/91) [Appendix D.]

III.8. AIP Press adopted as the imprint for the AIP book-publishing program. (GB 3/93) AIP Press imprint licensed to Springer-Verlag for five years. (GB 4/97)

III.9. Charge to Publishing Policy Committee (GB 4/93) (See below).

III.10. "Five-Year Strategic Plan - AIP Publishing Program" (GB 10/94) [Goals: Appendix E]

III.11. "AIP Electronic Publishing Strategy". (GB 10/95) [Available on request.]

III.12. AIP Policy Statement on "Archiving and Use of AIP Electronic Information." (XC 6/98) { Available on request. }

III.13. Authorized management to provide publishing services to publishers of material related to the scientific or technical interests of AIP or its Member Societies. The publishers shall be a member of one of the constitutionally defined classes of AIP Members. The charges for Member Societies shall be on a most favored basis for equivalent work. (XC 2/04)

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#### IV. Physics Programs Policies

IV.1. A periodic review process for AIP magazines established on the same basis as the review process for AIP journals. (GB 10/92)

IV.2. Gemant Award Guidelines. (GB 10/86) [See Awards and Medals section following appendices.]

IV.3. Meggers Project Award Guidelines. (GB 10/86; amended GB 10/92) [See Awards and Medals section following appendices.]

IV.4. AIP Educational Activities Guidelines. (Educ Adv. Comm., 12/80) (See below)

IV.5 The committees for the American Institute of Physics Science Writing Awards, selected from the science and

science journalism communities, are charged with representing the American Institute of Physics. In fulfilling that role, the committees should determine that these awards are made to entries that are scientifically accurate, balanced, appropriate for the intended audience, and reflective of the highest journalistic standards. As with all awards, the recommendation of the committees shall be submitted to the Executive Committee or the Executive Director. (XC 6/02)

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#### Charge to Publishing Policy Committee

Approved by the Governing Board, 4/93

The Committee on Publishing Policy is charged with maintaining an overview of all of the Institute's publishing activities. It is responsible for providing advice and recommendations to the Governing Board that will ensure that the overall publications program and its diverse components are responsive to the needs of the physics community and others as appropriate and that the Institute is anticipating and preparing for economic and technological change and changes in the needs of the user community. The Committee also serves as a sounding board for the AIP staff. The purview of this committee extends both to the publications of the Institute and to the publishing services provided by the Institute for the Member Societies and other organizations and to publishing services provided for other components of the Institute.

In the financial area, the committee reviews the budgets and plans for all aspects of the AIP publishing program and recommends actions that will ensure a financially sound program that will continue to meet the net revenue goals set by the Institute. The committee is specifically charged with reviewing the pricing of all AIP publications and publishing services and making recommendations to the Executive Committee with respect to changes in prices and policies.

Editors, not the Committee on Publishing Policy, are responsible for the substance of the publications of the Institute and for ensuring that the quality of accepted materials meets the standards of the Institute. The committee is, however, charged with maintaining an overview of the quality of all publications, including content, production, timeliness, and any other factors that it may consider important

in the perception of the user. The committee should make regular reports to the Governing Board on the quality and cost effectiveness of AIP publications in comparison with those of Member Societies, competing scientific societies, and other organizations that publish comparable materials.

The committee should develop a long range vision for the AIP publishing program that serves both as a guide for both operations and policy. This vision should be reviewed and presented to the Governing Board for adoption at not less than 3-year intervals.

The Committee on Publishing Policy may delegate to approved subcommittees any portion of its duties, consistent with the charge.

#### AIP EDUCATIONAL ACTIVITIES GUIDELINES

[These guidelines were endorsed by the AIP Advisory Committee on Physics Education at their December 8, 1990 Meeting.]

1. AIP should be involved in educational programs of national and international scope.
2. AIP and Member Societies are encouraged to work on projects jointly. If AIP proposes a project, it should seek support from the Member Societies.
3. The role of the AIP Advisory Committee on Physics Education is to generate, review, or provide general approval/disapproval of proposals for ALL educational programs and projects involving AIP.
4. In cooperative projects, all participating Member Societies will be properly acknowledged and credited.
5. The oversight of cooperative projects should be the responsibility of representatives appointed by the cooperating organizations.
6. In cooperative projects, the financial benefits and costs should be shared by the participating organizations in proportion to their involvement.
7. The administrative home for a cooperative project will, in general, be the organization having the administrative and fiscal responsibility for the project.

# APPENDICES TO THE RULES

## APPENDIX A

### GUIDELINES FOR THE ISSUANCE OF PUBLIC STATEMENTS OF THE AIP GOVERNING BOARD

(Governing Board 10/83, as amended 3/93)

Definition: For the purpose of these Guidelines, a Public Statement of the AIP Governing Board is any statement issued in the name of the AIP Governing Board and intended for distribution to the news media or as testimony in a hearing before a public body.

The AIP Governing Board, conscious of the likelihood that a Public Statement will be taken to represent both its own views and those of its Member Societies, hereby establishes Guidelines to be followed whenever the issuance of such a Statement is proposed:

1. Whenever time permits, the matter should be referred to the Committee for Public Policy.
2. Whenever the AIP Governing Board is to consider a resolution taking a publicly stated position on matters such as research, education and professional welfare which are of concern to all Member Societies, it should do so only on matters that have appeared on the Agenda distributed prior to the Governing Board meeting at which the resolution is to be considered. Information about the proposed resolution should be distributed with this Agenda.
3. For the adoption of a Public Statement an affirmative vote of two-thirds of those present and voting at a meeting of the Governing Board is required.
4. Requests for issuance of Public Statements can be initiated by one or more Member Societies or by the Board itself.
5. When a request for issuance of a Public Statement arises under the Agenda item of New Business, either
  - a) the issue can be referred to the Committee for Public Policy, or

b) on matters of special time urgency and importance, the Chairman may issue in his or her name a statement reflecting the Governing Board's discussion.

6. Public Statements will carry, at their close, the following sentences:  
"The American Institute of Physics is an autonomous corporation of ten leading societies in the fields of physics and astronomy. Its Governing Board consists of representatives designated by the Member Societies, two members-at-large chosen by the Board, plus the Executive Director and Secretary of the Institute, Executive Committee-officio."

## APPENDIX B

### PUBLIC-POLICY ACTIVITIES

{This policy statement was approved by the AIP Governing Board in October 1988.}

AIP shall maintain an office in Washington, DC. The following tasks and responsibilities, conducted complementary to and in cooperation with the APS Office of Public Affairs and supportive of its activities and the activities of other AIP Society offices in Washington, shall come within the purview of this office:

1. Develop linkages with appropriate government agencies that collect statistics related to physics research and education.
2. Gather information of importance to physics and physicists and disseminate it, in timely fashion, to AIP Member and Affiliated Society officers and, when appropriate, to the public at large. This can include:
  - (a) Alerting Member Societies to the activities of government officials who are involved in matters important to AIP and its constituent societies.
  - (b) Providing background information and assistance to individuals called upon to testify before Congress.
  - (c) Providing information to the AIP Committees on Education and on Physics Programs Policy on proposed legislation regarding physics education at the secondary school level and other relevant matters.
  - (d) Developing a collection of information from the Federal government

that might be helpful in support of public-policy activity at the local and state levels.

3. Establish a methodology to conduct analysis of the budget and spending of the Federal government for physics research, and carry out the analysis annually.
4. Establish similar methodologies for analysis of the support of physics education and of industrial research in physics, and carry out such analyses.
5. Provide a library of reference materials for visitors to Washington, such as: directories of Congressional staff members, background information on Members of Congress and Congressional staff members, Congressional and agency reports, drafts of legislation, and Congressional committee schedules.
6. Provide facilities such as offices, terminals, and phones for visitors who are conducting business with the government and other organizations.
7. Provide space for lunches, receptions, and meetings.
8. In collaboration with Member Societies, arrange meetings between members of the physics community and Members of Congress and their staffs, and with people in other parts of government and in Washington-based institutions studying governmental operations in science, technology, and physics education. The occasion of AIP committee meetings in Washington could initiate such relationships and communications important to the support of physics research and education.
9. Collaborate with societies that hold meetings in Washington to arrange opportunities for Washington dignitaries to meet with society leaders.

### History:

On 8 May 1986, the Committee on Public Policy adopted a statement recommending the establishment and staffing of an AIP office in Washington, DC, with assigned public-policy duties. This statement was presented for information to the AIP Executive Committee in June 1986, and served as an informal guide for the activities of the Washington Office. On 3 October 1988, the Committee reaffirmed its support

of this statement and asked the Governing Board to adopt it formally. The original statement contained the following rationale:

"Historically, AIP activities were centralized in New York when the leading centers of physics research were located in the northeastern region of the United States. Today, physics and physicists have large involvement with international and governmental institutions. The center of activities for these institutions is Washington, DC. Thus, it is natural for the AIP to establish and staff an activity to enlarge AIP's support of its Member Societies and affiliates in the area of public policy related to physics."

### **Procedures for the support of Member Society Public Policy Statements and Positions**

{Adopted by the Governing Board 10/94}

1. AIP will encourage (and facilitate where possible) communications among Member Societies as they develop public policy positions in an effort to gain common ground that could be the basis for a statement on behalf of the entire physics community.

2. AIP requests it be notified promptly by each Member Society, with full text and supporting materials, whenever that society officially issues a public policy statement or takes a public policy position; and then

3. AIP will notify and provide the statement of policy and supporting materials to all Member Societies, through their governance, CPP representatives, and appropriate other Society-designated contacts; and

4. AIP will request each other Member Society to have its governance consider the issue and inform AIP in a timely manner (at least one month before the next AIP Governing Board meeting) (i) of its position with respect to the circulated policy and (ii) whether it recommends any AIP action; and then

5. AIP's CPP will consider the Member Society responses and advise the AIP Governing Board whether to issue a statement in support of the circulated position; and if

6. The AIP Governing Board endorses a supporting statement; then

7. AIP will promulgate the position by suitable publicity and supporting information.

### **AIP Rapid Response Procedure for Time-Sensitive Policy Matters**

{Approved by GB 3/95}

Whenever possible, AIP should follow the steps outlined in *AIP Procedure for Support of Member Society Public Policy Positions and Statements*.

In recognition that there may be occasions when a rapid response is necessary to time-sensitive policy matters, the Committee on Public Policy (CPP) recommends that the AIP Governing Board adopt the following procedure.

In the spirit of AIP's UMBRELLA role, the purpose of this procedure is to help AIP Member Societies further their public policy aims and to promote consensus public policy positions that are in the interest of the physics community and society at large.

1. AIP requests that Member Societies designate an individual to serve as the "primary rapid response contact" (drawn from that Society's officers, staff, or members), and provide AIP with that individual's e-mail address, regular address, and voice and fax telephone numbers. Member societies can provide secondary contacts as well, who will coordinate their societies' positions through the primary rapid response contact. AIP management will supply a complete roster of the primary contacts to the chief executive officer of each Member Society.

2. When an AIP response is indicated to a time-sensitive policy issue of concern to the physics community, AIP's Executive Director will advise the AIP Governing Board, Society Executive Officers, Committee on Public Policy (CPP), and the primary rapid response contacts by providing them with background information and with a copy of what action is being proposed, will provide a draft of the relevant response, and will poll the members of the Governing Board. The AIP Executive Director likewise will inform these individuals if a recommendation is

received from a Member Society or from the CPP for an AIP response.

3. Upon agreement of 60% of all members of the Governing Board, and two-thirds (2/3) of those voting, the AIP Executive Director will respond in an appropriate manner as an AIP response, and not as a Member Society's response. Whenever possible, the response will be coordinated with actions taken by Member Societies.

4. AIP will promulgate this action by suitable publicity and supporting information.

## **APPENDIX C**

### **GUIDELINES FOR SUBMISSION OF GRANT PROPOSALS**

(Adopted by Executive Committee, 6/02)

1. All grant proposals should fall within the stated purpose and mission of the Institute.

2. Grant proposals can be initiated by any staff member. The principal investigator must be at the managerial level or higher unless an exception is approved by the Executive Director.

3. Prior approval by the Executive Director is required before a granting agency, foundation, corporation, or individual may be approached with a preliminary or planned proposal.

4. All grant proposals to be submitted must have the approval of the Branch Head, Treasurer and Chief Financial Officer, and the Executive Director of the Institute. Such proposals will have been discussed with appropriate Advisory Committees (unless the proposal is for routine extended support of an existing program). In unusual circumstances an approval may be given by the Executive Director and Chair of the Governing Board. All proposals will be submitted through the Office of the Executive Director.

5. The grant budget should reflect the true cost of the project. Any proposed cost sharing must be displayed and clearly justified at the time or before the grant proposal is submitted for internal approval. In cases where cost sharing leads to a projected extra cost to the Institute of \$100,000 or more per year, Executive Committee approval of the cost sharing is required.

6. All plans for grant submissions with a total budget of \$500,000 per year or more, grants requiring matching funds or access to secret information, and "challenge grants" require the approval of the Executive Committee.

7. The Executive Director will develop internal procedures such as a routing sheet and/or the involvement of the Management Committee in discussions of proposals, to ensure that these guidelines are followed.

## APPENDIX D

### FIVE-YEAR STRATEGIC PLAN AIP PUBLISHING PROGRAM.

{GB 10/94}

{GB 4/04 deferred adoption of new plan}

Goals:

1. To serve the physics community by maintaining AIP's position as a leading publisher of physics research.

2. To serve the physics community by maintaining AIP's position as a cost-effective, high-quality supplier of publishing services for societies.

3. To expand the customer base for AIP's publishing services, extending AIP's product and service lines to meet the needs of the physics community.

4. To assume a more prominent leadership role in the scientific-publishing/information community.

5. To maintain financial viability of the publishing program to provide net revenue for sustaining itself (including society services) and physics programs.

### Policy for Selecting Publications for Which to Provide AIP Publishing Services

(as adopted by the GB 3/03)

The purpose of the American Institute of Physics (AIP), as set forth in its Constitution is:

...the advancement and diffusion of knowledge of the science of physics and its applications to human

welfare, and to this end it is the purpose of this Corporation to undertake, among other measures, the publication of scientific journals devoted wholly or mainly to physics and related sciences; to serve the public by making available to journals, newspapers, and other channels of public information reliable communications as to physics and its progress; to cooperate with local, national, and international organizations devoted to physics, to promote unity and effectiveness of effort among all those who are devoting themselves to physics by research, by application of its principles, by teaching or by study; and to foster the relations of the science of physics to other sciences and to the arts and industries.

In order to achieve its purpose, AIP serves the sciences of physics, astronomy, and related fields of science and technology by serving its Member Societies, by serving individual scientists and engineers, and by serving students and the general public.

In furtherance of this mission, AIP engages in publishing information in physics, astronomy, and related fields. Related fields include, but are not limited to, the type of research, engineering and educational activities undertaken by AIP member organizations (Member Societies, Affiliate Societies, Corporate Associates, Society for Physics Students, and Sigma Pi Sigma Physics Honor Society) and their individual members. AIP also maintains an online journal platform for its own electronic journals and publications and those of other publishers to provide broad, state-of-the-art access to research, engineering and educational information. Additionally, AIP provides publishing services (e.g., proof reading, copy editing, composition, data preparation, circulation and fulfillment) to properly prepare these journals and associated electronic files. In deciding what journals and publishers for which to publish or perform publishing services, AIP management, under the guidance of the Governing Board, will

determine whether or not the work supports and furthers the purpose and mission of AIP.

Given the requirements of membership, AIP considers journals, conference proceedings, books, standards and related special publications of its ten Member Societies, any of its Affiliated Societies or other member organizations, and any Societies who are eligible for Affiliated status as supporting and furthering the purpose and mission of AIP.

Any other journals or publishers will be considered on a case-by-case basis to ascertain whether aiding their publication supports the purpose and mission of AIP.

## APPENDIX E

### Role of the AIP Development Office

(Adopted by the Executive Committee 1/01)

### Mission Statement (Adopted by GB 11/00)

The mission of AIP's Development Office, established in 1990 and reorganized in 1992 and 1995, is to secure outside funding for AIP programs designated by management. The Development Office also promotes planned giving programs for these activities.

The Development Office will remain in close touch with development activities being conducted by Member Societies through regular reports of its plans and activities and will request the same from the Member Societies.

### Applicable Programs

AIP will conduct fund raising directed to specific and identifiable programs within AIP. Programs will be explicitly identified by the Executive Director only after consultation with Member Societies and AIP Governance. Currently (1/2000) included programs are the Center for History of Physics, Physics Olympiad, *Discoveries and Breakthroughs in Science*, and Sigma Pi Sigma. An example of an excluded effort is a general fund raising initiative designed to increase the segregated financial reserves. Other specific programs may get assistance on an *ad hoc* basis e.g., Career Services, Statistics, Public Information, and Educational Programs. Occasionally AIP may, upon request, advise or partner with Member Societies for a Society specific campaign.

## Methods

Fund raising will be administered by the AIP Development Office under the direct supervision of the AIP Executive Director.

Funds will be solicited from and only from the natural constituencies of the supported programs. Support for the programs will be garnered through a combination of mail solicitations, written proposals, personal visits and other philanthropic efforts. Information about the activities of the programs and financial vehicles will be provided to the natural constituencies through newsletters and other mailings. AIP Governance and Member Societies will be kept informed of development activities and results.

Certain programs will require the assistance of development committees for planning and implementing fund raising activities. Development committees consist of strong supporters of the organization, namely current, active donors (and those who can facilitate gifts from corporations or foundations) who can further assist the organization by actively helping in the fund raising process. As of 7/2004, there are two such committees: Center for History and Sigma Pi Sigma.

## Relationship to Member Societies

AIP views its Development Office as a service to the programs for which it raises funds, the natural constituencies of these programs, and Member Societies. AIP will provide advice, events coordination and assistance as reasonably required by individual Member Societies.

AIP will communicate information several times a year about its fund raising objectives and activities to the Member Societies through the reports to the Executive Committee, Governing Board and Society staff. The Development Office will request information on development activities being conducted by Member Societies.

AIP identifies its fund raising activities with the cause that is being supported, such as the Center for History of Physics, Sigma Pi Sigma, or the Physics Olympiad and not with AIP as an organization. In this sense, the Development Office will be soliciting funds for community activities in the broadest sense and will thereby reduce confusion between the names of Member Societies and AIP.

## APPENDIX F

### AIP Audit Committee

- reports for the Governing Board
- 3 to 5 Governing Board members.  
3-year terms (terms are staggered).
- terms expire on 31 December
- members can serve no more than two consecutive terms

The Audit Committee (Committee) is elected by the Governing Board on recommendation of the Nominating Committee. The Chair of the Governing Board appoints a member of the Committee to serve as Chair. The Committee assists the Board in fulfilling its financial oversight responsibilities. The Committee will meet at least two times annually, or more frequently as circumstances dictate. The Committee's primary duties and responsibilities are to:

- Monitor the integrity of the Institute's financial reporting process
- Monitor the appropriateness of Institutes's accounting policies and internal controls
- Provide an avenue for communication among the independent auditors, management, and the Governing Board
- Monitor the independence and performance of the Institute's independent auditors
- Recommend to the Governing Board the appointment of independent auditors based on periodic reviews
- Approve the fees to be paid to the independent auditors
- Review and recommend approval to the Governing Board of the annual financial statements and auditor's report
- Review management letters, including management responses and plans to address the recommendations
- Review tax policy changes from the Internal Revenue Service that may affect the Institute's tax-exempt status or its definition of tax-exempt activities
- Inquire of the independent auditors concerning the strengths and weaknesses of the Institute's financial staff, systems,

internal controls, and other factors that pertain to the integrity of the published financial reports.

- Oversee the Internal Auditor