

By-Laws of the Biomaterial Interfaces Division of the American Vacuum Society

ARTICLE I: Name

Section 1. The organization shall be known as the Biomaterial Interfaces Division (BID) of the American Vacuum Society, hereinafter designated as AVS.

ARTICLE II: Objectives

Section 1. The objectives of the BID shall be: (1) to provide a continuing forum accessible to its members as well as to other persons active or interested in the field of biomaterial surfaces and interfaces for the purpose of fostering an improved understanding of the interaction of materials with biological media, including their physico-chemical properties, their surface composition and modification, their *in vitro* and *in vivo* characterization and their applications as implants or sensors, (2) to promote the dissemination of that understanding by the organization of conferences, symposia and workshops, by publication of original works and surveys in proceedings, technical journals and books, and by creation of web-site(s) related to the field, and (3) to participate actively in all phases of the AVS programs as presented in the AVS Constitution. The BID will strive to have a membership diverse in race, gender, stage of career and geographic location. The BID will strive to reflect this balance in the composition of the Executive Committee.

ARTICLE III: Membership

Section 1. Divisional members are defined as members of all categories of the AVS in good standing who have applied for membership in the Division and have paid Divisional dues (if any are assessed).

Section 2. The Executive Committee of the Division may extend the courtesy of notification, Divisional publications and attendance at Divisional meetings to non-members. None of the other rights and privileges of Divisional membership will be implied or accorded under any circumstances by this action.

Section 3. All categories of Members of AVS who are members of the BID shall be entitled to attend business meetings and vote. Student members of the BID shall be entitled to the rights and privileges of all other AVS members but shall not have the right to hold office.

ARTICLE IV: Officers

Section 1. The officers of the Division shall be:

Chair-Elect
Division Chair
Program Chair
Past Chair
Secretary/Treasurer

Section 2. The officers of the Division shall hold office for the following terms:

Division Chair –Elect	1 year
Division Chair	1 year
Program Chair	1 year
Past Chair	1 year
Secretary/Treasurer	1 year

The Chair-Elect shall automatically assume the position of Division Chair at the end of his/her term. The Division Chair shall automatically assume the position of Program Chair at the end of his/her term. The Program Chair shall automatically assume the position of Past Chair at the end of his/her term. If the Program Chair is unable to fulfill his/her duties and obligations at any time in his/her term, then the Division Chair shall

immediately assume the position of Program Chair as well. If the Division Chair is unable to fulfill his/her duties and obligations at any time in his/her term, then the Division Chair-Elect shall immediately assume the position of Division Chair. Section 3. The Division Chair-Elect and Secretary/Treasurer will normally be elected by the Divisional members in voting by correspondence (e.g. mail, facsimile or electronic mail) or at an annual meeting of the Division. The results of this ballot shall be announced at the annual meeting of the Division.

Section 4. In the event an annual meeting is not held and no mail balloting has occurred, the President of the AVS shall appoint a Division Chair considering the recommendations of the current Executive Committee.

Section 5. In the event that the Division Chair has been appointed by the President of the AVS, it is the responsibility of this Division Chair to appoint members of the Executive Committee, subject to the approval of the President of the AVS, considering the recommendations of the past Executive Committee.

Section 6. The term of office for the Secretary/Treasurer shall begin on January 1 immediately following his/her election. The term of the other officers of the Division shall begin at the conclusion of the BID Executive Committee meeting at the AVS Symposium immediately following their election/appointment.

ARTICLE V: Executive Committee

Section 1. The management of the Division will be the responsibility of the Executive Committee of the Division. The Executive Committee shall consist of:

1. The officers of the Division as specified in Article IV, Section 1 of the Bylaws.
2. Four duly elected members of the Division, to be called Members-at-Large of the Executive Committee. These members will be elected for two-year terms. The terms shall be staggered (two new members each year). The term of office for the four elected members of the Executive Committee shall begin at the conclusion of the BID Executive Committee meeting at the AVS Symposium immediately following their election/appointment.

Section 2. In the event of a vacancy in an office, other than the Division Chair, caused by incapacitation, resignation, or removal, the vacancy shall be filled by appointment of the Division Chair and approved by majority vote of the Executive Committee. The incoming member filling a vacancy shall serve until the normal term of his or her predecessor has expired. In the event of a simultaneous vacancy in the offices of the Division and Program Chair, the Executive Committee shall appoint a Division Chair to fill the remaining period of the term.

ARTICLE VI: Nominations and Elections

Section 1. All members of the Executive Committee shall serve as members of the Nominations Committee. The Chair of the Nominations Committee shall be the Past-Chair of the Division. If the immediate Division Past-Chair is unable to serve on the Nominations Committee then a previous Past-Chair of the Division will be selected to chair this committee. The purpose of this committee is to nominate Division members for the position of Division Chair-Elect, Secretary/Treasurer, and the two members of the Executive Committee whose terms expire at the end of that year.

Section 2. The Nominations Committee shall recommend at least one candidate for each office. The nominations shall be submitted to the Secretary/Treasurer at least TWELVE (12) WEEKS prior to the Annual Business Meeting of the Division. The Secretary/Treasurer shall announce the nominations and date of the Annual Business Meeting to the Division at least TEN (10) WEEKS prior to the Annual Business Meeting. The Nominations Committee shall assure itself and the Division that the nominees are voting members in good standing of the Division and are willing to serve.

Section 3. Additional nominations by petition shall be submitted at least TWELVE (12) WEEKS prior to the Annual Business Meeting. Valid petitions must be signed by at least 10 members in good standing of the Division.

The slate of candidates presented to the Divisional Membership shall include names submitted by the Nominations Committee as well as those submitted by qualified petitions.

Section 4. If elections are done via mail, facsimile or electronic mail, the Secretary shall have ballots distributed to the membership at least SIX (6) WEEKS prior to the Business Meeting. The balloting shall close TWO (2) WEEKS prior to the Annual Business Meeting. The Division Chair shall appoint a committee to count the ballots and report the results. The Division Chair may delegate these duties to the Administrative Director of the AVS.

The candidate receiving the largest number of votes for a given office shall be elected to that office.

If more than one member-at-large position in the Executive Committee is to be filled, the candidates shall be elected in the order of the number of votes received. If a tie vote occurs for the second position, the outgoing Division Chair will decide the tied election by chance.

If a tie vote occurs for the Division Chair-Elect or Secretary/Treasurer, the outgoing Division Chair will decide the tied election by chance.

ARTICLE VII: Duties of the Officers and Executive Committee Members

Section 1. Division Chair-Elect – To assist the Program Chair in the planning, organization and execution of the sessions at AVS Symposia. To stand in for the Program Chair when needed. To shadow the Division Chair in order to learn procedures and processes within the AVS.

Section 2. Division Chair - To preside at all business meetings of the Division; at his/her discretion to serve as a member of any committee of the Division; to submit to the Board of Directors of the AVS an annual report concerning the activities of the Division; to appoint chairs of all necessary Standing Committees; to appoint Special Committees; to authorize expenditures as provided in the budget; and to perform such other functions necessary of a chair of an organization. He/she shall make sure that the date on which the Annual Business Meeting of the Division will be held is determined before August 1st of each year.

Section 3. Program Chair - To carry on all duties of the Division Chair in the event of the Division Chair's absence, illness, resignation, or incapacity; to carry out such other duties as may be assigned by the Division Chair. To be responsible for the planning, organization and execution of the sessions at AVS Symposia.

Section 4. Past Chair – To chair the Nominations Committee and coordinate solicitation of nominations for the Executive Committee. To coordinate entries and judging for the student poster competition for the Division including any flash presentations. To coordinate the solicitation for nominations and review of candidates for any Division awards.

Section 5. Secretary/Treasurer – To maintain a list of all members in good standing as provided by the AVS; to be responsible for the minutes of all Divisional Executive Committee and Annual Business Meetings; and to direct mailing and receipt of all literature pertaining to the operation of the Division at the discretion of the Division Chair. To keep a strict accounting of all income and expenditures; may pay out such funds as authorized by the Division Chair or Executive Committee to meet all obligations of the Division; to issue a report of the financial standing of the Division at the Annual Business Meeting or whenever requested by the Division Chair; and may be bonded at the expense of the Division. He/she will submit an annual Divisional Financial Report with the AVS Treasurer on or before the date and in the format established by the AVS Treasurer.

Section 6. Members-at-Large – To act as a representative of and promote the division. To review abstracts. To chair or co-chair and champion or co-champion sessions at symposia.

Section 7. Members of the Executive Committee shall act as representatives of the division membership in matters pertaining to the objectives of the Division, meetings, dues, organization, policy, and such other matters that preserve the integrity of the Division and make it responsive to the needs and wishes of its membership.

ARTICLE VIII: Duties of the Executive Committee

Section 1. The annual Divisional budget and all motions must be approved by a majority of the Executive Committee present. A quorum of the Executive Committee is five.

Section 2. The minutes of all meetings and financial reports of the Executive Committee shall be filed promptly with the Clerk of the AVS. All budgets and financial reports required by the AVS Board of Directors shall be submitted in a timely manner. The Division shall be authorized to incur only such expenses as approved by a majority of the Executive Committee.

Section 3. The Executive Committee will provide management oversight for the conduct of the Annual Meeting of the Biomaterials Interfaces Division and any conferences, workshops, and meetings sponsored by the Division.

ARTICLE IX: Committees

Section 1. Standing Committees - There shall be four Standing Committees as follows: Executive Committee, Program Committee, Nominations Committee, and Awards Committee.

The Executive Committee will be governed as described in Articles V and VII of the Bylaws.

The Division Chair will chair the Program Committee in the subsequent year. The members of the Program Committee will consist of all members of the Executive Committee plus as many additional members as selected from the Society as a whole by the Program Chair. The purpose of the Program Committee is to coordinate and organize the BID sessions and jointly sponsored sessions at AVS Symposia, and any other sessions or symposia as authorized by the Executive Committee.

The Nominations Committee will be governed as described in Article VI, Section 1 of the Bylaws.

The Past Chair will chair the Awards Committee. The purpose of the Awards Committee is to solicit and coordinate submissions of nominations for AVS Fellow and other AVS Awards or Prizes. The Awards Committee will also be responsible for determining the Student and Technical Recognition awards.

Section 2. Ad hoc Committees - The Division Chair will appoint special committees as the need arises.

Section 3. General - Each committee chair shall select as many members of his/her committee as needed with the concurrence of the Division Chair except as noted in Section 1, with said members of each committee serving for a term of one year.

Before the Annual Business Meeting, each committee is to file with the Executive Committee a report of its activities during the past year as requested by the Division Chair. It shall be the duty of each of the committees to recommend to the Executive Committee any action with respect to the subjects or matters in their charge, which the committee deems advisable. A tentative budget shall be submitted by the Secretary/Treasurer to the Executive Committee for approval. Expenses incurred by the committees shall be limited to their budgeted amount, or as approved by the Division Chair.

ARTICLE X: Finances

Section 1. Dues may be established by the Executive Committee with the approval of the Board of Directors of the AVS. Changes in the membership dues shall be recommended by the Executive Committee and approved by a majority of the voting members of the Division by a ballot. Special symposia registration fees may be set by the Executive Committee as needed.

Section 2. The Divisional financial records or ledger books may be reviewed by an auditor at any time if requested by the Executive Committee.

Section 3. All funds received by the Division shall be deposited in a bank approved by the Executive Committee. The signature of either the Secretary/Treasurer or the Division Chair or written (letter, fax, or e-

mail) approval by either for expenses associated with specific activities shall be required for all withdrawals from this account.

Section 4. The financial year of the Division will coincide with the financial year of the AVS.

Article XI: Business Meetings

Section 1. The Division shall hold at least one regular business meeting each year. This Annual Business Meeting, which may be held during the annual AVS Symposium, shall be announced by correspondence to all Members of the Division at least six (6) weeks prior to the meeting, and it will also be announced in the program for the AVS annual symposium. The time and location of all meetings shall be determined by the Executive Committee.

Section 2. The number of members present to constitute a quorum at business meetings of the Division calling for the transaction of regular business and requiring a vote to be taken shall be not less than 1% of the Division membership or ten (10) members, whichever is smaller.

Article XII: Chapters of the Biomaterial Interfaces Division

Section 1. Chapters of the Division may be formed by the Division or its members by submitting a petition signed by at least twelve (12) members of the Division who pledge themselves to become members of the Chapter. The Chapter shall be deemed established after approval of the petition by the Executive Committee of the Division and by the AVS Board of Directors. Notification of approval shall be given by the AVS to the Chair of the Division.

Section 2. The Divisional Chapter shall elect its own Chair and other desired officers as stated in the Chapter By-Laws. Divisional officers and members of the Executive Committee shall be AVS members in good standing. Student members are not eligible to hold offices in the Divisional Chapter.

Articles XIII: Conferences, Symposia, and Workshops

Section 1. The Division may sponsor various conferences, symposia, and workshops in addition to organizing a program at AVS Symposia. Approval to sponsor such meetings must be by majority vote of the Executive Committee. If the Division is the sole or principal sponsor of a meeting, then the Executive Committee shall be responsible for financial management of the meeting and shall appoint the Program Chair for such meetings. The Program Chair shall submit a budget for approval by the Executive Committee. No expenditures in excess of the budgeted amount may be made without approval of the Executive Committee.

Section 2. The Division may enter into contracts with individuals or companies for the execution of certain activities associated with conferences, symposia, or workshops. Examples include the conference administrator and local arrangements coordinator and the publishing of the proceedings from the meetings. Such contracts must be approved by a majority of the Executive Committee and shall not be for a duration of longer than three years.

ARTICLE XIV: Awards of the Division

Section 1: Student Awards - The Division may grant Student Awards to financially assist students to attend AVS Symposia and other conferences, symposia, and workshops sponsored by the Division. The Division may also grant award(s) for outstanding student poster presentation(s) at poster session(s) of AVS Symposia. The monetary amount of each award and the selection criteria for the awards will be determined by the Executive Committee and in accordance with the criteria established by the AVS Board of Directors.

Section 2: Technical Recognition Awards

2.1. Purpose

The Division may make Technical Recognition Awards to recognize and encourage outstanding scientific and technical contributions in areas of research, development, and discovery having special interest to the Division. This includes sustained contributions to the research interests of the Division or singular contributions in terms of an achievement or outstanding paper contributed/published in an AVS meeting. This is an AVS award, specifically conferred by an AVS Division.

2.2. Eligibility

The nominee must be recognized for scientific and technical contributions that are fostered and encouraged by the Division. These areas are those evidenced in the program of the AVS Symposia, topical conferences sponsored by the Division, and those areas defined in the Division's By-Laws. The contribution may be in the nature of sustained or single (e.g., outstanding achievement or publication) significant contributions to theory or experiment, discovery, understanding, inventions, measurements, technique development, or management. Nominations should be made by colleagues or others who are well acquainted with the nominee. Self-nominations are not acceptable. Division officers and Members of the Division Award Selection Committee are not eligible for the award during their terms.

2.3. Nature of the Award:

The award consists of a certificate (or other appropriate symbol) identifying the award and a monetary cash prize, which shall not exceed the limit established by the AVS Board of Directors for Division Technical Recognition Awards. The award will typically be given at the AVS annual symposium, but may be made at any time during the year.

2.4. Establishment and Support:

This award is established by the Division, after application and approval through the Scholarship and Awards Committee, which presents the award details to the Board of Directors. The name of the award must be approved by the Scholarship and Awards Committee. If the award is "named" (i.e., honoring individual(s)) or if there are other funds used to establish it, the Scholarship and Awards Committee will consult with the AVS Board of Directors for guidance. The award funds must be clearly identified in the annual Division budget request. Acceptance of external funds for the award can be implemented only after consultation with and approval by the AVS Treasurer, ensuring conformity with the rules that govern 501(c)(3) organizations.

2.5: Procedures:

The Divisional Awards committee (see Article IX, Section 1) will handle the logistics and selection of the award. This committee and its Chair will have the responsibility to:

1. Announce the award with a formal call for nominations
2. Accept the nominations
3. Evaluate the nominations
4. Make the recommendation for the award winner
5. Confer with the Division Chair and Officers on the choice
6. Forward the selection to the Chair of the Scholarship and Awards Committee for the concurrence of the Trustees (expected to be within 2 weeks of the request)
7. Notify the awardee

The Committee should provide to the Scholarship and Awards Committee a short report on the procedures and selection process. After notification from the Scholarship and Awards Committee, the Division Committee can implement the processes (notification, scheduling, etc.) of making the award. The Division Chair should work with the Chair of the Scholarship and Awards Committee in advance to ensure there is no delay in consideration by the Scholarship and Awards Committee. This consideration by the Scholarship and Awards Committee can take place at any time during the year to best meet the Division schedule for award selection and presentation.

The nomination process should include an appropriate nomination form. Other required procedures (letters of support, backup material, etc.) should be identified by the Division Award Committee, and clearly identified in the call for nominations.

The approved procedures for the award should be clearly established and announced by the Division (e.g., via the AVS Newsletter, posted on Division web sites, etc.). These should include:

1. Statement of the award and its purpose(s)
2. The nature of the award (monetary amounts, certificates, etc.)
3. The nomination deadline, exact instructions for making the nomination, the nomination form (or instructions how to obtain it), any other pertinent information needed to provide a complete nomination, and a contact for further information (e.g., Award Committee Chair)
4. The award announcement date
5. The award presentation date/location and any additional procedures (e.g., required talks)

ARTICLE XV: Termination of Membership

Section 1. All interest of any member in the Division or in its property or funds shall terminate and vest in the Division upon his or her ceasing to be a member whether by death, resignation, or otherwise.

ARTICLE XVI: Dissolution of the Division

Section 1. If the Division becomes inactive and does not hold at least one meeting during each biannual period, it shall be deemed to no longer exist unless such non-holding of meetings has been due to national emergency, actions of federal or state government, or other factors beyond the control of the Division. Upon such inactivity and termination, all funds remaining in the treasury of the Division shall revert to the AVS and become part of the general funds of such Society.

ARTICLE XVII: Amendments

Section 1. These By-laws may be amended by a majority vote of ballots cast by members in good standing, provided the proposed amendments shall have been first approved by the Executive Committee. The Secretary/Treasurer shall distribute ballots to the membership at least five (5) weeks prior to the Annual Business Meeting, at which time the Division Chair shall appoint a committee to count the ballots and report the results. The Division Chair may delegate these duties to the Managing Director of the AVS.

Amendments must be approved by the Board of Directors of the AVS before being effective.

ARTICLE XVIII: Parliamentary Law and Procedure

Any matter of parliamentary law or procedure not specifically provided for in these By-Laws shall be governed by the most recently published edition of Robert's Rules of Order.

Approvals:

BID Executive Committee: July 2021

AVS Governance Committee: July 2021

AVS Board of Directors: July 2021

AVS BID Membership: October 2021