

INTERNATIONAL COUNCILLORS CONSTITUTIONAL AMENDMENT

At its November 6, 2009 meeting, the Executive Board, acting on the recommendations of a report from the APS Committee on International Scientific Affairs (CISA), asked the Constitution & Bylaws Committee to draft modifications to the Constitution and Bylaws, as appropriate, to ensure that international perspectives are effectively represented in the Council. One manifestation of the increasing internationalization of physics is the fact that nearly 25% of APS members (excluding students) live outside the U.S. However, the membership of the APS Council, the governing body of the society, is overwhelmingly domestic.

Currently, the Council is comprised of the Presidential line (the President, President Elect, Vice President, and the most recent Past President), the Chairperson of the Nominating Committee, the Chairperson of the Panel on Public Affairs, the Operating Officers (Executive Officer, Treasurer/Publisher, Editor-in-Chief), Councillors representing the Divisions, Forums and Sections, eight General Councillors, and one International Councillor, whose primary residence is outside the United States. The total membership is 41. With the exception of the current International Councillor, Councillors are elected to 4 year terms. The International Councillor serves a 2 year term, and thus is not eligible to serve on the Executive Board (composed of the Presidential line, the Operating officers, and 8 Councillors elected to serve during the third and fourth year of their 4 year terms.)

The proposed changes to the Constitution will replace 4 of the 8 General Councillors with International Councillors, who will serve 4 year terms. The current position for an International Councillor serving a 2 year term will be eliminated. Thus each year the society will elect one general councillor and one international councillor, following the procedures described in the Constitution. The Nominating Committee will have the responsibility for recruiting candidates for the International Councillor position, and for ensuring that those Councillors represent a diversity of international regions and perspectives. These proposed changes to the Constitution will ensure that there will be international members of the Council who will be eligible for election to the Executive Board with the composition of the Executive Board left up to the Council.

The recommendation for this Constitutional amendment by the APS Constitution & Bylaws Committee was unanimously approved by the APS Council at its most recent meeting on April 18, 2010.

CONSTITUTION OF THE AMERICAN PHYSICAL SOCIETY

[As revised September, 2008]

ARTICLE I - NAME

The Society shall be called the American Physical Society.

ARTICLE II - OBJECTIVE

In the firm belief that an understanding of the nature of the physical universe will be of benefit to all humanity, the Society shall have as its objective the advancement and diffusion of the knowledge of physics.

ARTICLE III - MEMBERSHIP AND FELLOWSHIP

1. *Members and Fellows.* The membership of the Society shall consist of Members and Fellows. (The capitalized words "Member" and "Fellow" shall refer to the two classes of members distinctively, while "member" shall refer without distinction to Members and Fellows.)
2. *Membership.* There may be accepted for Membership persons of any of the following classes: (a) graduate students specializing in physics; (b) teachers of physics; (c) other persons professionally trained in physics and engaged in its advancement; (d) persons engaged in lines of work related to physics; (e) persons who are not professionally engaged in either physics or related lines but whose interest and activity in the science would make them desirable Members.
3. *Fellowship.* There shall be elected to Fellowship only such Members who have contributed to the advancement of physics by independent, original research or who have rendered some other special service to the cause of the sciences. The fulfillment of these qualifications shall normally be determined by an examination of the published works of the candidate, as determined by procedures described in the Bylaws.
4. *Maintenance of Membership.* - Requirements for maintenance of membership in the Society shall be determined by Council and described in the Bylaws.

ARTICLE IV - COUNCIL

1. *Governance.* The Society shall be governed by the Council, which sets policy and has the ultimate responsibility for the actions of the Society.
2. *Duties.* The functions of the Council shall include the following:

- a. Elect the members of the Executive Board.
 - b. Elect the Operating Officers, which are the Executive Officer, the Treasurer/Publisher, and the Editor-in- Chief.
 - c. Review the actions of the Executive Board and the Operating Officers.
 - d. Approve the annual budget.
 - e. Set membership dues.
 - f. Authorize and review public policy statements by the Society.
 - g. Authorize studies sponsored by the Society.
 - h. Elect Fellows.
 - i. Authorize the establishment of committees to advise the Council, Executive Board, and Officers on policy and operations of the Society.
 - j. Authorize the establishment of new units of the Society, including Divisions, Topical Groups, Forums, and Sections, and review their operations.
 - k. Establish new Prizes and Awards.
 - l. Propose amendments to the Constitution and approve amendments to the Bylaws.
 - m. When and if appropriate, recall members of the Executive Board, or dissolve any committee or unit of the Society.
 - n. Take action in circumstances not foreseen by the Constitution.
 - o. When and if appropriate, dissolve the Society.
3. *Composition.* The Council shall consist of the President, the President Elect, the Vice President, the most recent Past President, the Chairperson of the Nominating Committee, the Chairperson of the Panel on Public Affairs, who is elected by Council according to procedures specified in the Bylaws, the Operating Officers (Executive Officer, Treasurer/Publisher, Editor-in-Chief), and Councillors: ~~eight~~ four General Councillors, ~~one~~ four International Councillors, whose primary residence is outside the United States, and Councillors representing the Divisions, Forums and Sections. The value of the percentage X which appears in other Articles and affects the composition of Council, shall be determined by Council and specified in the Bylaws. There may sit with the Council as advisors such persons as Council deems desirable.
4. *Council Meetings.* The Council shall meet at least twice each year. One such meeting shall be designated the Elections Meeting and shall be held at a date determined by Council and specified in the Bylaws. Additional meetings of the Council shall be scheduled if called by the President or if requested by at least one quarter of its membership. Council meetings shall be open to members of the Society, except during periods when the President shall declare an Executive Session.

The President of the Society shall preside over the Council meetings. The presence of a majority of the voting members, including at least three Officers, shall constitute a quorum.

The Executive Officer shall promptly send a summary of actions taken at meetings of both the Council and the Executive Board to all members of the Council.

ARTICLE V - OFFICERS

1. *Officers.* The statutory Officers of the Society are the President, the President Elect, the Vice President, the Executive Officer, the Treasurer/Publisher, and the Editor-in- Chief. The President, the President Elect, and the Vice President shall assume office as hereinafter provided. The Executive Officer, the Treasurer/Publisher, and the Editor-in-Chief are the Operating Officers. They shall be elected by the Council as specified in the Bylaws.
2. *Duties of the President.* The President shall preside at all meetings of the Council and the Executive Board. The President shall make public statements on behalf of the Council and shall represent the Society externally. The President shall perform such other functions as may be explicitly provided in the Constitution or the Bylaws or as may be mandated by Council. The President shall deliver an address at the Annual Meeting following the year of presidential service.
3. *Duties of the President Elect.* The President Elect shall act in place of the President if the latter is unable to perform his or her duties. The President Elect shall perform such other functions as may be explicitly provided in the Constitution or the Bylaws.
4. *Duties of the Vice-President.* - The Vice-President shall act in place of the President-Elect if the latter is unable to perform his or her duties. The Vice-President shall perform such other functions as may be explicitly provided in the Constitution or the Bylaws.
5. *Duties of the Executive Officer.* - The Executive Officer shall serve as the principal administrator of the Society. The Executive Officer shall supervise the staff and operations of the office of the Executive Officer. The Executive Officer shall maintain the records of the Society, including minutes of the Council and Executive Board meetings, Society activities, and membership lists. The Executive Officer shall be responsible for the arrangements of the meetings of the Council, the Executive Board, and the Meetings of the Society and shall oversee the arrangements of Meetings of the Divisions, Topical Groups, Forums, and Sections. The Executive Officer shall notify members of the Society of meetings of the Council, of the Annual Meeting, of Meetings of the Society, of Division, Topical Group, Forum, and Section Meetings, of Topical Conferences endorsed by the Society, and of changes in the Bylaws, dues, and other matters pertinent to the business of the Society. The Executive Officer shall perform such other duties as specified in the Constitution and Bylaws and as the Council or the Executive Board may assign.
6. *Duties of the Treasurer/Publisher.* The Treasurer/Publisher shall be responsible for the conduct of the financial affairs of the Society and shall oversee the financial affairs of the Divisions, Topical Groups, Forums, and Sections. The Treasurer/Publisher shall have direct responsibility for the financial aspects of the Society's publishing operations, such as contracts with outside vendors, marketing, subscriptions and consortia agreements, and pricing, and shall share with the Editor in Chief responsibility for non-editorial matters that have strong financial implications, such as copyright and policies for electronic access. The Treasurer/Publisher shall supervise the staff and operations of the office of the Treasurer/Publisher. Each year, the Treasurer/Publisher shall prepare a budget of income and expenses and a report on the financial condition of the Society and its units for review by the Executive Board and the Council. The Treasurer/Publisher shall receive, disburse, and invest

funds as authorized by the Council or the Executive Board. The Treasurer/Publisher shall provide regular reports to the Executive Board and Council on the financial status of the Society. The Treasurer/Publisher shall perform such other duties as specified in the Constitution and Bylaws and as the Council or the Executive Board may assign.

7. *Duties of the Editor-in-Chief.* The Editor in Chief shall have editorial and operational responsibility for the research journals published by the Society and shall share with the Treasurer/Publisher responsibility for non-editorial matters with strong financial implications, such as copyright and policies for electronic access. The Editor-in-Chief shall supervise the staff and operations of the Society's research journals. The Editor-in-Chief shall implement policies relating to editorial policy and publications operations as approved by the Council or the Executive Board. The Editor-in-Chief shall submit periodic reports regarding the status of the Society's publications to the Council and the Executive Board and shall perform such other duties as specified in the Constitution and Bylaws and as the Council or Executive Board may assign.

ARTICLE VI - EXECUTIVE BOARD AND COMMITTEES

1. *Executive Board.* There shall be an Executive Board consisting of the President, the President Elect, the Vice President, the most recent Past President, the three Operating Officers (Executive Officer, Treasurer/Publisher, Editor-in-Chief), and eight additional Council members to be elected by Council as follows:

All Councillors serving four-year terms are eligible for election to the Executive Board by the entire Council in the second year of their terms. Each year at the Elections Meeting of Council, four Councillors in their second year of service shall be elected to serve on the Executive Board concurrently for the remainder of their Council terms. These four Councillors shall attend the Executive Board meetings as non-voting observers during the remainder of their second year of service, and they shall then serve two-year terms as voting members of the Executive Board during their third and fourth years of service.

The Executive Board shall meet at least three times each year. The President shall chair these meetings.

The functions of the Executive Board shall include the following:

- a. Carry out Council policies.
- b. Oversee the operations of the Society on behalf of the Council.
- c. Review the budget recommended by the Treasurer/Publisher before adoption by the Council, and authorize expenditures for current operations.
- d. Authorize public policy statements on behalf of the Society if timing does not allow prior Council approval, provided that such statements are presented to Council at the earliest opportunity for review.

- e. Perform such other functions as specified in the Bylaws.
2. *Nominating Committee.* The membership of the Nominating Committee shall consist of a Chairperson, a Chairperson Elect, the most recent Past Chairperson, the most recent Past President, and an additional six members elected by Council to staggered three-year terms, not more than two of whom may be Councillors. The Chairperson Elect shall be elected annually by ballots cast electronically or by mail as described in Article VII.5. The Chairperson Elect shall serve a one year term, a second one year term as Chairperson, and a third one year term as most recent past Chairperson. The Chairperson shall serve concomitantly as a voting member of the Council. The Committee shall prepare a slate of at least two candidates for each of the positions of Vice President, Chairperson Elect of the Nominating Committee, and for the vacant positions of General Councillor and International Councillor for election by the membership. It shall also prepare a slate of at least two candidates for each of those positions for election to constitutional and standing committees for which this is required by the Constitution and Bylaws. The Committee shall meet at least once a year to determine the slates for election.
3. *Standing Committees.* There shall be standing committees as designated in the Bylaws, which shall advise and aid the Council. The composition of the committees shall be specified in the Bylaws.
4. *Election and Tenure of Committee Members.* - Elections by Council to committee memberships, in cases where such elections are specified herein or in the Bylaws, shall be held at the Elections Meeting, and committee members so elected shall commence their terms of office at the beginning of the calendar year following their election. Committee members appointed by an incoming President shall also commence their terms of office at the beginning of the official year.
5. *Executive Board and Committee Vacancies.* - Vacancies requiring Council election occurring after the Elections Meeting each year shall be filled by appointment by the President-Elect for the remainder of that year and for one additional year. Vacancies occurring prior to the Elections Meeting shall remain unfilled until the next Elections Meeting. If a vacancy occurs in the position of Chairperson of a committee requiring election by the membership or the Council, the Chairperson-Elect (if any) shall succeed and shall complete the term, and shall serve as Chairperson the following year. If a vacancy occurs in the position of Chairperson-Elect other than through advancement to the position of Chairperson, the term of the then Chairperson shall be lengthened by one year. If a more complicated situation arises, the Executive Board shall have power to fill any vacancy that may result, subject to review and approval by the Council.

ARTICLE VII - ELECTION AND TENURE OF COUNCILLORS, OFFICERS, AND ELECTED COMMITTEE MEMBERS

1. *Qualifications.* All candidates for the offices of Vice President, Chairperson Elect of the Nominating Committee, Councillors, and Chairperson Elect of the Panel on Public Affairs (POPA) shall have been members of the Society for at least the four years prior to nomination.
2. *Ballot.* The Vice President, Chairperson Elect of the Nominating Committee, and Councillors shall be elected by ballots cast electronically or by mail as hereinafter provided.
3. *Request for Nominations.* No later than the first of February each year, the Executive Officer shall request nominations for the offices of Vice President, Chairperson Elect of the Nominating Committee, ~~and General Councillors~~, and International Councillor.
4. *Nominating Procedures.* Each year the Nominating Committee shall prepare a slate of nominations for the positions of Vice President, Chairperson Elect of the Nominating Committee, General Councillors, International Councillor, and other positions as required by the Constitution or the Bylaws no later than the 31st of May. The Nominating Committee shall submit to the Executive Officer the names of at least two candidates for each of the posts to be filled. The election ballot shall contain these names and those of other candidates nominated by petition of the Society numbering at least one percent of the total number of members given in the latest membership list and submitted to the Executive Officer no later than the 30th of April. Nominations by this latter procedure shall not preclude nominations of the same candidates by the Nominating Committee.

The Divisions and Forums will nominate and elect their respective Councillors according to the Bylaws.

5. *Election Ballot.* The election ballot shall contain the names of at least two candidates for each vacancy to be filled, clearly separated according to category: Vice President, Chairperson Elect of the Nominating Committee, General Councillors, International Councillor, and other positions as required by the Constitution or Bylaws. Copies of the election ballot shall be provided to all members of the Society by mail or electronically at least five weeks prior to the Elections Meeting of Council. No ballot shall be counted unless unambiguously filled out by a qualified voter, cast electronically or sent in a sealed envelope bearing the voter's name, and received at a specified location not later than the specified deadline date. The positions in each category shall be filled in order of rank, starting with the candidate receiving the highest number of votes in each category. In the event of a tie, the Council shall decide the election, with the President voting only in the case of a tie among the other Council members. The counting of the ballots shall be entrusted to Tellers appointed by the President. They shall report the election results at the next meeting of Council. As soon as possible thereafter, the names of winning candidates shall be announced in a publication of the Society.
6. *Official Year.* Terms of office of Officers elected by Council and by the membership, Councillors, and elected committee members shall commence at the beginning of the calendar year following their election.

7. *Vice President, President Elect, and President.* The member elected as Vice President shall serve in that office for one year, then for one year as President Elect, and then for one year as President.
8. *Vacancies in Offices.* If a vacancy occurs in the office of the President, the President Elect shall succeed and complete the term and shall serve as President also in the following year. The Vice President shall serve simultaneously as President Elect during the remainder of the calendar year and shall continue to serve as President Elect during the following calendar year. If a vacancy occurs in the office of President Elect otherwise than through advancement to Presidency, the Vice President shall become President Elect. In this case, and also if the office of Vice-President becomes vacant for other reasons, a special election shall be held to fill the position of Vice President for the remainder of the calendar year in which the vacancy occurs, unless the Executive Board determines that it is too near the end of the calendar year. The Vice President elected by the special ballot shall assume office immediately upon election and shall become President Elect at the beginning of the next calendar year.

The Vice-President shall assume the presidency if the Offices of both President and President-Elect become vacant.

Vacancies in any other elected office shall be filled (or left unfilled) by the Executive Board until such time as the vacancy can be filled by regular election procedures.

9. *Term of Councillors.* General Councillors, International Councillors and Councillors representing the Divisions, Forums, and Sections shall serve for a term of four years and may not serve more than two consecutive terms. ~~International Councillors shall serve for a term of two years and may not serve more than two consecutive terms.~~ The Council shall fix the terms of the first Councillors to be elected from a Division, Forum, or the sections so that approximately equal numbers of Councillors shall have terms ending each year. When a Councillor resigns or is incapacitated sixteen months or more before the normal expiration of his or her term, a new Councillor shall be chosen to fill the vacant post at the next election, and the Council shall fix the term of this new Councillor so that approximately equal numbers of Councillors shall have terms ending each year. The tenure of a Councillor shall terminate in the event of his or her assumption of a post as officer of the Society and the unexpired portion of the term shall be filled as above for a vacancy in elected office.

ARTICLE VIII - DIVISIONS, TOPICAL GROUPS, AND FORUMS

1. *Organization.* - If at least two hundred members wish to advance and diffuse the knowledge of a specific subject or sub-field of physics, they may petition the Council to establish a Topical Group. The Council shall distribute to the Chairperson and the Secretary-Treasurer of each existing Division and Topical Group a statement of the areas of interest of the proposed Topical Group for review and comment. Following Council approval, the new Topical Group shall be officially initiated and considered active when at least 200 members have enrolled. This must occur within 18 months. To remain active, a Topical Group must increase enrollment to at least 300 within three years of approval. It at any time after the initial three-year period membership drops below enrollment of 300, the Topical Group shall

be come inactive and no longer allocate invited sessions at meetings or fellowship slots. If a Topical Group remains inactive for three years, it shall be automatically terminated.

If the membership of a Topical Group exceeds X percent of the total membership of the Society for two consecutive calendar years, it shall become a Division following application to and approval by Council. A Division shall have one Councillor. If the membership of a Division falls below 0.7X% for four consecutive years, it shall revert to the status of a Topical Group.

If at least two hundred members wish to advance and diffuse knowledge regarding the interrelation of physics with matters not exclusively in physics, they may petition the Council to establish a Forum. The Council shall distribute to the Chairperson and the Secretary-Treasurer of each existing Forum a statement of the areas of interest of the proposed Forum for review and comment. If the membership of a Forum exceeds 2X percent of the total membership of the Society for two consecutive years, it shall qualify to have one Councillor. If the membership of a Forum falls below 1.4X% for four consecutive years, it shall lose its Councillor. If the membership of a Forum falls below two hundred for four consecutive years, it shall cease to exist.

The Council shall review and approve or disapprove the Bylaws of each Division, Topical Group, or Forum. Ultimate legal and fiscal responsibilities of Divisions, Topical Groups, and Forums reside in the Council.

2. *Officers.* The officers of each Division, Topical Group and Forum shall be a Chairperson, a Chairperson-Elect, a Vice Chairperson, and a Secretary Treasurer, who shall be elected in accordance with the Bylaws of the Division, Topical Group, or Forum. The member elected as Vice-Chairperson shall serve in that office for one year, then for one year as Chairperson-Elect, and then for one year as Chairperson. There shall be an Executive Committee of each Division, Topical Group, or Forum consisting of the officers and such other members as may be elected by the Division, Topical Group, or Forum. The Secretary Treasurer shall keep the Council and the Executive Officer informed of the activities and needs of the Division, Topical Group, or Forum. Under special circumstances, Council may authorize formation of a new Division, Topical Group or Forum even though the titles, or terms of office, or duties of its officers do not coincide with the titles, terms of office, and duties enunciated earlier in this Section.
3. *Nominating Committee.* The Division, Topical Group, or Forum nominating Committee shall include one member of the Division, Topical Group, or Forum appointed by the Executive Officer.
4. *Meetings.* The times and places of the Meetings of a Division, Topical Group, or Forum require approval of the Executive Officer.
5. *Amendments to Bylaws.* Amendments to the Bylaws of a Division, Topical Group, or Forum must be reviewed and approved or disapproved by the Council. Council may require a

Division, Topical Group, or Forum to amend its Bylaws to bring them into conformance with the Constitution and Bylaws of the Society.

6. *Dissolution.* Any Division, Topical Group, or Forum may be dissolved at the discretion of the Council.

ARTICLE IX - SECTIONS

1. *Organization.* If at least two hundred members residing or working in any geographical region wish to organize, they may petition the Council to establish a Section. If the membership of a Section falls below two hundred for four consecutive years, it shall cease to exist. There shall be two Councillors representing the Sections. Council shall establish a rotation list of existing Sections. When a Section's turn in the rotation occurs, it will elect a Councillor representing the Sections. After the entire original rotation is completed once, Council shall place any newly-formed Sections in the rotation list where it deems appropriate. If a Section ceases to exist, it shall be removed from the rotation list.

The objective of a Section shall coincide with that of the Society as stated in Article II. The Council shall review and approve or disapprove the Bylaws of each Section. Ultimate legal and fiscal responsibilities of Sections reside in the Council.

2. *Nominating Committee.* The Section Nominating Committee shall include one member appointed by the Executive Officer.
3. *Meetings.* The times and places of Section Meetings require the approval of the Executive Officer.
4. *Amendments to Bylaws.* Amendments to the Bylaws of a Section shall be reviewed and approved or disapproved by the Council. Council may require a Section to amend its Bylaws to bring them into conformance with the Constitution and Bylaws of the Society.
5. *Dissolution.* Any Section may be dissolved at the discretion of the Council.

ARTICLE X - DUES

The Council shall be empowered to fix the annual dues of members of the Society as provided in the Bylaws. The Council shall be further empowered to fix the annual membership dues in any Division, Topical Group, Forum, or Section as provided in the Bylaws.

ARTICLE XI - MEETINGS AND ENDORSED CONFERENCES

1. There shall be an Annual Meeting of the Society.
2. All Meetings of the Society are open, and any person may register and attend.

3. Any member of the Society shall have the right to present a contributed paper at any Meeting, subject to rules specified in the Bylaws.
4. In addition to Meetings, Divisions, Topical Groups, Forums, and Sections may organize more specialized meetings to be designated as Endorsed Conferences, subject to rules specified in the Bylaws.
5. All Meetings and Endorsed Conferences require the approval of the Executive Board.

ARTICLE XII - BYLAWS

1. *Designation of Bylaws.* An action of the Council that establishes procedures, rules, or guidelines for meetings, publications, finances, Division, Topical Group, Forum, and Section activities or for other continuing activities of the Society that directly affect the privileges and obligations of the membership shall be termed a Bylaw and shall be so designated at the time of adoption.
2. *Establishment and Amendment of Bylaws.* Bylaws may be established or amended by the following procedure. A new Bylaw or an amendment may be introduced by one of the following methods:
 - a. recommendation to the attention of Council by the Committee on Constitution and Bylaws;
 - b. acceptance for consideration by an affirmative vote of a simple majority of the members of the Council present at a regularly scheduled meeting; or
 - c. receipt by the President of a petition signed by at least one percent of the total number of members given in the latest printed membership list of the Society.

Following an affirmative vote of two-thirds of the members of Council present at a Council meeting, the new Bylaw or the amendment shall be published in a publication of the Society or shall otherwise be distributed to members. The new Bylaw or the amendment shall then be presented to Council for final consideration. An affirmative vote of two-thirds of the members of Council present at a Council meeting shall serve to adopt the new Bylaw or the amendment. The complete text of the new Bylaw or the amendment and the date of its adoption by Council shall be published in a publication of the Society.

ARTICLE XIII - AMENDMENTS

No part of the Constitution shall be amended or annulled except by a vote of the membership by ballots cast electronically or by mail. An amendment may be proposed by the Council or by a petition to the President signed by at least one percent of the total number of members given in the latest printed membership list of the Society. The text of the proposed

amendment shall be published in a publication of the Society before ballots are distributed. An amendment proposed by the Council may, at the discretion of the Council, be submitted with modifications from the previously published form, in the light of such comments as may have been made after the previous publication. The Executive Officer shall distribute the ballot and a copy of the proposed amendments to all members of the Society and shall specify a location to which the ballots are to be sent and a deadline date not less than five weeks later than the date of the distribution of the ballot. No ballot shall be counted unless unambiguously filled out by a qualified voter, cast electronically or sent in a sealed envelope bearing the voter's name, and received at the specified location not later than the specified deadline date. The adoption of the proposed amendment shall require the affirmative votes of at least two thirds of the members voting. The counting of the ballots shall be entrusted to Tellers appointed by the President, and the results shall be announced in a publication of the Society.