

**Minutes of the 2010 MAS Spring Council Meeting
Saturday, June 12, 2009 1:00 pm – 4:00 pm (EST)
Conference Call**

Attendance:

Ed Vicenzi	President (2009-2010)
Cathy Johnson	Past President (2008-2009)
John Henry Scott	President Elect (2010)
Scott D. Davilla	Secretary (2008-2009)
James J. McGee	Treasurer (2009-2010)
Stuart McKernan	Director (2008-2010)
Nicholas Ritchie	Director (2008-2010)
Jim Bentley	Director (2009-2011)
Heather A. Lowers	Director (2009-2011)
Andrew Deal	Director (2010-2012)
Thomas F. Kelly	Director (2010-2012)
Vernon Robertson	Corporate Liaison (2007-2010)
Dan Kremser	Membership Services (2008-2011)
Paul Carpenter	Strategic Planning (2008-2011)
John Mansfield	Microanalysis Editor, Microscopy & Microanalysis
Ian M. Anderson	Microscopy & Microanalysis, Editorial Board (2009-2012)

Welcome and Introduction (Ed Vicenzi)

President Ed Vicenzi brought the 2010 Spring Council Meeting to order at 1:02 pm. A quorum was present.

Secretary's Report/Action Items (Scott Davilla)

Motion: James J. McGee moved to approve 2010 Winter Council Secretary's Report as amended by Ian Anderson, seconded by Cathy Johnson. There was no discussion and the motion was approved.

MAS Topical Conference Guidelines, Part II (Paul Carpenter/Ian Anderson)

References to Co-Sponsoring Societies:

Concern was expressed as to the need to safeguard the "MAS Topical Conference" brand. The expression "An MAS Topical Conference, co-sponsored by <name>" is preferred rather than "An MAS/<name> Topical Conference". Another suggested was "An MAS Topical Conference, sponsored by <name>". There was consensus to use "co-organized" instead of "sponsored". It was noted that branding a meeting as a MAS Topical Conference implies legal and financial responsibility.

Action item: Ed Vicenzi to discuss with the AMAS President about the wording regarding co-sponsoring/organized MAS Topical Conferences.

Revenue Sharing:

A co-sponsoring/organized society may have an expectation of significant revenue arising from the Topical Conferences. It was suggested that there is no expectation of shared revenue except when the legal/financial responsibility is shared and an agreement is negotiated prior to the Topical Conference.

Expectations of Partner Society:

There needs to be some commitment from a co-organizing society to contribute to the TC program, as well as publicize and promote the Topical Conference. Concern was expressed about a co-organizing society incurring un-approved financial expenses. All financial commitments made by a co-organizing society regarding the Topical Conference must be approved and included the budget.

Discussion:

It was suggested that MAS Council formally recognize that the Topical Conference is a MAS revenue source. This was recognized as a controversial topic but is an item that needs to be resolved. Recently a revenue return has been expected but some future Topical Conferences topics might result in a breakeven or loss. It also was suggest that the Topical Conference guidelines include information regarding liability coverage.

Action Item: Ian Anderson to resolve the discussion and wording regarding the treatment of the Topical Conference as a MAS revenue source.

Strategic Planning Committee (Ian Anderson/Paul Carpenter)

Governance issues-By Laws changes:

It was proposed that the name of society be changed from "Microbeam Analysis Society" to "MAS, The Microanalysis Society". Also proposed is to revise the mission focus from "microbeam instruments" to "microanalysis."

Discussion:

Although there were no objections to the proposed name and mission changes, the consensus was to review these changes with respect to the wording and formally review the changes during the Summer Council meeting.

Action Item: Nicholas Ritchie to investigate the acquisition of any URLs that reflect the proposed MAS Society name changes.

Action Item: Tom Kelly and Ian Anderson to investigate obtaining a registered trademark for the "MAS, The Microanalysis Society," "MAS Topical Conference," and any other expression strongly identified with MAS.

Executive Council Restructuring:

It was proposed that (a) the term of the President be increased from one (1) year to two (2) years; and (b) the number of Directors be decreased from six (6) to three (3); correspondingly, the election of the President-Elect would occur only every other year, and the number of Directors elected annually would be decreased from two (2) to one (1);

the President-Elect / President / Past President cycle would comprise four years, with one-and-one-half years as President-Elect, two years as President, and one-half year as Past President; there would thus be only two voting members of Council in the "President" cycle at any one time, and the number of voting members of Council would decrease from the current eleven (11) to seven (7): President; President-Elect OR Past President; Secretary; Treasurer; and three Directors.

The purpose of the proposed revisions in the make-up and terms of Executive Council was two-fold: to allow the President to accomplish more during his tenure including familiarly with presidential duties during year 2, and to reduce the Council to a size commensurate with that of the Society. Keeping the number of members to an odd number is desirable in the event of a tie vote.

Discussion:

The consensus was the approval of increasing the term for MAS President however there was some concern expressed in reducing the number of directors regarding both in the reduction in resources and the concentration of power to fewer Council members. It was noted that 1) governing boards often have a size of 7-9 members and this change would not be inconsistent with those typical board sizes, and 2) smaller numbers of decision makers may converge on a consensus more efficiently. The mixed views resulted in a consensus to review the changes with respect to the number of directors and readdress this item during the Summer Council meeting. In addition, wording regarding the transition period would need to be added.

Miscellaneous Revisions:

Article III, Section 1c: Revise from "Emeritus Members: The Executive Council may choose to elect to Emeritus status, members who have retired from remunerative professional work and who have provided distinguished service to the Society during their professional career." to "Emeritus Members: Emeritus status is reserved for those members who have retired from remunerative professional work. All individuals who have been members in good standing for at least twenty-five (25) years as Regular Members shall be eligible for Emeritus status. In addition, the Executive Council may choose to elect to Emeritus status, members who have retired from remunerative professional work and who are deemed to have provided distinguished service to the Society during their professional career."

Article IV, Section 3: Revise from "A voting quorum for transaction of business of the Society shall not be less than thirty-five (35) Voting Members of the Society." to "A voting quorum for transaction of business of the Society shall not be less than ten percent (10 %) of the Voting Members of the Society as reported at the previous Annual Business Meeting.

Article VI, Section 5: Revise from "Appointed officers serve a four year term subject to a yearly review by the President." to "Appointed officers serve a three year term subject to a yearly review by the President."

Discussion:

The consensus was to approve the Article III, Section 1c changes. Changes to Article IV, Section 3 were not recommended. Changes to Article IV, Section 5 were also approved. A reminder was given to also update the ByLaws regarding the Article 10, Internal Revenue Code date from 1954 to 1986.

MAS-MSA society-within-a-society (Ian Anderson/Ed Vicenzi)

There was a discussion regarding revisiting the topic of MAS joining MSA using the AMAS-AMMS model of the Australian Societies for societal structuring. An informal presentation is planned for Summer Council meeting. It was noted that such a move would provide MAS access to MSA meeting management, accounting and advertising resources. Concern was expressed about such a structure and the need for more detailed information. The consensus was to discuss this issue further during the Summer Council Meeting.

Committee chair appointments (Ed Vicenzi/John Henry Scott)

Nomination Committee Appointments:

Chair: John Henry Scott

Senior Directors: Stuart McKernan and Nicholas Ritchie

Members: Inga H. Musselman, Elaine F. Schumacher and Nestor J. Zaluzec

Motion: Scott Davilla moved to approve Inga H. Musselman, Elaine F. Schumacher and Nestor J. Zaluzec as members of the Nomination Committee, seconded by Cathy Johnson. There was no discussion and the motion was approved.

Education Committee- MAS mentoring initiative(s) (Inga Musselman)

Discussion was tabled until Summer Council Meeting

Future Topical Conferences

EBSA 2012 (Andy Deal)

Discussion was tabled until Summer Council Meeting

Other Business

There was no new business presented.

The meeting was adjourned at 4:05pm.

Respectfully Submitted

Scott D. Davilla
MAS Secretary