



Constitution & Bylaws

Founding Board of Directors

Charles E. Anderson, Jr.	Southwest Research Institute
James R. Asay	Sandia National Laboratories
Harry D. Fair	The University of Texas at Austin - IAT
William M. Isbell	General Research Corporation
Gordon R. Johnson	Honeywell, Inc.
Dennis L. Orphal	California Research & Technology

Incorporators

Harry D. Fair	The University of Texas at Austin, IAT
Charles E. Anderson, Jr.	Southwest Research Institute
Neil W. Blaylock	Southwest Research Institute

Incorporated October 7, 1998

Article I. Name

Section 1.

The name of this organization shall be the HYPERVELOCITY IMPACT SOCIETY.

Article II. Objectives

Section 1. Definition.

The Hypervelocity Impact Society is devoted to the advancement of the science and technology of hypervelocity

impact and related technical areas, such as experimental techniques, theoretical and analytical studies, numerical advancements, and material response, required to facilitate an understanding of hypervelocity impact phenomena. Hypervelocity impact is defined as the impact regime in which shock effects are important.

Section 2. Objectives.

The objectives of the Hypervelocity Impact Society are to foster the development and exchange of technical information in the discipline of hypervelocity impact phenomena by promoting technical excellence, encouraging peer review publications, and holding technical meetings on a periodic basis.

Article III. Membership

Section 1. Classes of Membership.

Membership in the Society shall be conferred by the Board of Directors. The Society shall have two classes of members: Individual and Corporate.

Section 2. Individual Membership.

Individual members shall be either regular, honorary, or student as described below. Individual members must be United States citizens or citizens of nations generally designated as allies of the United States.

(a) Regular Membership. Regular membership is open to those individuals who do not qualify for any other type of individual membership.

(b) Student Membership. Student membership is open to full-time students in colleges, universities, and technical schools.

(c) Honorary Membership. Honorary membership is conferred at the discretion of the Board of Directors on those individuals who have rendered meritorious service to the Society or the science of hypervelocity impact. Honorary members have all privileges and responsibilities of a regular member except that dues are waived for an honorary member. Honorary membership status is retained for the life of the individual selected.

Section 3. Corporate Membership.

Corporate membership is open to all corporations, firms, foundations, institutions, associations, and components thereof (hereinafter referred to as corporations) controlled by citizens of the United States and/or citizens of nations designated as allies of the United States. Corporate members shall have the right to nominate employees to regular individual membership in the Society, the total number of such memberships to be related to the membership dues of the corporate member. Such nominees shall not be required to pay individual membership dues.

Section 4. Application for Membership.

Application for membership shall be made in writing to the Secretary Treasurer of the Society.

Section 5. Member in Good Standing.

A member in good standing is a member of the Society who has paid all current dues (Article IX) and has met all other requirements established by the Board of Directors.

Section 6. Termination of Membership.

A request for termination of membership in the Society may be submitted at any time in writing to the Secretary-Treasurer of the Society. Any membership may be terminated by the Board of Directors for cause after due notice and opportunity to be heard. Rebate of dues because of termination of membership shall be at the discretion of the Board of Directors.

Article IV. Governing Body

Section 1. Board of Directors.

The Board of Directors shall be the governing body of the Society.

Section 2. Membership.

The Board of Directors shall be composed of the President, Past President, Chairman of the last Symposium,

Secretary-Treasurer, and elected members at large. Members of the Board of Directors, called Directors, shall be members of the Society.

Section 3. Duties.

The powers and responsibilities of the Board of Directors shall include:

- a. To have, hold, and administer the property and funds of the Society.
- b. To appoint the chairman and other members of the Nominations Committee, the Membership Committee and the Symposium Committee.
- c. To appoint and supervise other committees to aid the Society in the discharge of its responsibilities, and to terminate such committees as appropriate.
- d. To determine the privileges of, and the dues and fees to be paid by, individual and corporate members of the Society.
- e. To select the administrative officers of the Society.
- f. To adopt an annual budget for the Society and to arrange for an annual review of its accounts.
- g. To conduct the publication program of the Society.
- h. "To determine the time and place for meetings of, or" "meetings sponsored by, the Society, and to have general" responsibility for the programs and arrangements for those meetings.

Section 4. Term of Office.

The initial Board of Directors of six members shall be appointed by the Chairman of the 1986 Hypervelocity Impact Symposium. Two of the members shall be appointed for one (1) term, two of the members shall be appointed for two (2) terms, and two of the members shall be appointed for three (3) terms. Upon resignation of any Director, the President shall nominate one or more candidates as successor, and a successor shall be elected by majority vote of the Board of Directors and shall serve until the next general election.

Thereinafter, directors shall serve for three (3) terms. A term shall be the period between general elections. For a period of six months following a general election, immediate past members of the Board of Directors shall serve as ex officio advisors, without vote, to the Board of Directors.

Article V. Officers

Section 1. Officers.

The officers of the Society shall be the "President, Past President, and the Secretary-Treasurer. The officers shall be elected by a majority of the Directors from among the members of the Board of Directors. The officers shall serve without honorarium.

Section 2. Duties.

- a. The President shall be the executive officer of the Society and assume responsibility for implementing the policies and directives of the Board of Directors. The President shall preside over the Board of Directors and over business meetings of the Society. The President shall recommend to the Board of Directors candidates for Chairman of the Hypervelocity Impact Symposium. Upon resignation of a member of the Board of Directors, the President shall nominate one or more candidates as successor to the Board of Directors. Following one term, the President becomes Past President.
- b. The Past President shall, in the event of absence or disability of the President, carry out the duties of the President.
- c. The Secretary -Treasurer shall be responsible for the general administration and correspondence of the Society, as directed by the President. The Secretary-Treasurer shall receive and disburse all funds authorized by the Board of Directors. The Secretary-Treasurer shall keep and maintain the minutes of the business meetings and the minutes of the Board of Directors meetings.

Section 3. Term of Office.

The term of office shall be the time between general elections. Officers shall not serve consecutive terms holding the same office.

Article VI. Nominations and Elections

Section 1.

Nominations Committee. The Board of Directors shall appoint a Nominations Committee composed of at least three (3) members and no more than five (5) members. The President of the Society, with the approval of the Board of Directors, shall appoint the chairman of the Nominations Committee. All members of the nominations Committee shall be members of the Society.

Section 2. Nominations.

The Nominations Committee will submit to the Board of Directors for their consideration no fewer than two (2) candidates for election to each position on the Board of Directors to be filled at the next general election. These names, along with biographical information, must be submitted to the Board of Directors no later than 100 days prior to the date of the general election.

In addition, nominations for election to positions on the Board of Directors to be filled at the next general election may be made by submittal of written petition of at least ten percent (10%) or twenty (20) names, whichever is the lesser number, of the members of the Society to the Board of Directors no later than 100 days prior to the date of the general election. Nominations by petition shall be accompanied by written acceptance of nomination by the nominee and biographical information concerning the nominee.

Section 3.

General Elections. General elections shall be held to elect two (2) members of the Society to the Board of Directors to replace those directors whose term expires on the date of the next general election, and to replace any directors who resigned since the last election and whose term does not expire on the date of the next general election.

General elections shall be held in conjunction with each symposium, but in no case shall the period between general elections exceed four (4) years. The date of the general election shall be set by majority vote of the Board of Directors. General elections shall be by secret ballot.

Ballots containing nominations for election to the Board of Directors shall be mailed to each Society member in good standing no later than sixty (60) days preceding the date of the general election. Biographical information for each nominee shall accompany the ballot. All ballots received from members by the date of the general election shall be counted. Results of the general election and the new officers of the Society shall be announced at the next symposium and by mail to all members.

New directors and officers of the Society shall assume office at the adjournment of the last day of the symposium held in conjunction with the general election, or on the date of the general election if there is no conjunctive symposium

Article VII. Committees

Section 1. Board of Directors.

The Board of Directors shall be the governing body of the Society. The duties, membership, and term of office are described in Article IV.

Section 2. Standing Committees.

Three standing committees shall be appointed by the Board of Directors and shall be composed of no more than five (5) members each. The committee members shall serve for one (1) term.

- a. Nominations Committee. The Nominations Committee shall have the responsibility to recommend candidates for election to each position on the Board of Directors to be filled at the next general election. Procedures for nominations and elections are described in Article VI.
- b. Membership Committee. The Membership Committee shall have the responsibility to promote membership in the Society, to collect the annual dues, and to maintain a current list of the membership. The Secretary-Treasurer shall be a member of this committee.
- c. Symposium Committee. The Symposium Committee shall have the responsibility to plan, organize, and present a symposium on behalf of the Society. This symposium shall include technical and business sessions, and shall occur at intervals of approximately every two (2) to three (3) years. The Symposium Committee will consist of the Symposium Chairman, Publications Chairman, and other members as designated by the Symposium Chairman. The responsibilities of and duties of the Symposium Committee

are given in Article XI.

Section 3. Other Committees.

The Board of Directors may establish other committees to assist in the governing of the Society, or carrying out the objectives of the Society. The Board of Directors shall appoint the chairman and members of each such committee.

All other committees shall have a finite lifetime, as designated by the Board of Directors. Upon the formation of the committee, the Board of Directors shall specify the objectives of the committee, as well as the date whereby the committee's responsibilities are fulfilled.

Article VIII. Amendment of the Constitution and Bylaws

Section 1. Amendments.

Amendments to this constitution shall be accomplished by mail ballot of the voting members. Amendments may be proposed by a petition signed by at least twenty-five percent (25%) of the voting members or one hundred (100) voting members (whichever is less), or by a resolution adopted by a majority of the Board of Directors.

Section 2. Letter Ballots.

Proposed constitutional amendments shall, after review by the Board of Directors, be mailed by the Secretary-Treasurer with a letter ballot to all members in good standing setting a date not less than sixty (60) days thereafter by which all votes are to be cast.

Section 3. Adoption.

A proposed constitutional amendment shall be adopted if it receives a favorable vote of two thirds (2/3) of all votes cast provided that the number of votes cast is at least fifty percent (50%) of the number of qualified voters. If adopted, the amendment shall take effect at such time as specified in the ballot.

Article IX. Dues and Expenses

Section 1. Society Dues.

The Board of Directors shall have the power to establish the dues of individual and corporate members of the Society.

- a. The frequency and amount of the dues shall be established by the Board of Directors.
- b. The dues shall be paid by a date established by the Board of Directors.
- c. If dues are not paid by the due date, a notice shall be sent to the member. If payment is not received within three months after that date, the member shall be dropped from membership.

Section 2. Society Operating Budget.

The Secretary-Treasurer shall submit an annual operating budget to the Board of Directors by November 1 of each year. The operating budget shall be for the following calendar year, January 1 to December 31.

Section 3. Society Expenses.

The dues of the Society shall be used to achieve the objectives of the Society. The Board of Directors shall approve an annual operating budget, and other expenses as the need arises.

Article X. Business Meetings

Section 1. Business Meetings.

There shall be a business meeting of the Society at least once each term. The meetings shall be open to the general membership of the Society and be announced in writing at least thirty (30) days, but not more than ninety (90) days, in advance. In off-years to the Hypervelocity Impact Symposia, the business meeting time and location are to be scheduled by the President of the Society, in concurrence with the Board of Directors. During years in which symposia are held, the business meeting shall be scheduled during the time of the symposium.

The President of the Society shall preside over the business meeting. The business to be transacted shall include, but not necessarily be restricted to, results of past elections, plans for future elections, minutes of the previous business meeting, financial status of the Society, plans for organized symposia and other meetings, and other business deemed important. Topics to be included in the business meeting can be requested by the general membership through petition to the President. Minutes of the meeting shall be recorded by the Secretary -Treasurer.

Section 2. Board of Directors Meetings.

Meetings of the Board of Directors and officers shall be held at such times and places as determined by the President to be necessary for the discharge of Society duties. Meetings shall be held at least once a year. More than two-thirds of the members of the Board of Directors shall constitute a quorum at these meetings.

Section 3. Minutes.

Minutes of business meetings and Board of Directors meetings are part of the record of the history of the Society. They shall be recorded by the Secretary -Treasurer and distributed to the directors within thirty (30) days after a meeting. All minutes shall be maintained by the Secretary-Treasurer, and made available to any member of the Society upon request.

Article XI. Technical Symposia

Section 1. Symposium.

A central function of the Society is to sponsor technical meetings for the interchange of technical information and ideas in order to foster an understanding of hypervelocity impact phenomena within the scientific and engineering communities. The focus of these meetings is the Hypervelocity Impact Symposium which is to be held on approximately two (2) to three (3) year intervals at a time and place approved by the Board of Directors. The symposium shall be announced at least one year in advance of the meeting date.

Section 2. Symposium Chairman.

A Symposium Chairman shall be recommended by the President and approved by at least a majority of the Board of Directors. The Symposium Chairman shall be a member of the Society, and shall have the responsibility to organize and conduct the symposium.

Section 3. Symposium Chairman-Duties.

The Symposium Chairman shall have the following responsibilities and duties:

- a. Recommend to the Board of Directors the time, agenda, location, and budget of the symposium. At least a majority of the Board of Directors shall approve these recommendations.
- b. Recommend Session Chairmen. At least a majority of the Board of Directors shall approve these recommendations.
- c. Recommend a Publications Chairman for the symposium. At least a majority of the Board of Directors shall approve this recommendation.
- d. Plan and organize the symposium. The planning and organizing includes, but is not necessarily limited to:
 1. Initiating a Call for Abstracts.
 2. Selecting papers for presentation.
 3. Soliciting keynote or state-of-the-art review papers for presentation.
 4. Announcing the symposium.
 5. Determining the technical agenda for the symposium.
 6. Determining the social agenda for the symposium.
 7. Recommending to the Board of Directors the admission fee for the symposium.
 8. Notifying authors and presenters of any requirements for presentations and submission of manuscripts.
- e. Conduct the symposium.
- f. "In conjunction with the Publications Chairman," publish the proceedings of the symposium.

Section 4. Session Chairmen.

Session Chairmen shall be members of the Society. The Session Chairmen will assist the Symposium Chairman

in planning, organizing, and conducting the symposium. The Session Chairmen shall have the responsibility for selecting papers and presentations on technical content and relevance for their session.

Section 5. Publications Chairman.

The Publications Chairman shall be a member of the Society. The Publications Chairman will assist the Symposium Chairman to include, but not necessarily be limited to:

- a. Peer review of manuscripts.
- b. Recommendation of a publisher.
- c. Preparation of an index to the proceedings.
- d. Pre-publication editing of the manuscripts.
- e. Submission of the manuscripts to the publisher.

The publication of the proceedings shall be done in accordance with Article XIII.

Section 6. Other Technical Meetings.

Other technical meetings may be held at the discretion of the officers of the Society on special topics of current interest. They may be in the form of workshops concerning topics of national or scientific importance, or in other technical formats as deemed appropriate. Requests to convene such meetings shall be directed to the President of the Society and voted on by the Board of Directors. A two-thirds majority shall apply to the decision to hold a special meeting. If of general interest to the Society, the meetings shall be announced at least thirty (30) days, but not more than ninety (90) days, prior to the meeting date. The Board of Directors shall decide on the general format for the meeting, organization, and specific details concerning conduct of the meeting.

Article XII. Parliamentary Authority

Section 1.

Robert's Rules of Order, except when inconsistent with the constitution and bylaws of the Society, shall govern Board of Directors, business, and committee meetings.

Article XIII. Publications

Section 1. Proceedings of Symposia.

The Publications Chairman, the Symposium Chairman, and the President of the Society will be responsible for ensuring that the proceedings of the Hypervelocity Impact Symposia are published. Arrangements for publication shall be made to ensure that the proceedings are printed by a reputable and established publishing house. The proceedings are to be archival. It is desirable that the proceedings be published as a special volume of a peer-reviewed journal.

Section 2. Other Publications.

The Board of Directors may authorize special publications. The manner in which these special publications are issued shall be determined at the time of their authorization.

Section 3. Distribution of Publications.

Publications of the Society shall be distributed upon such terms as the Board of Directors shall direct.

Article XIV. Official Statements

Section 1.

The Society shall not be responsible for statements or opinions advanced by any of its officers, or presented in papers or in discussion at meetings, or printed in publications, except for those authorized by the Board of Directors.

Article XV. Tax-Exempt Status

Section 1.

The Society is a nonstock and nonprofit organization. No part of the dues of the Society shall be distributed to the officers of the Society, Board of Directors members, members of the Society, or other private persons, except for compensation of direct expenses as outlined in Article IX, or in furtherance of the objectives set forth in Article 11 of the constitution and bylaws of the Society.

30-Sep-2006

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