MINUTES OF THE SECOND MEETING OF

THE BOARD OF DIRECTORS OF

INTERNATIONAL SOCIETY OF INFRARED,

MILLIMETER, AND TERAHERTZ WAVES

A NON PROFIT MUTUAL BENEFIT CORPORATION

These are the minutes of the second meeting of the Board of Directors of the above-named corporation. Formal notice was given of this meeting and the agenda via email to all board members on July 24, 2010. The time and place of the meeting and those present are indicated below:

Time: 12:40 – 2:00 p.m.

Date: Monday, September 6, 2010

Place: Angelicum

Pontificia Universita San Tommaso d'Aquino

Rome

Italy

The following Directors, constituting all of the Directors of the corporation, were present:

Peter H. Siegel, Chair/General Secretary
Gian Piero Gallerano, Vice Chair

The following board members, constituting a quorum of the corporation were present:

Jean Louis Coutaz
Gian Piero Gallerano
Armand Hadni
Qing Hu
Fritz Keilmann
Martin Koch
Jean Leotin
Roger Lewis
Alexander Litvak
Shenggang Liu
Neville Luhmann
Emma MacPherson
Bob Miles
Dan Mittleman
George Neil
Gun-Sik Park
Terry Parker
Kiyomi Sakai
XueChu Shen
Peter Siegel
Richard Temkin
Manfred Thumm

The following board members were not present:
TV George
Martina Havenith
Andrea Markelz
Koji Mizuno
Minh Quang Tran
Ken Wood
Xi-Cheng Zhang

The following guests were present:
Emilio Giovenale
Toshitaka Idihara

Peter H. Siegel served as chairman of the meeting. Minutes are presented in Time Order.

STATUS OF THE CORPORATION

The chairman presented the financial account status of the corporation now totaling $52,975.15 held in the Bank of America, Foothill Blvd., La Canada-Flintridge, California, 91011 under checking account IRMMW-THz 04885-71486. Said funds were deposited in April 2010 having been transferred from the California Institute of Technology under agreement with the

University. Funds transferred represented attendance fees from the 2008 IRMMW-THz conference held in Pasadena, CA, USA between Sept. 15-19, 2008 and were set in the By-Laws at $100/attendee. Funds were contributed by the 2008 Conference Chair, Peter H. Siegel.

On June 8, 2010 $47,975.15 of Society funds were transferred from a checking account to a Maximizer Cash account in order to accumulate interest on the funds, currently set around 1%. $5000 was kept in the no interest checking account to defer fees on these funds ($4000 minimum balance required to defer checking account fees). Corporate checks, bank card and account summaries have been introduced into the Corporate Binder, currently being archived at 5166 Oakwood Avenue, La Canada, CA, 91011.

The chairman informed the board that Tax Exempt status was received on Nov. 5, 2009 under exemption 501C (4) of the US Internal Revenue Code. The letter has been introduced into the corporate binder.

The chairman informed the board that 2009 tax forms had been successfully filed on April 14, 2010 to the US IRS.

HOSTING FEES FOR 2010 and 2011

The chairman introduced a motion to set the hosting fees for the 2011 and 2012 IRMMW-THz conferences at $50 per paid attendee. Roger Lewis asked the board to consider whether the fees for students would be lower than for regular attendees. Some discussion followed with the chair and others supporting the motion that the fee remain at $50 for all paid attendees regardless of status. The motion was seconded and passed by unanimous vote of the board. The chairman indicated that the By-Laws would reflect this established fee.

NEW and RETIRING MEMBERS

The chairman introduced new board member Dr. Fritz Keilmann who was voted onto the board unanimously by email ballot completed on July 4, 2010.

The chairman indicated that Dr. Robert Miles was retiring from the board effective at the date following the end of the present conference but remaining active as an AIOC (Advisory International Organizing Committee) member from this point forward.

Rick Temkin brought forward a motion to recognize service to the board for retiring members through the issuance of a certificate or plaque, and public acknowledgement of services rendered. Some discussion ensued concerning the exact nature and form of the recognition. The chairman raised the issue of having to have formal notification from retiring board members several months before their last attended conference as a voting member in order to prepare the proposed certificate, and further proposed that such notification (status on the board) be solicited of all board members by email several months before the start of each conference. A vote of the board members followed in which the motions were unanimously passed. The chairman indicated that the responsibility for the presentation and the certificate would be that of the Board Chair. Said motion will be incorporated into the By-Laws.

CREATION OF NEW OFFICE and ELECTION OF OFFICER

The chair introduced a motion to create a General Secretary position on the board which incorporates the administrative functions of the current secretary and treasurer (functions being performed by Peter Siegel). The position would involve management of funds, keeping of accounts, filing of taxes, and all administrative duties necessary to maintain the corporation's status as an exempt organization in the USA. The chair further recommended that said position be assigned to a resident of the USA for purposes of convenience in handling said accounting and tax functions. The chair volunteered to take on this function if nominated and elected. Terry Parker requested that the position also include the taking of minutes at the board and IOC meetings. Rick Temkin requested that candidates for the position be reaffirmed each year. During discussions it was generally requested that appointees to the position coordinate with the current board chair so that all administrative functions and detailed information could be transferred to future appointees when necessary and held by more than one party in the case of the General Secretary not being able to perform their official function. The motions were seconded. Peter Siegel was nominated for board General Secretary. The nomination was seconded. The appointment was affirmed by unanimous vote of the present board members. Peter Siegel assured the board that he would work closely with the current vice-chair Gian Piero Gallerano, to inform and duplicate all relevant administrative data and to transfer this data and all administrative functions to any subsequently elected General Secretary. Said motion will be incorporated into the By-Laws.

ESTABLISHMENT OF A SOCIETY MEMBERSHIP

The chair introduced a motion that the society board endorse fund raising activities that are separate from the hosting fee levied on local conference chairs for each attendee. The chair further suggested that a society membership be established with membership card and benefits to be determined. One such benefit might be a semi-annual newsletter. Other possibilities could be conference attendance discounts, participation in restricted events, perhaps a free digest even if there is no attendance at the conference. Discussion followed. The chair volunteered to explore the possibilities and set up and advertise a membership drive this year. The motion to approve a paid membership was put up for vote. The motion was carried unanimously by the board members present. The chair indicated that he would begin the process of setting up a membership drive this year and coordinate ideas and suggestions with the board members through emails. Said motion will be incorporated into the By-Laws.

ESTABLISHMENT OF EXCEPTIONAL SERVICE AWARD

The chair initiated a discussion on the establishment of an Exceptional Service Award, which had been introduced via email in July 2010, approved by 3/5 vote but not finalized due to several requests for additional details and clarifications and face-to-face discussions. The issue was discussed at length by the board members present with several suggestions made for how the award would be administered, what the award would entail, and how the award would fit with other awards already administered by the society or up for discussion (Button prize, student paper prizes, young career award). Specific individual comments are not recorded here. In general the chair summarized the feelings of the board that such an award was desired assuming terms and details could be worked out and an official process put in place for nomination, election and administration of the award. The chair introduced a motion for establishment of the Exceptional Service Award. The motion was seconded and carried with a vote of 19 for, 2 against. The chair reiterated three potential motions contributed by present board members for the Exceptional Service Award itself: (1) public acknowledgement and plaque or equivalent, plus fee waiver for the conference at which the award is presented to the winner (2) public acknowledgement and plaque or equivalent, plus fee waiver for the conference for 3 years running, (3) an award every other year with public acknowledgement and plaque or equivalent, plus fee waiver for two years running. The three motions were combined, seconded and a vote for one was solicited. The count was 20 for (1), 0 for (2) and 1 for (3). The chair indicated that a formal nomination and voting process for selection of the 2011 Exceptional Service Award recipient would take place via an email process later this year and be introduced at the conference in 2011 in Houston, Texas, USA. The chair introduced a binder containing copies of flyers or digest covers, statements from the chairs and organizing committee members of all IRMMW conferences going back to 1974. Said binder was put together by the chair in July and August 2010 and fully paid for under independent funds. The chair suggested that this binder be awarded to recipients of the Exceptional Service Award along with a customized dedication page. There was general agreement to this. The Exceptional Service Award description, selection process and benefit will be added to the By-Laws.

ESTABLISHMENT OF ADDITIONAL SOCIETY AWARDS

The chair introduced a discussion of other desired society sponsored awards. Two motions were considered (1) student paper award at each conference, (2) young career award. Again there was extensive general discussion and comments on both the form and administration of said awards which is not recorded here. The chair summarized the general consensus of the present board members as being strongly in favor of some sort of student paper award but with no firm agreement on methodology or administrative structure. There was less consensus on the establishment of a young career award. The chair introduced a motion to establish a student paper prize with the condition that the details would be worked out by an award committee to be established afterwards, and then presented to the full board for vote and approval. The motion was seconded and passed with unanimous vote. The chair indicated that he would solicit volunteers and try to establish a Student Paper Award committee to discuss and put together a proposal for the full board before the 2011 conference.

The chair introduced a motion for the establishment of a Young Career Award sponsored by the Society with the condition that the details be worked out by an award committee and presented to the full board for approval before the 2011 conference. The motion was seconded and the vote was 8 for and 13 against the establishment of the Young Career Award. The motion was deferred until the meeting in 2011.

DISCUSSION OF NEW IEEE JOURNAL

The chair introduced a discussion concerning the role of the board and the society as a whole in the new IEEE Journal of Terahertz Science and Technology. The chair confirmed that as the Editor-in-Chief of the IEEE journal and a sitting editorial board member of JIMT, he would work very hard to keep both journals active and viable and coordinate papers, reviewers and special issues with JIMT Editor-in-Chiefs Martin Koch and Toshitaka Idihara and that he had already been in discussions with both individuals who had expressed support for the new journal and the “work-together” approach to keeping both viable. There was general discussion regarding the new publication and the roles of both JIMT and IEEE TST, with Toshitaka Idihara formally acknowledging his support for the continuation of both publications. Several board members expressed their feelings that the society would benefit from the new journal and therefore it should receive the full support of the board and endorsement within the society. The chair indicated that he would need the help of every society member to successfully introduce the journal and keep it viable in its early years since the reviewer pool was extremely small and most competent reviewers were already part of the society or attendees at the conference. He expressed his thanks to the board for their support and advice.

ELECTION OF NEW IOC CHAIR

The chair introduced a motion to nominate and elect a new IOC chair with term starting at the end of the 2011 conference in Houston. He further reminded the board that the tradition was to elect a chair from Europe, Asia, USA in three year cycles and that the next chair would be from Europe under this cycle. The chair nominated Gian Piero Gallerano as the next IOC chair. The nomination was seconded. Names for additional nominees were called for. None were presented. A vote was taken and Gian Piero Gallerano was unanimously approved as the next chair of the IOC. Gian Piero was informed that he would have responsibility for selecting a vice-chair, preferably from Asia, if he/she is to be a candidate for the next IOC chair after Gian Piero, and that the desired vice-chair would have to undergo approval by the full board. This process would take place via email vote later in the year.

ELECTION OF NEW BOARD MEMBERS

The chair introduced a motion to add one new board member to the IOC to bring the total board to 30 active members. The chair nominated an individual from Spain with an expertise in THz antennas. An alternate candidate, also from Spain, was nominated by Manfred Thumm. Since only one candidate slot was open a motion was introduced by the chair to determine if there was sufficient time and information to take a formal vote on selection of one of the two candidates. The board voted unanimously against the selection of a new candidate at this time, but there was general agreement to go through a nomination and selection process via email later in the year.

ADJOURNMENT

The chair asked if there was any other business to conduct. There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

9/7/10

Peter H. Siegel, Chair/General Secretary — Gian Piero Gallerano, Vice Chair

Board of Directors Meeting: International Society of IRMMW-THz

Date: Monday, September 6, 2010

Time: 12:40-2PM

Place: Room 9 of the Angelicum, adjacent to the Sala Colonne

<u>Final Agenda</u> (Updated 9/5/2010)

12:40-12:50 Set-up, introductions and seating

12:50-13:00 Status Report (Peter Siegel)

Funds: $100/attendee=$46,900 plus cash =$52,975.15
Amended by laws reflecting 2008 fee and all future fees
Tax exempt status received. 2009 tax forms filed.
Need to set fees for 2011 and 2012-$50/attendee suggested

13:00-13:10 New Member Intros & Retiring Member Farewells (Peter Siegel)

F. Keilmann unanimously approved, Bob Miles moving to AIOC
Recognition for service (R. Temkin)
New member nominees

13:10-13:25 Discussion & Voting on New Proposals/Appointments (Peter Siegel)

Appointment of Society General Secretary (Administrative Position)
Society fund raising activities: Membership drive, Creation of Newsletter,…
Chair nominations for 2011 (vice-chair selected by Chair w/approval by IOC)

13:25-13:40 Discussion and voting on New Award Proposals - (All)

(1) Exceptional Service Award – terms and conditions, By-Laws vote
(2) Other Society sponsored awards – discussion and committee formation

13:40-13:55 Additional Agenda Items and Open Discussion (All)

(1) IEEE Transactions on Terahertz Science and Technology
(2) Standardized web site and server
(3) Feedback for chair: complaints, suggestions, logistics…

Adjourn

SOCIETY BOARD AS OF 9/7/2010

Jean Louis Coutaz
Gian Piero Gallerano, Vice Chair/Chair Elect
Armand Hadni
Martina Havenith
Qing Hu
Fritz Keilmann
Martin Koch
Jean Leotin
Roger Lewis
Alexander Litvak
Shenggang Liu
Neville Luhmann
Emma MacPherson
Andrea Markelz
Bob Miles
Dan Mittleman
Koji Mizuno
George Neil
Gun-Sik Park
Terry Parker
Kiyomi Sakai
XueChu Shen
Peter Siegel, Chair/General Secretary
Richard Temkin
Manfred Thumm
Minh Quang Tran
Manfred Thumm
Ken Wood
Xi-Cheng Zhang