

**MINUTES OF THE THIRD 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 third 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 Sept. 22, 2011. The time and place of the meeting and those present are indicated below:

Time: 12:00 – 2:30 p.m.

Date: Monday, October 3, 2011

Place: Redbud Room

Hyatt Regency Houston

Houston, Texas

USA

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:

Rene Beigang
Jean Louis Coutaz
Gian Piero Gallerano
Qing Hu
Fritz Keilmann
Martin Koch
Jean Leotin
Roger Lewis
Alexander Litvak
Shenggang Liu
Neville Luhmann
Andrea Markelz
Emma MacPherson
Dan Mittleman
George Neil
Gun-Sik Park
Kiyomi Sakai
Peter Siegel
Richard Temkin
Manfred Thumm
Xi Cheng Zhang
Chao Zhang

The following retired board members were also present:

Martyn Chamberlain
Gregory Nusinovich

The following board members were NOT present:

Armand Hadni
Nuria Llombart Juan
Terry Parker
XueChu Shen

The following Board Members retired in 2010 and were NOT present:

TV George
Martina Havenith
Koji Mizuno
Min Quang Tran

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

STATUS OF THE CORPORATION

The Chair presented the financial account status of the corporation now totaling \$74,844.20 as of 9/22/11. Assets are held in two accounts: (1) Bank of America, Foothill Blvd., La Canada-Flintridge, California, 91011 under checking account IRMMW-THz XXXX-XXXXX. Funds in this account total \$7094.93 as of 9/22/11. (2) Vanguard VFIDX corporate bond fund under account IRMMW-THz Society XXXXXXXXX. \$65,000 were used to purchase shares on 4/14/2011. As of 9/22/11 the value of the fund totaled \$67,749.27. Dividends are distributed monthly and direct deposited into the IRMMW-THz checking account via direct transfer.

The Chair listed all expenditures for 2010/2011 which consisted of (1) 3 year contract with Shocklogic for database services: \$4532.00, (2) Domain name purchase fees: \$254.41, (3) Server host fees for the 2010 conference: \$70.00, (4) VFIDX account notary fee; \$20.00, (5) Student paper prize cash awards for 2011: \$1000.00, (6) Monthly checking account charges: \$90.00.

The Chair reiterated that all transactions and receipts are recorded by the Society Treasurer in a series of account books held by the Society at 5166 Oakwood Ave, La Canada, CA, USA and entered into an expenditures/income spreadsheet available to the Treasurer and Society Chair. Major transactions and receipts (>\$1000) are also scanned and accumulated in a PDF file, "Corporate Binder" held by the Society Treasurer and the Society President and updated regularly by the Treasurer.

New for 2011 are the closing of the interest checking account at Bank of America and the maintenance of a \$4000.00 minimum in a regular checking account at said bank under the Society name to avoid the \$15.00 monthly service fee starting in October 2011. A transfer of funds from the 2011 conference totaling approximately \$24,000 and representing the conference hosting fee is expected following the closure of the 2011 conference as specified in the By Laws.

The Chair asked for comments and discussion on the financial accounts and investment portfolio. General discussion ensued with a consensus that the Treasurer should continue with the current strategy and accounts.

The Chair informed the board that 2010 tax forms had been filed on April 2, 2011 to the US IRS and that no notifications from the IRS were received for the 2009 tax filings indicating that the Society maintains its tax exempt status in 2011.

AMENDMENTS TO THE BY-LAWS

The Chair asked the board members for a discussion and vote on the text of Amendments to the By-Laws proposed and seconded since the 2010 Board Meeting in Rome, Italy. Each Amendment was presented as it was drafted into the By-Laws by the General Secretary before the meeting. Board members were asked to read the full Amendment. The Chair then opened the floor for discussion. Proposed changes to the By Laws as displayed were suggested and noted by The Chair. At the end of this process the board members were asked for a hand vote "yea" or "nay" on the proposed Amendment as written. The Chair counted each vote and recorded the

results as shown below. Final text of the By-Laws Amendments for 2010/11 were incorporated and appear in the Society Corporate Binder.

2010 Amendment (1) Exceptional Service Award

The Chair reminded the Board of the stipulations for the Exceptional Service Award and the nomination and voting process as outlined in 2010 Amendment 1. A vote was taken on the Amendment. Result of the vote: Unanimous approval as written.

2010 Amendment (2) Hosting Fees for 2011 and 2012: \$50/attendee

Andrea Markelz asked to be informed of the origin of the hosting fee and the reason for the set value of \$50 US. The Chair explained the history and reasoning for the fee and that the value was set by consensus at approximately 10% of the conference attendee fee as discussed and agreed upon at the 2009 Society board meeting. Gian Piero Gallerano raised the suggestion of varying the fee based on the attendee status as student or regular. The Chair explained that the fee was set to be uniform across all full and partial pay attendees regardless of any discounts to simplify the accounting. Dan Mittleman voiced concurrence with this rule, indicating the difficulty of simply trying to keep track of paid attendees. There was general consensus that the fee was fair as it stood and a vote to maintain the value at \$50 per paid attendee was conducted. Result of the vote on 2010 Amendment 2: Unanimous approval as written.

2010 Amendment (3) Formal recognition of Retiring IOC members

The Chair showed the Board certificates he had drawn up for all retired IOC members currently serving on the AIOC as active members. The Chair suggested handing these out to present AIOC members at the conference and mailing the remaining certificates to those not present. There was agreement on these suggestions and a vote on the amendment was taken. Result of the vote on 2010 Amendment 3: Unanimous approval as written.

2010 Amendment (4) Establishment and election of General Secretary

The Chair explained the reasons for establishment of the General Secretary position and the duties as outlined in the Amendment. The one year term with no term limit allows the replacement of the General Secretary in a timely manner, but assures continuity in the event that the current candidate remains acceptable. A vote was taken on the amendment. Result of the vote on 2010 Amendment 4: Unanimous approval as written.

2010 Amendment (5) Society Membership and Fund Raising activities

The Chair explained the guidelines for raising additional funds through membership fees and other mechanisms as suggested in the Amendment. There was discussion about using membership fees to substitute for the Hosting fees at a future date, once sufficient funds were accumulated to float an entire conference. Additional general discussion followed. The Chair reiterated his intent to pursue some of these activities as suggested in the Amendment as early as 2012. A vote was taken on the amendment. Result of the vote on 2010 Amendment 5: Unanimous approval as written.

2011 Amendment (6) Student Paper Prize

The Chair displayed the Amendment outlining the establishment of a Student paper Prize and the guidelines that were suggested by the Student Paper Prize Committee established during the year 2011 by an email process. There was a suggestion by George Neil that the guidelines in Article

A.6.a., that applied only to 2011 in the By Laws, be written so as to apply to future conferences. The Chair explained that the Amendment was meant to leave each Prize Committee chair after 2011 free to set their own guidelines, so long as they received approval by the Board as established in the Amendment A.6.b. In order to make this clearer however, The Chair amended the wording of Amendment A.6.a. so that it reflects the guidelines as implemented in 2011 and “*suggested*” for future conferences. This is reflected in *italicized* text, which is used in the By Laws to identify articles that are “*suggested*” but not “mandated” for future conferences. The modified text appears in the official By Laws (held in the Society Binder) and is accessible to all Board members through the Society web site. A vote was taken on the process outlined above. Result of the vote on 2011 Amendment 6: Unanimous approval to proceed as outlined.

ANNOUNCEMENT OF RETIRING MEMBERS

The Chair announced the retirement to the AIOC of four members in 2010/2011: TV George, Martina Havenith, Min Quang Tran, Koji Mizuno. The Chair showed the Board the Certificates that had been printed prior to the meeting for these individuals. These certificates will be mailed to these AIOC members at the close of the conference by the 2008-2011 Chair. Since TV George was present at the conference his certificate was handed to him later in the day. Emma MacPherson volunteered to write in the retiring member names. Each certificate is also signed by the current Chair, Vice Chair and General Secretary. The Chair also acknowledged the attendance of AIOC members Martyn Chamberlain and Gregory Nusinovich. Both these members also received Certificates for their services to the Society.

The Chair asked if any members present were planning to retire in 2011. No members expressed such an intent.

ANNOUNCEMENT OF EXCEPTIONAL SERVICE AWARD FOR 2011

The Chair announced that Rick Temkin was receiving the 2011 Exceptional Service Award and that a certificate and Conference History Book would be given to him at a short ceremony before the Thursday Banquet. The Chair praised the contributions of the awardee and there was unanimous approval and endorsement by the Board.

The Chair also acknowledged the passing of conference General Chair Kenneth J. Button and the holding of a special memorial tribute to be given by Rick Temkin at the Button Award Plenary session on Thursday Oct. 6.

The Chair asked for appreciation of the Student Paper Prize Committee for all their hard work in organizing the first rendition of this award process. The committee was chaired by Emma MacPherson with members Manfred Thumm and George Neil.

APPROVAL OF NEW IOC VICE-CHAIR

The Chair announced the selection by Gian Piero Gallerano (Chair elect) of Gun Sik Park as Society Vice-Chair for 2011-2014 as stipulated in the By Laws Article 2.i. The Chair asked Gun Sik Park to step out of the room for closed discussion. After said discussion, The Chair asked for a hand vote on Approval or Disapproval of Gun Sik Park as Vice-Chair. A vote of “Approval”

was unanimous. Gun Sik Park was informed of his election and appointment to the position of Vice Chair for 2011-2014.

ELECTION OF GENERAL SECRETARY

The Chair announced the standing nomination, Peter Siegel, for the position of 2011/2012 General Secretary. The Chair called for additional nominations to be put forth. None were received. The Chair asked Chair elect Gian Piero Gallerano to conduct a closed discussion and vote on the nominee for General Secretary. Peter Siegel was asked to step out of the room. A discussion and vote followed. Result of the vote on nominee for General Secretary: Unanimous Approval. Peter Siegel was informed of the decision and resumed the role of Chair for the meeting.

EXCEPTIONAL SERVICE AWARD FOR 2012

The Chair called for nominations for the 2012 exceptional Service Award. The Chair nominated Terry Parker. The nominee was seconded by George Neil. The Chair asked for additional nominees. None were received. The Chair asked for a vote on the acceptance of the nominee. A vote was taken. Result of the vote on nominee for 2012 Exceptional Service Award: Unanimous Approval. Peter Siegel informed Terry Parker of his selection via email on October 7. The award consists of a certificate, book of compiled conference cover sheets going back to 1974 and a waiver of the registration fee for the 2012 conference. The prize will be presented at the 2012 banquet (or other appropriate venue) by the current Society chair or designate.

NEW BOARD MEMBERS FOR 2012

The Chair introduced the names of the new Board members for 2011: Nuria Llombart. The Chair asked for a motion on whether or not to add new board members for 2012. The board members asked to see the list of current members. The Chair passed around the 2011 membership list (which was included in the Agenda mailed out on Sept. 22). The count in 2011 is 26 voting members (27 sit in members) with a shared vote by Roger Lewis and Chao Zhang. The Chair also reiterated that there might be an additional ad-hoc board member (Chris Walker) after the IOC meeting if the standing 2014 conference proposal is accepted. There followed a discussion on the merits and numbers of additional members. The Chair called for a vote on an email nomination process and vote to add new members in 2012. The vote count was 13 “yes” and 5 “no” and “2” not counted. The Chair announced that there would be a call and nomination process to be conducted before the end of January 2012 on additional board members. The Chair further reiterated that the process would require formal nominations, a short write up and then an email vote as was conducted in 2011. Candidates should be asked about their willingness to serve before their nomination. The 2011-2014 chair will be responsible for this process. The process must be complete before the 2012 conference digest is printed.

YOUNG CAREER AWARD

The Chair asked for a discussion on other Society sponsored awards. The Chair reminded members that a motion for a Young Career Award had been raised in 2010 but tabled due to time constraints. The Chair asked for a motion to initiate discussion of implementing such an award. Neville Luhmann voiced approval of such a motion. The Chair suggested the formation of a

committee to look into the possibilities and to suggest a process to the full board sometime before the next meeting, to be presented and possibly voted upon at the Society board meeting in 2012. Neville agreed to Chair the committee and asked for additional committee volunteers. Andrea Markelz and George Neil both volunteered to work with Neville on the motion and report back to the board. The Chair called for a vote to confirm the formation of the committee and the committee chair. The result of the vote was 16 “yes”, 1 “no” and “3” abstain. The motion passed. The Chair reminded the committee that the award and process would have to be in place before the registration site for 2012 goes live in late January if it were to be implemented in 2012. However there is no requirement that the award be in place by the next conference and The Chair suggested that a face-to-face discussion is probably warranted before such an award were to be implemented, implying 2013 might be the earliest date for such an award to be started.

HOSTING FEES FOR 2013 AND 2014

The Chair asked the board to consider hosting fees for 2013 and 2014 and reiterated his hope that the Society accumulate sufficient funds to float a conference given an unforeseen problem. The Chair asked for discussion on the hosting fee itself and the set levels for 2013 and 2014. The Chair made a motion that the fee for 2013 and 2014 remain at \$50 US for every full or partially paid attendee. There was general discussion with several questions raised and answered regarding the need for the fee, the value being set and the possibility of replacing the fee in the future with some sort of society membership fee. The Chair called for a vote on the motion to set the fees at \$50. The motion was seconded. A vote was taken. The count recorded was 19 for the fees as set and 1 abstain. The motion was passed. The Chair amended the By Laws to reflect the fees for 2013 and 2014 as 2010 Amendment 2.b. Hosting Fees for 2013 and 2014.

ESTABLISHMENT OF CONFERENCE WEBSITE URL

The Chair asked Gian Piero Gallerano to present his motion for establishing a subdomain URL to reside under the general Society domain name www.irmmw-thz.org rather than have individual servers hosting each conference domain. The Chair explained that the Society purchased all .org and .com domain names for conferences between 2008 and 2020 at significant cost. The Chair also explained that the expired 2006 domain name was now being used as a pornographic site. He also explained that the 2012 .org domain was bought by a third party and had to be repurchased at considerably inflated prices. Gian Piero Gallerano showed the board possible subdomain names that could be used instead of the separate www.irmmw-thz20XX URLs. There was no time for an agreement on alternate names or how to proceed at the meeting. The Chair suggested the formation of a committee to review the possibilities and report back to the board before the next meeting. Gian Piero Gallerano was nominated as Chair of the committee. The nominee was seconded and elected as chair unanimously. Peter Siegel agreed to serve as a committee member to assist Gian Piero with the process. Meantime the current process of using a separate server and independent domain name of irmmw-thz20XX for each conference will continue.

STUDENT PAPER PRIZE COMMITTEE FOR 2012

The Chair asked the board for a motion to establish a Student Paper Prize Committee for 2012. The Chair further recommended that Emma MacPherson be nominated as Committee Chair. The

nomination was seconded. A vote was called for and Emma MacPherson was unanimously elected Chair of the Student Paper Prize for 2012. Emma asked for volunteers to serve on the committee. Manfred Thumm, Qing Hu and George Neil volunteered to serve on the committee. The committee is charged with setting up a process, an award fee structure and working with the 2012 LOC Chair to implement the student paper prize for 2012. The full board must approve the process by vote before the web site for 2012 goes live for registration (expected in late January 2012).

DISCUSSION ON MEMORIALS AND TRIBUTES

The Chair asked Manfred Thumm to lead a discussion on the appropriateness and process for honoring or remembering individuals who passed away during the year between conferences. The topic was raised because of the request during the prior year to the Student Paper Prize Committee to dedicate the prize to Carl Hedley, a UK student who passed away shortly after his return from the Rome conference. Several members of the board felt that this was not fair to the students who would be honored during the ceremony and that the society should not make a habit of dedicating its awards or portions of its meetings to select individuals. There was a very lively discussion, which is not recorded in detail here, on the appropriateness and process for dedications, testimonials and tributes within the framework of the conference. The Chair related his experiences with the larger IEEE community within the MTT Society and the problems such tributes have raised within that much larger venue. After several minutes, The Chair deemed that the discussion could not be brought to any definitive conclusions in the short time remaining and suggested that a motion be voted upon to deal with any suggestions for such memorials that might come up before the 2012 conference. There was a strong push back from the board not to make any decisions at this time. The Chair reiterated his desire to have a motion on the table and after a suggestion by Gregory Nusinovich proposed that space in the 2012 program book be allocated for memorials if any names are put forth during the coming year. He further proposed that the memorial be limited to one side of one page, that it be written by the proposer and received by the LOC chair for 2012 on the timescale that the LOC Chair sets for compiling of the program book, and finally that any proposed memorials be approved by vote of the full board before they are allowed to be written and placed in the program book. The Chair asked for a vote on the motion. The board voted unanimously to carry the motion and add it to the By Laws as 2011 Amendment 7. The Chair drafted the text of the Amendment as follows:

7. 2011 AMENDMENT: PROCESS FOR HANDLING TESTIMONIALS

a. If a board member wishes to honor a colleague or other individual who has passed away during the period between successive conferences he/she should propose the honoree's name to the society Chair for presentation to the full board for a quorum approval vote before the deadline for compilation of the upcoming conference program book. The deadline will be requested from the upcoming conference LOC chair and communicated to the proposer and the society board. A quorum vote will take place via email after a short discussion period set by the society Chair. A simple majority will dictate the outcome.

b. If the board approves the honoree, the proposer will prepare a one page memorial tribute and deliver it to the upcoming conference LOC chair for inclusion in the program book.

The memorial must conform to the format, page limits and any printing restrictions that apply to the general program book and be delivered on a schedule determined by the LOC chair.

c. Any additional memorial processes must be raised before the full board at the next full Society board meeting and be discussed and approved by a board vote through a quorum majority.

The final wording of the Amendment must be approved by vote of the board at the next full board meeting scheduled for Monday Sept. 24th, 2012 in Wollongong.

ADJOURNMENT

The Chair thanked the board for allowing him to serve as Chair for the past three years and announced the hand over to Chair elect Gian Piero Gallerano and Vice-Chair Gun Sik Park following the banquet on Thursday Oct. 6.

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.

10/3/11

Peter H. Siegel, Chair/General Secretary

Gian Piero Gallerano, Vice Chair

Board of Directors Meeting: International Society of IRMMW-THz
Date: Monday, October 3, 2011 **Time:** 12:00-2:30PM
Place: Houston, Texas USA: Redbud Room

Final Agenda

12:30-12:40 Set-up, introductions and seating

12:40-13:00 Society Status Report (Peter Siegel)

Funds received: \$23,455 Rome Conference Fee 2/22/2011, Dividends (VFIDX): \$1119.74
Expenditures: Shocklogic contract: \$4532; Domain names: \$245.41; New Hosting site for Rome 2010: 50 Euros; VFIDX account notary papers: \$20; Student Paper Prize Awards: \$1000 on 9/20/2011; Monthly checking account charges: \$15/month beginning 4/1/11
Asset Allocation: Vanguard VFIDX account opened with \$65,000 on 4/14/2011
Accounts as of 9/22/2011: B of A Checking=\$7094.93, VFIDX=\$67,749.27,
TOTAL ASSETS as of 9/22/11=\$74,844.20

Formal Amendments to By-Laws in 2010/11 (full By-Laws archived on line):

Amendment (1) Exceptional Service Award

Amendment (2) Hosting Fees for 2011 and 2012: \$50/attendee

Amendment (3) Formal recognition of Retiring IOC members

Amendment (4) Establishment and election of General Secretary

Amendment (5) Society Membership and Fund Raising activities

Amendment (6) Student Paper Prize

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

New IOC Member: Dr. Nuria Llombart-Juan: Approved by email election

TV George moved to AIOC in 2010, Koji Mizuno, Minh Quang Tran, Martina Havenith moved to AIOC in 2011

Announcement of other retiring IOC members or nominations of new IOC members

Memorial Tribute to Ken Button

Exceptional Service Award 2011 to Rick Temkin

Appreciation to Student Paper Prize Committee members

13:10-13:15 Discussion & Voting on New Proposals/Appointments (Peter Siegel)

Affirmation of General Secretary 2012: (Peter Siegel standing nominee)

Affirmation of Vice-Chair 2012-2014: (Gun-Sik Park standing nominee)

Nominees for Exceptional Service Award for 2012

13:15-13:40 Discussion and voting on New IOC Proposals - (All)

(1) Society sponsored awards – discussion and committee formation

(2) Hosting fee for 2013

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

(1) Standardized web site and server (GP Gallerano?)

(2) Discussion on memorials, tributes, dedications (Manfred Thumm)

(3) Feedback for chair: complaints, suggestions, logistics...

Adjourn

SOCIETY BOARD (IOC) AS OF 9/22/2011

Rene Beigang (Chair IRMMW-THz 2013, Ad Hoc through 2013)
Jean Louis Coutaz
Gian Piero Gallerano, Vice Chair/Chair Elect
Armand Hadni
Qing Hu
Fritz Keilmann
Martin Koch
Jean Leotin
Roger Lewis/Chao Zhang (Chair IRMMW-THz 2012, 1 vote - Ad Hoc through 2012)
Alexander Litvak
Shenggang Liu
Nuria Llombart-Juan
Neville Luhmann
Emma MacPherson (Student Paper Prize Committee Chair)
Andrea Markelz
Dan Mittleman (Chair, IRMMW-THz 2011)
George Neil
Gun-Sik Park
Terry Parker
Kiyomi Sakai
XueChu Shen
Peter Siegel, Chair/General Secretary
Richard Temkin
Manfred Thumm
Ken Wood
Xi-Cheng Zhang

ADVISORY BOARD (AIOC) as of 9/22/2011

Trevor Bird
Martyn Chamberlain
Bruce Danly
TV George
Martina Havenith
Koji Mizuno
Mitsuhiro Motokawa
Gregory Nusinovich
Minh Tran

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