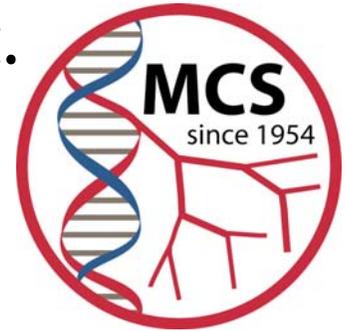


The Microcirculatory Society, Inc.

Newsletter

Volume 38, Number 1 – Summer 2010



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Officers

President

David C Zawieja, Ph.D.
dcz@tamu.edu

President-elect

Matthew Boegehold, Ph.D.
mboegehold@hsc.wvu.edu

Secretary

Judy Muller-Delp, Ph.D.
jdelp@ufl.edu

Treasurer

Rolando Rumbaut, Ph.D.
rrumbaut@bcm.tmc.edu

A Note from the President

It is with great pleasure that I write my first message to the members as your society president. It is my honor to serve the Society in this office and I hope to be able to provide some semblance of service that the previous Presidents of the society have given.

I consider the Microcirculatory Society to be the equivalent of my immediate “scientific family”. As a young graduate student, the MCS was THE society that first stimulated my developing interest in biomedical science. It helped me recognize the opportunity for a scientific career that was both fun and professionally fulfilling. My attendance at the MCS meeting in Tucson in the mid 80’s convinced me that the MCS was the society for me. I distinctly remember the nervous excitement of explaining my poster to some of the “scientific legends” that not only started the society but indeed had started the field! Their interest in our work was exciting and provided a powerful stimulus for me to find better ways to study and understand the microcirculation. Coupling that scientific access with the social activities at our meeting cemented my involvement with the MCS that lives on to this day.

MCS society members have published and continue to make many important scientific discoveries and serve in leadership roles in scientific societies and institutions around the globe. Thus the rich history of our society is one that we can all be proud of. However as with everything in life, keeping institutions, including the MCS, current requires significant effort from those involved. This story has been expressed by many at the last few MCS Council meetings. How do we grow and advance our society and increase it’s impact, yet maintain some of the unique qualities and characteristics that brought many of us to it in the first place? It was with those issues in mind, that I agreed to run for the office and try to give back to the society that has provided so much to many of us. Thus, with your help and the sage advice of many of my predecessors, I hope to carry on what has been restarted over the last few years to continue to move our society forward but maintain the interactive nature and supportive structure our society has historically exhibited.

Our society has experienced a number of important events over this past year:

In our effort to retain the unique interactive nature of our meetings, the MCS held a highly successful fall meeting at the University of Missouri, Columbia. We hope that this tradition continues in the future as we alternate our own autumn meetings with the World Congress and joint meetings with other societies.

Our annual spring 2010 meeting was held in conjunction with Experimental Biology in Anaheim. We had great presentations and strong attendances at the President's Symposium and Renal Microcirculation Session, the Landis Award Lecture, the Young-Investigator Symposium, as well as the MCS sponsored poster sessions. In our efforts to reward the hard work of our society members, the MCS selected and presented numerous awards: The Eugene M. Landis Research Award, the MCS Travel Award, the August Krogh Young Investigator Award, 10 - Zweifach Student Travel Awards and 7 - Pappenheimer Postdoctoral Travel Awards. The society leadership hopes to continue to reward excellence in research and publications, and support the involvement of our young members at our meetings via our active awards programs.

This past year our official society journal, Microcirculation has undergone a change in the publisher/ownership to Wiley Blackwell, as well as a new Editor-in-Chief and editorial board. Please support the society journal through the submission of your high impact manuscripts to Microcirculation. I want to remind the members that they can also help increase our journal's impact factor by citing recent papers from Microcirculation in all of your publications.

Lastly, let me provide you with a brief glimpse of the things to come this year:

The 9th World Congress for Microcirculation will be held September 25-28, 2010 in Paris, France. Registration is still open and further information about meeting can be obtained at this website: <http://www.worldmicrocirc.org/>. We encourage your attendance and participation at the World Congress.

We have started a project to regularly update and expand the Wikipedia entries that encompass the field of microcirculation. You may be contacted by members of the committee in charge of this process to help with this process.

We have begun organizing our spring MCS meeting that is to be held in conjunction with Experimental Biology 2011 in Washington DC, April 9-13. There is one notable change in our meeting format that all MCS members should look for. We are asking that all MCS members submitting poster abstracts to the EB meeting through the MCS topics present their posters at a special MCS-only poster session to be held Saturday afternoon. This is in addition to your regularly scheduled poster time during the week of EB. We hope that this intimate poster setting will allow our members the opportunity to more effectively interact and present their work to other MCS members.

We have also started the organization of a joint meeting with the British Microcirculation Society to be held in Oxford, July 4-6, 2012. Watch for further details to come.

In closing, I urge you all to be active members of the MCS, if you are not already. Our society's growth and impact depends on it! So in addition to paying your annual membership and journal fees, submit your best work to the journal, recruit new MCS members, and work on one of our many committees and/or run for one of the MCS offices! Thank you and I look forward to serving you throughout this year!

Sincerely,



David C. Zawieja

Welcome to New MCS Members

Regular Members:

Salazar Vázquez , UCSD
Pamela Lloyd, Oklahoma State University
Paul Clark, Yale University

Associate Members:

Jihang Zhang, New Jersey Medical School
Francisco Gonzalez, New Jersey Medical School
Prithu Sundd, La Jolla Institute for Allergy &
Immunology

Student Members:

Peter Stapor, Tulane University
Megan James, West Virginia University
Kathleen Beehner, Medical College of Wisconsin

Treasurer Report for the Microcirculatory Society April 23, 2010

Submitted by Terrence E. Sweeney, Treasurer

Net Worth, April 23, 2010

(changes in value are relative to April 16, 2009 Treasurer Report values)

Total Holdings \$492,642.15

Summary of Holdings

Vanguard Account	\$48,669.44	(increase of \$12,040.90)
M&I Bank CD	\$107,335.02	(increase of \$4,225.97)
Penn Security Checking	\$336,637.69	(increase of \$219,325.83)
8th World Congress Paypal Acct.	<u>\$0.00</u>	(closed; \$8.02 to Checking)

Total Holdings \$492,642.15 (increase of \$235,587.34)

Income and Expenses, 2008-2009

Total Income \$343,267.81

Total Expenses \$125,766.10

Income

Dividend Income	778.70
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Dues Payment – for prior to 2009	210.00
2009 Dues Payment:	
Check Dues Payment	1,085.00
Online Dues Payment	<u>6,235.00</u>
Total 2009 Dues Payment	7,320.00
2010 Dues Payment:	
Check Dues Payment	4,220.00
Online Dues Payment	<u>16,290.00</u>
Total 2010 Dues Payment	20,510.00
Interest Income	7,128.16
Meeting Revenue:	
Banquet Ticket Sales	3,135.00
Fall '09 Registration Income	41,220.00
Fall '09 Sponsorship Donations	3,500.00
Fall '09 Meeting NIH Grant	12,500.00
APS Contribution; EB09	<u>10,000.00</u>
Total Meeting Revenue	70,355.00
Microcirculation Award Support	1,500.00
Microcirculation Honorarium	6,000.00
Microcirculation Meeting Support	1000.00
Microcirculation Royalties	3,465.95
Sale of Microcirculation Title	<u>225,000.00</u>
Total Income	343,267.81
Expenses	
Meeting Expenses:	
Administrat. Consult. (F'09)	9,311.42
Awards & Award-related	25,000.00
Catering	33,039.46
Facilities	9,179.98
Plenary-Keynote Support	6,101.02
Publications-Promotion	3,604.43
Symposium Support	1,213.27
Transportation	2,467.00
Misc./Other Meeting Expenses	<u>3,608.67</u>
Total Meeting Expenses	93,525.25
Membership Director	1,892.54
Microcirculation subscriptions	15,750.00
Microcirculation Sale/Closure	6,015.60
Miscellaneous	355.60
Online Transaction Expenses	1,831.11
Tax preparation fees	2,046.00
Web site development fees	<u>4,350.00</u>
Total Expenses	125,766.10
Total Income/Expenses	217,501.71

Minutes of the Microcirculatory Society General Business Meeting

Sunday April 25, 2010 Experimental Biology, Anaheim, CA

- 1) Meeting was called to order at 4:45 p.m. by Bill Jackson, President. The president indicated that the number of voting members present exceeded the necessary quorum of 40.
- 2) Summary of Committee Reports:
 - a) Finance:
 - i) Treasurer's report was given by Terry Sweeney. The treasurer's report did not generate discussion.
 - ii) Bill Jackson discussed the need to determine how to best use our new assets that have been generated by sale of Microcirculation. Bill indicated that the finance committee would be charged with this task. Bill presented the following MCS initiatives to be considered in light of the increased financial resources now available to the Society.
 - (1) MCS Initiatives
 - Subsidize member journal subscriptions
 - Look at consistency of award amounts
 - Change the format of the annual meeting to include MCS poster sessions
 - Support symposia and travel awards for 9th World Congress
 - Support joint meeting with the BMS in July, 2012: MCS-sponsored symposia and travel awards
 - b) Publications: Bill Jackson introduced Jeff Frisbee as new Editor-in-Chief of the Microcirculation. Bill summarized the events that occurred leading to sale of Microcirculation to Wiley-Blackwell. Bill indicated that time to electronic publication has dropped from around 100 days to 3-5 days. Bill also commented that Microcirculation has a new, updated look that is appealing.
 - c) Awards: Bill Jackson briefly discussed the increase of Student and postdoctoral travel awards to \$750.
- 3) Dr. Lopa Leach made an announcement of an upcoming meeting with the British Microcirculatory Society to be held 24th-26th of July, 2012. The theme of the meeting will be "Endothelial Signaling in the Microcirculation."
- 4) The Upcoming 9th World Congress for the Microcirculation was announced. Abstract submission deadline is May 9th, 2010.

- 5) Revision of By-Laws: Steve Segal, Past-President, presented revisions to the MCS By-Laws (see appendix), which had previous approval by council. The proposed revisions did not generate discussion.
- a) Bob Gore made a motion to accept the revisions. Virginia Huxley seconded the motion. Bill Jackson called for a vote.
 - b) Vote on motion to accept revisions: unanimous
- 6) Changing of Council Members and Executive Officers:
- a) Recognition of outgoing (Mike Hill and Steve Alexander) and incoming (Norman Harris and Donald Welsh) Councilors.
 - b) Recognition of outgoing (Terry Sweeney) and incoming (Rolando Rumbaut) Treasurer.
 - c) Recognition of new President-Elect, Matt Boegehold.
 - d) Recognition of new President, Dave Zawieja, by Past-President, Bill Jackson.
 - e) Dave presented Bill a plaque recognizing his service as President in 2009-2010.
- 7) Dave made a motion to adjourn the meeting. Bill seconded the motion. Vote was unanimous to adjourn meeting. Meeting was adjourned at 6:00 p.m.
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MCS Officers, Executive Council, and Committees: 2010-2011

<u>Title/Position</u>	<u>Person</u>	<u>Term</u>	<u>Telephone</u>
OFFICERS AND EXECUTIVE COUNCIL			
President	David C. Zawieja	2011	(254) 231-1500
Past President	William F. Jackson	2011	(517) 353-5476
President Elect	Matthew A. Boegehold	2011	(304) 293-5240
Secretary	Judy Muller-Delp	2011	(352) 273-8693
Treasurer	Rolando E. Rumbaut	2013	(713) 798-0316
Councilor	Hans H. Dietrich	2011	(314) 362-3656
Councilor	Randy S. Sprague	2011	(314) 577-8498
Councilor	Michael J. Davis	2012	(573) 884-5181
Councilor	Joseph L. Unthank	2012	(317) 274-7339
Councilor	Donald G. Welsh	2013	(403) 210-3819
Councilor	Norman R. Harris	2013	(318) 675-6028

STANDING COMMITTEES

MEMBERSHIP COMMITTEE

Chair	Anatoliy (Tolya) Gashev	2012	(979) 845-7481
Member	Randy S. Sprague	2011	(314) 577-8498
Member	Walter Murfee	2012	(504)-865-5852
Member	Luis Martinez-Lemus	2013	(573) 882-3244
Member	Xiaorui Shi	2013	(503) 494-7149

FINANCE COMMITTEE

Chair	Rolando E. Rumbaut	2013	(713) 798-0316
Member	Terrence Sweeney	2013	(570) 941-7623
Member	Trevor R. Cardinal	2013	(805) 756-6244

NOMINATING COMMITTEE

Chair	J. Steven Alexander	2011	(318) 675-4151
Member	Dwayne N. Jackson	2012	(519)661-2111 ext. 82815
Member	Travis W. Hein	2013	
Member	Mack H. Wu	2013	(916)-703-0424

LIAISON COMMITTEE

Chair	David C. Zawieja	2011	(254) 231-1500
Member	Steven S. Segal	2011	(573) 882-2553
Member	Paul Kubes (ILC)	2011	(403) 220-8558
Member	Makoto Suematsu	2011	(011) 81-3-5363-3753
Member	Michael Hickey	2011	(011) 61-3-9594-5519
Member	Timothy W. Secomb (ILC, ESM)	2012	(520) 626-4513
Member	William F. Jackson	2012	(517) 353-5476
Member	Gerald A. Meininger (USNC for IUPS)	2013	(573) 882-9662

LONG-RANGE PLANNING COMMITTEE

Chair	William F. Jackson	2011	(517) 353-5476
Member	Steven S. Segal	2019	(573) 882-2553
Member	Cynthia J. Meininger	2018	(254) 742-7037
Member	Timothy W. Secomb	2017	(520) 626-4513
Member	Robert L. Hester	2016	(601) 984-1816
Member	H. Glenn Bohlen	2015	(317) 274-8770
Member	Geert W. Schmid-Schonbein	2014	(858) 534-3852
Member	Paul F. McDonagh	2013	(520) 626-2329
Member	Ingrid H. Sarelius	2012	(585) 275-7729
Member	Walter Duran	2011	(973) 972-4372

DEVELOPMENT COMMITTEE

Chair	Joseph L. Unthank	2011	(317) 274-7339
Member	Brian R. Duling	2011	(434) 924-9040
Member	Thomas L. Smith	2011	(336) 716-2093
Member	Michael A. Hill	2013	(573) 884-4601

HISTORICAL COMMITTEE

Member	Robert W. Gore	2011	(520) 626-6569
Member	Brian R. Duling	2011	(434) 924-9040

AWARDS COMMITTEE

Chair	Kaushik Parthasarathi	2011	(212) 305-6724
Member	David C. Poole	2011	(785) 532-4529
Member	William M. Armstead	2012	(215) 573-3674
Member	Jerome W. Breslin	2013	(504) 568-2669
Member	Mariappan Muthuchamy	2013	(979)-847-9251

**PROGRAMS AND MEETINGS
COMMITTEE**

Chair	Donald G. Welsh	2011	(403) 210-3819
Representative to APS	Robert L. Hester	2012	(601) 984-1816
Member	Julian Lombard	2012	(414)-456-8530
Member	Pierre-Yves von der Weid	2013	(403)-220-7967
Member	Melody A. Swartz	2013	(011) 41 21 693 16 94

PUBLICATIONS COMMITTEE

Chair	D. Neil Granger	2011	(318) 675-6011
Member	Michael J. Davis	2011	(573) 884-5181
Member	Geert W. Schmid-Schonbein	2011	(858) 534-3852
Member	Brant E. Isakson	2012	(434) 924-9039
Member	Virginia H. Huxley	2012	(573) 882 8069

COMMUNICATIONS COMMITTEE

Chair	Brant E. Isakson	2011	(434) 924-9039
Member	Shawn B. Bender	2011	(573) 884-6741
Member	Trevor R. Cardinal	2011	(805) 756-6244
Member	Michael J. Davis	2011	(573) 884-5181
Member	Jay S. Naik	2011	(505) 835-5300
Member	David A. Rubenstein	2011	(405) 744-7118
Member	Robert L. Hester	2012	(601) 984-1816
Member	Judy Delp	2012	(352) 273-8693

Notice for MCS Members!

The *Nominations Committee* is now seeking nominees for:

President-Elect, Secretary and Councilors

(2 councilor slots will be filled)

Don't put it off... Do it today!

2011-2012 Microcirculatory Society Nomination Ballot
Please provide nominees' names and their contact information.

President-Elect: _____

Complete contact information: _____

Secretary: _____

Complete contact information: _____

Councilors:

(1) _____

Complete contact information: _____

(2) _____

Complete contact information: _____

Note: The deadline for receipt of nominations is: November 1, 2010

Please Email or Fax nominations by November 1st to:

Email: thein@tamu.edu, **FAX:** 254-742-7145

Dr. Travis Hein, PhD
Department of Surgery
Texas A&M Health Science Center
702 Southwest H.K. Dodgen Loop
Temple, TX, 76504

Upcoming Meetings

9th World Congress for Microcirculation

The 9th World Congress will be held September 25-28, 2010 in Paris, France. More information can be found at <http://www.worldmicrocirc.org/>

Appendix:

Insert revisions to by-laws (PDF)

The Microcirculatory Society By-Laws

2010 Revisions (as compiled by S. Segal)

March 10, 2010

UPDATED APRIL 20, 2010

ARTICLE I. Microcirculatory Society

Section 1. The name of this organization is The Microcirculatory Society, Inc. (hereinafter known as the Society). The official abbreviation for the name is MCS.

ARTICLE II. Purposes

Section 1. The purposes of the Society are to actively encourage and promote all forms of innovative basic, translational and clinical research and teaching leading to an increase in understanding of microcirculatory structure and function in health and disease.

ARTICLE III. Membership

Section 1. The Society shall consist of regular members, student members, associate members, emeritus members, honorary members, supporting members, and sustaining members.

Section 2. Regular Members.

Regular Members. Any person who has contributed to the increase in knowledge of the microcirculation, and is presently engaged in such work, shall be eligible for election to regular membership in the Society. Except in unusual circumstances, replace with "Typically", a regular member shall hold a doctoral degree. A regular member may attend and participate in the business meetings of the Society and is entitled to one vote.

Section 3. Student Members. Any person who is engaged as a full-time graduate or medical student in a recognized University program, and is actively involved in research on the microcirculation or associated phenomena shall be eligible for election to student membership in the Society. Except in unusual circumstances, a student member shall not hold a doctoral degree. A student member may attend and participate in the business meetings of the Society, but shall not have the right to vote.

Section 4. Associate Members. Individuals who are interested in and engaged in work related to the microcirculation, but who do not meet the requirements for regular or student membership, shall be eligible for election to associate membership. Associate members may attend and participate in the business meetings of the Society but shall not have the right to vote.

Section 5. Emeritus Members.

On approval by the Council, a regular member, after 20 years of regular membership or on retirement from regular employment, may, upon his or her written request, become an emeritus member. Emeritus members may attend and participate in business meetings of the Society and

shall have the right to vote.

Section 6. Honorary members.

Individuals who have distinguished themselves by outstanding contributions in the study of microcirculatory phenomena may be elected honorary members by a special act of commendation by the President, with approval of the Council. **Any such membership may be terminated by the President with the approval of the Council.** Honorary members may attend and participate in the business meetings of the Society, but shall not have the right to vote. *Delete? Discuss. What priveleges do they gain..., attendance at mtgs?*

Section 7. Supporting members.

Any regular member who voluntarily contributes \$250 or more annually over and above the dues of regular members shall be denoted a supporting member.

Section 8. Sustaining members.

Individuals and organizations that have an interest in the purposes of the Society and wish to contribute to its support may be invited by the President, with the approval of the Council, to become sustaining members. Any such membership may be terminated by the President, with the approval of the Council. Sustaining members may not attend or participate in business meetings of the Society and shall not have the right to vote.

Section 9. Nomination and election of members.

Two regular members of the Society shall join in the proposal of the person for regular, student, associate or honorary membership on appropriate forms through the Society's web site or other available means of communication. The Membership Committee shall receive these proposals and refer them with its recommendations to the President for approval. Still necessary or is interest alone enough? Discuss. Those persons whose proposals are approved by the President shall be nominated for election to membership by a mail (including e-mail, fax or other approved forms of communication) ballot of the Council. A two-thirds (2/3) majority positive vote by Council shall be required for election. Receipt of nominations and election to membership shall be carried out on a continuing basis throughout the year.

ARTICLE IV. Officers

Section 1. Council.

The management of the Society shall be vested in its Council (all of whom must be regular members of the Society), with powers of direction, consisting of the President, President-Elect, immediate Past-President, Secretary, Treasurer, and six additional regular members elected by the members by written vote of the membership (through **available acceptable** means of communication as deemed by Council). The President and President-Elect shall not succeed themselves after having served a full term.

The terms of President and President-Elect shall be for one year. The Secretary and Treasurer shall be elected to two-year terms and these officers may succeed themselves for one term. The Secretary and Treasurer shall be elected on an alternating year basis, and the terms of the six additional elected Councilors shall be three years, so elected that only two Councilors are elected each year. Councilors may not succeed themselves to serve consecutive terms. All terms

of office shall begin at the close of the regular annual meeting of the Society. The Council, by majority vote of its remaining qualified members, shall fill any interim vacancy in the office of the President-Elect, the Secretary, the Treasurer, and the Clerk, and may fill a vacancy of a Councilor. The term of office of a person elected to fill an interim vacancy shall expire following the tally of a valid regular ballot to elect his/her successor.

Section 2. Executive Committee.

The Executive Committee of the Society shall be defined as the principal officers, namely the President, the President-Elect, the Past-President, the Secretary and the Treasurer. They shall attend to the ordinary running of the Society, making the decisions required for its smooth functioning. All major decisions shall be subject to the approval of the full Council or, in exceptional circumstances, the full membership.

Section 3. President.

The President shall preside at all meetings of the Council and business meetings of the Society, shall be an ex-officio member of all standing committees, and shall have other duties as prescribed in Procedures Manual. The President, after consultation with the Council, shall appoint members of the standing committees where called for in these bylaws.

Section 4. President-Elect.

The President-Elect shall undertake duties as may be delegated by the President. The President-Elect shall become the next regular President of the Society after completion of the regular term as the President-Elect. In the absence or during the disability of the President, the President-Elect shall have all of the powers and perform all of the duties of the President. Any service as an interim president of the Society shall not reduce the term of the President-Elect as the next regular President of the Society.

Section 5. Past President.

The immediate Past President shall chair the Long-range Planning Committee and shall review and, where needed, recommend revisions of the Society's Bylaws, as described in Article X, Section 2.

Section 6. Secretary.

The Secretary shall give bond to the Society, if required by the Council, for the faithful performance of his/her duties. The Secretary shall have custody of all documents and papers belonging to the Society (except his/her own bond which shall be kept by the President) and shall safely keep the same, and disburse the orders and rules of the Council. ~~The~~. The Secretary shall give notice of all meetings as required by the bylaws, send out the various customary mailings to the membership, and shall inform the membership whatever the President or Council desires. The Secretary shall use the available means of communication to perform these duties. Delete? The Secretary shall also have access to the electronic database, which has a complete list of the name, title, and address of each member of the Society. The Secretary shall keep the minutes of the Council and of Business Meetings of the Society and shall have other duties as prescribed in the Operations Manual. In the absence of the Secretary, the President shall appoint

a temporary secretary to record the minutes.

Section 7. Treasurer.

The Treasurer shall give bond to the Society, if required by the Council, for the faithful performance of his/her duties. The Treasurer shall have custody of all monies, debts, obligations, contracts, and other property belonging to the Society (except his/her own bond which shall be kept by the President) and shall safely keep the same, and shall collect all properties and all monies from time to time due and owing to the Society. Society bank accounts will have a second officer as signatory in addition to the Treasurer. The Treasurer shall also have access to an electronic database, which has [a](#) complete list of the name, title, and address of each member of the Society and will verify at least annually the status of each member. Access to the directory information for individual members shall be made available on the Society's website. The Treasurer shall be chair of the Finance Committee to disburse the provision of Article VI, Section 3 of these bylaws.

The due date for Internal Revenue Service (IRS) filing for the Society is October 1. This reflects the fiscal tax year from the prior June 1 to the current May 31. The Treasurer, and, if necessary, the past Treasurer, will prepare the financial summary of the MCS for the fiscal year ending May 31 by August 1 of that year. This information will be sent to the MCS-approved Certified Public Accountant (CPA) firm during the first week of August, using certified mail. Upon mailing, the Treasurer will inform the President and Council that the appropriate documentation has been sent to the CPA firm. The CPA firm will use certified mail to return the completed US Form 990, Return of Organization Exempt from Income Tax and the Massachusetts Office of the Attorney General, Division of Public Charities, Form PC, to the Treasurer no later than September 15. Once the Treasurer has received the completed IRS Form 990, the Treasurer will have five business days to sign and mail the forms to the IRS, using certified mail to verify the posting date of before October 1. Upon mailing, the Treasurer will inform the President and Council that the IRS forms have been sent. During this time, the Treasurer and President will sign the annual Not-For-Profit Organization registration FORM PC and the Treasurer will mail it with the appropriate filing fee to the State of Massachusetts. The current CPA firm approved by the MCS is: Neil, Williamson & Staker, CPA, 1609 West Babcock, P.O. Box 1865, Bozeman, MT 59711-1865.

Section 8. Clerk.

The Clerk shall be a resident of the Commonwealth of Massachusetts, and need not be a member of the Society. [Can we change this?](#) (The office is required as a condition of incorporation by the Commonwealth of Massachusetts.) The duties of the Clerk of this Society shall be those required by the statutes of the Commonwealth of Massachusetts. Such duties, to the extent permitted by law, may be assigned to others by the Council. The Clerk shall be appointed annually by the President of the Society, and may serve in the Council and Business Meetings, without vote except as a member of the Society.

Section 9. Nomination ~~and election~~ of Officers and Councilors.

Nominations for all Officers, including Council members, of the Society will be obtained by mail, fax, ~~or~~ e-mail [or other approved forms of communication](#) on or before December 1 by requesting the membership to propose nominees. The request for nominations will be made in

the Society Newsletter preceding the December 1 deadline and by a direct e-mail to the membership. Nominations will be sent to the Chair of the Nominating Committee. For each office, the two persons (who agree to stand for election) with the highest number of nominations will be included on the ballot. If two persons cannot be identified, then a single name can be placed on the ballot. If two members of Council are to be elected, a total of not more than four nominees for that office will be included on the ballot.

Section 10. Election of Officers and Councilors.

Once all of the nominations are complete, the membership will be provided with short biographical sketches of the candidates by e-mail and in the Society Newsletter. The Society's on-line voting site will then be activated and each member will receive notification by e-mail.

The election will be conducted promptly with members~~The membership will have~~ having the option of either voting on-line, by e-mail, or printing out the ballot and returning ~~or returning~~ their ballot by ~~it~~ by mail or fax to the Chair of the Nominating Committee for inclusion in the tabulation and determination of outcome. ?: Replace with: The membership will have the option of either voting on-line or emailing their voting preferences to the Chair of the Nominating Committee for inclusion in the tabulation and determination of outcome.

The individual receiving the most votes will be declared the winner. If two Councilors are to be elected, then the two individuals receiving the most votes will be declared the winners. In the event that a majority vote for any office is not obtained following the regular vote, the Chair of the Nominating Committee will call immediately for a run-off election between the two candidates with the highest number of votes. The election will be conducted promptly using the on-line voting site and by mail, fax, ~~or~~ e-mail, or other approved forms of communication.

ARTICLE V. Council

Section 1. Management of the Society.

The property and affairs of the Society shall be managed and conducted by the Council with powers of directors. The members of the Council shall serve without compensation and shall be called Councilors.

Section 2. Qualifications, Elections and Vacancies.

Specified in Article IV, Section 1 and Section 9.

Section 3. Meetings.

At least one regular meeting of the Council shall be held during each annual meeting of the Society members, and for this regular meeting no notices shall be required. Other meetings of the Council shall be held as often as the needs of the Society may require and may be conducted through means of remote communication. They may be held at regular intervals determined by the Council, or they may be called by the President or any three members of the Council. The Secretary shall notify each Councilor of each meeting of the Council. Notice of any meeting may be dispensed with if each member of the Council, by writing filed with the records of the meeting, waives such notice. No notices shall be required to be given of any adjourned meeting of the Council.

Section 4. Quorum.

A majority of the Council [participating in a meeting](#) shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time, and a meeting may be held as adjourned without further notice. [Participation in a meeting through remote communication is confirmed by inclusion in the minutes and constitutes meeting attendance.](#)

[Section 5. Voting.](#) A majority vote of Councilors ~~in attendance (unless otherwise specified elsewhere);~~ [participating in a meeting](#), with each entitled to one vote, shall decide any question brought before the Council, except that a majority of the qualified Councilors shall be required for temporarily filling a vacancy of an office. In the event of a tie vote, the President shall then be entitled to two votes. [Deliberation and voting timelines for meetings conducted by remote communications will be defined in the meeting notice but may be extended at the discretion of the President or any three members of the Council. Necessary or delete?](#)

ARTICLE VI. Standing Committees

Section 1. Standing Committees.

Standing committees and their Chairs shall be appointed by the President in consultation with the Council. The term of all standing committee members, except as otherwise provided elsewhere, shall be for three years. However, on adoption of these bylaws, the term shall be one, two, or three years for various committee members, as determined by the Council, so as to provide continuity of committee operation. Emeritus, Honorary, and Sustaining members may be appointed from time to time for terms up to one year. Sustaining members so appointed shall not have the right to vote. The President shall be an ex-officio member of all committees. Guidelines for committee operation shall be approved by Council. The President, in consultation with Council and upon recommendation and evidence submitted by the Committee Chair or committee members, will be empowered to terminate at any time the term of committee members failing to discharge their duties.

Section 2. Membership Committee.

A Membership Committee, composed of three or more regular members of the Society, shall receive and review proposals for nomination to membership, and shall recommend regular, associate, and student nominees for membership to the Society according to Article III, Section 9.

Section 3. Finance Committee.

A Finance Committee consisting of the Treasurer (who shall Chair the Committee) and two or more regular members appointed by the President shall receive and evaluate the impact of the various proposed budgets, shall determine the budgets and make recommendations and shall recommend a budget to the Council. This Committee shall supervise the capital investments of the Society, subject to the full authority of direction by the Council.

Section 4. Nominating Committee.

A Nominating Committee shall consist of three or more regular members, none of whom shall simultaneously be an officer of the Society or the immediate Past-President. This Committee shall obtain nominations and conduct elections for officers and councilors as prescribed in

Article IV, Section 9.

Section 5. Liaison Committee.

The Liaison Committee shall consist of the President (who shall serve as Committee Chair), the MCS representative to the US National Committee for the International Union of Physiological Sciences (USNC for IUPS), the MCS member appointed liaison to the European Societies of Microcirculation, the MCS member appointed to the International Liaison Committee, and the Secretary of the Society, and may include an other members at the pleasure of the President. This Committee shall maintain communication with scientific organizations that have interests in common with the Society, and shall officially represent the Society in the international community.

Section 6. Long-range Planning Committee. The Long-Range Planning Committee shall consist of the ten (10) most recent Past-Presidents and shall be chaired by the immediate Past-President of the Society. This committee shall consider all aspects of society affairs to identify major issues of importance to the Society and to recommend to the current Council future strategies, plan meetings for the Society for a minimum of 3 years in advance of the next annual meeting, and new policy directions for Society function.

Section 7. Development Committee.

The Development Committee shall consist of three or more regular members of the Society. This committee shall assist the MCS President and Council in identifying and implementing actions and activities to advance the objectives of the MCS and enhance its membership.

Section 8. Historical Committee.

The Historical Committee shall consist of three or more regular members of the Society. This committee shall seek, identify, and obtain information, documents, films, and other items that have historical significance to the Society. This committee shall maintain updated lists of past officers and recipients of Society Awards.

Section 9. Awards Committee.

An Awards Committee, composed of six regular members, shall solicit from the voting membership the names of candidates for any awards that the Council has authorized. After the selection of the candidates is made by the Awards Committee, the names of the candidates shall be approved by the President and the Council prior to any announcement of the awardees. Announcements of the winners of awards should be made known to voting members of the Society prior to the Annual Society scientific meeting.

Section 10. Programs and Meetings Committee.

The Program Committee shall be chaired by an officer appointed by the President of the Society, and will serve a three year term. Members of the Committee shall be appointed for 3 years, by the President. The Committee shall: a) follow up on the recommendations to Council and the membership from the Long Range Planning Committee for the meeting(s) proposed for at least three years in advance, b) Serve as the liaison to the program committees of other societies or associations with whom the MCS may meet, with the Program Committee Chair or designated committee member as the official representative, and c) Make recommendations, to

be approved by the Executive Committee of the MCS, with respect to: program style and format, commitments to other societies, local arrangements, and appointments to the program committees of umbrella associations.

Section 11. Publications Committee.

The Publications Committee shall consist of a Chair and at least two other members of the Society, appointed by the President and responsible to the Council of the Society. The Chair of the Committee is an ex-officio member of Council, without vote. The President, Treasurer, and Secretary of the Society are ex-officio members of the Committee, without vote (except for negotiations relating to contractual agreements where the President and the Treasurer shall have voting rights). Does this need greater specification? The duties are to oversee the journals and other publications of the Society, particularly with respect to the scientific quality of the journals ~~and the fiscal interests of the Society~~. They shall ~~appoint~~ recommend appointment of Editors to Council, recommend (in consultation with the Editor-In-Chief) awardees for the Society's journal awards to Council, prepare an annual summary report (in consultation with the Editor-In-Chief), and an annual financial report, and in general, manage the publications of the Society under the policies determined by Council. The term of the Publications Committee Chair will be set to provide continuity during the time that contracts with publishers are negotiated or Editors of the Journal are chosen. When these decisions are being made, the term will likely be for two consecutive years.

The Editor-In-Chief of the journal will be appointed by Council for a five-year term and no individual will serve more than two consecutive five-year terms. The appointment of Editor-In-Chief will be done via a recommendation to Council by a committee that will consist of the Publications Committee plus the President of the Society. The Chair of the Publications Committee will chair this committee.

The Publications Committee, plus the President of the Society, ~~and~~ the Editor-In-Chief of the journal, and the Treasurer of the Society is are responsible for oversight of contractual agreements between the publisher of the journal and the MCS.

The Editor-In-Chief, in consultation with the Publications Committee, will nominate the Associate Editors and the Editorial Board. These appointments will be submitted to Council for approval. ~~The Editorial Board members will be appointed for a two-year term with one-third of the Editorial Board being ineligible for reappointment to a consecutive term. All members of the Editorial Board must be members of MCS.~~ Delete this requirement so all by EIC & PC?

Section 12. Representative of the MCS to the US National Committee of the International Union of Physiological Sciences.

This position is to be filled by an appointee of the President of the MCS. The appointment is for three years, or four, designed to fit with the time interval between IUPS Congresses. The appointee should be a senior member of the Society, suitable to represent the Society's interests in international planning not only of scientific meetings but in providing international leadership in science and education. Reappointment for a second term is allowable, in accord with IUPS committee rules.

Section 13. Representative of the MCS to the European Societies for Microcirculation (ESM).

This position is to be filled by an appointee of the President of the MCS. The appointment is for three years, or four, designed to fit with the requirement of ESM. The appointee should be a senior member of the Society, who participates in the European Microcirculatory Society meeting, suitable to represent the Society's interests in international planning not only of scientific meetings but in providing international leadership in science and education. Reappointment for a second term is allowable, in accord with ESM rules.

Section 14. Representatives of the MCS to the International Liaison Committee.

These three positions are to be filled by appointees of the President of the MCS. The appointment is for three years, or four, designed to fit with the time interval between World Congresses. The appointees should be senior members of the Society, suitable to represent the Society's interests in international planning not only of scientific meetings but in providing international leadership in science and education.

Section 15. Communications Committee.

The Communications Committee shall consist of a Chair, the Webmaster, and at least three other members of the Society, appointed by the President of the Society for up to three-year terms. This committee shall be responsible for the oversight of the Society's web page. The Society website address, microcirc.org, is the property of MCS. The committee's other primary function is to coordinate with the Program and Meetings committee, the Liaison Committee, the Publications Committee, as well as the parties who collect directory, dues, and newsletter information, to keep the membership informed of MCS activities.

Section 16. Other Committees.

The President may appoint temporary (ad hoc) committees as desired. The term of office of these temporary committees shall end with the next annual business meeting of the Society following such appointment, or earlier as the President desires.

ARTICLE VII. Dues

Section 1. Annual Dues.

Dues for members, in accordance with Article III, shall be proposed by the Council but shall be determined by majority vote of those voting at the annual business meeting of the Society. Dues shall be paid January 1 for the current fiscal year and shall be in arrears on April 1. Special assessments may be proposed by the Council but shall be determined by majority vote of those voting at the annual business meeting of the Society.

Section 2. Nonpayment of Dues.

Any member whose dues are one year in arrears shall become an inactive member of the Society, and will be notified by the Treasurer. An inactive member will not receive the journal and will be ineligible to vote, and may not serve on committees. If an inactive member is in arrears for an additional year, he/she may reactivate membership in the Society by payment of all outstanding dues. The Treasurer shall notify the delinquent member of the right to request

reinstatement of membership at least one time after dues are two years in arrears before they cease to be a member of the Society.

Section 3. Emeritus Members.

A regular member who has been granted emeritus membership will be relieved from dues payment for the current and subsequent fiscal years.

ARTICLE VIII. Meetings of Society Members

Section 1. Annual Meeting of Members.

The Society shall hold an annual meeting of members, for the transaction of business, and for presentation of scientific communications and related activities. Such annual meetings shall be held each year at a time and place designated by the Council with how much advance notice? The time and place for the annual meeting shall be chosen at least eleven months in advance at an annual business meeting. The place, day, and hour shall be specified in the notice of any meeting of the Society.

Section 2. Special Meetings of Members.

Special meetings of members shall be called by the Secretary or any other officer upon the request of the President or the Council or on the written request of one-quarter of the members entitled to vote. The current list of members with their addresses shall not be utilized by anyone for purposes not directly pertaining to the business of the Society without the written permission of the President.

Section 3. Notice to Members.

Notice of all meetings of the members shall be made known to each member not less than 30 nor more than 180 days before the meeting, but no notice shall be required if every member entitled thereto, or his/her attorney thereunto, authorizes, by a writing which is filed with the records of such a meeting, a waiver of such notice.

Section 4. Quorum for Annual and Special Meetings.

At all meetings of members of the Society, 40 regular members, present in person and entitled to vote, shall constitute a quorum, but less than a quorum shall have power to adjourn from time to time until a quorum be present. No member shall cast a ballot by proxy at any meeting of the Society.

Section 5. Parliamentary Authority.

The rules contained in Robert's Rules of Order, Newly Revised, shall govern the conduct of the business meetings of the Society in all cases to which they are applicable and in which they are not inconsistent with the bylaws or special rules of order of the Society.

ARTICLE IX. Miscellaneous

Section 1. Prohibitions.

Notwithstanding any provision of these bylaws which might be susceptible to contrary interpretation:

- a. The Society is organized and operated exclusively for scientific and educational purposes.
- b. No part of the net earnings of the Society shall accrue to the personal benefit of any member except as provided by the Society awards (Article VI, section 9).
- c. No substantial part of the activities of the Society shall consist of carrying on propaganda, or otherwise attempting to influence local, state, or national legislation, except with respect to science policy or to other special issues such as the obligations to perform biological experimental studies. The Society shall not participate in or intervene in any campaign of any candidate for government public office.
- d. The Society is not organized, nor is it to be operated, for profit.
- e. The membership list of the Society shall not be supplied to anyone for any purpose, except as specifically provided by Council.

Section 2. Fiscal Year.

The fiscal year of the Society shall end with the 31st day of **May** of each year.

Section 3. Audit.

All statements of net assets and related statements of income, expenditures, fund capital, and liabilities shall be reviewed annually in accord with the statutes of the Commonwealth of Massachusetts. A report will be made annually by the Finance Committee.

Section 4. Term of Office.

Where a term of office is stated in years, a year is to be considered as extending from the end of one annual business meeting to the end of the following one.

Section 5. Operations Manual.

The Secretary of the Society shall maintain an operations manual providing outlines of procedures found useful by the Executive Committee and Committees of the Society.

ARTICLE X. Amendments.

Section 1. Amendments.

These bylaws may be amended, altered, or repealed at any business meeting of the Society members by a vote of two-thirds (2/3) of the regular members in attendance or by mail (e-mail, fax, or other **Council-approved forms of communication**) ballot of the Society members by a vote of three-quarters (3/4) of the regular members entitled to vote, provided notice of the proposed repeal, alteration, or amendment, with a statement of the substance thereof and of the Articles to be affected thereby, is given in the call for the meeting. Approved bylaw changes will be added to the published bylaws by the immediate Past-President as stipulated in Article IV, Section 5.

Section 2. The Past-President shall review the Society Bylaws, incorporate approved changes

following the annual business meeting of the Society, and submit a complete copy of the Bylaws to the President at least 3 months prior to the next annual meeting. Any proposed changes that require Council and membership approval shall be presented in a complete copy of the Bylaws, labeled with proposed revisions. All words and phrases deleted from existing approved Bylaws shall be indicated by a horizontal line through them. Continuous underlining, italics or a different color shall indicate all new words and phrases.