

Design Institute for Physical Properties[®]

Of

The American Institute of Chemical Engineers

Bylaws

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Article I: Name, Purpose, and Objectives

Article I.1. Name and Acronym

The name of

Emeritus Membership rights and obligations

anti-trust statutes, or (c) not fulfilled any agreements it has made with AIChE.

Article III.6. DIPPR Member Vesting

DIPPR Members become fully vested in all Common Project results after a vesting period determined by the Managing Board (see Article IV.2, Item IX). If Membership is discontinued prior to the vesting period, the ex-Member must represent in writing to the Managing Board that all data, in any format, obtained during the period of Membership have been physically destroyed or permanently erased from all electronic devices and are no longer available for use by the ex-Member's employees or sub-contractors.

If Membership is discontinued after the vesting period, the ex-

elected to serve as an Officer. Any exceptions to this description require approval by AIChE's Chemical Technology Operating Council.

Officers of the Managing Board shall be Chair, Vice-Chair, and Past Chair. The Chair, Vice Chair, and Past Chair shall each serve a one (1) year term. After completion of the one (1) year term the Past Chair will vacate the role, Chair will become Past Chair, and Vice Chair will become Chair.

The DIPPR Executive Director has the responsibility for nominating the Member representatives for approval by vote of the Membership Steering Committee, and the immediate Past Chair has the responsibility for nominating a candidate for the Vice Chair position from those members who serve or have served on the managing board, with preference shown for candidates from representatives with a weighting factor of three or above, and elected by a simple majority vote of the Managing Board during its meeting in the fall, typically associated with the AIChE Annual Meeting.

No Member may have more than one vote on the Managing Board. The AIChE Executive Director shall be a voting member and DIPPR Executive Director shall be a non-voting member. A quorum for transaction of business at any meeting shall consist of a simple majority of the listed members of the Managing Board.

The Chair of the Managing Board cannot act on behalf of the Managing Board. The Chair shall preside over the Managing Board meetings. In the Chair's absence, the Vice Chair shall preside over the Managing Board meetings. The Past Chair shall act in an advisory capacity to Chair and Vice Chair.

The Managing Board shall have a minimum of two (2) in-person meetings per year, and two (2) teleconferences. Special meetings of the Managing Board may be called at any time. At least one in-person meeting is to be scheduled during AIChE's Annual Meeting. In the event that circumstances beyond the control of the Managing Board preclude in-person meetings, meetings may be held using electronic methods

In the event that no candidate for the position of Chair has been identified by the start of a year, the DIPPR Executive Director shall act as Chair pro-tem until the position is filled.

Managing Board Responsibilities:

- I. Be responsible to the AIChE Board of Directors and to the Members for the overall operation of DIPPR.
- II. Propose adoption of these Bylaws and any amendments thereto, subject to final approval by the AIChE Board of Directors, according to the procedures in Article VII.
- III. Advise on operational staff as needed, for appointment by the DIPPR Executive Director. The Managing Board shall periodically advise The DIPPR Executive Director on the performance of operational and/or support staff, and shall work with the DIPPR Executive Director to establish appropriate budgets for his/her/their annual compensation and expenses.
- IV. Approve annual Member Base Dues and Weighting Factor guidelines.
- V. Establish Emeritus Membership dues and obligations and review these periodically.
- VI. Establish policies for the use of the Member version of all Common Projects by third parties, either

working internally with the Member's organization, or externally because the Member requires a third party to undertake project/research work that requires such use.

VII. Establish the basis for and administer the procedure for selection and funding of Elective Projects (see Article V.1 and V.3).

VIII. Establish

- IV. Recommend project scope, deliverables, budget, and contractual term to the Managing Board.
- V. Monitor project deliverables for timeliness and quality, and oversee reporting of project results, including dissemination to DIPPR Members and for Database licensing activities.
- VI. Establish policies for use of DIPPR data in publications.

Article V: Projects

Article V.1. Project Classification

Projects funded from Member dues shall be classified as Common projects. Projects of limited interest may be defined and supported by one or more Members, and be funded by the

Attachment A

Associate Member in Good Standing as of the date of adoption of these bylaws: American Petroleum Institute (API)