ADVANCED CASTING RESEARCH CENTER (ACRC)

BY-LAWS

I. MISSION

ACRC is dedicated to the advancement of the metal casting industry through pre-competitive and collaborative research, and through education. The Center provides a technological forum for joint research efforts by industry, academia, and the Federal government.

II. OBJECTIVES

For industrial, governmental, and academic participants to undertake and facilitate the investigation of technological and scientific issues challenging the metal casting industry while providing a venue to educate future industry participants and leaders.

The ACRC will act as an independent catalyst for industrial innovation and the exchange of information and ideas in metal casting technology. By integrating faculties from different disciplines, ACRC will address the fundamental scientific and engineering issues facing the casting industry. The primary focus is on light metals such as Al and Mg, and semi-solid processing of metals.

III. PHILOSOPHY

It is the belief of the ACRC membership that the problems facing the industry today and in the foreseeable future, require an interdisciplinary approach. Between academic research and actual everyday problems on the industry shop floor, there exists a broad fertile ground in which to share and test ideas through research in both academic and industrial environments. The attainment of ACRC’s objectives is met through the successful utilization of industrial, academic and Federal government resources.

IV. MEMBERSHIP
Industrial membership shall be comprised of industry suppliers, material producers, casting facilities and casting users.

Academic membership shall consist of an Executive Director (MPI), Managing Director of ACRC and a Director-at-Large.

The Director-at-Large shall receive no stipend but is entitled to be reimbursed for reasonable travel expenses.

The total industrial membership shall be limited to a maximum of fifty members. Additional members (above fifty) will require the approval of the general membership upon recommendation of the steering committee.

V. **FEE STRUCTURE**

The annual industrial membership fee shall be paid to ACRC by July 31 of each year. The fee structure will be reviewed by the steering committee as budget and expenditures are reviewed on an annual basis. The fee will be used to pay for the infrastructure costs and the support of the research staff and graduate students.

The initial annual fee will be $15,000, and will be reviewed and changes recommended from time to time by the steering committee for a vote and approval by the general membership.

VI. **STEERING COMMITTEE RESPONSIBILITIES**

The ACRC membership shall appoint a 11-member steering committee, of which the executive director, managing director and director-at-large shall be permanent members. The remaining 8 members of the committee should represent metal producers, foundries, casting users and suppliers to the industry, each serving for a term of two years with a four-on, four-off rotation of the membership each year.

The steering committee shall meet a minimum of twice each year and have the following responsibilities:

1. *To select and prioritize research topics for ACRC, with due consideration to membership input*

2. *To review and guide the progress of research.*

3. *To review and guide the research presentations at the Center’s annual workshops.*
4. To review and approve all normal business activities of the ACRC such as, but not limited to, budget, administration, policy changes, new members, strategic planning, etc., and to bring before the membership any actions requiring their vote and approval, such as changes to the by-laws.

5. To recommend for membership approval the positions of managing and at-large directors of the Center.

6. To elect a steering committee chairperson.

7. To set dates for steering committee meetings, and dates and topics for annual symposia and workshops.

VII. **FOCUS GROUP RESPONSIBILITIES**

Focus Groups shall be made up of members having appropriate interest in the subject, and serve to guide and review the progress of each project. Each group shall elect a Group Chair from amongst themselves. It shall be the duty of each Focus Group Chair to:

1. *Maintain appropriate focus on the economic impact of each project assigned to the Group throughout the project,*

2. *Upon completion of the project work with the guiding staff member to publish, within 90 days of project completion, a 1-page document highlighting the impact and benefits of the project;*

3. *Work with the guiding staff member and research team to establish a specific strategy for public dissemination of the project's results;*

4. *Work with the guiding staff member and research team to construct a formal presentation on "how to apply what was learned" to be provided to the membership, no later than the next ACRC meeting;*

5. *In concert with the guiding staff member, construct a 2 to 4 page implementation strategy consisting of a brief project summary, how to apply what was learned, and case studies, for widespread distribution to the industry when allowable.*

VIII. **PROCEDURE AND VOTING POLICY**
ACRC business and steering committee meetings shall be conducted in accordance with "Robert’s Rules of Order" (latest revision).

Each industrial member of record and each academic director (executive, managing and at-large) shall have one vote.

A quorum shall be necessary for all business and steering committee meetings and shall consist of a minimum of 2/3 of the total membership of record present in person, or by teleconference, or represented by written proxy.

A 2/3 majority vote of above defined quorum shall be required for approval of all business matters.

IX. **BY-LAW AMENDMENTS**

Amendment shall require a 2/3 majority vote of the total ACRC membership on record at the time of the vote, provided the proposed amendment is received in writing by each member a minimum of 30 days prior to that vote.

X. **SYMPOSIUM AND WORKSHOP**

In addition to the two annual workshops on the research projects being pursued by the ACRC staff, a Technological Symposium may also be organized. The purpose of the Symposium is educational in nature, in that plenary sessions, tutorials, and industry leaders on a particular cutting edge topic will be featured.

ACRC will also organize summer schools on a given topic pertaining to the casting industry, and in collaboration with other research units or universities.

XI. **RESPONSIBILITIES OF EXECUTIVE DIRECTOR, MANAGING DIRECTOR AND DIRECTOR-AT-LARGE**

The executive director shall be responsible for the overall supervision and development of the advanced casting research center. The executive director's responsibilities include: the recruitment of new industry members and academic research staff; interfacing when necessary with industry members to obtain their help and input on research projects; promoting an awareness of the ACRC activities throughout the industry; promoting ACRC's purpose, objectives and philosophy to federal and state governmental agencies for the purpose of obtaining available grants.
and/or funding; and overall management of the ACRC, staff and administration.

The managing director shall be directly responsible for the supervision of: all ACRC research projects, staff - research associates, graduate and undergraduate students, program administration, coordination/communication with the research staff and ACRC membership, and insure that all business meeting minutes, research project reports, etc. are distributed to members in a timely fashion. The managing director shall report to the executive director. The director-at-large shall act as an adjunct advisor to the executive director, managing director, steering committee and ACRC membership.

XII. PATENTS, COPY RIGHTS, TRANSFER OF TECHNOLOGY AND PROPRIETARY INFORMATION

"Intellectual property" may include any technical information, know-how, inventions, software, copyrights, processes, machines or any new or useful improvements thereof, whether or not patentable, which is conceived in the performance of ACRC funded research.

In the case of intellectual property resulting from ACRC funded research, the ACRC membership, through the Steering Committee, will determine if it has an interest in obtaining a particular patent or copyright. If the ACRC membership has an interest in a particular invention, the executive director will notify WPI of that interest and recommend that WPI proceed with the filing of any patents or copyrights. WPI will evaluate the discovery with respect to patentability or copyrightability as well as economic potential and make a determination as to whether to proceed.

WPI, which is incorporated and a non-profit institution of higher education, as well as the home site for ACRC and the Metal Processing Institute (MPI), will be the owner of the intellectual property. WPI will assume the cost of preparing and filing of any patents or copyrights. ACRC eligible members of record (when the invention was made) shall have a non-exclusive, irrevocable, royalty-free license to practice said intellectual property.

Internally at WPI, it has been agreed between the MPI Executive Director and the Provost Office, that when royalties are generated from patents/copyrights owned by WPI, 50% are distributed to the inventors and 50% to the ACRC (after deducting the costs incurred by WPI for filing obtaining, and maintaining the intellectual property). In this manner, a royalty-generating stream exists at ACRC from intellectual property developments.
There are two types of proprietary information, which must be protected during the course of ACRC activities. The first is information resulting from ACRC-funded research, which is of potential commercial value to ACRC members, the Institute, and the research staff. The second is proprietary information provided to ACRC researchers by individual industrial members. The following two paragraphs constitute the policy of the ACRC in safeguarding such proprietary information.

In keeping with the traditional role of universities to disseminate information and to make it available for the purpose of scholarship, the institute shall have the right to publish or otherwise disclose information it has gained in the course of the ACRC-funded research. However, in order to protect the potential commercial value of such results, publication in the public domain will take place after a period of no less than one year following sharing the final report with the members, unless for strategic reasons the Steering Committee approves early dissemination. Publications exclude student theses; a mechanism exists at WPI to keep sensitive theses out of the public domain for up to 1 year. This enables ACRC members to be the first recipients of the information, and subsequently the information will be disseminated in the public domain through publications.

When members (or other individuals, companies or organizations) disclose to ACRC research personnel certain information of a technical, engineering, operational, or economic nature, which is identified by the disclosure as “proprietary information” at the time of disclosure, a written agreement requesting that said information be maintained in confidence must be executed between the disclosing and receiving parties. This confidentiality agreement must clearly identify the information disclosed and the duration of confidentiality. If an ACRC member feels that research personnel or other members are a serious liability because of their attitude toward proprietary information, the member should bring this information to the attention of the Steering Committee Chair and/or the Director at Large, who will take or recommend appropriate action.

XIII. CALLING OF SPECIAL MEETINGS

A group representing 25% of the industry members may call for a meeting at any time, upon giving the balance of the membership at least thirty days
prior written notice of the meeting, the location and the purpose of the meeting.

Presented to the Steering Committee on December 5, 2000.

Ratified January 8, 2008

Ratified November 6, 2012