

ELECTRICAL WORLD
Grund Letter

(6.0)

To the Editor:

Mr. Clarence B. Grund, Jr., in his letter published May 7, 1962, favors merger of AIEE and IRE, but finds the provisions of the Constitution and other merger documents unsatisfactory in some particulars. May I offer some observations on these points:

The number of directors projected is 25. The IEEE Constitution accepts the minimum limit (9), and the minimum quorum (1/3), as provided in the Membership Corporations Law of the State of New York. It calls for a 2/3 majority to amend the Bylaws. Hence, the hypothetical case in which two members might amend the Bylaws. Applying the same hypothetical calculation to the present rules of AIEE, we have a minimum of 20 directors, and a quorum of a majority (11). A majority present at such a meeting of minimums (6) could amend the Bylaws. Under normal conditions, it might well be more difficult to amend IEEE Bylaws with 2/3 of 25 than to amend AIEE Bylaws with a majority of 40. Between the theoretical 8% of normal board membership in IEEE and 15% for AIEE there is not so much difference. The only conditions under which these small numbers could conceivably function would be a National emergency that cut off travel and communications and reduced the functioning Regions to less than half of their normal number. That kind of flexibility might not, however, be entirely out of place in the present state of the world. It must be admitted that it does lend itself to some wierd hypothetical interpretations.

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Ethics is given prominence in the AIEE Constitution and is overlooked in that of IEEE. The AIEE Constitution also provides means of enforcement. Can anyone remember when "charges against a member, other than Honorary Member for unethical conduct" (C30.020) were last brought? Unattainable objectives and unenforceable codes were omitted from the IEEE Constitution in the interests of space, simplicity, sincerity. Actually, the enforcement of codes of business and professional ethics is for trade associations, and not permitted for educational and scientific organizations enjoying 501 C3 tax classification.

Membership Grades are subject to Board action also in AIEE. C20.080 - "Age, experience, and other qualifications for any grade of membership are prescribed in the Bylaws". C20.090 - "The Board of Directors may establish in the Bylaws, alternate, but at least equivalent, qualifications for all grades of membership except Fellow".

Methods of election are not in the IEEE Constitution. Many other operating matters are likewise left to the Bylaws. The amendment of the Constitution every time a change in procedure is required is an expensive thing in an organization of more than 100,000 voting members. Directors, both Regional and at large, are elected by the members, and must have the confidence of those who elect them.

Petitions for nominating officers and calling for a Constitutional amendment require 300 to 400 signatures. This is 1/3 of 1% of the voting membership anticipated for IEEE. AIEE requires only 25. When this number was put into the Constitution of AIEE it was more than 1/3 of 1% of the membership. Any matter worthy of action by petition should interest the members of more than one Section. The number of Sections in IEEE with fewer than 300 members will not be larger. That 25 members of this organization should cause a membership ballot, costing from \$5,000 to \$10,000, on some trivial matter of purely local, or even personal, interest is not reasonable in this day and age. *Incidentally AIEE requires 100 petitioners to propose a Constitutional Amendment.*

Technical Committees and Professional (Institute) Technical Groups are both part of the policy and organization of AIEE. It is now over two years since the Board of AIEE voted to approve the principle that a Technical Committee should accept responsibility for the leadership of a member-participation group in its specialty. Such groups mean greater responsibility and authority for the Technical Committee. The added cost, if any, belongs to the participating members, and not to the membership at large. Publications of such groups should justify themselves economically and not be subsidized by the Institute as now often occurs. The expensive, stately ritual of paper selection; preprinting, presentation, reprinting, and preservation presided over by a small self-anointed, largely self-appointed, group of technical high priests may be in need of some searching evaluation as merger approaches.

"Commercialism" is decried. The budget for IEEE in 1965 anticipates expenditures three times the dues income. Does Mr. Grund advocate higher dues? Apparently not; he objects to the prospect of Professional Group fees which threaten to bring his total cost of membership in IEEE up to something near what a member with his interests should be paying AIEE now.

Signed: