

Resolution

(Unanimously adopted by the Board of Direction and members of the Institute of Radio Engineers, assembled for regular meeting at Columbia University, New York, February 4, 1914, and at the Bureau of Standards, Washington, D. C., February 5, 1914.)

WHEREAS, we have lost by death our charter member, Clark H. Sphar; and

WHEREAS, he was a member of the Board of Direction of The Wireless Institute, a parent organization of the Institute of Radio Engineers, and

WHEREAS, he was an active worker in the building of our Institute, and

WHEREAS, he was noted among us for his honorable, dependable, sincere and gentle qualities as a man, as an engineer, and as a member of the Institute; it is hereby

Resolved, That the Institute of Radio Engineers considers his death on January 23, 1914, deprived the Radio Fraternity of a loved and valued Member; and it is further

Resolved, That the Institute of Radio Engineers hereby express to the wife and family of Clark H. Sphar and to the world its sincere sorrow; and it is further

Resolved, That these resolutions be spread upon the minutes, and a copy of them be sent to his wife and family, and that they be printed in the Proceedings.

CONSTITUTION

ADOPTED AT THE FIRST MEETING OF THE INSTITUTE OF RADIO ENGINEERS, MAY 13, 1912.

ARTICLE I

NAME AND OBJECT

SEC. 1. The name of this organization shall be The Institute of Radio Engineers.

SEC. 2. Its object shall be to advance the art and science of radio-transmission.

ARTICLE II

MEMBERSHIP

SEC. 1. The membership shall consist of:

a. Members, who shall be entitled to all the privileges of the Institute.

b. Associates, who shall be entitled to all the privileges of the Institute, except the right to hold office as President or Vice-President.

c. Honorary Members, who shall be entitled to all the privileges of the Institute.

SEC. 2. A Member shall be a person of good professional standing who has engaged in arts pertaining to the development of radio-transmission for at least five years.

SEC. 3. An Associate shall be a person who is interested in the advancement of radio-transmission.

SEC. 4. An Honorary Member shall be a person who has rendered acknowledged eminent service to the art or science of radio-transmission.

ARTICLE III

ADMISSIONS AND EXPULSIONS

SEC. 1. Honorary Members shall be recommended by at least ten members to the Board of Direction, and upon unanimous vote

of that Board shall be proposed to the membership for election. A person elected an Honorary Member shall be promptly notified thereof by letter. The election shall be cancelled if an acceptance is not received within six months after the mailing of notice.

SEC. 2. An application for admission to the Institute, or for transfer from one grade to another, shall embody a concise statement with dates, of the candidate's training and experience, and shall be in such form and in such detail as may be prescribed by the Board of Direction. It shall be signed by the applicant, and shall contain a promise to conform to the requirement of membership, if elected.

The applicant shall furnish the names of at least five members to whom he is personally known. Each of these shall be requested by the Secretary to address a letter to the Board of Direction, stating the extent of the writer's personal knowledge of the applicant and his training and experience. If at least three of the corporate members named as references do not furnish the requisite endorsement, the Secretary shall call upon the applicant for additional names, and not until written communications have been received from at least three members shall the application be considered by the Board of Direction.

Applicants who may be so situated as not to be personally known to three members may be recommended for ballot by three members after they have secured, in their opinions, sufficient evidence to show that the candidate is worthy of admission.

SEC. 3. Subject to the discretion of the Board of Direction, and at stated periods to be determined by that Board, there shall be issued to each member whose address is known, a list of all new applications received for admission or for transfer, which list shall be dated and shall contain a concise statement of the record of each applicant and the names of his references, with a request that members transmit to the Board of Direction any information in their possession which may affect the disposition of the applications. Not less than twenty days after the issue of such list the Board of Direction shall consider these applications, together with any information with regard to the applicants which may have been received; may make further inquiries if deemed expedient; on application being approved by the Board the applicant may be balloted upon by the membership. More than

one-fifth of the votes of those present (but not less than three votes) adversely cast shall suffice for the rejection of the candidate.

SEC. 4. A rejected applicant may renew his application for membership at any time after the expiration of one year from the date of the ballot rejecting his previous application.

SEC. 5. All elected candidates shall be duly notified and shall subscribe to the Constitution and Rules of the Institute. Forms for these purposes shall be prescribed by the Board of Direction. If these provisions are not complied with within six months from the notification of election, such election shall be considered void, unless for special reason the time shall be extended by the Board of Direction. Membership of any person shall date from the date of his election.

SEC. 6. Members or Associates, if found delinquent in their duties may be tried by the Board of Direction, and upon decision of the Board their names shall be submitted to the Institute to determine their suspension or expulsion. A three-quarters vote of the Institute shall be necessary to ratify such action of the Board.

SEC. 7. A member may resign his membership by a written communication to the Secretary, who shall present the same to the Board of Direction; when, if all his dues have been paid, his resignation shall be accepted.

ARTICLE IV

DUES

SEC. 1. The annual dues payable by members, whether resident or non-resident, shall be as follows: by Members, five dollars (\$5); by Associates, three dollars (\$3).

SEC. 2. A person transferred from the Associate grade to the Member grade shall pay the dues of the higher grade.

SEC. 3. The annual dues shall be payable on the first day of January, in advance for the ensuing year. It shall be the duty of the Secretary to notify each member of the amount due at the time of giving notice of the annual meeting.

SEC. 4. Persons elected after July 1st of any year shall pay only one-half of the dues for that year.

SEC. 5. Any person whose dues are more than three months in arrears shall be notified by the Secretary. Should his dues not be paid when they become six months in arrears, he shall lose the right to vote or to receive the publications of the Institute. Should his dues become nine months in arrears, he shall be again notified in form prescribed by the Board of Direction, and if such dues become one year in arrears he shall forfeit his connection with the Institute. The Board of Direction may, however, for cause deemed by it sufficient, extend the time for payment and for the application of these penalties.

SEC. 6. The Board of Direction may, for sufficient cause, temporarily excuse from payment of annual dues any member; and the Board may remit the whole or part of dues in arrears, or accept in lieu thereof desirable additions to the library or collections.

SEC. 7. Every person admitted to the Institute shall be considered as belonging thereto and liable for the payment of all dues until he shall have resigned, been expelled, or have been relieved therefrom by the Board of Direction.

ARTICLE V

OFFICERS

SEC. 1. The governing body of the Institute shall be a President, a Vice-President, a Secretary, and a Treasurer, an Editor of Publications, and four Managers, who shall together constitute the Board of Direction.

SEC. 2. The terms of all officers named in the preceding section shall be one year, shall begin at the close of the annual meeting at which election is made, and shall continue until successors are duly elected.

ARTICLE VI

MANAGEMENT

SEC. 1. The President shall have general supervision of the affairs of the Institute. He shall preside at meetings of the In-

stitute and of the Board of Direction at which he may be present, and shall be an ex-officio member of all committees. He shall deliver an address at the annual meeting.

SEC. 2. The Board of Direction shall manage the affairs of the Institute in conformity to the laws under which the Institute is organized and the provisions of the Constitution. It shall direct the investment and care of the funds of the Institute; make appropriations for specific purposes; act upon applications for membership as heretofore provided; take measures to advance the interests of the Institute; appoint all its employees, and generally direct its business. The Board of Direction shall make an annual report at the annual meeting, transmitting the report of the Treasurer and of other officers and of committees. A majority of the Board of Direction shall constitute a quorum.

SEC. 3. The Treasurer shall receive all moneys and deposit same in the name of the Institute. He shall invest all funds not needed for current disbursements, as shall be ordered by the Board of Direction. He shall pay all bills, when certified and audited, as provided by this Constitution and by rules to be prescribed by the Board of Direction. He shall make an annual report and such other reports as may be prescribed by the Board of Direction.

The Board of Direction shall secure a satisfactory surety for the faithful performance of his duties by the Treasurer, and shall renew the same during the month of January of each year.

SEC. 4. The Secretary will be expected to attend all meetings of the Institute and of the Board of Direction; prepare the business therefor, and duly record the proceedings thereof. He shall see that all moneys due the Institute are carefully collected, and without loss transferred to the custody of the Treasurer. He shall carefully scrutinize all expenditures and use his best endeavor to secure economy in the administration of the Institute. He shall personally certify the accuracy of all bills or vouchers on which money is to be paid, and shall countersign the checks drawn by the Treasurer against the funds of the Institute, when such drafts are known to him to be proper and duly authorized by the Finance Committee. He shall have charge of the books of account of the Institute, and shall furnish when required by the Board of Direction a statement of receipts and expenses under

their several headings, and also a statement of monthly balances. He shall present annually, to the Board of Direction, a balance sheet of his books as of the 31st of December, and shall furnish from time to time such other statements as may be required of him. He shall conduct the correspondence of the Institute and keep full records of the same. He shall perform all other duties which may from time to time be assigned to him by the Board of Direction.

SEC. 5. The Board of Direction may also, if they deem it necessary, appoint an Assistant Secretary, who shall aid the Secretary and be under his immediate direction in all matters.

SEC. 6. The President, within twenty days after the annual meeting, shall appoint from the membership the following standing committees:

- Committee on Papers.
- Committee on Standardization.
- Committee on Publicity.

These committees shall report to the President and perform their duties under his supervision.

ARTICLE VII

NOMINATION AND ELECTION OF OFFICERS

SEC. 1. One month before the annual meeting, nominations for the offices of President, Vice-President, Secretary, Treasurer, and four Managers, shall be called for from the entire membership. Two weeks before the annual meeting the Board of Direction shall submit to the membership a list of nominees, which list shall consist of the pairs of names receiving the largest number of nominations for each office. In the event of ties in nomination, the Board of Direction shall select the name of the man in its opinion best fitted for that office. The membership shall then submit a written ballot voting for officers from the list of nominees above described. A majority vote up to the time of the closing of the polls (24 hours before the opening of the annual meeting) shall elect. Before nominees' names are submitted to the membership for final vote each nominee shall be consulted, and, if he so requests, his name shall be withdrawn and the next ranking name substituted.

SEC. 2. The Editor of Publications shall be elected by a majority vote of the Board of Direction at their meeting next after the annual meeting of the Institute.

ARTICLE VIII

MEETINGS

SEC. 1. There shall be an Annual Meeting, at which the annual reports for the year ending December 31st previous shall be presented, and the ballot for officers canvassed. At this meeting 15 members shall constitute a quorum.

SEC. 2. Business meetings shall be held as prescribed by the by-laws.

SEC. 3. In addition to the Annual Meeting, meetings for the reading and discussion of papers shall be held as ordered by the Board of Direction.

SEC. 4. Special meetings may be called by the Board of Direction, and shall be so called upon the request of ten members, which request shall state the purpose of such meeting. The call for such meeting shall be issued ten days in advance, and shall state the purpose thereof, and no other business shall be taken up at such meeting. At these meetings ten members shall constitute a quorum.

SEC. 5. The Institute may adopt, from time to time, rules for the order of business at its meetings.

SEC. 6. Meetings of the Board of Direction shall be held at the time of the Annual Meeting and such other times as the Board may determine.

ARTICLE IX

AMENDMENTS

SEC. 1. Proposed amendments to this Constitution must be reduced to writing and signed by not less than ten members, and be submitted to the membership who shall vote by letter ballot. The amendment shall be adopted if 75 per cent. of the votes received are in favor of such action.