

THE INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS

January 1974

January 1973

January 1972

January 1971

January 1970

January 1969

January 1968

January 1967

January 1966

January 1965

MeegqBoung  
1974-1975



THE **INSTITUTE OF  
ELECTRICAL AND  
ELECTRONICS  
ENGINEERS, INC.**

345 EAST 47TH STREET, NEW YORK, N.Y. 10017 AREA CODE 212 752-6800

# BYLAWS

JANUARY 1974

304.2 311.1, 106.3	ADMISSION AND ADVANCEMENT COMMITTEE Responsible to Executive Committee Composition and Duties	304.2 306	CONFERENCE BOARD Responsible to Board of Directors Composition and Duties
108	ADMISSIONS AND TRANSFERS	603	CONFERENCES
315 315.2 315.3	AMENDMENTS Constitution Bylaws	315.2 600 601	CONSTITUTION, AMENDMENTS
200 201 202 203 202.3 201.8 203.1	ANNUAL ASSEMBLY Composition Meetings Functions Quorum Special Meetings Reports	602 603 604 303	CONVENTIONS AND MEETINGS Annual International Convention Regional Meetings Special Technical Conferences Cooperation with National Engineering Societies
106	APPLICATIONS FOR MEMBERSHIP	403 402.13 403.2 401.4	CORPORATE OFFICERS OF IEEE
101 104.5 105.5 106.2	ASSOCIATE Grade Rights and Privileges Qualifications References	403 403.3 403.4 403.5 403.6 403.7	COUNCILS Definition Petition Regional Committee
304.2 311.15	AUDIT COMMITTEE Responsible to Board of Directors Composition and Duties	305.4	COUNCIL COMMITTEE Term of Office Meetings Duties Officers
305 304.2 305.1 305.2 305.3 305.4 305.5 305.6 305.7 305.8 305.6, 9 305.10 305.11	AWARDS BOARD Responsible to Board of Directors Awards Board; Composition, Duties Medal of Honor Major Medals Field Awards Scholarship Awards Prize Papers Group and Other Awards External Awards Authority for Awards Procedure for Nomination and Selection of Candidates Presentation of IEEE Awards	405.19 201.1 201.2 310.2 301.1 310.1, 2 109 108.5 109.1 109.2 109.3 109.4 109.5 105.7 110 109.6	HARRY DIAMOND AWARD
305.6	W. R. G. BAKER AWARD		DIVISIONS OF IEEE GROUPS AND SOCIETIES
110	BILLING, TERMINATION AND REINSTATEMENT		DIVISIONAL DELEGATES/DIVISIONAL DIRECTORS Annual Assembly Election " Board of Directors Technical Activities Board
301 301.1 301.5 301.6, 7, 9 301.8 301.11 301.12	BOARD OF DIRECTORS Composition Annual Meeting Other Meetings Special Meetings Meeting Notices Quorum		DUES Schedule of Payment Dues Rates Dues Waived, Life Members Dues Reduced, Retired Members Dues Waivers Dues Reduced, Unemployed Members Special Dues, Members in Military Service Billing Advance Payment for Life Membership
304 304.2 304.3 304.4 304.5 304.6 304.8 304.10	BOARDS AND COMMITTEES Listing Subcommittees Eligibility for Appointment Term of Appointment Duration of Service Distribution of Appointments Manuals Periodic Review	308.4 308.1 308.5 305.3 304.2 307.1	EDITORS, IEEE SPECTRUM, PROCEEDINGS, PRESS Appointment Member, Publications Board Member, Panel of Technical Publication Editors
315.3	BYLAWS, AMENDMENTS		EDISON MEDAL
304	COMMITTEES AND BOARDS		EDUCATIONAL ACTIVITIES BOARD Responsible to Board of Directors Composition and Duties
311.12	COMPENSATION COMMITTEE	305.3 311.11	EDUCATIONAL ACTIVITIES BOARD CHAIRMAN Election Board of Directors " Executive Committee "
Bylaws added, amended or renumbered by the Board of Directors March 29, 1973; August 2, 1973; September 11-12, 1973; Nov- ember 29-30, 1973; and January 9, 1974.			EDUCATION MEDAL
			EMPLOYEE BENEFITS COORDINATION COMMITTEE

104.10	EMBLEM OF IEEE	605	GENERAL MEETING OF MEMBERS
104.11	Registration	605.1	Quorum
108	ENTRANCE FEE	101	GRADES OF MEMBERSHIP
101	EXCHANGE MEMBER	103	GROUP AFFILIATE
104.7	Grade	104.9	Designation
105.12	Rights and Privileges	405.17	Rights and Privileges
108.6	Qualifications	405	Identification
	Limitations	405.2	GROUPS AND SOCIETIES
302	EXECUTIVE COMMITTEE	405.1	Petition
302.1	Appointment	405.3	Approval
302.2	Composition	405.4	"
302.3	Meetings	405.5, 12	Constitution
302.4	Term of Office	405.7	Publications
302.5-12	Duties	405.8	Group Fees
302.11	Quorum	405.10	Group Subsidies
311.12	Compensation Committee	405.14	Meetings
311.13	Finance Committee	103.1	Meeting Reports and Financial Statements
314.1	Pension Benefit Plan	405.17	Group Affiliates
302.5	Coordinators	405.18	"
303.3	"		Listing of Groups and Societies
307.1	"	400	GROUPS OF MEMBERS
309.4	"	401	Regions
		402	Sections
203.1	EXECUTIVE DIRECTOR	403	Councils
312.1	Election	404	Subsections
301.1	"	405	Groups and Societies
302.2	Board of Directors	406	Group Chapters
311.12	Executive Committee	407	Student Branches
	Compensation Committee	406	GROUP CHAPTERS
304.2	FELLOW COMMITTEE	406.2	Petition
311.2	Responsible to Board of Directors	406.3	Approval
	Composition and Duties	406.4	Required Activities
101	FELLOW MEMBER	406.5	Dissolution
104.2	Grade	402.5	Financing
105.2	Rights and Privileges	406.6	"
107.1	Qualifications	406.7, 8, 9	Joint Chapters
311.2	Nominations	406.10, 11	Meetings
	Sponsor and Referees on Nomination	305.4	WILLIAM M. HABIRSHAW AWARD
311.3	FINANCE COMMITTEE	304.2	HISTORY COMMITTEE
311.11	Composition and Duties	311.4	Responsible to Executive Committee
	Employee Benefits Committee		Composition and Duties
316	FISCAL YEAR OF IEEE	101	HONORARY MEMBER
305.3	FOUNDERS MEDAL	104.1	Grade
		105.1	Rights and Privileges
312	GENERAL MANAGER	301.15	Qualifications
201.7	Appointment, Duties	305.4	INDEMNIFICATION
301.10	Secretarial Functions	601	INTERNATIONAL COMMUNICATION AWARD
311.15	"	306.1	INTERNATIONAL CONVENTION AND EXHIBITION (INTERCON)
106.3	Audit Committee		Conference Board Responsibilities
110.2	Membership Applications	304.2	INTERSOCIETY RELATIONS COMMITTEE
304.8	Notice of Membership Termination	311.5	Responsible to Board of Directors
306.2	Committee and Board Manuals	302.12	Composition and Duties
308.1	Designation of Staff Secretaries		INVESTMENT ADVISOR
309.1	"	301.1	JUNIOR PAST PRESIDENT
310.1	"	302.2	Board of Directors
310.4	"	201.1	Executive Committee
402.3	Section Dissolution	311.5	Annual Assembly
404.2	Subsection Dissolution	311.7	Intersociety Relations Committee
406.3	Establishment of Chapters	311.9	Chairman, Long Range Planning Committee
407.12	Student Branch Dissolution	311.9	Chairman, Nominations and Appointments Committee
407.13	"	311.9	Committee
312	GENERAL MANAGER, EXECUTIVE DIRECTOR AND HEADQUARTERS STAFF		

305.4	MERVIN J. KELLY AWARD	314	PENSION BENEFIT PLAN
305.3	LAMME MEDAL	501	PERIODICALS
305.4	MORRIS E. LEEDS AWARD		PETITIONS
305.4	MORRIS N. LIEBMANN AWARD	313.5	Elective Offices of IEEE
		313.11	Offices in Organizational Units
		315	Constitutional Amendments
102	LIFE MEMBER	305.4	FREDERIK PHILIPS AWARD
104.8	Designation		
109.2	Rights and Privileges	201.1, 6	PRESIDENT OF IEEE
	Waiver of Dues/Regional Assessment	301.1	Annual Assembly
304.2	LIFE MEMBER FUND COMMITTEE	302.2	Board of Directors
311.6	Responsible to Board of Directors	303.1	Executive Committee
	Composition and Duties	303.2	Corporate Officer
304.2	LONG RANGE PLANNING COMMITTEE	303.7	Term of Office
311.7	Responsible to Board of Directors	303.9	Incapacity to Perform Duties
	Duties	311.7	Nominations and Appointments Committee
300	MANAGEMENT OF IEEE	107	Long Range Planning Committee
	"	107.2	PROPOSALS
305.2	MEDAL OF HONOR		Proposals for Admission to Membership
		304.2	PUBLIC RELATIONS ADVISORY COMMITTEE
101	MEMBER	311.14	Responsible to Executive Committee
104.4	Grade		Composition and Duties
105.4	Rights and Privileges	500	PUBLICATIONS
106.2	Qualifications	501.1	IEEE Spectrum
	References	501.2	Proceedings of the IEEE
100	MEMBERSHIP	501.3	Transactions of IEEE Groups/Societies
101	Grades	501.4	Other Publications
102	Life Member	502	"
109.6	Life Member - Advance Dues Payment	501.5	Directory
104	Rights and Privileges	501.6	Subscriptions
104.12	Assertion of Grade	503	Standards
105	Qualifications	405.13	"
105.7	Military Service	104.13	Publications Received by Members
106	Applications		
107	Proposals		
108	Admissions and Transfers	304.2	PUBLICATIONS BOARD
108.4	Membership Period	308	Responsible to Board of Directors
109	Dues		Composition and Duties
109.3	Retired Members	105	QUALIFICATIONS FOR MEMBERSHIP
109.5	Unemployed Members		
110	Billing, Termination and Reinstatement		
110.2	Suspension	202.3	QUORUM
111	Resignations	301.12	Annual Assembly
112	Severances	302.11	Board of Directors
		401.6	Executive Committee
304.2	MEMBERSHIP AND TRANSFERS COMMITTEE	605.1	Regional Committee
311.8	Responsible to Executive Committee		General Meeting of Members
	Composition and Duties	106.2	REFERENCES
304.2	NOMINATIONS AND APPOINTMENTS COMMITTEE		
311.9	Responsible to Board of Directors	203.1	REGION 10 DIRECTOR
313	Duties	301.1	Election
	"		Board of Directors
313	NOMINATIONS AND ELECTIONS	304.2	REGIONAL ACTIVITIES BOARD
313.6	Approval of IEEE Ballot	309	Responsible to Board of Directors
313.8	Preparation of IEEE Ballot		Composition and Duties
313.1, 8, 9	Elective Offices of IEEE	108.5	REGIONAL ASSESSMENTS
313.10	Organizational Units	109.1	Payment with Initial Application
315.2	Constitutional Amendments	109.2	Payment with Annual Dues Renewal
401.8	Regional Director	109.5	Waiver for Life Members
313.4	"	110	Reduction for Unemployed Members
313.8	"		Billing
313.5	Petitions for IEEE Elective Offices		
310.2	Divisional Directors	313.4	REGIONAL COMMITTEES
311.9	"	401.7	Duties
313.9, 10, 11	Voting Procedures	401.4	"
313.1	Soliciting Names of Proposed Candidates		Composition

	REGIONAL COMMITTEES - Continued	
401.5	Composition	101
401.6	Quorum	104.3
401.13	Funds from Headquarters	105.3
→ 401.14	Regional Treasuries	106.2
401.12	Reimbursement of Expenses for Committee Members	301.1
	REGIONAL DELEGATES/REGIONAL DIRECTORS	201.1
201.1	Annual Assembly	311.5
201.3	Election, Term	
301.1	Board of Directors	311.7
401.9	Chairman, Regional Committee	311.9
201.3	Vacancy	
313.8	Ballot	112
602	REGIONAL MEETINGS	405.1
	REGIONAL STUDENT ACTIVITIES COMMITTEE	405.18
→ 401.10	Composition and Duties	
309.2	Student Activities Committee, RAB	503
401	REGIONS	310.4
	REIMBURSEMENT OF EXPENSES	503
202.5	Annual Assembly	
301.13	Board of Directors, Executive Committee	→ 304.2
301.14	Regional Directors	311
303.6	Corporate Officers	
308.4	Editors, IEEE Publications	
→ 401.12	Regional Committee Meetings	309.2
407.18	Student Counselors, Branch Chairmen, Prize Winners	407
		407.3
		407.5, 7
		407.6
110	REINSTATEMENT OF MEMBERSHIP	407.8
	REPRESENTATIVES	407.12, 13
304.9	Appointment by Board of Directors	407.14
311.5	Representative to ECPD Committee	407.15
		407.10
111	RESIGNATIONS	
104	RIGHTS AND PRIVILEGES	407.2
305.4	DAVID SARNOFF AWARD	
	SCHOOL OF RECOGNIZED STANDING	101
105.4	Member Grade Qualifications	104.6
105.6	Student Membership	105.6
105.8, 9	Membership Applications	106.2
105.11	Definition	404
		404.1
		404.2
		404.3
303.1	SECRETARY OF IEEE	
301.1	Corporate Officer	
302.2	Board of Directors	310
203.1	Executive Committee	304.2
303.5	Election and Term of Office	310.1
303.9	"	310.2
	Annual Report	310.3
		310.4
402	SECTIONS	→ 310.4
402.1	Definition	
402.2	Petition	
→ 402.2, 3	Dissolution	203.1
402.5	Bylaws	301.1
402.6	Section Affiliation	
402.7	Financial Operation	
402.8	Financial Statement	304.2
402.9	Meeting Reports	311.10
402.10	Funds from Headquarters	313.9
402.12	Publications	315.2
402.13	Joint Section Activities	

	SENIOR MEMBER	
	Grade	
	Rights and Privileges	
	Qualifications	
	References	
	SENIOR PAST PRESIDENT	
	Board of Directors	
	Annual Assembly	
	Chairman, Intersociety Relations Committee	
	Long Range Planning Committee	
	Nominations and Appointments Committee	
	SEVERANCE OF MEMBERSHIP	
	SOCIETIES OF IEEE	
	Definition, Approval	
	Listing	
	STANDARDS	
	STANDARDS BOARD	
	Composition and Duties	
	Publications	
	STANDING COMMITTEES	
	Listing	
	Composition and Duties	
	STUDENT ACTIVITIES COMMITTEE	
	STUDENT BRANCHES	
	Petition	
	Constitution	
	Joint Student Branches	
	Section Student Branch	
	Branch Requirements	
	Funds from Headquarters	
	Dissolution	
	Meeting Reports, Financial Statements	
	STUDENT COUNSELOR	
	Appointment and Duties	
	STUDENT MEMBER	
	Grade	
	Rights and Privileges	
	Qualifications	
	References	
	SUBSECTIONS	
	Petition, Approval	
	Required Activities	
	Subsection Affiliation	
	TECHNICAL ACTIVITIES BOARD	
	Responsible to Board of Directors	
	Composition	
	Operating Committee	
	Functions	
	Structure	
	TECHNICAL ACTIVITIES BOARD - VICE-CHAIRMAN	
	Election	
	Board of Directors	
	TELLERS COMMITTEE	
	Responsible to Board of Directors	
	Composition and Duties	
	Counting of Ballots - Elections	
	Counting of Ballots - Constitutional Amendments	

	TERMINATION OF MEMBERSHIP	110
	BROWDER J. THOMPSON AWARD	305.6
	TRANSFERS	
	References	106.2
	Proposals	107
	Fees	108
	Student Transfers	105.6
	"	106.5
	Re-application	106.4
	TREASURER OF IEEE	
	Board of Directors	301.1
	Executive Committee	302.2
	Corporate Officer	303.1
	Election and Term of Office	303.5
	Annual Audit, Investment Reports	303.10
	Election	203.1
	Chairman, Finance Committee	311.3
	Long Range Planning Committee	311.7
	Employee Benefits Committee	311.11
	Audit Committee	311.15
	UNITED STATES ACTIVITIES COMMITTEE	
	Responsible to Board of Directors	304.2
	Composition and Duties	→ 311.13
	VACANCIES	
	Corporate Officers of IEEE	303.8
	Boards and Committees	304.7
	Regional Directors	201.3
	"	301.3
	Regional Committee	401.6
	Section Officers	402.5
	VICE-PRESIDENT (ELECTED BY VOTING MEMBERS)	
	Board of Directors	301.1
	Executive Committee	302.2
	Corporate Officer	303.1
	Term of Office	303.3
	Assuming Presidential Duties	303.4
	"	303.7
	Annual Assembly	201.1
	VICE-PRESIDENT - PUBLICATION ACTIVITIES	
	Board of Directors	301.1
	Executive Committee	302.2
	Corporate Officer	303.1
	Term of Office	303.3
	Election	203.1
	Chairman, Publications Board	303.3
	"	308.1
	VICE-PRESIDENT - REGIONAL ACTIVITIES	
	Board of Directors	301.1
	Executive Committee	302.2
	Corporate Officer	303.1
	Term of Office	303.3
	Election	203.1
	Chairman, Regional Activities Board	203.1
	VICE-PRESIDENT - TECHNICAL ACTIVITIES	
	Board of Directors	301.1
	Executive Committee	302.2
	Corporate Officer	303.1
	Term of Office	303.3
	Election	203.1
	Chairman, Technical Activities Board	303.3
	"	310.1
	VLADIMIR K. ZWORYKIN AWARD	305.4

BYLAWS

100. MEMBERSHIP

101. Grades

1. The grades of IEEE membership are:
  - a. Honorary Member
  - b. Fellow
  - c. Senior Member
  - d. Member
  - e. Associate
  - f. Student
  - g. Exchange

The term "member" when printed without an initial capital, where used in these Bylaws, includes all grades of membership.

102. 1. The designation "Life Member" is applicable only to a member who has attained the age of 65 years and who has been a member of IEEE or one of its predecessor societies for such period that the sum of his age and his years of membership equals or exceeds 100 years. All members having the designation "Life Member" or "Member-for-Life" in the predecessor societies shall be designated as a "Life Member" in the IEEE. Any member who would have been qualified on or before December 31, 1963, to be a Member-for-Life of AIEE, under the rules of eligibility of the AIEE, or to be a Life Member of IRE, under the rules of the IRE, shall be qualified to be a Life Member of IEEE.

103. 1. The designation "Affiliate of IEEE Group\* or Society" refers to individuals who are not members but who are entitled to participate in certain activities under provisions established by the Executive Committee as specified in the Bylaws.

104. Rights and Privileges

1. Honorary Members shall be entitled to all rights and privileges of the IEEE except the right to hold office therein.
2. Fellows shall be entitled to all rights and privileges of the IEEE.
3. Senior Members shall be entitled to all rights and privileges of the IEEE except the right to serve on the Fellow Committee.
4. Members shall be entitled to all rights and privileges of the IEEE except the right to hold (1) any corporate office, (2) the office of Director, (3) membership on the Admission and Advancement Committee, the Awards Board, or the Fellow Committee.
5. Associates shall be entitled to attend meetings of IEEE members, to vote only on matters presented to groups of members (such as Groups and Sections),

\* For the purposes of these Bylaws, the term "Group" shall include both Groups and Societies unless specifically stated otherwise.

to be appointed on committees with the right to vote when specifically approved by the Board of Directors or the Executive Committee, but shall not have the right to hold any office.

6. Students' rights and privileges are defined in the Student Manual.
7. Exchange Members shall have the rights and privileges of the Member grade, except the right to vote and the right to hold any IEEE office. The term of membership of any Exchange Member shall be limited to three years.
8. Life Members have those privileges associated with their grade immediately before becoming a Life Member or with such higher grade to which they may be advanced.
9. Group Affiliates are entitled to participate in certain Group activities under provisions established by the Executive Committee as specified in the Bylaws.
10. The emblem of IEEE will be protected by legal registration and shall be reproduced only in connection with official business of the IEEE.
11. Emblems to be worn by members are to be purchasable only from IEEE Headquarters.
12. Assertion of IEEE membership by members for purely personal purposes is authorized, including the right to use the following abbreviations:  
  
Hon. Mem. IEEE  
Fel. IEEE  
Sen. Mem. IEEE  
Mem. IEEE  
Assoc. IEEE  
Exch. Mem. IEEE
13. Every member of the IEEE shall receive those publications of the IEEE specified by the Board of Directors.

105. Qualifications

1. Honorary Members are elected by the Board of Directors from among those who have rendered meritorious service to mankind in engineering or other allied fields. Election is by the unanimous affirmative vote, by secret ballot, of all of the members of the Board of Directors present at a regularly constituted meeting. Nominees may be proposed to the Board of Directors in writing by not less than ten members. Proposals for the election of Honorary Members do not come under the review of the Admission and Advancement Committee. The election of an Honorary Member shall be deemed invalid if acceptance is not received within six months from the date of his election.
2. Fellow: The grade of Fellow is one of unusual professional distinction and shall be conferred only by invitation of the Board of Directors upon a person of outstanding and extraordinary qualifications and experience in the fields of electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences, who has made important individual contributions to one or more of these fields. The year of election to the grade of Fellow is the year following affirmative action by the Board of Directors in conferring the grade of Fellow. The candidate shall hold Senior Member grade at the time the nomination is submitted and shall have been a member in any grade for a period of five years or more preceding January 1 of the year of election.

3. Senior Member is the highest professional grade for which application may be made and shall require experience or attainment reflecting professional maturity. For admission or transfer to the grade of Senior Member, a candidate shall be an engineer, scientist, educator, technical executive or originator in the fields of electrical or electronics engineering and science, radio, allied branches of engineering or related arts and sciences.

He shall have been in the active practice of his profession for at least ten years and shall have attained distinction as measured by performance over a period of at least five of these years, such performance including one or more of the following:

- a. Publication of important original engineering or scientific papers, books or inventions, or
  - b. Technical direction with evidence of accomplishment of important scientific or engineering work, or
  - c. Creative contributions to the welfare of the scientific or engineering profession, or
  - d. Establishment or furtherance of important scientific or engineering courses in a "school of recognized standing," or
  - e. Contributions equivalent to those of "a" to "d" above in areas such as technical editing, patent prosecution or patent law, provided these contributions serve to advance progress substantially in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences.
4. Member grade is a professional grade limited to those who have demonstrated professional competence in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences. For admission or transfer to the grade of Member, a candidate shall be either:
    - a. An individual in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences, (1) who shall have graduated from a course of study of at least four academic years duration, in those fields, in a "school of recognized standing" or its equivalent, or (2) who shall have had at least three years of experience, in a position normally requiring the qualifications listed under (1), which may be accepted in lieu of the educational requirements at the discretion of the Admission and Advancement Committee.
    - b. A teacher of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences, who shall have graduated from a course of study of at least four academic years duration, or its equivalent, in those fields, in a "school of recognized standing," or who has had at least three years of professional teaching experience and shall have participated in planning and conducting courses.
    - c. A person regularly employed in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences, for at least six years who, by experience, has demonstrated competence in work of a professional character.

- d. An executive who, for at least six years, has had under his direction important technical, engineering or research work in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences.

5. Associate: For admission or transfer to the Associate grade, an applicant must have graduated from a course of study of at least two academic years duration or its equivalent in the fields of electrical, electronics or radio technology or an allied branch of engineering or related arts and sciences in a "school of recognized standing" or the applicant must satisfy the IEEE that he is interested in and capable of rendering service to electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences and that his admission to this grade will contribute to the welfare of the IEEE.

#### 6. Student:

- a. A Student member must carry at least 30 per cent of a normal full-time academic program as a registered undergraduate or graduate student in a regular course of study in electrical or electronics engineering, radio, an allied branch of engineering technology or the related arts and sciences.
- b. Student members, upon graduation with at least a bachelor's degree or its equivalent from a "school of recognized standing," shall be transferred to Member grade.
- c. Student members other than those qualifying under sub-paragraph "b," upon graduation with at least a two-year degree, shall be transferred to Associate grade.

7. When an IEEE member, in any grade including Student, submits evidence to IEEE Headquarters that he has entered military service on a full-time basis, he may thereafter continue his membership and receive the privileges thereof for a period not to exceed four years, by payment of annual dues equal to the Student dues. Evidence of continued military service shall be provided with each annual dues payment. Alternatively, a member providing evidence of entrance into full-time military service may request that he be placed in inactive status, without payment of dues, for a period not to exceed four years, and his membership shall be recorded as uninterrupted for such period. Members on inactive status shall not be entitled to receive publications, member services or voting privileges.

8. Graduation from a course of at least eighteen months duration of study in a curriculum related to IEEE fields of interest in an institution not approved as a "school of recognized standing" may be accepted as equivalent to one year's professional experience in those fields.

9. Full-time graduate work, or part-time graduate work with teaching or research, in the fields of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences, in a "school of recognized standing," may be accepted as equivalent to professional experience.

10. The time requirements for admission or transfer to any grade of membership may be satisfied by applying pro rata the experience of the candidate under the various alternative requirements for the grade.

11. The term "school of recognized standing" refers only to schools which are a part of a university, university system or a college (including bona fide junior and community colleges or a technical institute) and which meet accreditation standards of the appropriate national, regional or professional accrediting bodies and are so designated by the Regional Activities Board.

12. Exchange Member: To qualify for admission as an Exchange Member, the applicant shall be a member in good standing of a technical or scientific society recognized by the IEEE Executive Committee for Exchange Membership privileges, provided such privileges are reciprocally offered to IEEE by the society so recognized.

13. Admission to membership in IEEE in any grade shall not be affected by the race, religion, nationality or sex of the applicant.

#### 106. Applications

1. Applications for admission to the IEEE or for transfer to a higher grade shall be made on a form provided by IEEE and shall embody a record of the general technical education of the applicant and his technical career. The applicant shall provide the names of references as specified in Bylaw 106.2. References for admission or transfer to Member grade or Senior Member grade shall be requested to fill out a prescribed confidential form commenting on the qualifications of the applicant.

2. Applicants for membership shall furnish names of references as follows:

For Senior Member - Three Fellows or Senior Members.

For Member - Three Fellows, Senior Members or Members.

For Associate - The written endorsement (signature) of one IEEE member in any of the following grades: Member, Senior Member, Fellow, Honorary.

For Student - The Counselor at his institution, if such Counselor exists; otherwise, a member of the faculty of his institution, who must be an IEEE member.

Should an applicant for admission or transfer certify that he is not personally known to the above specified number of IEEE members who are sufficiently familiar with the applicant's experience to justify him in using their names as references, the Admission and Advancement Committee may, in its discretion, accept other references who are familiar with his professional work, preferably engineers or scientists of standing.

3. Applications for admission or transfer to any grade of membership, except the grades of Honorary Member and Fellow, shall be addressed to the Board of Directors and submitted to IEEE. Recommendation of election or transfer of an applicant to any grade, except the grades of Honorary Member and Fellow, shall be by a three-quarters affirmative vote of the Admission and Advancement Committee, provided, however, that the Admission and Advancement Committee may delegate to the General Manager, or his appointed representative, authority to elect or transfer applicants to the grade of Student, Associate, or Member when there is

evidence that the requirements of Bylaw 105 have been fulfilled. When so authorized, the General Manager shall render regular reports to the Admission and Advancement Committee of the elections and transfers so processed. (See also Bylaw 106.1.)

4. A re-application for admission or transfer to a particular grade may be made after the expiration of one year from the date of a rejection.

5. The Executive Committee is authorized to act for the Board of Directors in electing members, readmitting members or transferring their membership grades, except where involving Honorary Member and Fellow grades, and may waive application and reference requirements in the transfer of members from Student to Associate or Member grade. (See also Bylaw 302.1.a.)

#### 107. Proposals

1. Each year, the Fellow Committee shall recommend to the Board of Directors nominees for Fellow grade. A citation summarizing the accomplishments of the nominee shall be a part of each recommendation.

2. Admission or transfer to any grade except Fellow may be proposed by any member acting as sponsor by supplying to the Admission and Advancement Committee sufficient information and testimonials from the required number of references to satisfy the Admission and Advancement Committee as to qualifications. Such proposals shall be acted upon by the Admission and Advancement Committee and, if approved, transmitted to the Executive Committee. If approved by the Executive Committee, an invitation blank shall be sent to the proposed member inviting him to accept the grade of membership proposed, which membership shall become effective automatically and immediately upon his supplying the biographical and professional information required and paying the necessary dues and fees which must be received within six months.

#### 108. Admissions and Transfers

1. The entrance fee for all grades shall be five dollars (\$5.00), except that there shall be no entrance fee for the Student grade or from members of another society with which there is a reciprocal agreement. The Board of Directors may, under special circumstances, waive the entrance fee.

2. No entrance fee shall be charged a non-IEEE member of a Joint Student Branch who is a student member of another national engineering society which is a sponsor with IEEE of the Joint Student Branch and who applies for membership in the IEEE within six months after the termination of his student member status.

3. There shall be no transfer fees. A notice of approval of a transfer shall be sent to the member.

4. The membership period shall be dated as of the first day of the month after election. A notice that he has been elected shall be sent to every newly admitted member. He shall receive the first publication routinely mailed after receipt of his application.

5. The entrance fee, annual dues, and Regional assessment, if any, shall be payable with the application for admission to membership. Should the applicant fail of admission to membership, the sum remitted with the application shall be refunded. Payments of annual dues, Regional assessment, if any, Group/Society fees and subscription fees by newly elected members except Student members

may be made in two equal installments, the first upon application for membership and the second in accordance with Bylaw 110.1.

Annual dues, and Regional assessment, if any, shall be applied to membership as follows:

If payment is received in the period September 1 to December 31, inclusive, membership shall continue until December 31 of the following year.

If payment is received in the period January 1 to the last day of February, inclusive, membership shall continue until December 31 of the current year.

If payment is received in the period March 1 to August 31, inclusive, the dues, and Regional assessment, if any, payable shall be one-half of the annual dues, and Regional assessment, if any, and membership shall continue until December 31 of the current year.

6. Admission of Exchange Membership shall be granted upon receipt of certification by an officer of the society recognized for Exchange Membership privileges that the applicant is a member in good standing of that society. Exchange Membership shall terminate upon notification that the Exchange Member is no longer a member in good standing of that society, but in no event shall Exchange Membership extend beyond a term of three years. The dues and fees payable by an Exchange Member shall be the same as those paid by members of the IEEE.

#### 109. Dues and Regional Assessments

1. The annual dues for all grades other than Student, except as noted in paragraphs 2 and 3 below, shall be thirty dollars (\$30.00) with an additional Regional assessment of five dollars (\$5.00) for members residing in the United States and Canada. The dues for Student grade shall be eight dollars (\$8.00) per year. Student members in Regions 1 to 7 inclusive transferring to a higher grade, without interruption of membership, shall pay dues of eighteen dollars (\$18.00) with an additional Regional fee of three dollars (\$3.00) for the first year of membership in the higher grade; transferring Student members in Regions 8 to 10 inclusive shall pay dues of eighteen dollars (\$18.00) for the first three consecutive years of membership in the higher grade, with no additional Regional fee.
2. Dues, and Regional assessment, if any, shall be waived on January first of the year following attainment of Life Member status as defined in Bylaw 102. In determining the required years of membership, the following rules shall apply: (a) Only years in which membership dues were paid shall be counted. (b) Student membership years shall be counted. (c) Years need not be consecutive. (d) Years in which membership dues were paid to AIEE or IRE shall be counted. (e) A year of concurrent membership in both AIEE and IRE shall be counted as one year only.
3. A retired member, not gainfully employed and not qualifying for Life Member status, on attaining the age of 65 years may apply for dues at \$8.00 per year.
4. Under exceptional circumstances, as provided for in the Constitution, such as inability of a member to remit dues due to wartime conditions, the Board of Directors may, if it waives dues, also declare that during the period of such waiver, the member has maintained continuous membership.

5. When a member, having informed the IEEE Headquarters office that he has become unemployed through involuntary termination and that he is seeking re-employment, requests a reduction in dues and other fees, he shall be entitled to receive the privileges and services of membership for the calendar year 1974 upon payment of (1) one-half of the member dues, (2) one-half of Group and Society fees and subscriptions, if any, and (3) one-half of Regional assessments, said payment being due July 1, 1974. Notice of this privilege shall be published to the membership at large in the IEEE SPECTRUM.
6. Any member above Student grade may elect to pay Institute dues, regional fees, and Group or Society fees in advance at the annual rate then in effect. The years for which dues and fees have been paid in advance shall be immediately credited to the record of the member in determining his eligibility to the designation of Life Member as provided in Bylaw 102. No refund will be made of dues or fees paid in advance.

#### 110. Billing, Termination and Reinstatement

1. The annual dues period is the calendar year. A billing covering dues, and Regional assessment, if any, Group/Society fees and subscriptions shall be mailed to every member not later than the beginning of the annual dues period. Members above Student grade may pay this bill in two equal installments due January first and July first. The first installment for Regions 1 - 7 shall be paid not later than two months, the first installment for Regions 8, 9 and 10 shall be paid not later than four months, and the second installment for all Regions not later than eight months, after the beginning of the annual dues period. During calendar year 1974, the payment privileges specified in Bylaw 109.5 shall apply for unemployed members.
2. After prior notification, if the bill for annual dues, and Regional assessment, if any, shall not have been paid on or before the time specified in Bylaw 110.1, it shall be the duty of the General Manager to notify the member that, in accordance with the Bylaws of the IEEE, his right to vote in any Institute election has been suspended and that, if the dues, and Regional assessment, if any, remain unpaid on December thirty-first of the then current year, his membership shall be terminated. Accompanying this notice shall be a final bill, with the suggestion that the member pay his dues, and Regional assessment, if any. The suspended membership privileges shall be restored upon receipt of such payment if received prior to December thirty-first of the then current year.
3. Membership so terminated may be resumed, with no loss of continuity, upon payment of all dues, and Regional assessment if any, in arrears. Membership may be resumed after a lapse, without continuity of membership, upon payment of current dues, and Regional assessment if any. If the lapse of membership equals or exceeds two years, a new entrance fee shall be paid upon renewing membership.
4. On resuming membership and paying dues, and Regional assessment if any, in arrears, a member shall be restored to the publication mailing list and receive all issues from that date on. Publications that he would normally have received had his membership status been continuous shall be considered forfeited. However, upon written request these will be supplied if available.
5. When a membership is terminated, all subscriptions to IEEE publications that had been received by such person by reason of his former membership also terminate as of the same date.

6. The mailing of bills or statements to the last known address of a member on record in the IEEE shall be considered a valid notice of indebtedness.

#### 111. Resignations

1. A member in good standing may resign by submitting a written resignation to the Secretary.
2. Subject to the approval of the Executive Committee, a resigned member may resume his membership upon payment of current dues, and Regional assessment, if any.

#### 112. Severances

1. To initiate action toward expulsion of a member, a signed complaint must be submitted to the Board of Directors which, if it deems the reason sufficient, shall notify the accused by letter of the charges against him and of the place and date of a hearing to consider such charges which shall be held not less than thirty days after mailing of the notice. The accused may present his defense in person, in writing, or by an authorized representative. There shall be a majority of the members of the Board present at the hearing and the votes cast must be unanimous in order to expel or suspend. The vote shall be considered not unanimous if any member abstains from voting. The action of the Board of Directors shall be final and conclusive. The complaint shall be dismissed if the Board of Directors does not take unanimous action.

If the complaint concerns a member who is a Director, that person is disqualified from serving as a Director for the purpose of this section.

2. If information is presented to the Executive Committee indicating that the applicant for membership or transfer to a higher grade has been elected on the basis of an application containing apparent misrepresentations or false statements, the Executive Committee shall investigate and provide the member an opportunity to submit an explanation. If the Executive Committee concludes that such membership was obtained through misrepresentations or false statements, the membership shall be terminated with notice mailed to the member.

#### 200. ANNUAL ASSEMBLY

#### 201. How Constituted

1. The annual Assembly shall consist of the President, the Senior Past President, the Junior Past President, the Vice-President elected by the voting members, nine Regional Delegates elected by the voting members residing in Regions 1 to 9 inclusive of the IEEE, and six Divisional Delegates elected by voting members of the IEEE Technical Divisions, making a total membership of the annual Assembly of nineteen.
2. The succession of Divisional Delegates shall be such that each of three of the Technical Divisions shall elect a Divisional Delegate for a term of two years in the odd-numbered years, and each of the remaining three Divisions shall elect a Divisional Delegate for a term of two years in the even-numbered years.
3. The Delegates elected by Regions shall be members of and reside in the Regions electing them and shall have terms of office of two years, the Delegates from even-numbered Regions being chosen and elected

in even-numbered years and those from odd-numbered Regions in odd-numbered years. A vacancy shall occur in the office of Regional Delegate at such time as the incumbent ceases to reside in the Region that elected him. Such vacancy shall be filled by the Director selected to fill the corresponding vacancy as provided in Article XI, Section 2, of the Constitution.

4. As stated in the Constitution, all Delegates shall be elected Directors by virtue of their election as Delegates, and shall serve terms as Directors concurrent with their terms as Delegates.
5. All Delegates shall be of Fellow or Senior Member grade.
6. The presiding officer of the annual Assembly, as provided by the Constitution, shall be the President.
7. Prior to the election of the Secretary or in the event of his absence, the General Manager shall perform the secretarial functions.
8. Special meetings of the Assembly may be called by any five Delegates on notice to all other Delegates. Notice of such special meetings giving the time and place of meeting, the purpose of the meeting and the names of the Delegates calling the meeting shall be mailed to all Delegates not less than twenty days before the date set for the special meeting. The place of such special meetings may be only at IEEE Headquarters unless otherwise authorized by a majority vote of all Delegates, such vote to be secured by or transmitted to the Secretary.

#### 202. Meetings

1. The annual Assembly of the IEEE, required by the Constitution to be held on the day of the last regularly scheduled meeting of the Board of Directors in each fiscal year of the IEEE, shall meet where that Board meeting is held. Notice of time and place shall be mailed not less than thirty days in advance. In the case of extraordinary circumstances, a special meeting of the Assembly may be authorized by a two-thirds vote of those present at a regularly constituted meeting of the Board of Directors held at least thirty days in advance of the date of such specially designated meeting.
2. A meeting of the Assembly may be held without notice if waivers of notice signed by all of the Delegates are filed with the Secretary with notation thereof entered in the minutes of the meeting.
3. Ten Delegates shall constitute a quorum at meetings of the Assembly.
4. Any notices of meetings or other official business required by the Constitution or these Bylaws to be mailed to Delegates shall be sent by such routings as shall ensure prompt delivery.
5. Reimbursement for actual and necessary expenses is authorized for Delegates for the purpose of attending any special or extraordinary meeting of the Assembly not associated with a meeting of the Board of Directors held contiguously with it.

#### 203. Functions

1. The annual Assembly shall elect the following additional Directors for terms of one year: the Vice-President - Publication Activities (who shall serve as Chairman of the Publications Board), the Vice-President - Regional Activities (who shall serve as Chairman of the Regional

Activities Board), the Vice-President - Technical Activities (who shall serve as Chairman of the Technical Activities Board), the Chairman of the Education Activities Board, the Secretary, the Treasurer, the Vice-Chairman of the Technical Activities Board, and the Executive Director. The annual Assembly shall additionally, in alternate years, elect a Director to represent Region 10, who shall serve a term of two years.

2. The annual Assembly shall receive reports, verified by the President and Treasurer, or by the Board of Directors, showing the amount and status of real and personal property owned by the IEEE, its fiscal condition, changes in membership, changes in groups of members and other vital statistics, all of which are to be as of the most recent date available from the records kept by the Officers. These reports shall be filed with the records of the IEEE and abstracts thereof entered in the minutes of the proceedings of the Assembly.

### 300. MANAGEMENT

#### 301. Board of Directors

1. The Board of Directors shall be comprised of twenty-eight members, who shall be the President, the two surviving Past Presidents most recently retired from that office, the Vice-President elected by the voting members, nine Regional Directors elected by the voting members in Regions 1 to 9 inclusive of the IEEE, Divisional Directors elected by the voting members of the IEEE technical Divisions, and nine Directors elected by the annual Assembly. The Past Presidents shall be named Senior Past President and Junior Past President, the Junior being the most immediate past holder of the Presidency. All Directors shall be of Fellow or Senior Member grade.

2. The Directors elected by the annual Assembly, for the purpose of determining the total number of Directors-at-Large, as distinguished from those elected by the Regions and the Divisions, shall have Director-at-Large status.

3. The Directors elected by Region shall be members of and reside in the Regions electing them and shall have terms of office of two years, the Directors from even-numbered Regions being chosen and elected in even-numbered years, and those from odd-numbered Regions in odd-numbered years. A vacancy shall occur in the office of Regional Director at such time as the incumbent ceases to reside in the Region that elected him. The existence of such a vacancy shall be established by the Executive Committee upon receipt of information from the Regional Director, or other IEEE Officer, an officer of a Section within the Region or from the records maintained by the General Manager. Residence for the purpose of this Bylaw shall be as determined by the member's Section affiliation, as defined in Bylaw 402.6.

4. The election of Divisional Directors shall be as provided in Bylaw 310.2.

5. The annual meeting of the Board of Directors, required by the Constitution to be the last regularly scheduled meeting in each fiscal year of the IEEE, shall be held immediately prior to the meeting of the annual Assembly and at the same place. Notices thereof shall be mailed at the same time that notices are mailed for the annual Assembly.

6. At its first meeting, the Board shall determine the time and place of other meetings to be held throughout the year, which normally shall not be more than three.

7. The time and place of any scheduled Board meeting may be altered or the meeting cancelled only by majority vote at a regularly constituted meeting of the Board of Directors or by consent of a majority of all Directors secured by or transmitted to the Secretary, not less than twenty days before the original date or the new date set for the meeting, whichever is the earlier. Notice of such approved change shall be mailed to all Directors not less than ten days before the original or the new date, whichever is the earlier.

8. Special meetings of the Board of Directors may be called by any five Directors on notice to all other Directors. Notice of such special meetings giving the time and place of meeting, the purpose of the meeting and the names of the Directors calling the meeting shall be mailed to all Directors not less than twenty days before the date set for the special meeting. The place of such special meeting may be only at IEEE Headquarters unless otherwise authorized by a majority vote of all Directors, such vote to be secured by or transmitted to the Secretary.

9. A meeting of the Board of Directors may be held without notice if waivers of notice signed by all of the Directors are filed with the Secretary with notation thereof entered in the minutes of the meeting.

10. In the absence or incapacity of the Secretary, the General Manager shall perform the secretarial functions.

11. Notices of meetings and any other documents required to be sent to Directors pursuant to provision of the Constitution and these Bylaws shall be sent by such routings as shall ensure prompt delivery.

12. Fourteen voting Directors shall constitute a quorum at meetings of the Board of Directors.

13. Reimbursement for actual and necessary expenses is authorized for Directors for the purpose of attending meetings of the Board of Directors, and for Directors-Elect when invited to attend a meeting of the Board of Directors as observers. Similar reimbursement is authorized for members of the Executive Committee for the purpose of attending meetings of the Committee, and for Directors attending meetings at which the Director performs duties assigned to his office.

14. Reimbursement for actual and necessary expenses is authorized for Regional Directors for the purpose of visiting the Sections and Subsections within their respective Regions.

15. In consideration of their serving as Directors or Officers, IEEE shall indemnify any Director or Officer or former Director or Officer of IEEE, or any person who shall have served at its request as a Director or Officer of another organization against reasonable expenses, including attorney's fees and judgments actually incurred by him in connection with the defense of any action, suit or proceeding to which he is made a party by virtue of his actions while such a Director or Officer. The foregoing right in indemnification shall not be exclusive of other rights to which any Director or Officer may be entitled.

#### 302. Executive Committee

1. The Board of Directors at its annual meeting shall appoint an Executive Committee composed of Directors, to exercise powers and assume duties of management as directed by the Board of Directors and as may be outlined in the Bylaws, subject to the following limitations:

a. That the Board of Directors may at any meeting overrule any act or decision of the Executive Committee;

b. That the Board of Directors may suspend at any meeting any power conferred upon the Executive Committee by resolution or by these Bylaws, such suspension to remain in effect pending repeal of any Bylaw conferring such power; or

c. That the Board of Directors may direct any action or plan of the Executive Committee.

2. The Executive Committee shall be comprised of the President, the Vice-President elected by the voting members, the three Vice-Presidents elected by the annual Assembly, the Junior Past President, the Treasurer, the Secretary, the Chairman of the Educational Activities Board, and the Executive Director. The President shall be Chairman, the Vice-President elected by the voting members shall be Vice-Chairman, and the Secretary shall be Secretary thereof.

3. At the first meeting of a newly appointed Executive Committee, it shall schedule other meetings throughout the year. Minutes of the meetings of the Executive Committee shall be mailed to all Directors.

4. The terms of office of members of the Executive Committee shall coincide with the fiscal year of the IEEE.

5. The Executive Committee may divide its duties and responsibilities among its members as it sees fit and conduct its business as it finds necessary. It shall appoint certain of its members as "Coordinators" charged with functional supervision of activities such as membership, standards, etc. The Chairmen of the Publications Board, the Regional Activities Board, and the Technical Activities Board shall be members of the Executive Committee in their capacities as Vice-Presidents. The Chairman of the Educational Activities Board shall be a member of the Executive Committee. The Executive Committee shall specify those activities to be administered by the General Manager.

6. The Executive Committee shall be responsible for the management of IEEE Headquarters. The Executive Committee shall prepare and present an annual budget to the Board of Directors for approval.

7. The Executive Committee shall be charged with broadly considering IEEE policies and making appropriate recommendations to the Board of Directors on its own initiative.

8. The Executive Committee shall appoint, direct, and coordinate the work of all standing administrative committees except those appointed directly by the Board of Directors.

9. The Executive Committee may authorize conventions, conferences, and meetings of the IEEE and approve their dates and locations.

10. The Executive Committee shall establish an office account, which must be specifically limited in amount, the funds for which shall be made available from the funds received by the IEEE by authorization of at least two Corporate Officers, as provided in the Constitution. Funds shall be withdrawn from the office account only by authorized bonded employees of the IEEE.

11. Five voting members of the Executive Committee shall constitute a quorum.

12. The Executive Committee may select and authorize the execution of contracts with an investment advisor, which may provide that the investment advisor shall have discretionary authority over IEEE's investment portfolio.

#### 303. Corporate Officers

1. As provided in the Constitution, the Corporate Officers of the IEEE shall be the President, the four Vice-Presidents, the Secretary, and the Treasurer. Corporate Officers shall be of Fellow or Senior Member grade.

2. As provided in the Constitution, the President shall be elected by the voting members, by virtue of which election he shall also be a Delegate-at-Large and a Director-at-Large. His term as President shall be one year. His term as Delegate-at-Large and Director-at-Large shall be three years.

3. There shall be four Vice-Presidents of the IEEE. One of these shall be elected by the voting members for a term of office of one year, by virtue of which election he shall be a Delegate-at-Large and a Director-at-Large. The other Vice-Presidents shall be elected by the annual Assembly, for a term of one year, by virtue of which election they shall also be Directors. One of the Vice-Presidents elected by the annual Assembly shall be designated "Vice-President - Technical Activities" and shall be Chairman of the Technical Activities Board. Another Vice-President elected by the annual Assembly shall be designated "Vice-President - Publication Activities" and shall be Chairman of the Publications Board. Another Vice-President elected by the annual Assembly shall be designated "Vice-President - Regional Activities" and shall be Chairman of the Regional Activities Board. The last named three Vice-Presidents shall serve as coordinators of their respective activities on the Executive Committee.

4. The Vice-President elected by the voting members shall take precedence as regards assumption of presidential duties as provided in the Constitution.

5. The Secretary and Treasurer shall be elected by the annual Assembly, by virtue of which election they shall also be Directors. The terms of the Secretary and Treasurer shall be one year and their terms as Director shall also be one year.

6. Reimbursement for actual and necessary expenses is authorized for the Corporate Officers, incurred in the performance of their IEEE duties over and above their duties as Delegates or Directors.

7. Incapacity of the President to perform his duties and the length of time such incapacity may continue shall be determined by the Board of Directors, or by the Executive Committee, if the incapacity occurs at a time when it is not feasible to convene a meeting of the Board and there is need for action.



During such incapacity of the President, the Vice-President elected by the voting members shall be notified and shall assume the Presidential duties. The President, however, may declare a condition of incapacity and the duration thereof by written communication to the Secretary, in which event the Secretary shall notify the Vice-President elected by the voting members to assume the Presidential duties and the Secretary shall take such other action as provided in the Constitution if that Vice-President is unavailable or incapacitated.

8. A vacancy among the Corporate Officers and the duration thereof shall be determined by the Board of Directors which may fill such vacancy as provided by the Constitution. If a vacancy occurs among the Corporate Officers at a time when it is not feasible to convene a meeting of the Board of Directors and there is need for action, the Executive Committee shall make such determination and fill such vacancy if the approval of a majority of all the Directors is secured by mail or telephone, such approval to be recorded by the Secretary with the names of the approving Directors.
9. The Secretary shall prepare an Annual Report on membership, meetings and IEEE activities, to be submitted to the Board of Directors.
10. The Treasurer shall cause to be prepared an annual audit of the affairs of the IEEE by certified public accountants and a report thereof submitted to the Board of Directors. The Treasurer shall also make a report to the Executive Committee semiannually concerning the status of the IEEE investments.

#### 304. Boards and Committees

1. The activities of the IEEE shall be conducted wherever possible through voluntarily associated groups of members organized by (1) geographic area (i.e. Sections, etc.) and (2) field of interest (i.e. Groups). To provide for activities of the IEEE not adequately fulfilled by the voluntarily associated groups, committees of members shall be appointed by the Board of Directors or by the Executive Committee.

2. The following Boards and Committees shall be established by and responsible to the Board of Directors:

Audit Committee	Long Range Planning Committee
Awards Board	Nominations and Appointments Committee
Conference Board	Publications Board
Educational Activities Board	Regional Activities Board
Fellow Committee	Technical Activities Board
Intersociety Relations Committee	Tellers Committee
Life Member Fund Committee	United States Activities Committee

The following Committees shall be established by and responsible to the Executive Committee:

Admission and Advancement	History
Finance	Membership and Transfers
	Public Relations Advisory

3. Each Board and Standing Committee shall have the right to create subcommittees of its own selection. Voting members of all Boards, Standing Committees and subcommittees thereof shall be members of the IEEE unless specified otherwise in these Bylaws. Qualified individuals who are not members of IEEE may serve as nonvoting consultants to these bodies.

4. Term of Appointment. Unless specified otherwise, the term of appointment for members, including the Chairman and any other officers of the above Boards and Standing Committees, shall be for the calendar year of appointment. However, acceptance of appointment will carry with it the understanding that a member would normally be reappointed annually to serve for no more than three consecutive years dependent on continued active participation and current requirements.
5. Duration of Service. Unless specified otherwise, the consecutive period of service of any member of any Board or Standing Committee listed in Bylaw 304.2 shall not extend beyond three years, except that a Chairman or Past Chairman may serve one additional year. The limitations of tenure may be waived in individual cases for reasons deemed by the Board of Directors or Executive Committee to be in the best interests of the Institute.
6. Distribution of Appointments. Unless specified otherwise, appointments shall normally be distributed so as to avoid the termination of more than about one-third of the membership of any Board or Standing Committee in any calendar year.
7. Additional appointments may be made to any Board or Standing Committee to fill vacancies or to care for special cases as the need arises, but such appointments shall expire with the expiration of the calendar year.
8. The functions, scopes and responsibilities of each Committee, together with rules for operation and guidance, as recommended by the Committee, shall be compiled by the General Manager for the approval of the Executive Committee and contained in a document titled "Committee Manual." Following appointment, each new member of a Committee shall be provided with a copy of the applicable Manual.
9. The Board of Directors may appoint or direct the appointment of representatives of the IEEE on joint committees, boards, and other local, national and international bodies.
10. The purposes, activities, duties and composition of each Board and Standing Committee listed in Bylaw 304.2 shall be reviewed at intervals of five years in accordance with a schedule set by the Board of Directors. Following each such review, recommendation shall be made to the Board of Directors or to the Executive Committee concerning changes in such purposes, activities, duties and composition that best serve the purposes of the Institute and its membership.

#### 305. Awards Board

1. The Awards Board shall be responsible to the Board of Directors for administering the awards listed in this Bylaw, for monitoring all other awards, excluding Fellow Awards, and for developing an adequate awards structure for recognizing excellence in professional activities in fields of interest to the Institute.

Composition of Awards Board. The Awards Board shall consist of sixteen members: the Chairman, Vice-Chairman, four members-at-large, and the Chairmen of the following ten Committees of the Awards Board:

Edison Medal	IEEE Prize Papers
Founders Medal	External Awards
Lamme Medal	Field Awards
IEEE Education Medal	Group Awards
Scholarship Awards	Candidate Research

Appointments to Awards Board. The IEEE Board of Directors shall make all appointments to the Awards Board. All vacancies shall be filled by interim appointments, as required, to bring the Awards Board to sixteen members.

Appointments to Committees of the Awards Board. The members other than the Chairmen of the Committees of the incoming Awards Board shall be appointed by the outgoing Awards Board. At least one member of the Board of Directors shall serve as a member of each of the Major Annual Medals Committees.

Responsibilities of Awards Board. The Awards Board shall review annually the awards activities of the IEEE and shall recommend to the Board of Directors such changes as it deems desirable. Beginning in 1969 and thereafter during the last year of each decade, the Awards Board shall critically review each individual IEEE award and shall recommend to the Board of Directors changes in the awards structure (excluding Fellow Awards) required to fulfill the intent that the awards be in recognition of excellence.

2. IEEE Medal of Honor. The Medal of Honor is the highest IEEE award for a singular achievement in the fields of science and technology. It will be awarded only when a candidate is identified as meeting the exceptional requirements of the award and not on a regular annual basis.

The Medal of Honor shall be awarded to a candidate (not necessarily a member of the IEEE) who shall have made an exceptional contribution to the fields of science and technology defined in Article I of the IEEE Constitution.

The Awards Board, as a Committee of the whole, shall recommend candidates for the IEEE Medal of Honor to the Board of Directors.

3. IEEE Major Annual Medals. There shall be four IEEE Major Annual Medals. These will be awarded annually when in the judgment of the Awards Board suitable candidates are available. Recipients of the IEEE Major Annual Medals shall be members of IEEE, except that, under exceptional circumstances, the Board of Directors may approve the presentation of any of the IEEE Major Annual Medals to a nonmember. The IEEE Major Annual Medals are:

Edison Medal. The Edison Medal shall be the principal annual award of the IEEE, and shall be awarded to a candidate for a career of meritorious achievement in electrical science or electrical engineering or the electrical arts.

Founders Medal. The Founders Medal is given for major contributions in the leadership, planning, and administration of affairs of great value to the electrical and electronics engineering profession.

Lamme Medal. The Lamme Medal shall be the principal annual award for meritorious achievement in the development of electrical or electronic apparatus or systems.

IEEE Education Medal. The IEEE Education Medal shall be awarded to recognize outstanding contributions to education.

The designated committee of the Awards Board shall review all nominations and select a candidate to recommend for each of the four Major Annual Medals.

Candidates for these Medals shall be approved by the Awards Board before submission to the Board of Directors for final approval.

4. Field Awards. The IEEE Field Awards are awarded for contributions in several fields of science and technology and in particular classes of service. They are awarded annually when in the judgment of the Awards Board suitable candidates are available. The Field Awards are:

Harry Diamond Award, for outstanding technical contributions in the field of government service in any country, as evidenced by publication in professional society journals.

William M. Habirshaw Award, in the field of transmission and distribution of electric power.

IEEE Award in International Communication, in honor of Hernand and Sosthenes Behn.

Mervin J. Kelly Award, in the field of telecommunication.

Morris E. Leeds Award, in the field of electrical measurements.

Morris N. Liebmann Award, in an emerging technology.

Frederik Philips Award, in management of research and development.

David Sarnoff Award, in the field of electronics.

Vladimir K. Zworykin Award, in the field of electronic television.

The Field Awards Committee shall recommend candidates for these awards to the Awards Board.

5. Scholarship Awards. The IEEE Scholarship Awards are the Fortescue Fellowship Award and the Volta Scholarship Award. These, together with other scholarships or fellowships as may be established by the Board of Directors, are administered by the Scholarship Awards Committee.

6. IEEE Prize Papers. The IEEE Prize Paper Awards are:

W.R.G. Baker Award. This is presented annually for the most outstanding paper originating in any of the IEEE TRANSACTIONS, JOURNALS and PROCEEDINGS.

Browder J. Thompson Award. This is presented annually for the most outstanding paper in any IEEE publication by an author or joint authors under thirty years of age.

The Prize Papers Committee shall recommend candidates for these awards to the Awards Board.

The Awards Board shall have policy supervision over all awards of the IEEE other than Fellow Award, but may delegate to the appropriate body responsibility for administration, selection of candidates and presentation of all awards, other than those listed in this Bylaw.

7. Group and Other Awards. The Group Awards Committee shall be responsible for policy supervision of all awards administered by the Groups. Policy supervision of all other awards, excepting those listed in this Bylaw and Fellow Awards but including Section, Council, Region and Conference awards, shall be also the responsibility of the Group Awards Committee.

8. External Awards. External Awards are those awards not exclusive to IEEE but of interest to IEEE and its members.

The Committee on External Awards shall be responsible for reviewing and suggesting action on outside sources of awards of interest to IEEE members, for recommending nominations for such external awards as may be assigned to it by the Awards Board, and for cooperation with the Intersociety Relations Committee in the selection of IEEE nominees to serve on joint society medals and awards committees.

9. Authority for Awards. The IEEE awards administered by the Awards Board and its committees shall be presented with the approval of and in the name of the IEEE Board of Directors. The Board of Directors may delegate its authority to the Executive Committee for the approval of Scholarship and Fellowship Awards and for other specific awards except the Medal of Honor and the IEEE Major Annual Medals.

10. Procedure for Nomination and Selection of Candidates. Except as expressly provided in these Bylaws, the procedure for the nomination and selection of candidates for awards shall be specified in the Manual of the Awards Board. No member of the Board of Directors, the Awards Board or the Headquarters Staff shall act as a sponsor or reference for any nomination for which the Awards Board is responsible, if he occupies any of these positions on the date of submission of the nomination or reference form.

11. Presentation of IEEE Awards. The Medal of Honor and the IEEE Major Annual Medals shall be presented during the IEEE International Convention. All other awards shall be presented at times and places approved by the Awards Board. The Chairman of the Awards Board shall be responsible for the review and approval of plans and arrangements for the presentation of IEEE Awards as well as for the format and content of IEEE Awards brochures.

### 306. Conference Board

1. The Conference Board shall be responsible to the Board of Directors for planning, managing, operating and evaluating the IEEE International Convention and Exposition (INTERCON) and for recommending policies and procedures governing the coordination of conferences, conventions and expositions sponsored or cosponsored by the Institute. When prepared to do so, it shall additionally provide guidance, assistance and support in behalf of any conference, convention or exposition sponsored or cosponsored by the Institute, upon the request of the responsible organization.
2. The Conference Board shall consist of six members, except that during the period of overlapping membership, the Board shall consist of eight members, appointed by the Board of Directors. Two members shall be appointed each year to serve for terms of three years and four months commencing December 1. The membership shall, to the extent feasible, reflect the geographical distribution of the Institute's membership and the experience required for technical meetings and exposition activities. To this end, the Regional Activities Board and the Technical Activities Board, on or before July 1, shall provide at least two recommendations for membership to the Nominations and Appointments Committee. The Nominations and Appointments Committee shall provide nominations for membership on the Conference Board. In addition to

the six members, there shall be a Secretary of the Conference Board, without vote, who shall be a member of the Headquarters Staff designated by the General Manager.

3. Four members of the Conference Board shall be designated, by the Board of Directors, as Chairman, Chairman of the Executive Committee, Exposition Director, and Meetings Director, for terms of one year. The duties of these offices shall be specified in the Conference Board Manual. The other two members shall be responsible for liaison with the Regional Activities Board and the Technical Activities Board.

4. The Conference Board shall appoint such Committees as it deems necessary to carry out assignments with respect to planning, management, operation and evaluation. The membership, scope and duties of these Committees of the Board shall be specified in the Conference Board Manual.

### 307. Educational Activities Board

1. The Educational Activities Board will be responsible to the Board of Directors for policy recommendations on educational matters and for the broad planning of educational activities of the Institute, including continuing education, the monitoring of accreditation activities, and the development of guidelines for IEEE representatives to accreditation committees.

The Chairman of the Educational Activities Board shall be a Director of the IEEE and shall serve on its Executive Committee.

The President of the IEEE Group on Education shall be a member, ex officio, of the Educational Activities Board.

The following committees shall be appointed by and responsible to the Educational Activities Board:

Committee on Accreditation  
Pre-College Guidance Committee

The Educational Activities Board shall consist of not more than thirteen members, including the Chairman and the President of the IEEE Group on Education. The Educational Activities Board and the Regional Activities Board shall provide for a liaison membership, or maintain an active liaison between the two Boards by other means deemed appropriate by the respective Chairmen of those Boards.

### 308. Publications Board

1. The Publications Board shall coordinate the technical publication activities of the IEEE. It shall consist of the Vice-President - Publication Activities as Chairman, a Vice-Chairman, the Editor of the IEEE SPECTRUM, the Editor of the PROCEEDINGS OF THE IEEE, the Editor of the IEEE PRESS, two present or former Group or Society representatives with former or current publications responsibilities, three members who shall be respectively members of the Educational Activities Board, the Regional Activities Board and the Technical Activities Board, and not fewer than three nor more than six other members. The Staff Secretary of the Publications Board and any other members of the Headquarters Staff designated by the Vice-President - Publication Activities and the General Manager shall serve as ex officio nonvoting members.

2. The Publications Board shall be responsible for the formulation and recommendation of publication policies to the Executive Committee and the Board of Directors, the establishment of such criteria and procedures as are appropriate for ensuring the adequacy and excellence of the publications of the IEEE and the relationship between IEEE and other technical journals.

3. The following committees and boards shall be appointed by and responsible to the Publications Board:

Editorial Board, IEEE SPECTRUM  
Editorial Board, PROCEEDINGS OF THE IEEE  
Editorial Board, IEEE PRESS  
Information Services Committee

4. The Editors of IEEE SPECTRUM, PROCEEDINGS OF THE IEEE, and the IEEE PRESS shall be appointed by the Board of Directors. Each Editor shall be Chairman of the Editorial Board of his respective publication. The Vice-President - Publication Activities may authorize the reimbursement of actual and necessary expenses incurred by the Editors of IEEE SPECTRUM, PROCEEDINGS OF THE IEEE, and IEEE PRESS in the performance of their duties as Editors.

5. There shall be a Panel of Technical Publication Editors, consisting of the Editors of IEEE SPECTRUM, PROCEEDINGS OF THE IEEE, the IEEE PRESS, the TRANSACTIONS and JOURNALS of the Groups and Societies, and any other technical publications published by the Institute or its organizational units. A member of the Publications Board shall be Chairman. The Panel of Technical Publication Editors shall provide a means for coordinating publication activities and for assisting the Publications Board in determining publication policy recommendations.

### 309. Regional Activities Board

1. The Regional Activities Board shall be responsible to the Board of Directors for the geographically organized activities of the Institute, including those of the Regions, Sections, Councils, Subsections and Student Branches. It shall consist of the Vice-President - Regional Activities as Chairman, the Regional Directors, and the Chairmen of the Standing Committees listed in Bylaw 309.2. The Chairman may appoint liaison members without vote. The Secretary shall be a member of the Headquarters Staff designated by the General Manager and shall serve, ex officio, without vote.

2. The following committees shall be appointed by and responsible to the Regional Activities Board:

Finance Committee  
Member Services Committee  
Policy and Planning Committee  
Student Activities Committee

The Chairmen of the Regional Student Activities Committees shall be ex officio members of the Student Activities Committee.

3. The Regional Activities Board shall be responsible for the formulation and recommendation to the Board of Directors or the Executive Committee of policies, criteria and procedures to insure (1) the adequacy and excellence of programs intended for member participation in their respective localities, (2) cooperation and constructive mutual action at the interfaces between the locally organized units

of IEEE members, and (3) an adequate and reasonable allocation of the Institute's volunteer and staff personnel and financial resources to support the Regions and the locally organized units within the Regions. Approval by the Regional Activities Board shall be required for the creation or dissolution of any Section, Council, Subsection or Student Branch, as further provided in Bylaws 402, 403, 404 and 407. The Regional Activities Board shall undertake such functions and studies as may be assigned to it from time to time by the Board of Directors or Executive Committee.

4. The Chairman of the Regional Activities Board shall serve, in addition to his duties as Vice-President - Regional Activities, as Coordinator of Regional Activities of the Executive Committee. The Regional Activities Board shall provide for liaison memberships with the Technical Activities Board, the Educational Activities Board and the Publications Board, or maintain active liaison by other means deemed appropriate by the respective Chairmen of these Boards.

### 310. Technical Activities Board

1. There shall be a Technical Activities Board (TAB) consisting of the President of each Group; the Chairman of each standing committee or other permanent entity under the jurisdiction of TAB as specified in Bylaw 310.4(3); the Chairman of TAB who shall be the IEEE Vice-President for Technical Activities and a Director; the Vice-Chairman of TAB, who shall also be a Director; and six IEEE Divisional Directors. The TAB Chairman may appoint liaison members, without vote; the staff TAB Secretary, designated by the General Manager, shall serve ex officio without vote.

The Chairman and Vice-Chairman of TAB shall be Directors elected by the annual Assembly for one year terms. Six Divisional Directors elected by the voting members of the respective Divisions, as provided in Bylaw 201, shall be members-at-large of TAB; each shall serve as the coordinator for a technical Division.

2. There shall be a TAB Operating Committee (OpCom) consisting of the TAB Chairman and the Vice-Chairman, the six Divisional Directors, the Chairmen of TAB standing committees, and the TAB Secretary. None of the members of OpCom shall be officers of Groups or other entities under the jurisdiction of TAB.

Even-numbered Divisions shall nominate and elect Divisional Directors in even-numbered years and odd-numbered Divisions shall similarly act in odd-numbered years, as provided in Bylaw 201.2. On or before October 1 preceding the election year, the TAB Secretary shall issue a call for nominations to Presidents and members of the Groups and Societies in those Divisions that are to elect Directors, requesting that, on or before March 1, each Group and Society in the Division submit at least one nomination for Divisional Director. If there are fewer than three Groups or Societies in the Division involved, each shall be requested to submit not fewer than three nominations. Nominations by petition shall conform to Bylaw 313.5.

The ballot, which will be prepared by the IEEE Nominations and Appointments Committee, shall list not fewer than two candidates for each position and shall so indicate if the nomination was by petition. Candidates shall have expressed a willingness to serve if elected. On or before September 1, a ballot shall be mailed to each individual holding a voting membership in at least one Group in the Division. Only ballots arriving at

IEEE Headquarters before twelve o'clock noon on the first working day following October 31 shall be counted. The candidate receiving the greatest number of such votes shall be declared elected. If an individual is a voting member in Groups in more than one Division, that individual may participate in the election of each Division. Regardless of how many Group memberships may be held within a Division, an individual shall have only one vote in each Divisional election.

3. The TAB shall perform the functions delegated to it by the Board of Directors, including the recommendation of policies affecting the management and operation of the Groups and General Committees. The TAB OpCom shall be the implementing arm of TAB, responsible for developing plans, schedules, and procedures. The Groups shall operate in support of their assigned technical fields, as provided in their respective constitutions. In addition to his responsibilities to the IEEE Board of Directors, the TAB Chairman, as the Technical Activities Coordinator for the Executive Committee, may bring before the Executive Committee reports, recommendations, or other actions by the individual Groups, the General Committees, OpCom, and TAB.

4. TAB OpCom shall interpret relevant policies through organizational arrangements, guidelines, and scopes and shall develop policy recommendations relating to the IEEE program of technical activities. The TAB OpCom shall appraise IEEE technical activities; shall prepare reports and proposals on the establishment of new programs or modifications and on relative support levels and program effectiveness; and shall undertake special assignments by the IEEE Board of Directors and Executive Committee. Relevant policy statements, rules and regulations, and procedures shall be published in the TAB manual for the guidance of all concerned. In its operating function the TAB OpCom shall report to the IEEE Executive Committee.

(1) The TAB Chairman may establish councils, standing committees, and task forces to facilitate the performance of duties assigned to TAB and TAB OpCom and to encourage cooperative efforts among the Groups and General Committees; representatives of Regions and Sections shall be included to the extent that their technical activities are involved.

(2) TAB OpCom shall be responsible for monitoring the operations of the individual Groups. Each five years, in accordance with a schedule set by the Board of Directors, a critical review and evaluation shall be made of the total activities of each Group. TAB OpCom shall approve the transfer of Groups among Divisions and shall make recommendations to the Board of Directors, through the Executive Committee, concerning proposals for the formation of a new Group, for the merger of Groups, and for the termination of Groups, including the distribution of all funds and assets in the custody of the Group at the date of termination.

(3) There shall be the following TAB standing board and committees, the officers and members to be appointed by the TAB Chairman after consultation with the elected members of the TAB OpCom:

Finance Committee  
Publications Committee  
Standards Board  
Technical Planning Committee

### 311. Standing Committees

1. Admission and Advancement Committee. The Admission and Advancement Committee shall be responsible for advising the Executive Committee as to the admission and transfer of applicants to the professional grades of Senior Member and Member. It shall be concerned with determining whether the applicants meet the requirements of the Constitution and the Bylaws, functioning primarily as a jury and acting as a guardian of the membership standards of the IEEE. As far as possible, its meetings shall be held just prior to the scheduled meetings of the Executive Committee in the interest of expediting the processing of applications.

Members of the Admission and Advancement Committee shall be of Fellow or Senior Member grade.

2. Fellow Committee. The Fellow Committee shall be responsible for making recommendations to the Board of Directors for nominees to be conferred the grade of Fellow. The Committee shall also provide a citation for each such nominee. The number of recommendations in any one year may not exceed a total equal to one two-hundredth of the number of Senior Members enrolled as of December 31 of the year preceding. Sources from which nomination of candidates and other useful information shall be obtained shall be set forth in the Fellow Manual.

No member of the Board of Directors, the Fellow Committee, or the Headquarters Staff shall act as nominator or reference for any nomination for Fellow grade, if he occupies any of these positions on the date of submission of the nomination or reference form. Regional Committees shall not, as such, act as nominators or endorsers of nominations for the Fellow grade.

The Fellow Committee shall consist of seventeen members chosen from among those of Fellow grade, with consideration to representation from the geographical and technical divisions of the IEEE.

3. Finance Committee. The Finance Committee shall be responsible for periodically reviewing the fiscal affairs of the IEEE concerning which it is to take the initiative for making recommendations to the Executive Committee when warranted. It shall review the annual budget in advance of its submission to the Executive Committee and the Board of Directors.

(4) The Standards Board shall consist of not more than twenty-six Institute members, including a Chairman, a Vice-Chairman, and the immediate Past Chairman, plus a Secretariat assigned from the Headquarters Staff by the General Manager.

The Standards Board is responsible on an Institute-wide basis for encouraging and coordinating the work of formulating and revising IEEE standards. The Board shall give final approval to IEEE standards prior to submission to TAB OpCom for publication. It shall consider and investigate all matters relating to units and standards in the fields of electrical engineering, electronics, radio, and allied branches of engineering or the related arts and sciences. It shall represent the IEEE in cooperation with other standardizing bodies in matters related to units and standards.

The Standards Board shall be empowered to establish and appoint committees, subcommittees, and councils.

The Finance Committee shall consist of the members of the Executive Committee. The Treasurer shall act as Chairman.

4. History Committee. The History Committee shall be responsible for considering questions concerning historical matters in the fields covered by IEEE activities, including assistance to the Publications Board, assisting institutions of a public nature such as the Smithsonian Institution where helpful information is requested and can be secured, and for providing information and recommendations to the Executive Committee when pertinent.

The History Committee shall consist of not more than fifteen members, who shall be chosen for knowledge of and interest in technological history.

5. Intersociety Relations Committee. The Intersociety Relations Committee reports to the Board of Directors and is responsible for the following: advising the Board on matters of policy with respect to intersociety affairs; representing the IEEE in negotiations of new intersociety relations; formulating methods for the application of IEEE policy to intersociety problems; promoting the implementation of IEEE policies and programs in the field of intersociety relations.

The Intersociety Relations Committee shall consist of nine members, including the Senior Past President as Chairman, the Junior Past President, and the IEEE Representative to the ECPD Executive Committee, ex officio. Experience with the major federation and intersociety groups shall, to the extent feasible, be represented on this committee.

In 1974, notwithstanding the provisions otherwise stated in this Bylaw, the Junior Past President shall be the Chairman of the Intersociety Relations Committee. In 1975 and thereafter, the Senior Past President shall serve as Chairman.

6. Life Member Fund Committee. The Life Member Fund Committee shall administer a "Life Member Fund" carried on the accounts of IEEE, made up of contributions by Life Members and to which contributions may be made in the future. The purposes for which the fund may be used and withdrawals therefrom shall be under the control of the Life Member Fund Committee.

The Life Member Fund Committee shall consist of a minimum of eight members. At least four shall be contributors to the fund and at least one shall be a member of the Board of Directors. The Life Member Fund Committee shall consider suggestions from Institute members regarding activities of interest to older members and shall make recommendations to the Executive Committee of the Board of Directors respecting such activities.

7. Long Range Planning Committee. The Long Range Planning Committee shall be responsible to the Board of Directors for reviewing the trends of science and technology as they may concern the Institute, the profession and the public, and for recommending such changes in the Institute's objectives, organization and operations as may be indicated by those trends.

8. Membership and Transfers Committee. The Membership and Transfers Committee shall plan and develop methods of extending the membership of IEEE and promoting transfers in grade to the end that all members shall occupy the highest grade for which they are qualified.

The Membership and Transfers Committee shall include a Chairman, a Vice Chairman, the RAB Student Activities Committee Chairman, one representative from each of the Regions as designated by the Regional Director, and one representative from each of the Divisions as designated by the Divisional Director.

9. Nominations and Appointments Committee. The Nominations and Appointments Committee shall recommend candidates for office to the annual Assembly. Prior to the next annual Assembly, the Nominations and Appointments Committee shall mail to the Delegates a list of candidates for the offices defined in Bylaw 203.1.

A list of candidates to fill vacancies expected to exist among the chairmen and members of all Standing Committees and Boards, as defined in Bylaw 304.2 (except the Technical Activities Board, whose members shall be nominated as provided in Bylaw 310), shall be submitted for appointment by the Board of Directors or the Executive Committee at the first meeting held after January 1.

The Nominations and Appointments Committee shall submit names of candidates for the Executive Committee to the Board of Directors for appointment at the Annual Meeting, and shall carry out the other provisions of these Bylaws relating to nominations and appointments. The Nominations and Appointments Committee shall, as provided in Bylaw 310.2, prepare the ballots for submission to the voting members of the IEEE technical Divisions, and each such ballot shall contain not fewer than two candidates for Divisional Delegate/Director, and shall identify any nomination made by petition.

The Nominations and Appointments Committee shall consist of not more than twelve members to serve for a term of one year commencing April 1. Except for the ex-officio members, no member of the Committee shall be eligible for nomination to positions on the Executive Committee for the succeeding year. The Chairman shall be the Junior Past President who shall continue as Chairman until the Chairmanship is assumed by the succeeding Junior Past President. The President and the Senior Past President then in office shall be members.

The remainder of the Committee shall be elected by the Board of Directors. This group shall normally comprise three members from among the Directors of Regions 1 - 9 who are serving the second year in office or have completed their term in the preceding year, three members from among the Divisional Directors who are serving the second year in office or have completed their term in the preceding year, and three members from a slate of six candidates submitted by the Nominations and Appointments Committee.

When fewer than six such eligible Regional or Divisional Directors are prepared to serve, the slate submitted by the Nominations and Appointments Committee shall be increased by selecting additional eligible serving or past Regional or Divisional Directors (as appropriate) to ensure a minimum of six candidates in each category.

The Regional Activities Board and the Technical Activities Board shall solicit annually from their respective Sections and Groups, and from their other subordinate organizational units, nominations for elective and appointive office. These Boards shall select from the nominations so obtained the names of nominees, who in the opinion of the respective Boards are properly qualified and shall submit such names to the Nominations and Appointments Committee in accordance with the schedule and procedures in this Bylaw and in Bylaw 313.

10. Tellers Committee. The Tellers Committee, consisting of not more than ten members, shall be responsible to the Board of Directors for the supervision of the counting of ballots required to be obtained by the Constitution on questions submitted to the membership of IEEE or to groups of members. Reports by the Committee to the Board of Directors shall be signed by the Chairman of the Committee.

11. Employee Benefits Coordination Committee. The Employee Benefits Coordination Committee shall be appointed by and responsible to the Finance Committee to review the benefits programs applicable to IEEE staff employees, the funding required and the administration of these funds.

It shall make such recommendations to the Finance Committee as it deems desirable, in the interests of the Institute and its employees, respecting the benefits plans and their financial support.

The Committee shall consist of the Treasurer of the Institute and four other members. The Treasurer shall name the Chairman. The Secretary of this Committee shall be a member of the Headquarters Staff designated by the General Manager and shall serve, ex officio, without vote.

12. Compensation Committee. The Compensation Committee and its Chairman shall be appointed by and responsible to the Executive Committee, to review and to make recommendations concerning compensation paid to members of the Headquarters Staff.

The Compensation Committee shall consist of not fewer than three nor more than five members of the Executive Committee, including the Executive Director.

13. United States Activities Committee. The United States Activities Committee shall consist of the six Regional Directors elected by the voting members in the United States and three of the Divisional Directors, who shall be appointed by the Vice President - Technical Activities. It shall report to the Board of Directors through the Vice President - Regional Activities. The Chairman shall be one of the nine committee members and shall be appointed jointly by the Vice President - Regional Activities and the Vice President - Technical Activities. Voting privileges on the Committee shall be limited to the nine Directors specified above.

The United States Activities Committee shall be responsible for recommending policies and implementing programs intended to serve the members in the United States, supported by funds provided by the Regional assessment paid by said members. The Committee shall appoint subsidiary committees to carry out such programs in specified professional areas. In implementing programs that are predominantly within the scope of an existing Board, the Committee shall operate through said Board, which shall assume project management responsibility.

14. Public Relations Advisory Committee. The Public Relations Advisory Committee shall report to the Executive Committee. The Committee shall be responsible for recommending public relations objectives, policies and programs for the Institute with respect to its members, the professions and the public.

The Public Relations Advisory Committee shall consist of not fewer than seven nor more than ten members, including the President of the IEEE Group on Profes-

sional Communication. In view of the special expertise required, nonmembers of the IEEE shall be eligible for appointment as voting members of this Committee. The Chairman shall be an IEEE member.

15. Audit Committee. The Audit Committee shall be appointed by and responsible to the Board of Directors. It shall review the Institute's audit policies and procedures, in consultation with the Institute's independent accountants, and shall recommend to the Board such changes in these policies and procedures as it deems desirable. The voting members of the Audit Committee shall consist of not fewer than three nor more than five members of the Board of Directors, none of whom shall be an officer. The Treasurer and the General Manager shall serve as ex-officio members without vote. The Audit Committee shall select its Chairman.

### 312. General Manager, Executive Director and Headquarters Staff

1. The Executive Committee shall appoint a General Manager and shall fix his tenure of office and determine his salary. When elected by the annual Assembly, the General Manager shall serve as the Executive Director of IEEE.

2. The General Manager of the IEEE shall be the chief operating officer of the IEEE, shall be in charge of IEEE Headquarters, its staff and operations, and shall be custodian of all property and equipment owned and used by the IEEE, for which he shall be responsible to the Executive Committee.

3. He shall, under the supervision of the Secretary, direct such of the functions as are necessary for performing the responsibilities assigned to the Secretary.

4. He shall cooperate with the Finance Committee and, under the supervision of the Treasurer, execute IEEE fiscal policies and operations.

5. He shall cooperate with the Publications Board and, under the direction of the Vice-President - Publications Activities, administer IEEE publication activities.

6. He shall assist the Tellers Committee in the performance of its work.

7. He shall attend such meetings of the IEEE, its units and related bodies, as may be required in the discharge of his duties.

8. No member of the Headquarters Staff shall have any vote by reason of membership on any IEEE Board or Committee.

### 313. Nominations and Elections

1. The Chairman of the Nominations and Appointments Committee shall circularize appropriate organizational units each year inviting the submission of suitable names to be considered by the Nominations and Appointments Committee for the various elective offices.

2. The Nominations and Appointments Committee shall submit the name or names of one or more candidates for the office of President and for the office of Vice-President to be elected by the voting members and the names of more than one candidate for each of the other elective offices.

3. The Nominations and Appointments Committee shall transmit its list of proposed nominees to all Directors in time to permit the Board to fulfill the requirements of Article XII of the IEEE Constitution.

4. Each Regional Committee shall submit to the Board of Directors by April 30 of the Regional election year, the names of at least one qualified nominee for the office of Regional Delegate-Regional Director. To qualify, each candidate shall indicate to the Regional Committee his acceptance of the nomination.

5. Individual voting members may by petition propose names to be added to the ballot for the offices of President, Vice-President to be elected by the voting members, and Delegate-Director. Such nominating petition must be submitted in a letter to the Board of Directors, setting forth the office and the name of the proposed candidate, to be received at IEEE Headquarters no later than twelve o'clock noon on the Friday preceding August 1. The petition must be signed by at least two per cent of the total number of voting members eligible to vote for the office, as listed in the official IEEE membership records at the end of the previous year. For the office of Regional Delegate-Director, the minimum number of signatures shall include at least two per cent of the voting members in the Region, provided that a majority of the Sections in the Region shall each be represented on the petition by at least two per cent of their voting members. For the office of Division Delegate-Director, the minimum number of signatures shall include at least two per cent of the voting members in the Division, provided that a majority of the Groups in the Division shall each be represented on the petition by at least two per cent of their voting members. An individual member belonging to more than one Group within a Division may sign such a petition only once, and he shall select, and designate with his signature, one Group to which his signature shall apply in meeting the requirements of this Bylaw.

6. During the period between July 31 and September 1, the Executive Committee is authorized to take any necessary actions on any petitions and to approve the ballot.

7. Each proposed nominee named by the Board of Directors shall be consulted and, if he so requests, his name shall be withdrawn.

8. The list of nominees required to be submitted to all voting members by the Constitution shall contain at least one name for the office of President, and at least one name for the office of Vice-President to be elected by the voting members.

The ballot going to each of the Regions where an election of a Regional Delegate-Regional Director is to take place shall contain at least one name for the particular Region. Where desired, the ballot may also contain names of candidates for the Regional offices (other than Regional Director) as determined by the Regional Committee.

The ballot presented to the voting members of each technical Division shall contain the names of not fewer than two candidates for the office of Divisional Delegate/Director for that particular Division.

For those cases where more than one candidate is on the ballot for any single office, the names shall be arranged in alphabetical order and the ballot shall carry a statement to the effect that the order of the names is alphabetical for convenience only and indicates no preference.

9. Voting members shall vote for the candidates whose names appear on the list of nominees, by written ballots within mailing envelopes marked "Ballot" and bearing the member's written signature. No ballots within unsigned envelopes shall be counted. Only ballots arriving at IEEE Headquarters, or received by a qualified organization delegated by the IEEE Board of Directors, before twelve o'clock noon on the first working day following October 31 shall be counted. Ballots shall be checked, opened and counted under the supervision of the Tellers Committee not later than the fifth working day following the above stated date for closing the ballot. The result of the count shall be reported to the Board of Directors at its next succeeding meeting and the nominee for each office for which the election is being held, receiving the greatest number of qualified votes shall be declared elected. In the event of a tie vote, the Board of Directors shall choose between the nominees involved.

10. For IEEE elections and elections of all units where mail ballots are used, the ballots shall include and identify, for each office in said election, space in which the voter may write the name of any person he desires to elect to that office. For such names to be counted in the election, each person so indicated shall meet such qualifications as may be specified for the office by the Constitution or Bylaws of the organizational unit conducting the election. The number of votes so cast for any such person shall have the same effect on the outcome of the election as if his name had been submitted on the ballot. The tally of such votes shall be included in the election report whenever the number of votes is sufficient to affect the order of preference of the candidates for the office.

11. For elective office in any unit of the IEEE, individual voting members eligible to vote in such election may nominate candidates either by a written petition signed by at least two per cent of the eligible voting members or by majority vote at a nomination meeting of the unit, provided such nominations are made at least 28 days before the date of election. Members shall be notified of all duly made nominations prior to the election.

### 314. Pension Benefit Plan

1. The IEEE shall have a Pension Benefit Plan for its full-time paid employees, operated under the control of the Executive Committee.

### 315. Amendments

1. Before an amendment to the Constitution is submitted to the voting members, it shall be reviewed by legal counsel designated by the Executive Committee.

2. Ballots for Constitutional amendments shall carry a statement of the time limit for return to IEEE Headquarters or to a qualified organization delegated by the IEEE Board of Directors. The ballots after marking shall be placed within mailing envelopes marked "Ballot" and bearing the member's written signature. Only ballots with signed envelopes shall be counted. Only ballots arriving at IEEE Headquarters or received by a qualified organization delegated by the IEEE Board of Directors prior to the stated time limit shall be counted. The votes will be counted under the supervision of the Tellers Committee and the results reported to the Board of Directors at its next meeting. Unless otherwise

directed by the Board of Directors; the schedule for the receipt of petitions for Constitutional Amendments, their submission to the voting members, and the counting of ballots shall conform to the schedule for petitions for nomination of Officers and Directors, as provided in Bylaws 313.5, 313.6, 313.9, and in Section 4 of Article XII of the Constitution of the IEEE.

3. As provided in the Constitution, proposed Bylaw changes and the reasons therefor shall be mailed to all Directors at least twenty days before the stipulated meeting of the Board of Directors at which the vote shall be taken. Two-thirds of the votes of the members present at the meeting shall be required to approve any new Bylaw, amendment or revocation.

4. A complete history of amendments shall be kept in the files of the IEEE.

#### 316. Fiscal Year

1. The fiscal year for IEEE shall be the calendar year.

#### 400. GROUPS OF MEMBERS

#### 401. Regions

1. The United States of America shall be divided into six Regions. The territory comprising Canada shall be Region 7. Region 8 shall consist of Greenland, Europe, the Union of Soviet Socialist Republics, and the following countries in North Africa and the Near East: Aden Protectorate, Algeria, Bahrain, Chad, Eritrea, Ethiopia, Iran, Iraq, Israel, Jordan, Kuwait, Lebanon, Libya, Mali, Mauritania, Morocco, Muscat, Oman, Niger, Qatar, Saudi Arabia, Somalia, Spanish Sahara, Sudan, Syria, Trucial Coast, Tunisia, Turkey, the United Arab Republic, and Yemen. The territory comprising the Caribbean and Bahama Islands, South America, Central America and North America (except the United States and Canada) shall be designated Region 9. Areas not included in Regions 1 through 9 shall be designated Region 10. The boundaries of the Regions shall be established by the Board of Directors.

2. When new Regions are established, or when changes are made in Regional boundaries, the changes shall be made effective so that no Regional Delegate-Regional Director shall have his term shortened by such changes.

3. Regions failing to maintain reasonable activity may be dissolved and the Sections therein may be absorbed into other Regions, the boundaries of which are to be correspondingly altered.

4. Each Region except Region 10 shall have a Regional Committee which shall consist of at least the Regional Director, the Junior Past Regional Director, one representative of each Section in the Region, and the Chairman of the Regional Student Activities Committee. The Section representative shall be the Chairman of the Section. A Section may be represented at a Regional Committee meeting by an alternate appointed by the Section Executive Committee with notification to the Regional Director. Region 10 may have a Regional Committee.

In the case where a Region contains Councils, the Regional Committee may include, in addition to the above, a representative of each Council of the Region. Such representative shall be a voting or nonvoting member as approved by the Regional Committee.

5. The Regional Committee may include additional voting members from such entities as Membership and Training Committee, Technical Activities Board, etc., not exceeding in number one-fourth of the above mandatory number of members representing the Sections in the Region. The purpose for such additional members shall be determined by the Regional Committee based upon the Region's individual requirements. Such additional members shall be appointed on a year-to-year basis by the Regional Director, subject to the approval of the Regional Committee, and shall be of Member, Senior Member or Fellow grade in the IEEE.

6. The Regional Committee shall hold at least one meeting each year, at an appropriate time and place within the Region. A quorum for a Regional Committee meeting shall consist of a majority of the members of the Committee or their alternates and shall include representation from at least half of the Sections in the Region. The Regional Director or, in the event of his unavailability, a Regional Committee Vice-Chairman, shall be responsible for calling the necessary number of Regional Committee meetings and designation of the places of meeting. Under exceptional circumstances, the Executive Committee may authorize such meetings, for each specific instance, to be held without the Region.

7. The duties of each Regional Committee shall include nomination, during the concluding year of the term of the Regional Delegate-Regional Director, of candidates for that office. It is recommended that the members in a Region always be offered a choice of candidates for Regional Delegate-Regional Director. Therefore, any Regional Committee proposing but a single candidate for Regional Delegate-Regional Director shall set forth in writing an explanation of its rationale for so doing, to be forwarded with such nomination.

The Regional Committee shall participate generally in the development of the Institute through recommendations to the Board of Directors and/or the Executive Committee and to the Sections comprising the Region.

8. The Regional Director shall be Chairman of the Regional Committee and shall appoint a Vice-Chairman from the membership of the Region. The Chairman of the Regional Committee shall appoint a Secretary-Treasurer from the membership of the Region. The duties of the Secretary-Treasurer shall include correspondence, the keeping of the minutes of the Committee meetings, mailing notices, the handling of funds, the keeping of financial records, the submission of a report to the Executive Committee at the end of each year to be sent to the General Manager, and such other duties as are assigned to him by the Chairman. The Secretary-Treasurer shall not be a voting member of the Committee unless specifically appointed for a term of one year by the Regional Director, subject to the approval of the Regional Committee.

9. Pending installation of the first Regional Director of a Region, the President of the IEEE shall appoint a Chairman pro tem of the Regional Committee, with the approval of the Executive Committee, and the Chairman pro tem shall appoint a Secretary-Treasurer pro tem.

10. Each Region shall establish a Regional Student Activities Committee to be responsible to the Regional Committee. It shall be concerned with the encouragement of student activities in the Region including Student member and Student Branch operations, general supervision of student activities and meetings when held

on a Regional basis, and the fostering and coordination of activities with the Sections. The Regional Student Activities Committee shall be composed of all Counselors in the Region, at least one Regional student appointee, and any Student Activities Committee members residing in the Region, ex officio. The Chairman of this Committee shall be appointed from the membership of the Regional Student Activities Committee by the Regional Director, for a two-year term of office that corresponds with or overlaps that of the Regional Director. The Chairman of the Regional Student Activities Committee shall serve, ex officio, on the IEEE Student Activities Committee.

11. Each Regional Committee shall conduct its activities within the Constitution, Bylaws, and other rules externally imposed which by law affect the membership and activities of the IEEE. Regions shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no Region or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE for those activities specifically prohibited in the Manual for Regions.

12. Partial reimbursement of actual and necessary expenses, as authorized by the IEEE Executive Committee, will be provided to attend Regional Committee meetings and other authorized meetings. Reimbursement shall be at Regional expense, and the formula governing reimbursement shall be under the jurisdiction of the Regional Committee.

The Executive Committee, in determining the amount of such reimbursement, shall take into account circumstances which may affect Sections of small size or which are remotely located. Under exceptional circumstances, the Executive Committee may provide for partial reimbursement for more than one meeting per year.

13. An allowance of \$1.10 shall be paid annually to the Treasury of the Regional Committee in lieu of payment to a Section, for each member above Student grade whose residence as of December 31 of the previous year is within the Region, but not within the boundary of any Section within the Region.

14. Subject to budget limits approved by the Board of Directors, the Executive Committee shall authorize the transfer of funds to the respective Regional treasuries, the amounts thereof to be decided in consultation with the respective Regional Directors.

15. Upon approval by the Board of Directors, a voluntary or mandatory fee may be charged to members resident in a Region for specified services for the benefit of members within the Region. The Board of Directors will determine whether the fee is to be voluntary or mandatory in a particular circumstance depending on the nature of the specific services to be provided.

#### 02. Sections

1. There shall be established throughout the territory in which IEEE conducts operations, groups of members residing in specified geographical areas designated as Sections. Sections may establish subdivisions, known as Subsections, under the conditions specified in these Bylaws.

The territory of the Section is approved by the Regional Activities Board, and may be enlarged, reduced or otherwise altered by the Regional Activities Board at any time, in accordance with the IEEE Bylaws.

The Section shall have for its purpose the advancement of the theory and practice of electrical engineering, electronics, radio, allied branches of engineering and of the related arts and sciences, and the maintenance of high professional standards among its members, with special attention to such aims within the territory of the Section, all in consonance with the IEEE Constitution and these Bylaws.

The Section shall hold meetings for the transaction of the regular business of the Section and for the presentation of papers and their discussion, and shall engage in such other activities as necessary, suitable and proper for the fulfillment of its objectives.

2. A petition for the formation of a Section shall be signed by not fewer than fifty members other than Students, having mailing addresses within the territorial limits proposed in the petition. The Regional Activities Board, acting on a petition bearing fewer than fifty names, may authorize the formation of a Section, especially when there is assurance that the formation of a Section will stimulate sufficient additional support. The territorial limits of the proposed Section shall be specifically delineated in the petition. The petition shall also list the concurring and nonconcurring Sections that are involved in the territory concerned.

The Regional Activities Board, upon receipt of a petition for the creation of a Section containing the recommendation of the Regional Director with comments of those Sections that may be involved in changes of their territory, may authorize its formation. Each Section so authorized shall abide by the IEEE Constitution, Bylaws and published interpretation of policy which by law affect the membership and activities of the IEEE and shall within no longer than a six-months period adopt Section Bylaws consistent with requirements set forth herein. After the Section is organized and Section Bylaws have been adopted, the Regional Activities Board may give final approval to its establishment.

The Board of Directors may dissolve any Section for any reason deemed sufficient by the Regional Activities Board and any remaining funds and assets in the custody of that Section shall revert to the IEEE.

3. Failure of a Section to maintain the required activities, which shall include the holding and reporting to the General Manager of at least five technical meetings each year and also the maintenance of a minimum membership of twenty-five members other than Students, shall place the Section on probation. Meetings held by a Group Chapter or Joint Group Chapter of a Section may be counted in meeting the requirements of this Bylaw. The Section Chairman and the Regional Director shall be informed of the probation by the General Manager who shall also call their attention to the requirements for maintaining the Section. If the delinquency continues for a second year, and in the absence of plans to reactivate the Section acceptable to the Regional Director and the Regional Activities Board, the Section shall be automatically dissolved, with members in that Section territory reassigned to another Section as approved by the Regional Director and the Regional Activities Board. The General Manager shall so inform the members previously constituting the Section.

The Regional Activities Board may waive the provisions herein regarding dissolution of a Section in case such Section becomes affected by war or any other force

majore, for the period of the duration thereof and for at least six months thereafter. Responsibility for waiving requirements for the activity level of Sections with respect to probation shall be assigned to the respective Regional Directors.

4. All Sections shall be exclusively those of the IEEE. Management of an IEEE Section shall be exclusively by IEEE members and not jointly with members of any other organization, society, or group. However, IEEE Sections may cooperate with other organizations in holding of joint meetings and may invite members of such organizations and the public to their meetings.

5. There shall be Section Bylaws for the purpose of governing the operations and administration of the Section.

Proposed Bylaws or changes thereto, and sufficient reasons therefor, shall be delivered or mailed to the Section Executive Committee members at least twenty days before the stipulated meeting of the Section Executive Committee at which the vote shall be taken. Two-thirds of all votes cast at that meeting shall be required to approve any new Bylaws, amendments or revocation. Such Bylaws must be consonant with the IEEE Constitution, Bylaws and published interpretation of policy. A copy of the current Section Bylaws, and any amendments thereafter which involve substantive changes, shall be submitted to the Regional Director for approval, with such approvals reported to the Regional Activities Board.

The Section Bylaws shall name the Section and the territory of the Section in terms of a specific geographic area, as approved by the Regional Activities Board.

The Section Bylaws shall specify the election procedure for balloting.

The Section Bylaws shall specify the fiscal year of the Section.

The officers of the Section, as defined in the Section Bylaws, shall be at least a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The Section may combine the offices of Secretary and Treasurer in one person.

All officers shall be elected annually as provided in the Section Bylaws. The terms of office for all officers shall normally be one year, but in any case shall continue until their successors are duly elected and take office. A plurality of the votes cast shall be necessary for election. The names of newly elected officers shall be reported to IEEE Headquarters within 20 days following election.

The Section Bylaws shall provide for appointment by the Section Chairman of a Nominating Committee of three or more Section members not then officers of the Section. Specific provisions for nomination by petition shall be contained in the Section Bylaws. The nominations submitted by the Nominating Committee shall be furnished to each voting member sufficiently in advance to allow a minimum of 28 days for nominations by petition, with a minimum number of signatures of voting members required, before the nominations are closed. The slate presented to the voting Section members shall include the nominations submitted by the Nominating Committee as well as the names of eligible candidates submitted by petition when such additional names meet the requirements set forth in the IEEE and Section Bylaws.

The Section Bylaws shall provide for the filling of vacancies in offices occurring during the year.

The Section Bylaws shall provide for the management of the Section affairs by an Executive Committee consisting of the elected officers, the Junior Past Chairman and such other members as may be specified. All officers in the Section shall have representation either individually or collectively on the Executive Committee, and the Subsection Chairmen shall be ex-officio members with voting power. Sections embracing one or more Student Branches may have Student representation on the Executive Committee through appointment of a Student member and/or the Chairman of the Section Student Activities Committee.

The Section Bylaws shall provide for prescribing the duties of the officers and establishing a quorum for business meetings which shall be conducted in accordance with a standard parliamentary authority.

The Section Bylaws shall provide for the establishment of Group Chapters and provide for administrative and financial management of them after formation.

6. Section or Subsection affiliation shall be determined by the member's mailing address, except that a member may affiliate with any contiguous Section or Subsection of his choice, upon notification to IEEE Headquarters. Unless otherwise requested, a change in mailing address shall cause the member's affiliation to revert to the Section or Subsection corresponding to his new mailing address. The term "reside in" in these Bylaws which determines eligibility to serve as Regional Director, shall mean the residence indicated by the member's Section affiliation, as defined in this Bylaw.

Allowances credited to any particular Section as defined in these Bylaws shall include credit for those members electing to affiliate with that particular Section.

7. There shall be no Section dues. Emergency or extraordinary expenses may be provided by voluntary contribution from the membership of the Section.

The ordinary expenses of the Section shall be defrayed by the funds supplied by the IEEE either directly or by allocation from the Council or the Region. Funds within the Section, from whatever source derived, are the property of the IEEE, and shall not be used for purposes other than the normal operations of the Section as defined in the Bylaws or published interpretations of policy, without prior authorization of the IEEE Executive Committee.

Sections shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no Section or any officer or representative thereof shall have any authority to contract debts or pledge the credit of, or in any way bind the IEEE or those activities specifically prohibited in these Bylaws or published interpretation of policy.

The Section may serve nonmembers or groups wishing to receive meeting announcements and other Section publications.

8. Sections shall submit a Financial Statement to the General Manager and to the Regional Director at the end of each calendar year.

9. Section Secretaries shall forward to the General Manager a report of all meetings and activities held by the Section and its Subsections.

10. For the maintenance of a Section the IEEE shall credit the Section for each calendar year:

Basic allowance - there shall be an allowance of two hundred dollars (\$200.00) per Section.

Rebate allowance - the rebate schedule for Sections shall be prepared annually by the Regional Activities Board in consultation with the Operating Committee of the Technical Activities Board, and submitted to the Finance Committee for review and to the Executive Committee for approval and incorporation in the proposed IEEE budget.

11. Local voluntary financial contributions may be accepted by Sections.

12. Any Section that publishes a periodical shall inform the Regional Activities Board of the establishment thereof and shall provide the Regional Director and IEEE Headquarters with copies thereof, as published.

13. With the approval of the Regional Director(s), two or more Sections may join in mutual support of the following activities:

Joint Publications  
Joint Meetings, Conferences or Symposia  
Joint Group Chapter Meetings  
Student Activities  
Business Administration

and such related activities as may be approved from time to time by the Regional Activities Board. If in pursuing such joint activities it appears desirable to establish a formal aggregation of Sections, to be called a Council, and to be governed by Bylaws, this may be done under the provisions of Bylaw 403.

#### 403. Councils

1. Councils may be established within a Region as aggregations of Sections contained therein. A Council derives its powers from those contained in these Bylaws for Sections.

2. A Region may petition the Regional Activities Board regarding the establishment of a Council. Such petition shall include petitions from those contiguous Sections within the Region supporting and opposing the formation of the Council. It shall also include the recommendations of the Regional Committee and the Regional Director. Favorable action by the Regional Activities Board is necessary for the establishment of a Council.

3. Each Council shall have a council Committee which shall consist of at least the Council Chairman, the junior past Council Chairman, the Council Student Activities Committee Chairman, if such Committee exists, and one representative of each Section in the Council appointed by the Section Executive Committee.

4. Each member of the Council Committee shall be of Member, Senior Member or Fellow grade in the IEEE. The term of office of each member shall be one year, concurrent with the term of office of the Section officers.

5. The Council Committee shall hold at least one meeting each year, within the Region. A quorum for a Council Committee meeting shall consist of a majority of the members of the Committee or their alternates and shall include representatives from at least half of the Sections of the Council. The Council Chairman, or, in the event of his unavailability, a Council Committee Vice-Chairman, shall be responsible for calling the necessary number of Council Committee meetings.

6. The duties of the Council Committee shall include the annual election of all Council officers and the coordination of all Section activities within the Council as outlined in the Council Manual.

7. The Council Chairman shall be Chairman of the Council Committee. The duties of the Secretary-Treasurer shall include correspondence, the keeping of the minutes of the Committee meetings, mailing notices, handling of funds, the keeping of financial records, the submission of a report at the end of each year and such other duties as are assigned to him by the Chairman.

8. Pending installation of the first Council Chairman of the Council, the Regional Director shall appoint a Chairman pro tem of the Council Committee, and the Chairman pro tem may appoint a Secretary-Treasurer pro tem.

9. Each Council Committee shall conduct its activities within the Constitution, Bylaws and other rules externally imposed which by law affect the membership and activities of the IEEE. Councils shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no Council or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE for those activities specifically prohibited in the Manual for Councils and those prohibited to individual Sections, as provided in Bylaw 402.7.

#### 404. Subsections

1. A Section may establish Subsections which shall be geographical subdivisions of the Section, subject to the same limitations and control as the Section itself pursuant to the following conditions:

In the case of Subsections, a petition shall be submitted to the parent Section Executive Committee signed by not fewer than twenty members, other than Students, having mailing addresses within the territorial limits proposed in the petition. The territorial limits of the proposed Subsection shall be specifically delineated in the petition;

Approval of the petition by the parent Section Executive Committee and the Regional Director;

Notification to the General Manager of actions by a Section regarding Subsections with a copy of petition or petitions;

Approval by the Regional Activities Board.

2. Failure of a Subsection to maintain the required activities, which shall include the holding and reporting to the General Manager of at least five technical meetings each year and also the maintenance of a minimum member-

ship of fifteen members, other than Students, shall place the Subsection on probation. The Section Chairman, the Subsection Chairman, and the Regional Director shall be informed of the probation by the General Manager who shall call their attention to the requirements for maintaining the Subsection. If the delinquency continues for a second year, and in the absence of plans to reactivate the Subsection acceptable to the Regional Activities Board and the Regional Director, the Subsection shall be automatically dissolved, with members in that Subsection reassigned to the parent Section or as determined by the Regional Director and the Regional Activities Board. The General Manager shall so inform the members previously constituting that Subsection.

The Regional Activities Board may waive the provisions herein regarding dissolution of a Subsection in case such Subsection becomes affected by war or any other force majeure, for the period of the duration thereof and for at least six months thereafter. Responsibility for waiving requirements for the activity level of Subsections with respect to probation shall be assigned to the respective Regional Directors.

3. Subsection affiliation shall be determined by the member's mailing address, except that a member may affiliate with any contiguous Section or Subsection of his choice, upon notification to IEEE Headquarters. Unless otherwise requested, a change in mailing address shall cause the member's affiliation to revert to the Section corresponding to his new mailing address.

#### 405. Groups and Societies

1. There shall be established within the scope and objectives of the IEEE groups of members interested in specific technical fields or related subjects, designated as Groups. With the approval of the IEEE Board of Directors, there may be established IEEE Societies, to which shall apply all the Bylaws, policies, rules and procedures applicable to the IEEE Groups, provided that any future new or amended Bylaws, policies, rules and procedures specific to such Societies shall take precedence. Where appropriate, present references to Groups in IEEE documents and forms shall apply to the Societies.
2. A petition for the formation of a Group shall be signed by not fewer than one hundred members, other than Students, shall state the proposed field of interest and shall be forwarded to the Executive Committee after review thereof by the Technical Activities Board.
3. The Executive Committee, upon receipt of a petition to form a Group, and subsequent to consultation with the Technical Activities Board, may authorize its formation. After the Group is organized and a Constitution for it is approved by the Executive Committee, the Executive Committee may give final approval to its establishment.
4. Each Group authorized by the Executive Committee shall within not more than six months thereafter adopt and conform to a Group Constitution which shall have been submitted to and approved by the Executive Committee. A Group Constitution may be amended by the Group subject to the approval of the Executive Committee. Such Group Constitution shall provide for a Group President and a Secretary-Treasurer.
5. Each IEEE Group authorized by the Executive Committee may publish a periodical incorporating papers of last-

ing value to the profession in the field of interest of the Group and designated as the "IEEE Transactions on \_\_\_\_\_." Each Group having such a publication shall also establish a review procedure complying with a uniform IEEE policy.

6. All Groups shall consist exclusively of IEEE members and such Group Affiliates as may be recognized by the Executive Committee. No Group shall be recognized as joint with any other organization, society or group outside the IEEE. However, Groups may cooperate with other organizations in the holding of joint meetings and may invite members of such organizations and the public to their meetings.
7. The expenses for operating a Group shall be defrayed through the levying of fees or other charges approved by the Executive Committee. Group fees shall be applied to membership in the respective Groups as follows:

Fees received in the period September 1 to December 31, inclusive, shall apply to membership to December 31 of the following year.

Fees received in the period January 1 to the last day of February, inclusive, shall apply to membership to December 31 of the then current year.

If Group fee payments are received in the period March 1 to August 31, inclusive, the amount payable shall be one-half of the annual fee, and the membership shall continue until December 31 of the then current year.

8. The Executive Committee shall establish each year a TAB Subsidy Fund, and shall set its total amount. The Subsidy Fund shall be administered by the Vice-President - Technical Activities, in consultation with the Technical Activities Board, the Publications Board, the Vice-President - Publication Activities, and such others as may have pertinent information and interest. There shall be provided for each new Group matching funds of one dollar (\$1.00) for each dollar of income derived by the Group from the membership fees during the first two years.
9. All IEEE members may become members of Groups in conformance with the respective Group Constitution.
10. All Group meetings shall be open to all members of IEEE on an equal basis with Group members. Any IEEE member or any Group Affiliate, upon payment of charge judged to be equitable by the Executive Committee, shall receive notices of meetings of any Group.
11. An IEEE Group by itself, or jointly with other organizations, may hold conferences, conventions, or office lectures and may charge for registration, but any charge must apply to the entire meeting and no separate registration charge shall be made for that portion of the meeting sponsored by the Group.
12. All publications of Groups, other than programs, notices, and the like, shall be subject to prior authorization of the Executive Committee and shall be made available to all IEEE members and Group Affiliates on equitable bases approved by the Executive Committee.
13. The Groups may prepare Standards recommendations, provided that advance approval for each such preparation is obtained from the Standards Board.

14. Each Group shall forward to the General Manager a copy of each meeting notice of the Group, an annual report and a financial statement for each IEEE fiscal year prepared immediately following the end thereof.
15. The officially constituted officers of a Group shall have the sole authority to obligate the funds and assets of the Group to promote the Group's activities, provided that no Group officer or representative shall have authority to contract debts for, pledge the credit of, or otherwise bind the Institute for activities prohibited by the Bylaws of the Institute, the Constitution and Bylaws of the Group, or by regulations published in the Technical Activities Manual. Returns from investment of Group funds shall be credited to the Group.
16. Each Group shall conduct its activities within the Constitution, Bylaws and other rules externally imposed which by law affect the membership and activities of the IEEE.
17. Group Affiliates are non-IEEE members who have been admitted by a Group to some of the rights and privileges of Group activities. In general, a Group Affiliate must be a person whose technological activities do not justify full membership in the IEEE, but who may be helped by participation in Group activities and who may contribute benefits to Group members by his participation in their activities. The qualifications for Group Affiliates and the limits in rights and privileges shall be established by the Executive Committee.

#### 18. The Groups are:

Acoustics, Speech and Signal Processing  
Broadcast and Television Receivers  
Broadcasting  
Education  
Electrical Insulation  
Electromagnetic Compatibility  
Electron Devices  
Engineering in Medicine and Biology  
Geoscience Electronics  
Industrial Electronics and Control Instrumentation  
Information Theory  
Instrumentation and Measurement  
Manufacturing Technology  
Parts, Hybrids and Packaging  
Professional Communication  
Reliability  
Sonics and Ultrasonics  
Vehicular Technology

#### The Societies are:

Aerospace and Electronic Systems  
Antennas and Propagation  
Circuits and Systems  
Communications  
Computer  
Control Systems  
Engineering Management  
Industry Applications  
Magnetics  
Microwave Theory and Techniques  
Nuclear and Plasma Sciences  
Power Engineering  
Systems, Man and Cybernetics

Additions or changes in the above list resulting from actions of the Executive Committee or Board of Directors shall be entered therein by the General Manager.

19. In support of their objectives, Groups may associate themselves in Divisions.

#### 406. Group Chapters

1. A Group Chapter, consisting of the members of a Group who are members of a particular Section, may be established to function in a manner similar to that of a committee of the Section.
2. A petition to establish a Chapter must contain the following:
  - a. Name of the Section;
  - b. Name of the Group;
  - c. Name of the organizer (who becomes interim Chairman pending election of a regular Chairman at a later organization meeting);
  - d. Signatures of at least twelve IEEE members, other than Students, who are members of the Group and Section involved;
  - e. Information on Section members who indicate they will join the Chapter, if established.
3. The petition for a Group Chapter shall be submitted to the Section Executive Committee for written approval and forwarded with this written approval to the General Manager. The Group Chapter shall be considered established after the General Manager has ascertained that the Regional Director and the Group President have no objections to the formation of the Group Chapter. The General Manager shall so notify the IEEE Executive Committee, the Regional Activities Board, the Group President, and the Section Chairman.
4. A Group Chapter shall be required to maintain a membership of not fewer than ten members, other than Students, and to hold not less than two technical meetings per year, or to maintain a level of activity acceptable to the Regional Director and the Group President.
5. With the concurrence of the Section Executive Committee, the Regional Director, and the Group President, a Group Chapter may be dissolved. Such dissolution will be reported to the IEEE Executive Committee, the Regional Activities Board, and the Group President.
6. The responsibility for Chapter management shall rest with the Section, which shall have control of all financial and other assets of the Chapter in carrying out its activities.
7. A Joint Group Chapter comprising the members of more than one Group may be established by the procedures defined in Bylaws 406.2 and 406.3, provided, however, that the petition to establish a Joint Group Chapter shall contain at least twelve signatures and that each Group involved shall be represented by at least three signatures.
8. A Group Chapter or Joint Group Chapter may be established by the procedures defined in Bylaws 406.2, 406.3 and 406.7 to cover the territory of two or more contiguous Sections, or an Affiliation, or a Council, provided the necessary approval is obtained by all concerned. The petition shall identify the entity assuming responsibility for the Group Chapter management. That entity shall receive the Group Chapter member and Affiliate allowances and rebates for the Group Chapter meetings.

In Regions 8, 9 and 10, a Group Chapter or a Joint Group Chapter may be established in the Region upon the recommendation of the Regional Director, provided that circumstances do not favor its formation in a Section or contiguous Sections of the Region.

9. The status of a Group Chapter may be changed from single to joint, or vice versa, or from one joint combination to another, without submission of a petition. The change in status will become effective following approval of the request for change by the Regional Director(s), Group Presidents, the Section Executive Committees, and other entities involved.
10. A Chapter or Joint Chapter may schedule a technical meeting only if it has received the prior approval of the Executive Committee of the Section within whose boundaries the meeting is to be held.
11. All Section members shall be advised of all meetings held in the Section, including those organized by Chapters. In addition, a special notice may be sent to the members of the Chapter that organizes a meeting. The Section shall receive the meeting allowance and credit for this activity.

#### 407. Student Branches

1. There shall be established throughout the territory in which IEEE conducts operations, groups of Student members residing in specified geographical localities, designated as Student Branches.
2. There shall be established Counselors who shall be IEEE members and teachers of electrical or electronics engineering, radio, allied branches of engineering or the related arts and sciences, at universities, colleges or technical institutes eligible for IEEE Student members, and who shall be appointed by the Regional Director in consultation with the Regional Student Activities Committee Chairman. Each Counselor is charged with promoting the welfare of the IEEE at his institution, particularly in matters relating to Student activities.
3. Upon receipt of a petition signed by the IEEE Counselor or, in the event one has not been appointed, by a representative of the faculty (who must be an IEEE member) of the educational institution involved, and by ten or more IEEE members who are Students in a "school of recognized standing," the establishment of an IEEE Student Branch may be authorized at that institution, by the Regional Activities Board, upon the recommendation of the Regional Student Activities Committee Chairman with the approval of the Regional Director.
4. There may be instances where proposed Student Branches cannot comply with the requirements of a "school of recognized standing." In such cases, the Regional Activities Board shall rule.
5. Each IEEE Student Branch shall adopt and conform to a Student Branch Constitution which shall have been submitted to and approved by the Regional Activities Board.
6. The IEEE, by action of the Regional Activities Board, may join with another engineering or technical society to cosponsor a Joint Student Branch in a "school of recognized standing," upon the recommendation of the Regional Student Activities Committee Chairman with

the approval of the Regional Director. The petition for the establishment of the Branch must be signed by the IEEE Counselor, or a representative of the faculty (who must be an IEEE member) of the educational institution involved, in the event a Counselor has not been appointed, and by ten or more Student members of the IEEE.

7. Each Joint Student Branch shall adopt and conform to a Joint Student Branch Constitution which shall have been submitted to and approved by both the Regional Activities Board and the cosponsoring society.
8. The normal organizational unit for the conduct of IEEE Student Branch activities is the Student Branch associated with an educational institution. However, under circumstances do not permit the normal organizational arrangements within the boundary of a Section, the Regional Activities Board may authorize the formation of a Section Student Branch open for membership to those Student members, attending institutions located within the Section having curricula which would normally qualify for Student member status, who are not members of an IEEE Student Branch. Such authorization shall be requested in a petition, signed by not fewer than ten such Student members, endorsed by the Section Executive Committee, and approved by the Regional Director. Upon the establishment of the Section Student Branch, the Regional Director shall appoint a qualified Section Student Branch Advisor. The Section Executive Committee shall be responsible for the organization and activities of the Section Student Branch, in accordance with the applicable provisions of the Student Branch Constitution.
9. IEEE Student Branches and Joint Student Branches shall have the right to obligate their funds for all purposes necessary to promote their objectives, except that no IEEE Student Branch, Joint Student Branch, or any officer or representative thereof, shall have authority to contract debts for, pledge the credit of, or in any way bind the IEEE for those activities specifically prohibited in the Student Branch Constitution or in the Manual for Student Branches.
10. Each IEEE Student Branch, IEEE Section Student Branch and Joint Student Branch shall forward to the General Manager a brief report of each meeting held by the Branch for presentation or discussion of papers, and at the completion of each academic year a financial statement for that academic year.
11. An IEEE Student Branch, IEEE Section Student Branch or Joint Student Branch may defray expenses by assessment of its members as provided in its constitution, and, in addition, may accept noncompulsory financial contributions. Nonmember students of the institution where a Student Branch is established may attend the Student Branch meeting under such conditions as may be prescribed by the Student Branch.
12. Failure of the IEEE Student Branch or IEEE Section Student Branch to maintain a minimum of ten IEEE Student members, to hold appropriate accreditation, and to hold at least three meetings each year shall place the Branch on probation. The Regional Director, all officers of the Branch and the IEEE Counselor, or a representative of the faculty of the educational institution or other institute involved, in the event a Counselor has not been appointed, shall be informed

the probation by the General Manager who shall also call to their attention the requirements for maintaining the Branch. If the delinquency continues for a second year, the IEEE sponsorship shall be withdrawn automatically. The General Manager shall so report to the Executive Committee and the Regional Activities Board, and so inform the former officers of the dissolved Branch and the IEEE Counselor.

13. Failure of a Joint Student Branch to maintain a minimum of ten IEEE members and to hold at least three meetings each year shall be reported by the General Manager to the Executive Committee and the Regional Activities Board, and similar action as for delinquencies of IEEE Student Branches shall be taken following formal notification to the cosponsoring society.
14. For maintenance of an IEEE Student Branch, IEEE Section Student Branch, or Joint Student Branch, upon certification by the IEEE Counselor or by a representative of the faculty of the educational institution where the Branch is located, in the event a Counselor has not been appointed, the IEEE shall credit to each such Branch upon request, for any twelve-month period, the sum of twenty-five dollars (\$25.00) for Branches with less than fifty members and fifty dollars (\$50.00) for Branches with fifty or more members; and shall also pay to each such Branch the sum of one dollar (\$1.00) for each Student member of the Branch as of December 31 of each year. In the case of a Section Student Branch, these amounts shall be paid to the Section sponsoring the Branch.
15. The Regional Activities Board may, after consultation with the Regional Director, dissolve an IEEE Student Branch or IEEE Section Student Branch, or withdraw its sponsorship and support of a Joint Student Branch for any reason deemed sufficient. Any remaining funds in the custody of that Branch, or Joint Branch, attributable to IEEE sponsorship, shall revert to the IEEE.
16. The Executive Committee shall be informed of the establishment or dissolution of a Student Branch, Joint Student Branch, and Section Student Branch.
17. Each Branch shall conduct its activities within the Constitution, Bylaws, and other rules externally imposed which by law affect the membership and activities of the IEEE.
18. Within the budgetary conditions established by the Board of Directors, partial reimbursement of actual and necessary expenses may be authorized by the Regional Director for the Counselor of each Student Branch, for the Advisor of each Section Student Branch, for the Student Branch Chairman and the Student paper first prize winner, if any, from any Branch to attend one meeting within his Region each year.

#### 500. PUBLICATIONS

##### Periodicals

1. The IEEE shall publish a monthly publication entitled "IEEE SPECTRUM" which shall be distributed to all Honorary Members, Fellows, Senior Members, Members, and Associate Members. The Executive Committee may authorize distribution to Students.

2. The IEEE shall publish a monthly publication entitled "PROCEEDINGS OF THE IEEE." This publication shall be available to all IEEE members at a subscription fee set by the Executive Committee.
3. The IEEE shall publish periodicals produced by the various Groups named "Transactions on \_\_\_\_\_," where specialized technical papers shall be published.
4. The IEEE may publish periodicals, other than the Transactions defined in Bylaw 501.3, sponsored by one or more of the Groups, subject to the approval of the Executive Committee, subsequent to consultation with the Publications Board.
5. The IEEE may publish an annual Directory containing lists of its members, lists of manufacturers, supplies and products, subject to the approval of the Executive Committee.
6. Member subscriptions to all periodicals shall terminate on December 31 of each year. Subscription fees received in the period September 1 to December 31, inclusive, shall extend the subscription to the period ending December 31 of the following year. Fees received in the period from January 1 to the last day of February, inclusive, shall apply to the period ending December 31 of the then current year. If payment for a subscription is received in the period March 1 to August 31, inclusive, the fee charged shall be one-half the annual subscription fee, and shall apply to the period ending December 31 of the then current year.

#### 502. Other Publications

1. The IEEE may issue other special publications such as convention and conference records, cumulative indexes, etc. when warranted.

#### 503. Standards

1. The IEEE may publish from time to time IEEE Standards concerning technologies encompassed within the scope of the purposes of the IEEE. Publication of IEEE Standards shall be subject to the approval of the Operating Committee of the Technical Activities Board.

#### 600. CONVENTIONS AND MEETINGS

##### 601. Annual International Convention

1. There shall be held annually a convention named INTERCON. IEEE shall be the sole sponsor. The date and location of each such convention shall be established by the IEEE Conference Board, subject to approval by the IEEE Board of Directors.

##### 602. Regional Meetings

1. Regionally organized and sponsored meetings may be held with the approval of the Executive Committee for the presentation of technical papers.

##### 603. Special Technical Conferences

1. Special Technical Conferences may be held with the approval of the Executive Committee. These conferences shall be for the presentation of technical papers on a particular phase of the IEEE's technical activities.



604. Cooperation with National Engineering Societies

1. When IEEE-sponsored or -cosponsored technical conferences or meetings are to be held in countries outside the United States in which there exists one or more national technical societies devoted to electrical engineering, electronics, and allied arts, particular attention shall be given by the organizer of the meeting to obtaining through the Regional Director the cooperation of the appropriate national society or societies at the earliest practical stages of the organization process.

605. General Meeting of Members

1. Quorum: Fifteen per cent of the total number of voting members as recorded in the official IEEE membership records at the end of the previous year shall constitute a quorum at any general meeting of members, including, but not limited to, a general meeting held to vote on proposed amendments to IEEE's Certificate of Consolidation.