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Rev. 5 - March, 1995  
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## **BY-LAWS OF THE DENVER SECTION OF THE IEEE**

Nothing in these Bylaws is to be construed as to be contrary to the IEEE Bylaws, Constitution and Policy and Procedures.

### ***I. NAME AND TERRITORY***

- A. The name of this section shall be the Denver Section of the Institute of Electrical and Electronic Engineers, Inc., hereinafter called the Section. The territory included within the Section shall include two subsections as described below:
1. The Black Hills Subsection shall contain the following Counties: Butte, Custer, Fall River, Harding, Lawrence, Meade, Pennington, Perkins, and Shannon in the State of South Dakota; Crook and Weston in the State of Wyoming; and Dawes and Sioux in the State of Nebraska.
  2. The Centennial Subsection shall contain the following Counties: Albany, Campbell, Carbon, Converse, Goshen, Johnson, Laramie, Natrona, Niobrara, and Platte in the State of Wyoming; Banner, Box Butte, Cheyenne, Deuel, Garden, Kimball, Morrill, Scotts Bluff, and Sheridan in the State of Nebraska; and Larimer, Logan, Morgan, Phillips, Sedgwick, and Weld in the State of Colorado.
  3. The Denver Section shall contain the following Counties: Yuma, Washington, Elbert, Douglas, Jefferson, Clear Creek, Summit, Eagle, Pitkin, Mesa, Delta, Montrose, and all counties north of said counties in Colorado including the counties as listed above in Wyoming, South Dakota, and Nebraska for the Black Hills and Centennial Subsections.
  4. The territory of the Section and its Subsections shall be approved by the IEEE Regional Activities Board, and may be enlarged, reduced, or otherwise altered by the Regional Activities Board at any time in accordance with the IEEE By-Laws.

### ***II. FISCAL YEAR***

The Section shall operate on a fiscal year beginning on January 1st and ending on December 31st of each calendar year.

### ***III. OFFICERS AND TERM OF OFFICE***

- A. To be eligible for an office, the candidate must hold the grade of Member, Senior Member, or Fellow of the IEEE. In addition, Chapter Officers are required to be members of the society sponsoring the Chapter. Associates and Affiliates may be appointed to serve on Chapter committees.

- B. The officers of the Denver Section shall be a Chair, Chair-Elect, one (1) Senior Vice-Chair, two (2) Vice-Chairs, Secretary, and Treasurer. All seven officers shall be elected annually at the Annual Business meeting of the Denver Section, usually held in October.
- C. The term of office shall be for one year, concurrent with the fiscal year, but in all cases shall continue until a successor has been duly elected and takes office, usually in January at the first meeting of the new fiscal year, of the general section membership.

#### ***IV. EXECUTIVE COMMITTEE***

- A. There shall be a Section Executive Committee for the purpose of managing the operations and administration of the Section in accordance with these By-Laws and the Constitution and By-Laws of the IEEE. Membership of the Executive Committee shall consist of the Section Executive Board, and the Chairs of each of the Section Standing Committees established in these By-Laws. Additional non-voting members may be appointed by the Section Chair for a specified time or event, but in no case will their term extend beyond that of the Chair who appointed them.
- B. The Chairs of the Denver Section Subsections shall be ex-officio members of the Denver Section Executive Committee with full voting power when present.
- C. Each Denver Section Society Chapter Chair shall have representation on the Executive Committee through the Society Chapters Committee Chair. Each Society Chapter Chair shall be an ex-officio member of the Denver Section Executive Committee with full voting power when present.
- D. Members of the Region 5 Executive Committee shall be ex-officio members of the Denver Section Executive Committee with full voting power when present.
- E. Executive Committee meetings shall be called at the discretion of the Section Chair or by a petition signed by three (3) voting members of the Executive Committee. There shall be a minimum of three (3) Executive Committee meetings each fiscal year, conducted within the geographic area of the Denver Section. The meetings shall be open to all IEEE members.
- F. A simple majority of the voting members of the Executive Committee shall constitute a quorum for the transaction of business at any Executive Committee meeting.

#### ***V. EXECUTIVE BOARD***

- A. The Denver Section Executive Committee shall have an Executive Board which is responsible for establishing the annual Section goals, proposing to the Executive Committee the annual Section agenda of activities, a proposed budget to support these activities, directing and coordinating the activities of the Standing Committees, and executing those matters of business approved by the Executive Committee towards accomplishing these Section goals.
- B. Membership of the Denver Section Executive Board shall consist of the seven (7) elected Section Officers, the Junior and Senior Past Section Chair, and as many as two (2) Committee Chairs that may be selected by the Section Chair, with the approval of the other members of the Executive Board.

#### ***VI. DUTIES OF THE SECTION CHAIR***

- A. The Section Chair, responsible to the Section Executive Committee, shall be the Senior Executive Officer of the Section and has general supervision of the affairs of the Section. The Chair shall have such powers and duties as are provided in the IEEE and Section By-Laws, including but not limited to the following:

1. To appoint the Chairs of all Standing Committees as specified in these By-Laws.
  2. To make appointments for any special duties as may arise during the term of office.
  3. To act as Chair of the Executive Committee and call meetings as required or necessary to properly handle the affairs of the Section in the best interests of the Section and the IEEE.
  4. To represent the Section (unless an alternate is designated by the Section Executive Committee) as a member of the IEEE Regional Committee and carry-out such duties relating thereto as prescribed in the IEEE By-Laws.
  5. To conduct the election of officers at the Annual Business Meeting of the Section. ✓
  6. To prepare a consolidated report at the close of the term of office. The report shall include a review of the activities of the Section during the term of office. Copies of the report shall be furnished to the Regional Director, IEEE Headquarters, the incoming Section Chair and a file copy for the Section's permanent records.
- B. The Section Chair shall be the Senior Executive Officer of the Executive Board which shall meet at the discretion of the Chair. A minimum two-thirds vote of the Executive Board shall be required to move an item of business from the Executive Board to the Executive Committee for a vote.
- C. The Section Chair shall preside at all meetings of the Executive Board, Executive Committee, General Section Annual Business Meeting, and the installation of the Incoming Officers.
- D. The Section Chair shall establish a Section Long Range Planning Committee consisting of not less than three past Section Chairs.

#### ***VII. DUTIES OF THE SECTION CHAIR-ELECT***

- A. The Section Chair-Elect shall assist the Section Chair in making recommendations for section goals to the Executive Board. This officer shall perform the duties of the Section Chair in the conduct of business when the Chair is unable to do so.
- B. The Section Chair-Elect shall be a voting member of the Section Executive Board and Executive Committee.
- C. At the discretion of the Section Chair, the Section Chair-Elect shall function as coordinator of all section activities.
- D. The Section Chair-Elect shall serve one concurrent year as an ex-officio member of the Long Range Planning Committee without voting powers.

#### ***VIII. DUTIES OF THE SECTION VICE-CHAIRS***

- A. The Senior Vice-Chair shall be responsible for the direction and overall coordination of the Section Program and Educational Committees. The Section Program Committee shall have overall coordination of the monthly calendar of the Section, Subsections, and Society Chapter meetings along with the other Section Committee sponsored and educational meetings; see that all meetings are properly reported in a timely manner to the Section Secretary, and rebates are paid by the Section Treasurer to the Society Chapters and Subsections.
- B. The Vice-Chair for Student Activities shall be responsible for those activities which interact with students. These activities are in support of and are to coordinate IEEE Student Branch programs, the annual Student Paper Contest, Pre-College Math & Science programs such as the Colorado Science Fair and Science Olympiad, and administer financial support of these activities in the form of awards and grants from the Student Fund.

- C. The Vice-Chair for Member Services shall be responsible for those activities which support the general membership. These include publication, publicity, membership, professional, and conferences activities of all Section member activities. These activities are in close coordination and support of the Section Program under the direction of the Senior Vice-Chair.
- D. The Section Vice-Chair shall also fulfill any other duties assigned to them by the Section Chair or as a result of actions taken by the Committee.
- E. The Section Vice-Chairs are to appoint a Committee Chair who, in their absence, can represent them at Executive Board and Committee meetings.

#### ***IX. DUTIES OF THE SECTION SECRETARY***

- A. The Secretary, as a member of both the Executive Board and the Executive Committee, shall attend all meetings; or, if unable to attend, shall arrange for an alternate to record the minutes of the meetings.
- B. The Secretary shall be responsible for sending out meeting notices for both Executive Board Meetings and Executive Committee Meetings.
- C. The Secretary shall be responsible for maintaining current records on the Section membership from information furnished by IEEE Headquarters, with assistance of the Membership Committee.
- D. The Secretary shall be the custodian of all records of the Section and shall pass on to the incoming Secretary those records which should be retained for historical or other purposes.
- E. At the beginning of each new administration, the Secretary shall be responsible for notifying IEEE Field Services of the names of all incoming elected Section, Subsection, and Chapter Officers and approved Committee Chairs within twenty (20) days after taking office.
- F. The Section Secretary shall be responsible for notifying IEEE Headquarters of appointments to the Section Executive Committee, and of the Subsection Chairs, Chapter Chairs, Committee Chairs, and other appointments or changes during the fiscal year of which the IEEE Headquarters should be advised. Names and term of newly elected officers shall be reported to IEEE Headquarters within twenty (20) days following election.
- G. The Section Secretary shall provide each new Section and Subsection Chair, Chapter Officer, and Committee Chairs with a copy of the Denver Section By-Laws and appropriate operational guides prepared by IEEE Headquarters, and other guides that may be prepared by the Section, after each annual election and/or committee appointments.
- H. The Secretary shall maintain supplies of stationery and other forms as may be required by the Section and Subsection officers. Normally, mailing labels and other stationery supplies will be ordered, as required, from IEEE Headquarters.
- I. The outgoing Secretary shall be responsible for reporting to the IEEE Headquarters, on the prescribed form, information about the meetings held by the Section, Subsections, Chapters, Societies, and Groups. This report shall be submitted to IEEE Headquarters no later than the specified date, usually February 1st of the ensuing year.

#### ***X. DUTIES OF THE SECTION TREASURER***

- A. Immediately following installation of officers, the incoming Treasurer shall arrange with the Auditing Committee Chair and the outgoing Treasurer for the transfer of the Section financial records.
- B. As a member of both the Executive Board and the Executive Committee, the Treasurer shall attend all meetings, or if unable to attend, shall arrange for an alternative to present the current financial report.



- C. The Treasurer shall be responsible for maintaining the Section's financial records and conducting activities including:
1. Receipts and disbursements record.
  2. Deposits of all monies received by the Section in a depository approved by the Executive Committee.
  3. Determine funds available to the Section from IEEE Headquarters.
  4. Make disbursements only as authorized in the Section annual budget or as specifically approved by the Executive Committee.
  5. Preparation of an annual budget for the next year.
- D. The Treasurer shall work with the Section Executive Board in the preparation of a Section budget for the ensuing fiscal year. This budget shall be submitted for approval of the Executive Committee prior to January first, at which time the budget may be modified as required by majority vote, providing a quorum is present.
- E. The outgoing Treasurer shall submit the Section Financial Statement, on the prescribed form, for the year ending December 31st no later than the date specified, usually in time to be received at IEEE Headquarters by February 1st.

## ***XI. STANDING COMMITTEES***

- A. The Section Chair shall be responsible for appointing all Standing Committee Chairs with recommendations and advice from the Executive Board. Tentative appointments may be made by the Section Chair-Elect prior to taking office to allow new Committee Chairs the opportunity to learn about their committee tasks before assuming the responsibility at the beginning of the next fiscal year. Committee Chair appointments are subject to ratification by the Executive Committee. Each Committee Chair will appoint his/her committee members, with the approval of the Section Executive Committee, and their terms will expire on December 31st.
- B. The Standing Committees of the Denver Section shall be:

Awards and By-Law Revisions  
Membership  
Section Program  
Educational Activities  
Pre-College Student Activities  
Society Chapters  
Nominations  
Publicity

Professional Activities  
Conference Activities  
Student Fund  
IEEE Student Branch Activities  
Audit  
Finance  
Long Range Planning  
Publications

The reporting organization of these Standing Committees is shown in Paragraph XIX.

## ***XII. DUTIES OF THE STANDING COMMITTEES***

### **A. Awards & By-Law Revisions**

1. The Section Awards & By-Law Revisions Committee Chair manages the awards program of the section and administers the necessary revisions to the Section By-Laws. The four (4) permanently endowed awards are normally presented at the Annual Awards Banquet in May or June each year. The Awards and By-Laws Revisions Committee Chair shall head the four endowed Section Annual Award subcommittees as follows:
  - a) The Section Service Award Sub-Committee shall consist of the previous award recipients, present Section Chair, Junior and Senior Past Chairs, who are all solicited annually for nominations. The final decision rests with the Awards Committee Chair. The award is an engraved plaque and a check for \$100 given to an individual for dedicated services to the Denver Section over an extended number of years, usually in excess of 10 years. An individual can receive this award only once.
  - b) The Society Chapter of the Year Award Sub-Committee shall consist of the Secretary, Society Chapters Committee Chair, and the Senior Vice-Chair for Member Services who collectively determine the winner for the previous calendar year based on meeting reports, increases in membership, and other outreach activities. No Chapter may win this award in consecutive years. The award is a certificate and a check for \$100.
  - c) IEEE Student Branch of the Year Award Sub-Committee shall consist of the IEEE Student Branch Activities Chair, Student Fund Chair, and the Vice-Chair for Student Activities who collectively determine the winner from nominations and other reports submitted by the Student Branch Counselors, Student Branch Officers, their school, and IEEE staff. The award is based on performance for the immediate academic year. The award is an engraved plaque and a check for \$100.
  - d) The Professional Award Sub-Committee shall consists of the Senior Vice-Chair, Professional Activities Committee Chair, and the Vice-Chair for Member Services who collectively determine the award recipient from nominations solicited from the Denver Section of the IEEE and other Professional Societies in the Denver Section area. This award will be a suitable engraved plaque. An individual can receive this award only once.
  - e) The Section Awards and By-Laws Revision Sub-Committee Chair shall be responsible for any other awards which may be designated by the Section Executive Committee or endowed in the future.
2. The Awards and By-Laws Revision Committee Chair shall be responsible for obtaining a lapel pin for the outgoing Section Chair and obtaining certificates of appreciation and/or other recognitions at the conclusion of each fiscal year as determined by the outgoing Section Chair. The outgoing Section Chair will give to the incoming Section Chair the Section Chair pin at the installation of officers ceremony, which is normally conducted at the January Section Meeting.
3. The Awards and By-Law Revisions Committee Chair shall be responsible for annually updating and revising the Section By-Laws. The revised By-Laws shall be submitted to the Executive Committee for approval at a meeting designated by the Section Chair.

### **B. Nominations**

1. The Section Nominations Committee Chair shall normally be the Junior Past Section Chair.

2. The Nominations Committee Chair shall be responsible for preparing Fellow Nominations to be submitted annually and/or endorsements by the Section. Newly elected Fellows are to be recognized in an appropriate way by the Section.
3. The Nominations Committee Chair shall be responsible to submit names in nomination for higher level awards and IEEE leadership positions to the Region and other IEEE Boards and Committees when requested. The Nominations Committee Chair is assisted in this task by the Section Executive Board.
4. The Nominations Committee Chair shall be responsible for soliciting and recommending to the Executive Committee those names to be presented to the Section membership for the election of the next year's officers. The Nominations Committee Chair is assisted in this task by a nominating subcommittee consisting of the Junior and Senior Past Chairs, and one or more persons appointed by the Section Chair, not then an officer of the Section.

C. Professional Activities

The Professional Activities Committee Chair represents IEEE on the Colorado Engineers Council (CEC) and other inter-Society, Industry and Government engineering organizations. The Professional Activities Committee Chair shall be responsible to report on the Colorado Engineering Council and other professional engineering activities, the coordination of the Annual Legislative Breakfast and Engineers Dinner, coordinating IEEE membership interest with Industry and Government, and conducting IEEE liaison programs to further engineering management support of IEEE membership and Government and Industry participation in IEEE activities.

D. Membership

The Membership Committee Chair shall be responsible for directing and coordinating membership development, encouraging all IEEE members in the Section to obtain the highest grade for which they are qualified, to promote new membership at Section, Subsection, Society Chapter and all IEEE meetings, conferences, and other professional gatherings, and to reach out for new members in those industrial, Educational, and Governmental areas where potentially qualified members can be found. The Membership Committee chair shall keep the Section, Subsection, Chapters, and Student membership statistics and make available membership information and applications to the Society Chapters and other members and non-members who request information about IEEE.

E. Finance

The Section Treasurer shall be the Finance Committee Chair. The Finance Committee Chair shall also maintain the Awards Fund separate from the Student Fund and the Section General Fund, and advise the Awards Committee Chair as to the yearly income to be used for the four endowed Section Awards. The Denver Section Awards Fund shall not be used for other than Denver Section Annual Awards.

F. Programs

The Section Programs Committee Chair shall be responsible for scheduling and coordinating the Section's monthly general meetings, and scheduling and arranging the Annual Business Meeting, Awards Banquet and the annual installation of officers. These general Section meetings can be in joint sponsorship with other technical societies, IEEE Society Chapters, Subsections, Student Branches, or sponsored by the Section alone, and should present topics and tours of a general nature to draw attendance from the broadest cross-section of the IEEE membership. Technical topics and tours should be presented by the Society chapters. The Annual Business Meeting shall begin with a short business

report covering the previous academic year followed by the presentation of awards covering the previous calendar year, followed by the evening's program. Family and guests shall be encouraged to attend. Individual invitations shall be sent to all past Section Chairs, Subsection Chairs, Fellows, and Student Branch Counselors. The installation of officers will be a simple ceremony at the beginning of the first general membership meeting in January of each year.

G. Educational Activities

The Section Educational Activities Committee Chair shall be responsible for the continuing technical education of the Denver Section membership. This can be accomplished through the IEEE Educational Activities Board Satellite Video Conferences, short courses, workshops, and other locally generated educational courses either in joint sponsorship with other technical societies, IEEE Society Chapters, conferences, or sponsored solely by the Section. The Section educational activities should be financially self-supporting whenever possible.

H. Society Chapters

1. The Section Society Chapters Chair shall be responsible for coordinating the Society Chapters within the Denver Section. The Society Chapters Chair shall assist each Chapter maintain active leadership through annual elections, and assist the chapter in scheduling at least two meetings per calendar year to remain in active status. This may require leadership and training education as to Section policy and procedures for meeting announcements, reports and rebates, and the coordination of Chapter meeting dates with Section, and Subsection meeting dates to minimize interfering with other IEEE meetings. Each Subsection and Society Chapter will receive monetary support as approved by the Executive Committee. All Society Chapter and Subsection meetings must be published in the Section newsletter.
2. A new Society Chapter may be formed by Section members in accordance with IEEE established procedures. The request for the New Society Chapter shall be submitted to the Section Executive Committee for approval, which will in turn, submit the petition to the Director, IEEE Field Services. The Chapter shall be considered established after IEEE Field Services has determined the Regional Director and the Society Presidents have no objections.

I. Publicity

1. The Section Publicity Committee Chair shall be responsible for notifying newspapers, trade publications, other technical professional organizations, the radio and TV media, and other interested parties concerning Section meetings of particular interest and of IEEE activities such as election of officers, annual awards, and special meetings and other events, and assist in conference publicity when requested.
2. The Publicity Committee shall assist the Publications Committee by promoting advertising in the Section Newsletter. The Publicity Chair shall solicit industry support for the Section newsletter in the form of donations.

J. Publications

1. The Publications Chair shall be responsible for coordinating the publication of the Section Newsletter. The Publications Committee consists of the Section Treasurer, Society Chapters Chair, Section Program Chair, and the Newsletter editor and the Newsletter Publisher.
2. The Editor, in coordination with the Publications Chair, is responsible for the editorial content of the newsletter and for the direct coordination of publication activities with the Section Newsletter publisher.

3. The Newsletter publisher shall be responsible for publication activities needed to produce the newsletter. The Section newsletter is usually published each month from September through May or June, with the exception of December which is optional, and should be received by the general membership no later than the first week in each of these months. The responsibilities of the Newsletter editor and publisher may be combined as directed by the Publications Chair.
4. The Publications Chair shall coordinate the responsibilities of the editor and publisher. The editor position may be filled by the publications Chair or other section member as approved by the Executive Board. The publishers duties may be assigned to a section member or an outside contractor, as approved by the Executive Board.
5. The Publications Chair, with the assistance of the Section Treasurer shall be responsible for collecting any fees charged for advertising in the Section Newsletter or other Section publications.

K. Professional Activities

The Section Professional Activities Committee Chair shall be responsible for those activities which improve the professional standing and recognition of Electrical, Electronics and Computer Engineers, Scientists, and Technologists in communities within the Denver Section. Such activities include Government Action programs, workshops and meetings on Professional issues assisting USAB Member Services reviewing IEEE-USA Technology Policy; participating in the Regional and National Professional Activities Committee for Engineers (PACE) programs and providing employment programs. The Professional Activities Chair is expected to represent the Section at the Annual PACE Conference and other Regional and National conferences and meetings as requested by the Section Executive Board. The committee chair shall coordinate activities with other committees.

L. Conference Activities

1. The Section Conference Activities Committee Chair shall monitor all Regional, National, and International IEEE conference schedules. When appropriate, letters of inquiry shall be sent to the committee responsible for the future selection of conference sites. If favorable responses are received, then formal letters of invitation shall be prepared for the signature of the Section Chair. Coordination shall be undertaken with the local Chamber of Commerce and/or visitors and Convention Bureau in order to obtain letters from their organization, in addition to the Mayor and Governor of the State. The Section Conference Committee shall assist the National Conference Committees as may be required by their needs.
2. The Section Conference Activities Committee Chair shall coordinate IEEE Section involvement in local trade shows with the Society Program committees. The Conference Activities Chair shall coordinate proposals for non-IEEE sponsored Electro-Technology Trade Shows or local group of a National Technical/Engineering Society.
3. The Section shall provide funding as approved by the Executive Board, for advance payments to conferences. Every effort should be made to ensure financial success for the conference, and the Section may expect to share in the surplus realized. The Section may also be asked to share the risk associated with a conference and be prepared to share in the losses if they occur. The Conference Activities Committee Chair will prepare a written agreement (which must be approved by the Executive Committee) as to the sharing of surpluses and/or losses.

M. Student Fund

1. The Section shall establish and maintain a fund for the purpose of promoting student interest and participation in electrical, electronic, or computer engineering and science at the Junior High, Senior High, and College levels.



2. The Section Treasurer shall keep completely separate records of money allocated to the Student Fund and there shall be no mingling of the Student Fund with Section money allocated for general use. The Treasurer will invest the Fund in reasonably safe and prudent investments with the assistance and approval of a majority of the Student Fund Committee. Income from such investments shall be kept separate from other Section money, and disbursements from the Fund income shall be made by the Treasurer only if properly authorized and approved by majority vote of the Student Fund Committee.
3. Additions to the Fund shall consist of monies allocated thereto by majority vote of those Executive Committee members present at any Executive Committee Meeting, provided there is a quorum present.
4. Money allocated to the Fund by Executive Committee vote may be permanently withdrawn from the Fund by a two-thirds (2/3) or more vote of the entire Executive Committee members eligible to vote. This vote may be by mail or at any Executive Committee Meeting provided two thirds or more members are present.
5. Money allocated to the Fund may be temporarily withdrawn from the Fund and used for other purposes than those designated in Paragraph 1 above, provided all the following conditions are met:
  - a) There is reasonable assurance that the money will be replaced within a specified time period, not to exceed eighteen (18) months.
  - b) The amount of the money removed from the Fund for all such temporary use does not in aggregate exceed more than twenty-five percent (250/9) of the total fund.
  - c) The allocation for temporary use is approved by majority vote of those members present at any meeting of the Executive Committee providing there is a quorum present.
  - d) The allocation for temporary use is approved by a majority vote of the members of the Student Fund Committee.
  - e) The Treasurer is authorized to transfer money from the general Section money equal to the approximate amount of income which the withdrawn amount of money would have earned if they had not been withdrawn.
6. The Student Fund Committee shall consist of three (3) members. At the beginning of the Section Chair's term of office any vacancy, which may exist due to the expiration of a Student Fund Committee member's term of office shall be filled. The term of office for new appointments to the Student Fund Committee shall be for not more than three (3) fiscal years; but the Section Chair may appoint a new member or reappoint an existing member for less than three years, providing no more than one of the member's terms of office expires in the same year. The Section Chair shall promptly fill vacancies which may occur during the year by appointing a new member for the unexpired term. Any new member appointed to the Student Fund must also be a voting member of the Executive Committee at the time of appointment or within the last three (3) years.
7. The powers and duties of the Student Fund Committee shall include the following:
  - a) To administer the Fund and the income from the Fund to achieve the objectives and purpose stated in Paragraph 1 above.
  - b) To assist and/or direct the Treasurer in the prudent and wise investments of the Fund, and/or income from the Fund, so the maximum income may be achieved with a reasonable degree of safety.
  - c) To obtain (by February 1st of each year) from the Section Treasurer, a statement as to the amount of money in the Fund, the amount of income available from the Fund for that year, plus income carry-over (if any) from previous years.
  - d) The Student Fund Chair shall provide the Section Chair with a report by February 15th for the previous calendar year showing the balance in the Fund at the beginning and end of the year, and income and disbursements during the previous year. The Treasurer shall assist in preparing this report.



- e) To prepare, by February 15th of each year, a list of proposed disbursements for that calendar year. This list may be increased, decreased, or modified during the year by majority approval of the Student Fund Committee members, but in no event shall the disbursements be greater than the previous year's income, plus income carry-over (if any) specified in Paragraph 3 above. Disbursements from the Fund itself shall be made only if authorized as stipulated in either Paragraph 4 or 5 above.
8. The Student Fund Committee shall designate the most senior committee member in terms of years on the committee each calendar year as its Chair. All disbursements made by the Section Treasurer from the Student fund checking account may be initially requested verbally by the Student Fund Chair, but it must be followed up with a written request from the Student Fund Chair to the Section Treasurer within 10 days.

N. IEEE Student Branch Activities

1. The section IEEE Student Branch Activities Committee Chair shall be responsible for coordinating Section support of the Student Branches at the many schools of engineering within the Denver Section. This can best be accomplished by the following:
  - a) Attending one or more Student Branch meetings at each school throughout the year to establish communications with the IEEE Student Branch Counselor, the Student Branch officers, and the school staff.
  - b) Encouraging students to attend section meetings by offering a 50% meal subsidy paid by the Student Branch Committee for all dinner meetings attended by IEEE students.
2. IEEE sponsored activities for the Student Branches include the annual Student Paper Contest and Student Professional Awareness Conferences (SPACs) at schools with leadership to undertake this project. SPACs are to be coordinated with the Section Professional Activities Chair.
3. The Student Branch Activities committee works closely with the Student Fund Committee which supplies funds for the student awards and project grants, the Region 5 Student Activities Chair who coordinates the Student Paper Contests, and the IEEE Student Services at IEEE headquarters which supplies the Student Activities Guides for Sections and other Student support supplies and information.
4. The IEEE Student Branch students shall be represented collectively by the appointment of an IEEE student to this committee. The student representative will be an ex-officio member of the Executive Committee with full voting power when present.

O. Pre-College Students Activities

The Section Pre-College Student Activities Committee Chair shall be responsible for coordinating Section support of pre-College Math and Science educational activities in promoting Electrical, Electronics, and Computer technological understanding. The principal activities involve judging and presentation of awards at the Colorado Science Fair, support of the Colorado Science Olympiad, and other programs with a similar interest in promoting technical education and understanding. This committee also works closely with the Student Fund which supplies money for awards and other student project grants and coordinates with the Section Professional Activities Chair.

P. Audit Committee

The Section Chair shall appoint the Audit Committee Chair who will select committee members necessary to perform a financial audit of the Section financial records. The Chair shall direct and coordinate the audit of the Section's financial records provided by the outgoing Section Treasurer. The

Committee Chair shall submit a written audit report to the Section Chair. The audit usually is conducted in January or February each year.

Q. Long Range Planning Committee

The Section Chair shall appoint a past Section Chair to chair this committee. The committee chair shall direct and coordinate the development of a strategic operating plan for the Section. The plan shall be submitted to the Executive Board for their consideration.

R. All Standing Committee Chairs

1. Each Committee Chair shall appoint the members of their respective committee. Each Committee Chair shall appoint a Vice-Chair who can represent the committee at Executive Committee Meetings and vote for the Chair when absent.
2. Each Committee Chair shall submit to the Section Chair an annual report and evaluation of their activities at the conclusion of the fiscal year. These reports will be used in the Section Chair's annual report to the Region 5 Director presented at the Annual Region 5 Conference and Regional Committee Meeting usually in March or April, and to the IEEE Denver Section general membership at the Annual Awards Meeting, usually in May or June.

### ***XIII. NOMINATION AND ELECTION OF OFFICERS***

- A. A Nominating Committee consisting of three (3) members, not then officers of the Section, shall be appointed by the Section Chair, with the approval of the Section Executive Committee. Each year the Section shall elect seven (7) officers for a term of one year. No later than sixty (60) days prior to the Annual Business Meeting of the Section, the Nominations Committee Chair shall submit names of qualified IEEE members for the offices of Chair-Elect, Senior Vice-Chair, two (2) Vice-Chairs, Secretary, and Treasurer. Only members, Senior Member grade or higher, are eligible to hold Section offices. Nominees for Section Chair and Chair-Elect shall be limited to those individuals who will have served a minimum of three (3) years on the Executive Committee prior to the possible assumption of the office.
- B. No later than forty five (45) days prior to the Annual Business Meeting of the Section, the Nominations Committee Chair shall submit to the Section Chair a list of candidates who are eligible, willing to serve if elected, and capable of carrying out the duties of the office as described in these By-laws and other guides supplied by IEEE Headquarters. The nominations of the Nominating Committee will be announced to the Section Membership, and following this, a minimum of twenty eight (28) days allowed for additional nominations by petition. To be valid, the petition must be signed by ten (10) or more voting members.
- C. In the event there is only one nominee for each office, the Section Chair shall declare the nominee elected and no balloting would need to be held at the Annual Business Meeting.
- D. When, at the Annual Business Meeting, there is more than one nominee for any one of the elective offices, the Section Chair may conduct the election, providing there is a quorum present and it is evident that a fair expression of the wishes of the Section membership will be reflected. As an alternate, the Section Chair may announce within 20 days after the Annual Business Meeting, that the election shall be determined by a letter ballot listing the nominees for each office. The mailing shall include a return addressed envelope. A return mailing date deadline, no less than thirty (30) days or later than forty-five (45) days after the Annual Business Meeting, shall be specified on the ballot. The Section Chair shall call a meeting of the Executive committee and appoint a three member Teller Committee to count the

returned ballots and determine the elected officers. A plurality of the votes cast shall be necessary for election. Notification of the newly elected officers and transfer of duties shall be made without delay.

E. The timetable for this procedure is as follows:

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|--|-----------------------|
| 1. Appointment of Nominating Committee:            | March 1 <sup>st</sup> |
| 2. Announcement of Nominations:                    | September 1st         |
| 3. Close Nominations by Petition:                  | October 1st           |
| 4. Hold Election:                                  | October 31st          |
| 5. If required, a ballot shall be mailed prior to: | November 1st          |

#### ***XIV. VACANCIES***

- A. Vacancies in office shall be filled by an appointment made by the Section Chair subject to approval, within thirty (30) days following the appointment, by a majority vote of all members of the Executive Committee. If the vacancy is in the office of the Section Chair, the Section Chair-Elect shall automatically assume the office. The Nomination Committee Chair shall appoint a replacement to complete the term of Chair-Elect, subject to approval as given above.
- B. If, for any reason, the best interests of the Section seem to require a change in the Section Executive Committee during the year, the matter shall be duly and carefully considered at a meeting of the Executive Committee at which a quorum is present. By at least a two-thirds vote of the Executive Committee members present, or upon submission of a written petition signed by fifteen (15) or more voting members of the Section, the matter shall be resolved by a two-thirds vote of the Section Executive Committee for replacing a Committee Chair, or following the same procedure as given in Paragraph XII, E for an elective office when more than one nominee has been made.

#### ***XV. BUSINESS MEETING***

In order to transact business at a Section meeting, at least six (6) members must be present to constitute a quorum.

#### ***XVI. FINANCES***

- A. All expenditures of Section funds must be approved by the Treasurer.
- B. Without prior authorization of the IEEE Executive Committee, Section funds can be used only for normal operations of the Section.
- C. The Treasurer shall be authorized to draw funds, as approved by the Section Executive Committee.

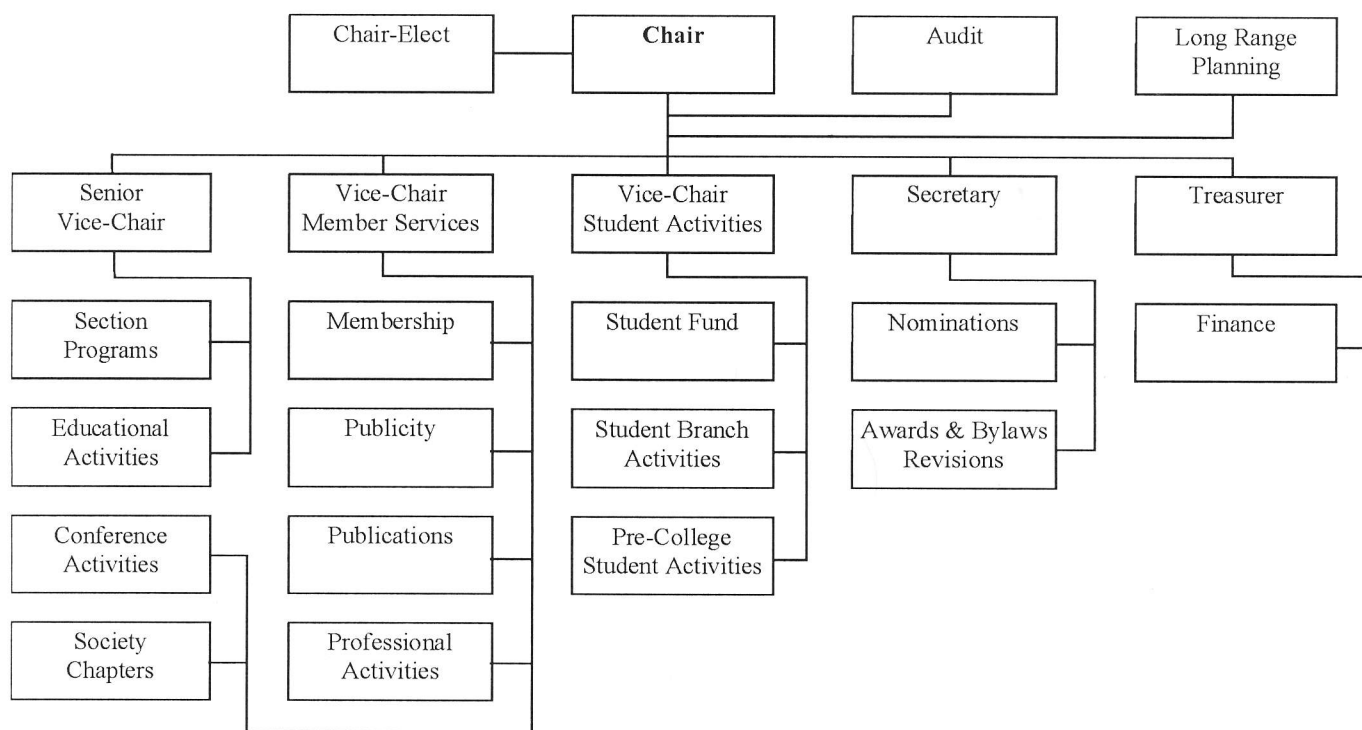
#### ***XVII. BY-LAW ADDITIONS, DELETIONS, AND REVISIONS***

Additions, deletions, and revisions to these By-laws may be proposed by three (3) or more members of the Executive Committee, or by a petition signed by fifteen (15) or more voting Section members. The proposed additions, deletions, or revisions shall be mailed to all members of the Executive Committee at least twenty (20) days before the stipulated Executive Committee Meeting at which the vote is to be taken. Providing a quorum is present, two-thirds (2/3) of all votes cast shall be required to approve the proposed addition, deletion, or revision, or two-thirds (2/3) mail vote of the Executive Committee, provided a 30 day period is allowed for such responses. In either event, any such change must be consonant with the IEEE Constitution, By-laws, and published interpretation of policy. A copy of the current Section Bylaws, and any amendments thereafter which involve substantive changes, shall be submitted by the Section Secretary to the Regional Director for approval, with such approvals reported to the Regional Activities Board.

### ***XVIII. OTHER PROVISIONS***

Any matters relating to the operation and affairs of the Section, which are not covered herein, shall be resolved by action of the Officers and Executive Committee in accordance with the provisions of the IEEE Constitution and Bylaws, and published interpretation of policy.

### ***XIV. EXECUTIVE COMMITTEE REPORTING ORGANIZATION CHART***



***XX. SIGNATURES***

---

Chair

---

Senior Vice-Chair

---

Vice Chair, Student Activities

---

Treasurer

---

Chair Elect

---

Vice Chair, Member Services

---

Secretary

---

Director

## **Items Removed From Existing By Laws**

### **Article I – Name and Territory**

Black Hills Sub-Section eliminated

### **Article III – Officers**

Associates and Affiliates can serve on committees  
Chapter officers required to be members of society sponsoring the chapter

### **Article IV – Executive Committee**

Additional non voting members can be appointed by Section Chair  
Members of Region 5 Executive Committee shall be ex-officio members with full  
voting rights when present  
Minimum of 3 Section Executive Committee meetings per year  
Meetings open to all members

### **Article V – Executive Board --- not authorized**

**Article VI – Duties of Section Chair --- eliminated**

**Article VII- Duties of Chair Elect --- eliminated**

**Article VIII – Duties of Section Vice Chair --- eliminated**

**Article IX – Duties of Section Secretary --- eliminated**

**Article X – Duties of Section Treasurer --- eliminated**

### **Article XI – Standing Committees**

Tentative appointments by Section Chair-elect to allow for learning and transition  
Reporting organization for committees eliminated

**Article XII – Duties of Standing Committees --- eliminated**



### **Article XIII – Nomination and Election of Officers**

Nominating Committee Chair submit list of qualified candidates for elected offices 60 days prior to Annual Business Meeting  
Only members, senior grade and above, are eligible for office  
Nominees for Chair and Chair-elect limited to those who have served a minimum of 3 years on the Executive Committee prior to assuming office  
Nominating Committee Chair submit names of candidates eligible, willing to serve and capable 45 days prior to Annual Business Meeting  
If there are multiple candidates for offices, election allowed at the Annual Business Meeting if quorum present and wishes of the membership are fairly expressed  
As an alternative, Section Chair can announce a letter Ballot within 20 days after the Annual Business Meeting  
Mailing will include a return addressed envelope  
Ballot return deadline will be neither < 30 days nor > 45 days after Annual

#### **Meeting**

Teller committee will be 3 people  
Notification and Transfer of duties will be made without delay  
Timetable deadlines changed  
Nominations Committee named by 3/1 (changed to no later than 8/1)  
Nominations Announced by 9/1 (changed to no later than 9/15)  
Close Nomination by Petition on 10/1 (changed to no later than 10/15)  
Hold election by 10/31 --- eliminated  
If required mail ballot by 11/1 (changed to 10/30)

### **Article XIV – Vacancies**

Appointment of replacement by Section Chair subject to Executive Committee approval within 30 days  
If vacancy is the Section Chair, Chair –elect automatically assumes office  
Nominating Committee Chair will appoint new Chair-elect subject to Executive Committee approval  
If Best interest of sections seems to require a change in Executive Committee:  
After consideration by Executive Committee at a meeting with quorum, a 2/3 vote of Executive Committee members present or in case of petition by 15 or more voting members and 2/3 vote of Executive Committee replacement can be made  
Obscure reference to Paragraph XII, E when more than one candidate

**Article XV – Business Meeting**

6 members present at a Section Business meeting is a quorum

**Article XVII – By-Law Addition, Changes, and Revisions**

Revisions sent to Executive Committee 20 days prior to schedule vote on changes

If Quorum present, 2/3 of vote cast by Executive Committee members at the  
meeting will confirm changes

Or 2/3 vote on a mail vote provided a 30 day grace period is allowed for response

**Article XIV – Organization Chart --- eliminated**