

TENTATIVE DRAFT

THESE BYLAWS WILL BE SUBJECT TO CONTINUOUS REVISION. THEY ARE INTENDED TO APPLY TO THE OPERATIONS OF THE FINAL MERGED SOCIETY AND DO NOT CONTAIN ANY PROVISIONS FOR IMPLEMENTING COORDINATION DURING THE PERIOD PRECEDING CONSOLIDATION.

THE INSTITUTE OF ELECTRICAL AND ELECTRONIC ENGINEERS  
(Incorporated)

BYLAWS

Revision 4 - September 28, 1962

100. Groups of Members

FLL As a large association of members, I. E. E. E. will function primarily through the activities of voluntarily associated groups of members organized (1) by geographic area and (2) by professional area of interest. Groups of members are to be encouraged to organize themselves within these two broad classifications in accordance with the Constitution and Bylaws and the operating procedures established by the Board of Directors. Wherever possible, the activities of the Society will be conducted through these two broad classes of groups of members.

101. Regions

1. As required by the Constitution, the territory of the United States and its possessions shall be divided into six Regions. The territory comprising Canada shall be Region 7. The territory comprising Europe and certain portions of the Near East and Northern Africa shall be Region 8. The rest of the world shall be designated Region 9. The boundaries of the Regions shall be established by the Executive Committee.
- FLL 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 9, shall have a Regional Committee which shall consist of at least the Regional Director, the junior past Regional Director, the Chairman of the Regional Student Activities Committee and two representatives of each Section in the Region, one of these to be the Chairman of the Section and the other to be appointed by the Section's

10.53.479

One meeting



Executive Committee from among a group comprised of the junior past Chairman and the present elected officers of the Section. In case of necessity, a Section may be represented at a Regional Committee meeting by alternates appointed by the Section Executive Committee. Region 9 may have a Regional Committee.

In the case where a Region contains one or more Districts, the Regional Committee shall ~~consist of at least~~ <sup>include</sup> the Regional Director, the junior past Regional Director, and three representatives of each District in the Region, one of these to be Chairman of the District.

- 3+2S+2D+<sup>S</sup>/<sub>4</sub>
- included Sect. Reps. at all Reg mtgs.*
5. The Regional Committee may include additional voting members 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 each 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.
6. Each member of the Regional Committee shall be of Member, Senior Member or Fellow grade in the I. E. E. E. The term of office of each member other than the Regional Director and the junior past Regional Director shall be one year concurrent with the term of office of the Section officers. Vacancies, except for Regional Director, shall be filled by appointment of the Section Executive Committee in which the vacancy exists.
7. The Regional Committee shall hold at least one meeting each year, within or without the Region. A quorum for a Regional Committee meeting shall consist of at least one-third of the members of the committee or their alternates and shall include representatives 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.
8. The duties of the Regional Committee shall include the making of at least one nomination for Regional Delegate-Regional Director for its Region during election years, participation in the development of the I. E. E. E. by means of suggestions on national and international matters to the Executive Committee and on Regional and Sectional matters to the Sections comprising the Region, except that in the case of Region 9, the Regional Committee may make a recommendation to the I. E. E. E. Board of Directors for a nominee for Regional Director for the ensuing year.
- 2+3D*



9. The Regional Director shall be Chairman of the Regional Committee and shall appoint one or more Vice Chairmen from among the membership of the Committee. The Chairman of the Regional Committee shall appoint a Secretary-Treasurer from among the membership of the Region for a two-year term concurrent with that of the Chairman. 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. The Secretary-Treasurer shall not be a voting member of the Committee unless he shall be appointed a voting member for a term of one year by the Regional Director, subject to the approval of the Regional Committee.
10. Pending installation of the first Regional Director of a Region, the President of the I.E.E.E. shall appoint a Chairman pro-tem of the Regional Committee, and the Chairman pro-tem shall appoint a Secretary-Treasurer pro-tem.
11. 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 and educational 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 educational activities with the Sections. The Regional Student Activities Committee shall be composed of all Counselors in the Region and any Student Branch Committee members residing in the Region, ex-officio. The Chairman of this Committee is to be appointed from the Region membership by the Regional Director; his term of office shall correspond with that of the Regional Director; he shall be a member of the Regional Committee, ex-officio. ✓
12. 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 I.E.E.E. 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 I.E.E.E. for those activities specifically prohibited in the Manual for Regions. ?

102. Districts

1. One or more Districts may be established within a Region as geographical subdivisions thereof. ? all or none



2. A Region may petition the Executive Committee regarding the establishment of one or more Districts. Such petition shall include petitions from those contiguous Sections within the Region supporting the formation of one or more Districts and statements from Sections not supporting such petition. It shall also include the approval of the Regional Committee and the recommendations of the Regional Director. Favorable action by the Executive Committee is necessary for the establishment of such a group of Districts. *allow name*
3. Each District shall have a District Committee which shall consist of at least the District Chairman, the junior past District Chairman, and two representatives of each Section in the District appointed by the Section Executive Committees.
4. Each member of the District Committee shall be of Member, Senior Member or Fellow grade in the I.E.E.E. The term of office of each member other than the District Chairman shall be one year concurrent with the term of office of the Section officers. The term of office of the District Chairman shall be two years. Vacancies shall be filled by appointment of the Section Executive Committee in which the vacancy exists.
5. The District Committee shall hold at least one meeting each year, within or without the District. A quorum for a District Committee meeting shall consist of at least one-third of the members of the committee or their alternates and shall include representatives from at least half of the Sections of the District. The District Chairman or, in the event of his unavailability, a District Committee Vice-Chairman, shall be responsible for calling the necessary number of District Committee meetings.
6. The duties of the District Committee shall include the making of at least one nomination for District Chairman for its District for the following year, participation in the development of the I.E.E.E. by means of suggestions on national and international matters to the Regional Committee and on District and Sectional matters to the Sections comprising the District.



7. The District Chairman shall be Chairman of the District Committee and shall appoint one or more Vice-Chairmen from among the membership of the Committee. The Chairman of the District Committee may appoint a Secretary-Treasurer from among the membership of the District for a one-year term concurrent with that of the Chairman. 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. The Secretary-Treasurer shall not be a voting member of the Committee unless he shall be appointed a voting member for a term of one year by the District Chairman, subject to the approval of the District Committee.
8. Pending installation of the first District Chairman of the District, the Regional Director shall appoint a Chairman pro-tem of the District Committee, and the Chairman pro-tem may appoint a Secretary-Treasurer pro-tem.
9. Each District Committee shall conduct its activities within the Constitution, Bylaws and other rules externally imposed which by law affect the membership and activities of the I. E. E. E. Districts shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no district or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the I. E. E. E. for those activities specifically prohibited in the Manual for Districts.

103. Sections

1. There shall be established throughout the territory in which I. E. E. E. conducts operations groups of members residing in specified geographical areas designated as Sections.
2. All Sections shall be exclusively those of the I. E. E. E. Management of an I. E. E. E. Section shall be exclusively by I. E. E. E. members and not jointly with members of any other organization, society, or group. However, I. E. E. E. Sections may cooperate with other organizations in holding of joint meetings and may invite members of such organizations and the public to their meetings.



3. The Executive Committee may dissolve any Section for any reason deemed sufficient by the Executive Committee and any remaining funds in the custody of that Section shall revert to the I. E. E. E. ?
4. A petition for the formation of a Section shall be signed by not fewer than thirty members other than Students, having mailing addresses *two miles* within the territorial limits proposed in the petition. The territorial limits of the proposed Section shall be specifically delineated in the petition. The petition shall also list the concurring and non-concurring Sections that are involved in the territory concerned
5. The Executive Committee, upon receipt of a petition for the creation of a Section containing the recommendations of the Regional Director and those of any Sections that may be involved in changes of their territory, may authorize its formation. Each Section so authorized shall within no more than six months thereafter adopt and conform to a Section Constitution approved by the Executive Committee, which Section Constitution shall provide for a Chairman, Secretary-Treasurer and a Section Executive Committee. After the Section is organized and a Section Constitution has been adopted, the Executive Committee may give final approval to its establishment. ✓
6. Each Section shall conduct its activities within the Constitution, Bylaws, Section Manuals and other rules externally imposed which by law affect the membership and activities of the I. E. E. E.
7. 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 for, pledge the credit of, or in any way bind, the I. E. E. E. for those activities specifically prohibited in the Manual for Sections or in the Section Constitution. ?



8. Failure of a Section to maintain the required activities, which shall include the holding of at least five meetings each year and also the maintenance of a minimum membership of twenty-five members, other than Students, shall place the Section on probation. All members of the Section 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, a second notification to the Section membership shall be made by the General Manager and the Executive Committee shall be informed of the probationary status of the Section. If the delinquency continues for a third year, the Section shall, thereupon, automatically be dissolved and all assets reverted to I. E. E. E. The General Manager shall so report to the Executive Committee and so inform the members previously constituting that Section. The Executive Committee may waive the provisions herein regarding dissolution of a Section in case such Section becomes affected by war or any other force majeure, for the period of the duration thereof and for at least six months thereafter. *Too small*
9. Section Secretaries shall forward to the General Manager a report of each meeting held by the Section and its Subsections, if any, for the presentation or discussion of papers and at the end of each fiscal year, a financial statement for that fiscal year. ?
10. For the maintenance of a Section the I. E. E. E. shall credit to the Section for each calendar year:
  - a. One hundred dollars (\$100.) and One dollar and ten cents (\$1. 10) for each member, except Students; and
  - b. Fifty cents (\$.50) for each Affiliate of each and every Professional Technical Group having a mailing address within the territory of the Section as of December 31 of the calendar year for which payment is made; and
  - c. Ten Dollars (\$10.) per meeting for not more than ten meetings of the Section within the calendar year, except as otherwise generally authorized by the Executive Committee.

+ \$100  
250 per chapter



11. Local noncompulsory financial contributions may be accepted by Sections.
12. Any Section that publishes a periodical shall inform the Executive Committee of the establishment thereof and shall provide I. E. E. E. Headquarters with copies thereof, as published.

104. Subsections

1. In conformance with the Constitution for Sections, 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:
  - a. 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;
  - b. Approval of the petition by the parent Section Executive Committee;
  - c. Notification of the General Manager of actions by a Section regarding Subsections with a copy of petition or petitions;
  - d. Approval by the Executive Committee.
2. For each authorized Subsection, the I. E. E. E. shall credit to the Section a meeting allowance of ten dollars (\$10) per meeting up to a maximum of ten meetings per year, during the time the Subsection remains in good standing according to the Section Constitution. \$ 100  
chapter?
3. Failure of a Subsection to maintain the required activities which shall include the holding of at least five meetings each year and also the maintenance of a minimum membership of twenty members, other than Students, shall place the Subsection on probation. All members of the Section shall be informed of the probation by the General Manager who shall also call their attention to the requirements for maintaining a Subsection. If the delinquency continues for a second year, a second notification to the Section membership shall be made by the General Manager, and the Executive Committee shall be informed of the probationary status of the Subsection. If the delinquency continues for a third year, the Subsection shall, thereupon, automatically be dissolved. The General Manager shall so report to the Executive Committee and so inform the members previously constituting that Subsection. The Executive Committee may waive the provisions herein regarding the 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.



"Groups of Members"

Revision 4 (28 <sup>Sept</sup> August 62) (R)

*Fields of Interest*

105. Professional Technical Groups *FL*

1. There shall be established within the scope and objectives of the I. E. E. E. groups of members interested in specific technical fields or related subjects, designated as Professional Technical Groups.
2. A petition for the formation of a Professional Technical 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 Professional Technical Groups Committee.
3. The Executive Committee, upon receipt of a petition to form a Professional Technical Group, 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 Professional Technical Group authorized by the Executive Committee shall within not more than six months thereafter adopt and conform to a Professional Technical 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 Chairman and a Secretary-Treasurer.

5. *FL* Each I. E. E. E. Professional Technical Group authorized by the Executive Committee may publish a periodical incorporating papers of lasting value to the profession in the field of interest of the Group and designated as the I. E. E. E. Transactions on \_\_\_\_\_. Each Professional Technical Group having such a publication shall also establish a review procedure which is uniform in accordance with practices established by the ~~Group~~ <sup>I. E. E. E.</sup> and contained in a Manual. *7C*

6. All Professional Technical Groups shall consist exclusively of I. E. E. E. members and such Group Affiliates as may be recognized by the Executive Committee. No Professional Technical Group joint with any other organization, society or group outside of the I. E. E. E. shall be recognized. However, Professional Technical 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 Professional Technical Group shall be defrayed through the levying of fees or other charges approved by the Executive Committee.
8. For the maintenance of a Professional Technical Group, the I. E. E. E. shall credit a subsidy to be set by the Executive Committee; and there shall be provided for each new Professional Technical Group, matching funds of one dollar (\$1) for each dollar of income derived by the Group from membership fees during the first two years.
9. All I. E. E. E. members may become members of Professional Technical Groups in conformance with the respective Group Constitutions.
10. All Professional Technical Group meetings shall be open to all members of the I. E. E. E. on an equal basis with Group members. Any I. E. E. E. member or any Group Affiliate, upon payment of charges judged to be equitable by the Executive Committee, shall receive any notices of meetings of any Group.
11. A Professional Technical Group may hold or join in holding conferences or offering courses of instruction and may charge for registration; but a Group may not charge for registration at a meeting, conference, convention or course of instruction when it operates as part of an I. E. E. E. Sectional, Regional, National or International Meeting, Conference, Convention, or course of instruction.
12. All publications of Professional Technical 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 I. E. E. E. members and Group Affiliates on equitable bases approved by the Executive Committee.
13. Each Professional Technical 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 fiscal year prepared immediately following the end thereof.
14. Professional Technical Groups shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no Professional Technical Group or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind, the I. E. E. E. for those activities specifically prohibited in the Professional Technical Group Constitution or in the Manual for Professional Technical Groups.



15. Each Professional Technical Group shall conduct its activities within the Constitution, Bylaws and other rules externally imposed which by law affect the Membership and activities of the I.E.E.E.
16. The Executive Committee may dissolve any Professional Technical Group for any reason deemed sufficient by the Executive Committee and any remaining funds in the custody of that Group shall revert to the I.E.E.E. ? #
17. Group Affiliates are non-I.E.E.E. members who have been admitted by a Professional Technical Group to some of the rights and privileges of a Group membership. In general, a Group Affiliate must be a person whose technological activities do not justify full membership in the I.E.E.E., but who may be helped by participation in Group activities or who may contribute benefits to Group members by his participation in their activities. The qualifications for Group Affiliation and the limits in rights and privileges shall be established by the Executive Committee.
18. The Professional Technical Groups are:
  - Aerospace and Navigational Electronics
  - Antennas and Propagation
  - Audio
  - Automatic Control
  - Bio-Medical Electronics
  - Broadcast and Television Receivers
  - Broadcasting
  - Circuit Theory
  - Communications Systems
  - Component Parts
  - Education
  - Electron Devices
  - Electronic Computers
  - Engineering Management
  - Engineering Writing and Speech
  - Geoscience Electronics

*Does this  
require Bylaw  
amendment?*



Human Factors in Electronics  
Industrial Electronics  
Information Theory  
Instrumentation  
Microwave Theory and Techniques  
Military Electronics  
Nuclear Science  
Product Engineering and Production  
Radio Frequency Interference  
Reliability and Quality Control  
Space Electronics and Telemetry  
Ultrasonics Engineering  
Vehicular Communications

106. Professional Technical Group Chapters

1. A Professional Technical Group Chapter may be established in a Section to function in the manner of a committee of a Section.
2. A petition to establish a Chapter must contain the following:
  - a. Name of the Section.
  - b. Name of the Professional Technical 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 I. E. E. E. members, other than Students, who must indicate they are either members of the Professional Technical Group involved, or are prepared to become members if the petition is granted.
3. The petition for a Chapter shall be submitted to the Section Executive Committee for written approval and forwarded with this written approval to the General Manager. The General Manager shall submit this petition to the Executive Committee for approval. Upon receiving approval, the existence of the new Chapter will be recorded at I. E. E. E. Headquarters and the Section Executive Committee will be informed thereof.

*Parent Group  
consulted?*



colleges or technical institutes eligible for I.E.E.E. Student members, and who shall be appointed and released under procedures established by the Executive Committee. Each such Counselor is charged with promoting the welfare of the I.E.E.E. at his institution, particularly in matters relating to Student activities.

3. Upon receipt of a petition signed by the I.E.E.E. Counselor, (or in the event one has not been appointed, by a representative of the faculty of the educational institution involved, and by ten or more I.E.E.E. members who are students in a school of recognized standing as determined by the Executive Committee, the Executive Committee may upon recommendation of the Regional Director authorize the establishment of an I.E.E.E. Student Branch in that institution. *why?*
4. Upon receipt of a petition signed by the I.E.E.E. Counselor (or by a representative of the faculty of the institution involved, (in the event a Counselor has not been appointed, and by ten or more I.E.E.E. members who are students in an educational institution other than a "school of recognized standing," the Executive Committee may authorize the establishment of an I.E.E.E. Student Associate Branch in that institution. *why?*
5. Each I.E.E.E. Student Branch and each I.E.E.E. Student Associate Branch shall adopt and conform to a Student Branch Constitution which shall have been submitted to and approved by the Executive Committee.
6. The I.E.E.E., by action of the Executive Committee, may join with another national engineering or technical society to co-sponsor a Joint Student Branch in a "school of recognized standing" or a Joint Student Associate Branch in an educational institution, other than a "school of recognized standing," provided it is approved by the Executive Committee. The petition for the establishment of the Branch must be signed by the I.E.E.E. Counselor, or by a representative of the faculty of the educational institution involved, in the event a Counselor has not been appointed, and by ten or more members of the I.E.E.E. *?*
7. Each Joint Student Branch and each Joint Student Associate Branch shall adopt and conform to a Joint Student Branch Constitution which shall have been submitted to and approved by, both the Executive Committee and the other co-sponsoring society.



8. I.E.E.E. Student Branches, I.E.E.E. Student Associate Branches, Joint Student Branches or Joint Student Associate Branches shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no I.E.E.E. Student Branches, I.E.E.E. Student Associate Branches, Joint Student Branches or Joint Student Associate Branches, or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the I.E.E.E. for those activities specifically prohibited in the Student Branches Constitution or in the Manual for Student Branches.
9. Each I.E.E.E. Student Branch, I.E.E.E. Student Associate Branch, Joint Student Branch or Joint Student Associate Branch shall forward to the General Manager a brief report of each meeting held by the Branch for the presentation or discussion of papers, and, during June of each year, a financial statement for the preceding year.
10. An I.E.E.E. Student Branch, I.E.E.E. Student Associate Branch, Joint Student Branch or Joint Student Associate Branch may defray expenses by assessment of its members as provided in its constitution and, in addition, may accept local non-compulsory financial contributions. Non-member Students of the institution where a Student Branch is established may attend the Student Branch meetings under such conditions as may be prescribed by the Student Branch.
11. Failure of an I.E.E.E. Student Branch or I.E.E.E. Student Associate Branch to maintain a minimum of ten I.E.E.E. Student members 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 I.E.E.E. 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 of 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 I.E.E.E. sponsorship shall be withdrawn automatically. The General Manager shall so report to the Executive Committee and Regional Director, and so inform the former officers of the dissolved Branch and the I.E.E.E. Counselor.
12. Failure of a Joint Student Branch or Joint Student Associate Branch to maintain a minimum of ten I.E.E.E. Student members and to hold at least three meetings each year shall be reported by the General Manager to the Executive Committee and the Regional Director, and similar action as for delinquencies of I.E.E.E. Student Branches shall be taken following formal notification to the co-sponsoring society.



13. For maintenance of a I. E. E. E. Student Branch or Joint Student Branch upon certification by the I. E. E. E. 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 I. E. E. E. shall credit to each such Branch upon request the sum of twenty-five dollars (\$25) for any one twelve-month period; and shall also pay to each such Branch the sum of one dollar (\$1) for each I. E. E. E. student member of the Branch as of November fifteenth of each year and the sum of fifty cents (\$.50) for each additional I. E. E. E. Student member of the Branch as of the following February first.
14. For maintenance of an I. E. E. E. Student Associate Branch or Joint Student Associate Branch, upon certification by the I. E. E. E. 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 I. E. E. E. shall pay to each such Branch upon request the sum of Fifteen dollars (\$15.) for any one twelve-month period; and shall also pay to each Branch the sum of fifty cents (\$.50) for each I. E. E. E. Student member of the Branch as of November fifteenth of each year and the sum of twenty-five cents (\$.25) for each additional I. E. E. E. Student member of the Branch as of the following February first.
15. The Executive Committee may dissolve an I. E. E. E. Student Branch or I. E. E. E. Student Associate Branch or withdraw its sponsorship and support of a Joint Student Branch or Joint Student Associate Branch for any reason deemed sufficient by the Executive Committee and upon notification to the Regional Director. Any remaining funds in the custody of that Branch, or Joint Branch, shall revert to the I. E. E. E.
16. 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 I. E. E. E.



200. Annual Assembly

201. How Constituted

1. The annual Assembly shall consist of ten Delegates-at-large elected by the voting members and eight Regional Delegates elected respectively by the members residing in Regions 1 to 8 inclusive of the I. E. E. E., making a total of eighteen.
2. The ten Delegates-at-large shall comprise the President, the senior past President, the junior past President, the Vice President elected by the voting members, and six additional Delegates-at-large. The six additional Delegates-at-large shall serve three-year terms. Two of the six shall be elected each year so that the terms of two of the six additional Delegates-at-large shall expire each year.
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 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.
4. As stated in the Constitution, all Delegates, both Delegates-at-large and Regional 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 newly-elected President.
7. Prior to the election of the Secretary or in the event of his absence, the General Manager shall perform the secretarial functions.



## 202. Meetings

1. The annual Assembly of the I. E. E. E. , required by the Constitution to be held during January of each year, shall be held as early in that month as feasible, at I. E. E. E. Headquarters. 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 or the designation of a place of meeting for annual Assembly other than I. E. E. E. Headquarters 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 of necessary travel and living expenses incurred by 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, is authorized.

## 203. Functions

1. The annual Assembly shall elect eight additional Directors for the required term of office of one year. One of these Directors shall represent Region 9. Four of these Directors shall be elected Corporate Officers, respectively designated as a Vice President, the Secretary, the Treasurer and the Editor. The annual Assembly shall also elect such alternate Directors as may be necessary to ensure the attaining of a total number of eight Directors including the Corporate Officers, in the event that consent to serve by any of the electees cannot be secured prior to the conclusion of that Assembly meeting.



Page B-18

Bylaws 203

"Annual Assembly"

Revision 4 (28 ~~August~~<sup>Sept</sup> 62)

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 I. E. E. E. , 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 I. E. E. E. and abstracts thereof entered in the minutes of the proceedings of the Assembly.



6. The emblem of the I. E. E. E. is protected by trademark registrations and shall be reproduced only in connection with official business of the I. E. E. E. or to indicate professional membership status in the I. E. E. E. ?
7. Emblems purchasable from I. E. E. E. Headquarters may be worn by members. ✓
8. Assertion of I. E. E. E. membership by members for purely personal purposes is authorized, including the right to use the following abbreviations:  
  
Hon. Mem. I. E. E. E.  
Fel. I. E. E. E.  
Sen. Mem. I. E. E. E.  
Mem. I. E. E. E.  
Assoc. I. E. E. E.
10. Every member of the I. E. E. E. shall receive those publications of the I. E. E. E. specified by the Board of Directors.

### 303. Qualifications

1. Ordinarily, Honorary Members are elected by the Board of Directors from among those non-members who have rendered meritorious service to mankind in engineering or other allied fields. Election is by unanimous secret ballot 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 Board of Examiners. The election of an Honorary Member shall be deemed invalid if acceptance is not received within six months from the date of his election. FLV
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 meets the requirements for Senior Member as stated in the Bylaws and who has been a member in any grade for a period of seven years preceding the year of nomination, except that the seven-year provision in any individual case may be waived for cause by the Board of Directors.

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 qualify under one or more of the following categories in the fields of electrical engineering, electronics, radio, allied branches of engineering or related arts and sciences:

- a. Engineer who has ~~attained~~ <sup>demonstrated</sup> proficiency in important design, construction, operation or manufacturing.
- b. Educator who has attained proficiency in the teaching of a major course in an electrical engineering or science curriculum approved by the Executive Committee.
- c. Originator who has attained proficiency by reason of inventions or original work in electrical science, arts or literature.
- d. Executive who has attained proficiency as an executive of electrical engineering or allied work of large scope, or by the application of electricity to important engineering or technical projects.
- e. Scientist who has achieved unusual standing in the profession.

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 such areas as technical editing, patent prosecution or patent law, provided these contributions serve to advance progress substantially in the fields of electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences.
4. Member is a professional grade limited to those who have demonstrated professional competence in the fields of electrical engineering, electronics, 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 engineer or scientist in the fields of electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences, who shall have had at least three years of professional experience.
  - b. A teacher of electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences, for at least three years, who shall have held the rank of instructor or higher, and shall have participated in planning and conducting courses.
  - c. A person regularly employed in the fields of electrical engineering, electronics, 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 engineering, electronics, radio, allied branches of engineering or the related arts and sciences.
5. Associate: For admission or transfer to this grade the applicant must satisfy the I. E. E. E. that he is interested in and capable of rendering service to electrical engineering, electronics, 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 I. E. E. E.
6. Under the membership grade of Student there shall be two classifications: Student and Student Associate.



- a. For classification as a Student, a candidate shall be devoting 50 percent or more of his working time as a resident and registered undergraduate or graduate student in a regular course of study in electrical engineering, electronics, radio, an allied branch of engineering or the related arts and sciences, in a school of recognized standing.
  - b. For classification as a Student Associate, a candidate shall be devoting 50 percent or more of his working time as a resident and registered student in a regular course of study in electrical engineering, electronics, radio, an allied branch of engineering or the related arts and sciences in an institution, other than a "school of recognized standing," approved by the Executive Committee.
7. Membership in the Student grade shall not extend more than six months beyond the termination of student status as described in these Bylaws except that, if a Student goes into military service he shall retain his Student status until six months after the termination of the Military Service or until six months beyond the termination of additional courses of study of the kind prescribed in these Bylaws in the event the Student resumes such studies following the cessation of military service.
8. Graduation from a course of study of at least four academic years' duration, or its equivalent, in electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences in a "school of recognized standing," may be accepted as equivalent to the professional experience requirements of the lowest professional grade of membership.
9. Graduation from a course of study of at least two academic years' duration, or its equivalent, in electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences in an institution other than a "school of recognized standing," approved by the Executive Committee, may be accepted as equivalent to one year's professional experience in those fields.
10. Full-time graduate work, or part-time graduate work with teaching or research, in the fields of electrical engineering, electronics, 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.



11. 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.
12. The term "school of recognized standing" refers only to schools which award degrees for not less than four academic years, or its equivalent, of full-time academic study in electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences, and are designated as such by the Executive Committee.

### 304. Applications

1. Applications for admission to the I. E. E. E. or for transfer to a higher grade shall be made on a form provided by the I. E. E. E. and shall embody a full record of the general technical education of the applicant and of his professional career. Applicants shall refer to the required number of members of the grades as specified below. Except in the case of Students applying for admission to Member or Associate grades, each of these references shall be requested by the General Manager to fill out a prescribed confidential form for consideration by the Board of Examiners.

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

For Senior Member - Five Fellows or Senior Members.

For Member - Four Fellows, Senior Members or Members.

For Associate - Three Fellows, Senior Members, Associates or other responsible individuals.

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

Should an applicant for admission or transfer certify that he is not personally known to the above specified number of I. E. E. E. members, who are sufficiently familiar with the applicant's experience to justify him in using their names as references, the Board of Examiners 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 I. E. E. E. Headquarters. Recommendation of election or transfer of an applicant to any grade, except the grades of Honorary Member and Fellow, shall be by three-quarters affirmative vote of the Board of Examiners.

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, re-admitting 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.

### 305. 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 Board of Examiners sufficient information and testimonials from the required number of references to satisfy the Board of Examiners as to qualifications. Such proposals shall be acted upon by the Board of Examiners 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.

### 306. Admissions and Transfers

1. The entrance fee for all grades shall be three dollars (\$3.00) except that there shall be no entrance fee for the Student grade or from



members of another society with which there is an approved reciprocal agreement. The Board of Directors may, under special circumstances, waive the entrance fee. *what other kind?*

2. No entrance fee shall be charged a non-I. E. E. E. member of a Joint Student Branch or Joint Student Associate Branch, who is a student member of another national engineering society which is a sponsor with I. E. E. E. of the Joint Student Branch or Joint Student Associate Branch, and who applies for membership in the I. E. E. E. 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. A member whose dues are changed during his annual dues period shall be billed pro rata for the remainder of the period. *what's relation?*
4. When an applicant for membership is elected, the membership period shall be dated as of the first day of the first month following receipt of application, if received on or before the nineteenth day of the month, or as of the first day of the second month following receipt of application, if received after the nineteenth day of the month.
5. The entrance fee and dues are payable on notification of election and if not received within six months from notification, the election shall be considered void.
6. A notice that he has been elected shall be sent to every newly-admitted member together with a bill for entrance fee and dues, if not previously paid, dues being computed for the annual period concurrent with the membership period. Entrance fee or dues remaining unpaid, additional bills shall be sent the newly-elected member two months and four months after notification of election, in the last instance accompanied by a warning that the election will be considered void if the entrance fee and dues are not received within six months of notification of election.
7. Agreement with ASME. A member of the American Society of Mechanical Engineers, upon admission to the I. E. E. E. to an equivalent or lower grade, is not required to pay the entrance fee, provided a formal application is filed with all necessary qualifications set forth for the grade of membership applied for.
8. Agreement with IEE. A corporate Member or Graduate of the Institution of Electrical Engineers (Great Britain) in good standing is not required to pay the entrance fee for admission to an equivalent grade of membership in the I. E. E. E.



307. Dues

1. Annual dues shall be payable in advance for the ensuing calendar year except for students who shall pay dues over the period of their academic year. Persons other than student applicants elected after the commencement of a calendar year shall pay dues pro rata for the unexpired portion of that year.
2. The annual dues shall be ten dollars (\$10.00) for the first three years of I. E. E. E. membership in any grade other than Student, and fifteen dollars (\$15.00) for each succeeding year. The annual dues for Student grade shall be five dollars (\$5.00).
3. Dues shall be waived for all I. E. E. E. members who have attained the age of sixty-five (65) years and who have been I. E. E. E. members, or members of the former American Institute of Electrical Engineers or Institute of Radio Engineers, for at least thirty-five (35) years, or who have attained the age of seventy (70) years after having paid dues for thirty (30) years, student dues excepted.
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 for such waiver, the member has maintained continuous membership.

308. Billing, Termination and Reinstatement

1. A bill covering his dues for the following year shall be mailed to every member not later than one month prior to the beginning of his annual dues period. A second bill shall be mailed after a lapse of two months to every member whose dues remain unpaid. There shall be mailed with the second bill a notice that, if the member's dues remain unpaid for four months, it shall be the duty of the General Manager, in accordance with the Bylaws of the I. E. E. E. , to notify the member that his membership has terminated.
2. After a member has been in arrears four months, his membership shall terminate and his name shall be removed from the roll of membership. Every such person shall be mailed a notice to the effect that, according to the Bylaws of the I. E. E. E. , his membership in, the I. E. E. E. has in fact terminated. Accompanying the notice of termination shall be a final bill, with the suggestion that the former member pay the bill and resume his membership.



3. Membership so terminated may be resumed on payment of all dues in arrears, or on payment of a new entrance fee and current dues.
4. On resuming membership and paying dues in arrears, a member may receive available copies of the publications of the I. E. E. E. which he would have received had his membership status been continuous during the period covered by the back dues. A rebate of 25 cents per copy shall be made in lieu of copies not available. ? why?
5. The mailing of bills or statements to the last known address of a member, of record in the I. E. E. E. , shall be considered a valid notice of indebtedness.

#### 309. 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.

#### 310. Severances

1. To initiate action toward expulsion of a member, a written 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, suspend or permit a resignation. The action of the Board of Directors shall be final and conclusive.



400. Management

401. Board of Directors

1. The Board of Directors shall consist of ten Directors-at-large elected by the voting members, eight Regional Directors elected respectively by the members residing in Regions 1 to 8 inclusive of the I. E. E. E. and eight Directors elected by the annual Assembly, making a total of twenty-six.
2. The ten Directors-at-large shall comprise the President, the two surviving Past-Presidents most recently retired from that office, the Vice President elected by the voting members and six Directors elected for three year terms. Two of the six shall be elected each year so that the terms of two of the six Directors shall expire each year.

The Past-Presidents shall be named Senior Past-President and Junior Past-President, the junior being the most immediate past holder of the Presidency.

3. The Directors elected by the Annual Assembly, for the purposes of determining the total number of Directors-at-large as distinguished from those elected by the Regions as specified in the Constitution, shall have Director-at-large status.
4. <sup>FL</sup> The Directors elected by Regions 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, and those from odd-numbered Regions in odd-numbered years. A vacancy shall occur in the office of Regional Director at such times as the incumbent ceases to reside in the Region that elected him.
5. All Directors shall be of Fellow or Senior Member grade.
6. The annual meeting of the Board of Directors, required by the Constitution to be held during January of each year, shall be held immediately after the adjournment 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.
7. At the annual 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.



8. 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.
9. 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 meetings may be only at I. E. E. E. Headquarters unless otherwise authorized by a majority vote of all Directors, such vote to be secured by or transmitted to the Secretary.
10. 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.
11. In the absence or incapacity of the Secretary, the General Manager shall perform the secretarial functions.
12. Notices of meetings and any other documents required to be sent to Directors pursuant to provisions of the Constitution and these Bylaws shall be sent by such routings as shall ensure prompt delivery.
13. Fourteen Directors shall constitute a quorum at meetings of the Board of Directors. *Why not majority?*
14. Reimbursement of necessary travel and living expenses incurred by Directors for the purpose of attending meetings of the Board of Directors, the Executive Committee and meetings taking place during the I. E. E. E. International Convention and Electrical and Radio Engineering Show and one other general meeting of the I. E. E. E. is authorized. ?
15. The Board of Directors may appoint or direct the appointment of representatives of the I. E. E. E. on joint committees, board and other local, national and international bodies.



16. The fiscal year of I. E. E. E. shall be the calendar year.

402. Executive Committee

1. The Board of Directors at its annual meeting shall appoint an Executive Committee composed of Directors and Officers, 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 except insofar as any act has in fact been carried out, or
  - b. Suspend at any meeting any power conferred upon the Executive Committee, such suspension to remain in effect pending repeal of any Bylaw conferring such power, or
  - c. Direct any action or plan of the Executive Committee.
2. The Executive Committee shall consist of nine members and shall comprise the President, the Vice President elected by the voting members, the Vice President elected by the annual Assembly, the junior past President, the Treasurer, the Secretary, the Editor and two other Directors. 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 begin with the annual meeting of the Board of Directors and shall continue until the succeeding annual Assembly.
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. One of its members shall be Chairman of the Technical Operations 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 I.E.E.E. Headquarters. The Executive Committee shall prepare and present an annual budget to the Board of Directors for approval.

FL 2  
See 408.3



7. The Executive Committee shall be charged with broadly considering I. E. E. E. 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 shall appoint, direct and coordinate the work of all Standing Technical Committees.
10. The Executive Committee shall approve or disapprove the formation, dissolution and operation of groups of members.
11. The Executive Committee may authorize conventions, conferences, and meetings of the I. E. E. E. and approve their dates and locations.
12. The Executive Committee shall direct and manage I. E. E. E. standardization activities, working relations with other organizations, special activities, technical activities, advertising and publications.
13. The Executive Committee shall establish an office account, limited in size, the funds for which shall be made available from the funds received by the I. E. E. E. 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 I. E. E. E.

#### 403. Corporate Officers

1. As provided in the Constitution, the Corporate Officers of the I. E. E. E. shall be a President, two Vice Presidents, a Secretary, Treasurer and an Editor, a total of six. 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 two Vice Presidents of the I. E. E. E. 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 also be a Delegate-at-large and a Director-at-large. He shall be able, by reason of



availability and qualifications, to effectively assist the President in the performance of his presidential duties. He shall be Chairman of the Sections Committee. The other Vice President shall be elected by the annual Assembly, for a term of one year, by virtue of which election he shall also be a Director. He shall be Chairman of the Professional Technical Groups Committee and shall serve as a coordinator between the Professional Technical Groups and the Executive Committee, and he shall be selected because of availability and qualifications for such activity.

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, Treasurer and Editor shall be elected by the annual Assembly by virtue of which election they shall also be Directors. The terms of the Secretary, Treasurer and Editor shall be one year and their terms as Director shall also be one year.
6. Reimbursement of necessary travel and living expenses of the Corporate Officers, incurred for the performance of their I. E. E. E. duties other than their duties as Delegates or Directors, is authorized.
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. 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 President shall determine the extent of the assistance to be rendered him by the Vice President charged with the duty of assisting the President.
10. The Secretary shall prepare an Annual Report on membership, meetings and I. E. E. E. activities, to be submitted to the Board of Directors.
11. The Treasurer shall cause to be prepared an annual audit of the affairs of the I. E. E. E. 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 semi-annually concerning the status of the I. E. E. E. investments. The Treasurer, before making changes in the I. E. E. E. portfolios, shall report the proposed changes to the Executive Committee and obtain its approval.
12. The Editor, as provided in the Constitution, shall have general supervision and conduct of I. E. E. E. publication policies and, as Chairman of the Editorial Board shall coordinate policy determination recommendations for presentation to the Executive Committee.

404. General Manager and Headquarters Staff

1. The Executive Committee shall appoint a General Manager and shall fix his tenure of office and determine his salary.
2. The General Manager serves as the executive officer of the I. E. E. E. , shall be in charge of I. E. E. E. Headquarters, its staff and operations, and shall be custodian of all property and equipment owned and used by the I. E. E. E. , 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 meeting the responsibilities assigned to the Secretary.



4. He shall cooperate with the Finance Committee and, under the supervision of the Treasurer, execute I. E. E. E. fiscal policies and operations.
5. He shall cooperate with the Editorial Board and, under the supervision of the Editor, administer I. E. E. E. publication activities.
6. He shall assist the Tellers Committee in the performance of its work.
7. He shall attend such meetings of the I. E. E. E., its units and related bodies as may be required in the discharge of his duties.

#### 405. Committees

1. The responsibility of the Officers and Directors of the I. E. E. E. is to govern and administer the Society for the benefit of its members and as detailed in the Society's Constitution and Bylaws, the Officers and Directors shall cause such Committees to be formed as are required to fulfill the activities of the Society not adequately conducted by the voluntarily associated groups of members described under Section 100 of these Bylaws, or by the Officers and Directors themselves. In accordance with this policy the I. E. E. E. shall have Standing Committees each of which shall normally consist of five or more persons. These shall be classified as Standing Committees and Standing Technical Committees. Each Standing Committee shall have the right to create subcommittees of its own selection.

2. The Standing Committees shall be:

Awards ✓

Board of Examiners

Editorial Board ✓

Education

Fellow ✓

Finance

History

Nominations and Appointments ✓

Professional Technical Groups

Student Branches

Sections

Tellers ✓

The following shall be appointed by and be advisory to the Board of Directors:

Awards

Editorial Board *thru Excm*

Fellow

Nominations and Appointments

Tellers

The others shall be appointed by and be advisory to the Executive Committee. The appointments to these committees, except the Nominations and Appointments Committee, shall start with the first day following appointment and shall continue until the date of the succeeding terms of appointments take effect.



3. The Standing Technical Committees shall be:

Technical Operations (having supervisory and coordinating functions)  
Technical Committee Division on Aero-Space and General Applications  
Technical Committee Division on Communications  
Technical Committee Division on Industry  
Technical Committee Division on Instrumentation  
Technical Committee Division on Power  
Technical Committee Division on Science and Electronics  
New Technical Activities  
Research  
Safety  
Standards  
(INSERT - List here all the Technical Committees when established)

FLC They shall be appointed by and be advisory to the Executive Committee; the appointments to them shall be made between January first and May first, and the terms of appointment shall be from May first of the year when the appointments are made through April thirtieth of the following year.

4. Additional appointments may be made to any 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 term of the Committee.
5. The functions, scopes and responsibilities of each Committee, together with rules for operation and guidance, shall be compiled by the General Manager under the direction 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.
6. The Awards Committee shall be responsible for making recommendations to the Board of Directors for the following I. E. E. E. Awards:  
(INSERT REQUIRED)

ad The specifications for all of these awards shall be set forth in the Awards Committee Manual.

The Board of Directors may assign other matters concerning I. E. E. E. awards to the Committee.

The Awards Committee shall consist of twelve members chosen from among those of Fellow grade, eight being selected so that each of Regions 1 to 8 inclusive will have representation. The twelve members shall be appointed for a term of one year, as well as the Chairman, who shall be appointed from among the twelve members. As far as possible, approximately one-half of the Committee shall be re-appointed.



7. The Board of Examiners 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 I. E. E. E. 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 Board of Examiners shall be of Fellow or Senior Member grade. As far as possible, approximately one-half of the Committee shall be reappointed.

Applications for the grades of Associate and Student shall be handled by I. E. E. E. Headquarters and periodic reports shall be made to the Executive Committee by the General Manager.

8. The Editorial Board shall be advisory to the Board of Directors through the Executive Committee concerning all matters of editorial policy including policy determination of the editorial and technical content of all I. E. E. E. publications.

The Board of Editors shall consist of the Editor as Chairman, Vice Chairman, the Managing Editor and not less than three nor more than five other members.

9. The Education Committee shall be a policy advisory group for the I. E. E. E. in the field of education and shall report to the Executive Committee at periodic intervals concerning the status of and proposals affecting that field. These reports shall be circulated to the members of the Board of Directors.

The Committee shall study the needs of education in electrical or electronic engineering, or the allied sciences, including the high schools, the technical institutes and the colleges and universities and determine whether the general area of electrical engineering, electronics and science is adequately covered.

The Committee shall seek contributions to the formulation of policy recommendations from the Professional Technical Groups, encouraging them to provide for exchange of information through seminars and publications and for discussion of educational philosophy, problems and methods.

10. 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 recommendations may not exceed a total of one hundred twenty-five in any one year. Sources from which nominations of candidates and other useful information shall be obtained shall be set forth in the Fellow Committee Manual.

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The Fellow Committee shall consist of twelve members chosen from among those of Fellow grade, eight being selected so that each of Regions 1 to 8 inclusive will have representation. Six of the twelve members shall be appointed each year for terms of two years each. A Chairman shall be appointed from among the twelve members to serve for a term of one year. *Tech Reps?*

11. The Finance Committee shall consist of not more than five members of the Board of Directors and shall include the Treasurer. The Chairman of the Finance Committee shall be chosen from among the members of the Executive Committee.

The Committee shall be responsible for periodically reviewing the fiscal affairs of the I. E. E. E. 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.

12. The History Committee shall be responsible for considering questions concerning historical matters in the fields covered by I. E. E. E. activities, including assistance to the Editorial 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.

13. The Nominations and Appointments Committee shall be appointed at the last meeting of the Board of Directors held prior to December tenth and shall continue during the following year until such time as it has submitted all of its recommendations. Its membership shall be chosen from among those members of the Board of Directors whose terms continue through the following year and shall include two Directors who are currently serving the first year of their terms. Its membership may additionally include not more than two junior past Regional Directors.

At least fourteen days before the next annual Assembly, the Nominations and Appointments Committee shall mail to the Delegates



whose terms continue through the following year and to the new Delegates-elect, a list of candidates for the offices of Vice President, Director for Region 9, Secretary, Treasurer, Editor and Directors to be elected by the annual Assembly.

A list of candidates to fill vacancies that will exist among the chairmen and members of the Awards, Executive, Fellow and Tellers Committee and the Editorial Board shall be sent to all the Directors whose terms continue through the following year, to the new Directors-elect and to those candidates recommended by the Nominations and Appointments Committee for election as Directors by the annual Assembly.

The Nominations and Appointments Committee shall also, subsequent to the termination of the fiscal year in which it was appointed, carry out the other provisions of these Bylaws. In addition, the Nominations and Appointments Committee shall recommend to the Board of Directors nominees for the Nominations and Appointments Committee to be appointed later in that year.

14. The Professional Technical Groups Committee shall administer the formation and discontinuance of Groups. It shall also recommend to the Executive Committee the establishment or dissolution of a Group, provide a uniform Constitution, approve Bylaws for Groups involving specialized matters, provide a Manual of Instructions and develop the Group system to its fullest capacity consistent with a healthy growth, all within the limits of whatever framework the Executive Committee shall establish for the conduct of Groups.

The Professional Technical Groups Committee shall consist of the Chairman of each Professional Technical Group, the President of the I. E. E. E., the Vice President elected by the annual Assembly, the Professional Technical Groups Secretary, and the General Manager. The Chairman of this Committee shall be the Vice President elected by the Assembly, and shall be a member of the Executive Committee. The Professional Technical Groups Committee shall additionally include a Vice Chairman, who shall not be an officer of any Professional Technical Group.

15. The Professional Technical Groups Committee may establish Group Divisions comprising Groups having similar interests. Such Group Divisions shall be headed by Sub-Chairmen and if they are established, the Professional Technical Groups Committee shall create a Professional Technical Groups Executive Committee whose Chairman shall be the Chairman of the Professional Technical Groups Committee and whose members would include the Division Sub-Chairmen.