

THE INSTITUTE OF RADIO ENGINEERS

(Incorporated, August 23, 1913)

CONSTITUTION

Adopted at the First Meeting of The Institute of Radio Engineers, May 13, 1912.
Amended, November 2, 1914; December 5, 1915; October 7, 1931; March 1, 1939;
November 5, 1941; September 8, 1943; November 29, 1944; May 5, 1945;
December 15, 1945; June 27, 1946; July 30, 1946; and August 15, 1947.

ARTICLE I

NAME AND OBJECT

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

SEC. 2.—Its objects shall be scientific, literary, and educational. Its aims shall include the advancement of the theory and practice of radio, and allied branches of engineering and of the related arts and sciences, their application to human needs, and the maintenance of a high professional standing among its members. Among the means to this end shall be the holding of meetings for the reading and discussion of professional papers and the publication of papers, discussions, communications, and such other matters as may be appropriate for the fulfillments of its objects.

ARTICLE II

MEMBERSHIP

SEC. 1.—The membership of the Institute shall consist of:
a. Fellows, who shall be entitled to all rights and privileges of the Institute.

b. Senior Members, who shall be entitled to all rights and privileges of the Institute.

c. Special Members, who shall be entitled to all rights and privileges of the Institute except the right to hold the offices of President and Vice President.

d. Members, who shall be entitled to all rights and privileges of the Institute except the right to hold the offices of President, Vice President, and Director.

e. Associates, who shall have such rights and privileges as are provided by the Bylaws. However, Associates who have maintained a continuous membership in this grade since March 1, 1939, shall have the right to vote and shall be entitled to all rights and privileges of the Institute except the right to hold any corporate office, the office of Director, and the chairmanships of standing Committees and of Sections.

f. Students, who shall have such rights and privileges as are provided by the Bylaws.

SEC. 2.—The qualifications for the various grades of membership shall be specified in the Bylaws in accordance with the following principles:

a. Fellow is a grade of unusual professional distinction and shall be conferred only by invitation of the Board of Directors.

b. Senior Member is the highest professional grade for which application may be made and shall require experience or attainment reflecting professional maturity.

c. Special Member is a grade limited to those who have shown an interest in furthering the radio or allied arts and sciences and who have attained such position or prestige that by membership they shall advance the objectives of the Institute. This grade shall be conferred only by invitation of the Board of Directors.

d. Member is a professional grade limited to those who have demonstrated professional competence in radio or allied fields.

e. Associate grade shall be open to those interested in the theory or practice of radio engineering or the allied arts and sciences.

f. Student grade shall be open to those devoting a major part of their time as registered students in a regular course of study in engineering or science in a school of appropriate standing. Membership in this grade may extend a limited time after termination of student status.

SEC. 3.—The requirements for admission, transfers, and severance of members shall be specified in the Bylaws.

SEC. 4.—The term "allied" as used in this Constitution and Bylaws refers to electrical communication, electronics, and such other technical fields as are directly contributory to, or derived from radio.

SEC. 5.—The terms "member" and "membership" when printed without an initial capital where used in this Constitution and Bylaws include all grades.

SEC. 6.—The term "voting member" where used in this Constitution and Bylaws means a member entitled to vote on Institute matters.

ARTICLE III

DUES AND FEES

SEC. 1.—Dues and fees shall be specified in the Bylaws.

SEC. 2.—Under exceptional circumstances, the payment of fees and dues may be deferred or waived in whole or in part by the Board of Directors.

ARTICLE IV

OFFICERS AND DIRECTORS

SEC. 1.—The governing body of the Institute shall be the Board of Directors and shall consist of the President, Vice President, Secretary, Treasurer, Editor, six Directors elected-at-large, three appointed Directors, one Regional Director elected by each Region, and the two most recent past Presidents.

SEC. 2.—The Corporate Officers of the Institute shall be the President, Vice President, Secretary, Treasurer, and Editor.

SEC. 3.—The terms of office for Directors elected-at-large shall be for three years; for appointed Directors, one year; for Regional Directors, two years; and for all Corporate Officers, one year, except as provided in Article VI, Section 1.

SEC. 4.—Each year of a term of office established in Article IV shall begin with the assembly of the Board of Directors at its annual meeting and terminate with the assembly of the Board of Directors at its following annual meeting.

SEC. 5.—No Corporate Officer or Director shall receive, directly or indirectly, any salary, traveling expenses, compensation, or emolument from the Institute, unless authorized by the Board of Directors or by the Bylaws.

SEC. 6.—The United States and Canada, and other areas at the discretion of the Board of Directors, shall be divided into Regions, which shall be specified in the Bylaws. The Board of Directors shall delineate the Regions, make changes in the number of Regions, as it deems desirable, and number the Regions with consecutive numbers. The voting members of each Region shall elect one representative who shall thereby become a member of the Board of Directors and be designated a Regional Director.

ARTICLE V

MANAGEMENT

SEC. 1.—The President shall be the regular presiding officer at meetings of the Board of Directors and at meetings of the Institute. He shall be an ex-officio member of each committee.

The Vice President shall assume the duties of the President in the absence or incapacity of the President.

In the event that neither the President nor the Vice President can personally act, the Board of Directors may elect a chairman from its membership who is authorized to perform the presidential duties during the period of the incapacity of the President and Vice President. The tenure of such temporary chairman shall be at the discretion of the Board of Directors.

SEC. 2.—The Board of Directors shall manage the affairs of the Institute. An annual report on the activities and finances of the Institute shall be made to the members.

Eight members of the Board of Directors shall constitute a quorum.

SEC. 3.—The Board of Directors may make, amend, or revoke Bylaws to this Constitution. The proposed changes and reasons therefore shall be mailed to all members of the Board at least twenty days before the stipulated meeting at which the vote shall be taken. Two-thirds of all votes cast at the stipulated meeting shall be required to approve any new Bylaw, amendment, or revocation.

SEC. 4.—The Secretary shall be responsible for the preparation for all meetings of the Board of Directors and all principal meetings of the Institute and the recording of the minutes of such meetings. He shall be responsible for the correspondence of the Institute and the keeping of full records thereof, and shall be responsible for the provision of such information from them as is requested by the Board of Directors.

SEC. 5.—The Treasurer, under the control of the Board of Directors, shall have general supervision of the fiscal affairs of the Institute and shall be responsible for the keeping of the books of account. An annual audit of the affairs of the Institute shall be made by certified public accountants and submitted to the Board.

SEC. 6.—All funds received by the Institute shall be deposited in an account requiring the signatures of at least two of the following for withdrawal: President, Vice President, Secretary, Treasurer, and Editor. Funds from this account may be deposited in other accounts authorized and limited in size by the Board of Directors. Funds from these accounts shall be withdrawable on the signatures of authorized bonded individuals for current disbursements. Before additional funds are transferred from the first-mentioned account to another account, the individuals responsible for such other accounts shall submit a statement of the disposition of the previously expended funds to the Treasurer.

SEC. 7.—All committees shall be appointed by the Board of Directors or in such manner as the Board may designate.

SEC. 8.—The fiscal year of the Institute shall end with the thirty-first day of December.

ARTICLE VI

NOMINATION, ELECTION, AND APPOINTMENT OF OFFICERS AND DIRECTORS

SEC. 1.—On or before July first of each year, the Board of Directors shall submit to qualified voters a list of nominations containing at least one name each for the offices of President and Vice President, at least four names for the office of Director elected-at-large, the names of all nominees for the office of Regional Director, and shall entertain nominations by petition for all of the offices specified.

Nominations by petition may be made by letter to the Board of Directors setting forth the name of the proposed candidate and the office for which it is desired he be nominated. For acceptance a letter of petition must reach the Institute office before twelve o'clock noon on the last weekday prior to August fifteenth of any year and shall be signed by at least one hundred voting members qualified to vote for the office of the candidate nominated.

Each proposed nominee shall be consulted and if he so requests his name shall be withdrawn. The names of proposed nominees who are not eligible under the Constitution shall be withdrawn by the Board.

On or before September first, the Board of Directors shall submit to all voting members as of August fifteenth, a list of nominees for the offices of President, Vice President, and Director elected-at-large, and shall submit to all such voting members of each Region a list of their nominees for the office of Regional

Director, the names of the nominees for each office being arranged in alphabetical order. The ballots shall carry a statement to the effect that the order of the names is alphabetical for convenience only and indicates no preference.

Voting members shall vote for the candidates whose names appear on the list of nominees, by written ballots in plain sealed envelopes, enclosed within mailing envelopes marked "Ballot" and bearing the member's written signature. No ballots within unsigned outer envelopes shall be counted. No votes by proxy shall be counted. Only ballots arriving at the Institute office before twelve o'clock noon on the last weekday prior to October twenty-fifth shall be counted. Ballots shall be checked, opened, and counted under the supervision of the Tellers Committee between October twenty-fifth and the first Wednesday in November. The result of the count shall be reported to the Board of Directors at its next succeeding meeting and the nominees for President and Vice President, the two nominees for Director elected-at-large, and the nominees for each office of Regional Director receiving the greatest number of qualified votes shall be declared elected. In the event of a tie vote the Board shall choose between the nominees involved.

Nominees for the office of Regional Director shall be members of and live in the Regions which nominate them. They shall be elected by the voting members of the Institute in the Region. The Regional Directors from even- and odd-numbered Regions shall be chosen by the Regions in even- and odd-numbered years, respectively. In placing the Regional Representation Plan into operation, or when new Regions are established, or when changes are made in Regions, candidates for the office of Regional Director may be nominated and elected for one-year terms as required to ensure representation during the period preceding their normal election years. No Regional Director shall have his term shortened by changes in Regions. Each Region shall have a Regional Committee whose duties shall include making at least one nomination for Regional Director from its Region during election years. In the event a Regional Director dies, is unable to serve, or is disqualified by removal from the Region, the Regional Committee shall appoint a Regional Director for the unexpired portion of the term. The organization and procedure of the Regional Committees for nominating candidates for Regional Director shall be specified in the Bylaws.

SEC. 2.—The Secretary, Treasurer, Editor, and three appointed Directors shall be appointed by the Board of Directors at its annual meeting to serve until the next annual meeting or until their successors are appointed and accept.

SEC. 3.—The Board of Directors is authorized to fill a vacancy other than Regional Director occurring in the governing body.

ARTICLE VII

MEETINGS

SEC. 1.—There shall be an annual meeting of the Board of Directors during January of each year at which newly elected officers shall begin their terms of service, and the Board shall make necessary appointments.

SEC. 2.—There shall be an annual meeting of the Institute as soon as practicable after the annual meeting of the Board of Directors at which reports of the Secretary and Treasurer shall be presented.

SEC. 3.—Meetings of the Board may be held at such times as are necessary to carry out the provisions of this Constitution and shall be held at such other times as any five members of the Board may determine, but only on notice to all members of the Board. The method of calling such special meeting shall be specified in the Bylaws.

ARTICLE VIII

SECTIONS AND OTHER GROUPS

SEC. 1.—The Board of Directors may authorize the establishment of Sections and other groups of members for the purpose of promoting the interests of the Institute. The Board of Directors may, at its discretion, terminate the existence of any such group.

ARTICLE IX

AMENDMENTS

SEC. 1—Amendments to this Constitution may be proposed by means of a resolution adopted by the Board of Directors or by means of a petition signed by at least one hundred voting members. Such proposed amendment or amendments shall be submitted to legal counsel by the Board of Directors, and if, in the opinion of such counsel, they are in accordance with the laws under which the Institute is organized, a copy shall be mailed with a ballot to each voting member.

SEC. 2—Constitutional amendment ballots shall be mailed to the voting members at least sixty days before the date appointed for the counting the ballots and the ballots shall carry a statement of the time limit for their return to the Institute office. The ballots after marking shall be placed in plain sealed envelopes, enclosed within mailing envelopes marked "Ballot" and bearing the member's

written signature. Only ballots within signed outer envelopes shall be counted. No votes by proxy shall be counted. Only ballots arriving at the Institute office prior to the stated time limit shall be counted. The Tellers Committee shall count such votes and report to the Board of Directors at its next meeting. If the total vote be at least twenty per cent of the total voting membership and if at least sixty-seven per cent of all votes cast shall be favorable, the proposed amendment or amendments shall be immediately declared by the Tellers Committee to be adopted.

SEC. 3—Amendments shall take effect thirty days after their adoption but officers and officers-elect of the Institute at the time any amendment becomes effective shall continue in office until the end of the terms for which they were elected.

SEC. 4—Copies of the amendments shall be distributed to the members as soon as practicable after adoption.

SEC. 5—A complete history of amendments shall be kept in the files of the Institute.

BYLAWS

(As of May 7, 1952)

Article V, Section 3, of the Institute Constitution provides for Bylaws as follows:

"The Board of Directors may make, amend, or revoke Bylaws to this Constitution. The proposed changes and reasons therefor shall be mailed to all members of the Board at least twenty days before the stipulated meeting at which the vote shall be taken. Two-thirds of all votes cast at the stipulated meeting shall be required to approve any new Bylaw, amendment, or revocation."

MEMBERSHIP QUALIFICATIONS

SEC. 1—Fellow: The grade of Fellow shall be conferred only upon a person who is at least thirty-two years of age and who is:

a. An engineer or scientist in radio or allied fields. As such he shall have attained distinction in his profession and shall be eminently qualified to take responsible charge of important radio or allied work. He shall have been in the active practice of his profession for at least ten years, and shall have had responsible charge of important radio or allied work for at least three years, or

b. A professor of engineering or of physical science. As such he shall have attained special distinction as an expounder of the principles of engineering or of science in radio or allied fields. He shall have had at least ten years' experience as a teacher of electrical or physical subjects and shall have had responsible charge, or at least three years, of a course in radio or allied subjects in a school of recognized standing, or

c. A person who has done notable original work contributing to the advancement of engineering or science in radio or allied fields, which has given him a recognized standing at least equivalent to that required for Fellow under paragraph "a" or "b," or

d. A person regularly engaged in radio or allied work for at least ten years, who, by invention or contribution to the advancement of engineering or science in radio or allied field, or to the technical literature thereof, has attained a standing at least equivalent to that required for Fellow under paragraph "a" or "b."

SEC. 2—Senior Member: For admission or transfer to the grade of Senior Member, a candidate shall be at least twenty-eight years of age and shall be:

a. An engineer or scientist in radio or allied fields. As such he shall have been in the active practice of his profession for at least eight years, and shall have performed or taken responsibility for important engineering or scientific work in these fields for at least three of these years, or

b. A teacher of radio or allied subjects for at least eight years in a school of recognized standing. As such he shall have been in responsible charge of a major course in such subjects for at least three years, or

c. A person regularly employed in radio or allied fields for

at least eight years, who, by invention or by contribution to the advancement of engineering or science in radio or allied fields, or to the technical literature thereof, has attained a standing equivalent to that required for Senior Member under paragraph "a," or

d. An executive who, for at least eight years, has had under his direction important engineering or research work in radio or allied fields and who is qualified for direct supervision of the technical or scientific features of such activities, or

e. A person regularly employed in radio or allied technical work for at least sixteen years, who, by experience and education, has attained a standing equivalent to that required for Senior Member under paragraph "a" and shall have performed or taken responsibility for important technical work in these fields for at least six years.

SEC. 2-A—Special Member: The grade of Special Member shall be conferred only upon a person who is at least thirty-two years of age and who meets the requirements of the grade set forth in the Constitution. Proposals for election to the grade, together with supporting information, may be presented by a member of the Board of Directors at any meeting of the Board. After full consideration at a Board meeting, the proposal, unless withdrawn, shall be placed on the agenda for action at the next Board meeting. A favorable vote of at least two-thirds of the members of the Board present shall be required for election.

SEC. 3—Member: For admission or transfer to the grade of Member, a candidate shall be at least twenty-four years of age and shall be either:

a. An engineer or scientist in radio or allied fields. As such he shall have demonstrated competence in engineering or scientific work of a professional character and shall have been in active practice of his profession for at least three years, or

b. A teacher of radio or allied subjects for at least three years. As such he shall have attained a professional standing equivalent to that required for Member under paragraph "a," or

c. A person regularly employed in radio or allied work for at least three years, who, by invention or by contribution to the advancement of engineering or science in radio or allied fields, or to the technical literature thereof, has attained a standing equivalent to that required for Member under paragraph "a," or

d. An executive who, for at least six years, has had under his direction important technical, engineering, or research work in radio or allied fields, or

e. A person regularly employed in radio or allied technical work for at least six years, who, by experience and education, has attained a standing equivalent to that required for Member under paragraph "a."

SEC. 4—Associate: For admission or transfer to the grade of Associate, a candidate shall be at least eighteen years of age and

shall be interested in the theory or practice of radio engineering or of the allied arts and sciences.

SEC. 5—Student: For admission to the grade of Student, a candidate shall be

a. devoting a major portion of his time as a registered student in a regular course of study in engineering or science in a school of recognized standing, or

b. devoting a major portion of his time as a resident and registered student in a regular course of study in radio and electronics in a technical institute approved by the Board of Directors for Student membership purposes only.

Membership in this grade shall not extend more than six months beyond the termination of his student status as described above.

SEC. 6—The expression, "school of recognized standing," includes only schools which provide an engineering or scientific curriculum of not less than four years leading to a degree and which are designated as such by the Board of Directors.

SEC. 7—Graduation from a radio or allied curriculum in an accredited professional school shall be accepted as equivalent to two years' experience in radio or allied fields.

Graduation from a radio, arts and sciences or equivalent curriculum in an accredited non-professional school may be accepted as equivalent to two years' experience in radio or allied fields.

Graduation from an unaccredited radio or allied curriculum in a professional accredited school may be accepted as equivalent to one year's experience in radio or allied fields.

Full-time graduate work or part-time graduate work with teaching, in a radio or allied course in a school of recognized standing may be accepted as equivalent to professional experience.

SEC. 8—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 that grade.

SEC. 9—Members are authorized to assert Institute affiliation. In doing so, they should indicate their grade of membership and, if necessary, use the following abbreviations:

Fellow—Fellow I. R. E.

Senior Member—Sen. Mem. I. R. E.

Special Member—Spec. Mem. I. R. E.

Member—Mem. I. R. E.

Associate—Assoc. I. R. E.

SEC. 10—The emblem of the Institute is copyrighted and shall be reproduced only in connection with official business of the Institute.

MEMBERSHIP APPLICATIONS

SEC. 11—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, Members, Associates, or other responsible individuals.

For Student—A member of the faculty of his school.

SEC. 12—When an applicant for Senior Member or Member shows that his work or location is such as to make impracticable compliance with Section 11, the names of persons who are familiar with his professional work may be substituted. The Admissions Committee shall exercise discretion in determining suitability of substitute references and waiving Section 11.

SEC. 13—Applications for admission or transfer to any grade of membership, except Fellow or Special Member, shall be addressed to the Board of Directors and submitted to the Institute office. Election or transfer of an applicant to any grade, except Fellow or Special Member, shall be made by two-thirds affirmative vote of the Board membership voting, or a two-thirds affirmative vote of a committee of Board members duly authorized in the Bylaws to act for the Board in electing members or transferring their membership grades.

SEC. 14—The Executive Committee is authorized to act for the Board of Directors in electing members or transferring their membership grades in the case of all except Fellow and Special Member grades, and may waive age, application, and reference requirements in the transfer of members in grade from Student

to Associate. The Executive Committee shall handle readmissions on the basis of policies established by the Board of Directors.

SEC. 15—A reapplication for admission or transfer to a particular grade may be made by the applicant after the expiration of one year from the date of a rejection.

MEMBERSHIP PROPOSALS

SEC. 16—Admission or transfer to Fellow or Special Member grade shall be by invitation by the Board of Directors only.

SEC. 17—Each year, the Awards Committee shall recommend to the Board of Directors nominees for Fellow Grade not exceeding in number one-fifth of one per cent of the membership, excepting Students, as of December 31 of the year preceding. A citation summarizing the accomplishments of the nominee shall be a part of each recommendation.

SEC. 18—Diplomas shall be presented to the newly-elected Fellows. If practicable, this presentation shall be made by the President at the next annual Convention.

SEC. 19—Before the election of any candidate to the grade of Special Member, the Board of Directors shall refer the proposal to the Public Relations Committee for study. The Public Relations Committee shall make its recommendations, with respect to each name so referred, directly to the Board of Directors.

SEC. 20—Admission or transfer to any grade except Fellow or Special Member may be proposed by any member acting as sponsor, or by the Membership Committee, by supplying to the Admissions Committee sufficient information and testimonials from the required number of references to satisfy the Admissions Committee as to qualifications. Such proposals shall be acted upon by the Admissions Committee, and if approved, transmitted to the Executive Committee for their action. 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 grade shall become effective automatically and immediately upon his supplying the biographical and professional information required, and paying the necessary dues and fees. The name of an invitee shall be placed on the mailing list for the PROCEEDINGS OF THE I.R.E. immediately upon receipt of dues and fees. The proposal and invitation blanks shall be drawn up by the Membership Committee so as to avoid unconstitutional action due to the sponsor supplying incorrect information.

SEC. 21—The Membership Committee may recommend for transfer to higher grade those members who they think are qualified.

ADMISSIONS AND TRANSFERS

SEC. 22—The entrance fee for all grades shall be three dollars (\$3) except that there shall be no entrance fee for Student grades.

SEC. 22A—No entrance fee shall be charged any non-I.R.E. member of a Joint Student Branch, who is a student member of another national engineering society which is a sponsor of the Joint Student Branch, and who applies for admission to membership in the Institute within six months of the termination of his student status.

SEC. 23—There shall be no transfer fees. A member whose grade of membership is changed during his annual dues period shall be billed pro rata for the remainder of that period.

SEC. 24—The name of every newly-admitted or transferred Senior Member, Special Member, Member, or Associate shall be published in the PROCEEDINGS OF THE I.R.E.

SEC. 25—When an applicant for membership is elected, the membership period shall be dated as of the first day of the month following election.

SEC. 26—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.

SEC. 27—A notice of his election shall be sent to every newly admitted member together with a bill for his entrance fee and dues. If not previously paid, dues will be computed for the annual period beginning with the first day of the month following his election. His entrance fee or dues remaining unpaid, additional bills shall be sent the newly-elected member 60 days and 120 days

after notification of his election, in the last instance accompanied by a warning that his election will be considered void if his entrance fee and dues are not received within six months of his notification of election.

The names of all individuals elected to membership who fail to pay entrance fees or dues within six months of notification of election, shall be turned over to the Membership Committee.

ANNUAL DUES

SEC. 28—Every member's annual dues period and the period during which he shall receive publications of the Institute shall run concurrently with his membership period. The annual dues shall be payable in advance at the beginning of the annual dues period.

SEC. 29—For annual dues periods beginning January 1, 1951, or thereafter, the annual dues for all grades shall be fifteen dollars (\$15), except for Student which shall be five dollars (\$5), and except for Associate which shall be ten dollars (\$10) for each year which is within the first five years of membership in any grade or grades other than Student. Beginning with the Sixth such year, the annual Associate dues shall be fifteen dollars (\$15).

SEC. 30—The Board, by this Bylaw, waives the dues of each and every member of the Institute who has attained the age of 65 years and has been a member of the Institute for 35 years.

BILLING

SEC. 31—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 Executive Secretary, in accordance with the Bylaws of the Institute, to notify the member that his membership has terminated.

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 member shall be mailed a notice to the effect that, according to the Bylaws of the Institute, his membership in the Institute has in fact terminated. Accompanying the notice of termination shall be a final bill, with the suggestion that the member pay the bill and resume his membership. A list of terminated membership shall be turned over each month to the Membership Committee.

Membership so terminated may be resumed on payment of all dues in arrears, or on payment of a new entrance fee and current dues.

SEC. 32—For purposes of Article II, Section 1-c, of the Constitution, resumption of membership as provided under Bylaws Sections 31 and 36, shall not constitute maintenance of continuous membership.

SEC. 33—The mailing of bills or statements to the last known address of a member shall be considered a valid notice of indebtedness.

SEC. 34—On resuming membership and paying dues in arrears, a member may receive available copies of the PROCEEDINGS OF THE I.R.E. during the period covered by the back dues. A rebate of 25 cents per copy will be made in lieu of copies of the PROCEEDINGS OF THE I.R.E. not available.

SEVERANCES

SEC. 35—A member in good standing may resign by submitting a written resignation to the Secretary.

SEC. 36—Subject to the approval of the Board of Directors, a resigned member may resume his membership upon payment of current dues.

SEC. 37—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 the hearing, which shall be at least twenty days away. 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 of Directors present at the hearing and the votes cast must be unanimous in order to expel. The action of the Board of Directors shall be final and conclusive.

SEC. 38—The Secretary shall, as soon as possible after the end of each year, present to the Board of Directors a report giving the number of members of each grade at the close of the year, and the gains and losses in each grade of membership during the year as a result of elections, transfers, reinstatements, debts, resignations, failure to pay dues, and all other causes. This report shall also give the number of newly-elected members whose elections become void during the year through the failure to pay entrance fee and initial dues, and the number of newly-elected members who at the end of the year have not yet paid entrance fee and initial dues but whose election is still effective as of that date.

BOARD OF DIRECTORS

SEC. 39—The annual meeting of the Board of Directors required by the Constitution to be held during January of each year, shall be held in the office of the Institute in New York, N.Y. Scheduled meetings of the Board shall be held on the first Wednesday of May and of November, the place to be determined by the Board at the annual meeting in January, subject to change as provided for in Sec. 40 of the Bylaws. At the annual meeting, the Board shall determine the time and place of other scheduled meetings to be held throughout the year, subject to change as provided in Sec. 40 of the Bylaws.

SEC. 40—The time or place of any scheduled Board meeting may be altered or the meeting cancelled only by consent of a majority of all Board members 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 given all Board members by mailing notice not less than ten days before the original or the new date, whichever is the earlier.

SEC. 41—As provided in the Constitution, special meetings of the Board of Directors may be called by any five members of the Board on notice to all other members. Notice of such special meeting, giving the time and place of meeting, the purpose of the meeting, and the names of the Board members calling the meeting shall be mailed to all Board members not less than twenty days before the date set for the special meeting. The place of such special meetings may be only the Institute office in New York, N.Y., unless otherwise authorized by a majority vote of all Board members.

EXECUTIVE COMMITTEE

SEC. 42—The Board of Directors, in managing the affairs of the Institute according to the Constitution, shall appoint a committee of Officers and members of the Board of Directors called the Executive Committee, to exercise powers and assume duties of executive management, to the extent that the Board of Directors directs, and as outlined in Bylaws, subject to the following limitations: that the Board may, by a majority vote of those present at any meeting, overrule any act or decision of the Executive Committee, except insofar as any act has in fact been carried out, or suspend at any meeting any power conferred upon the Executive Committee, such suspension to remain in effect pending repeal of the Bylaw conferring such power, or direct any action or plan of the Executive Committee.

SEC. 43—The President, the Secretary, the Treasurer, the Editor, and at least two other members of the Board of Directors shall comprise the Executive Committee. The President shall be Chairman, the Treasurer shall be Vice Chairman, and the Secretary shall be Secretary of the Executive Committee. The terms of appointments of all members of the Executive Committee, except the President, shall start with the first meeting of the Committee after appointment and shall continue notwithstanding any change in status on the Board until the first meeting of the succeeding Executive Committee.

SEC. 44—The Executive Committee shall appoint, direct and co-ordinate the work of all standing committees except the Appointments, Awards, Constitution and Laws, Executive, Nominations, Policy Advisory, and Tellers Committees.

SEC. 45—The Executive Committee shall prepare, and present an annual budget to the Board of Directors for approval.

SEC. 46—The Executive Committee shall be responsible for the management of the office of the Institute, which shall include special activities, technical activities, office operations, accounting, advertising, and publications, and the setting of salaries (with the exception of Officers' salaries) in all instances in the limits of the budget. Such activities as the Executive Committee shall direct shall be administered by the Executive Secretary. The salary of the Executive Secretary shall be determined by the Executive Committee.

SEC. 47—The Executive Committee shall set dates and locations of conventions, conferences, and meetings of the Institute and shall manage them.

SEC. 48—The Executive Committee shall supervise the formation and operation of Sections, Professional Groups, and other groups of members and propose their approval to the Board of Directors.

SEC. 49—The Executive Committee shall direct and manage Institute standardization activities including relations with other organizations.

SEC. 50—The Executive Committee may divide its duties and responsibilities among its members as it sees fit and conduct its business as it finds necessary, and shall formulate a "Code of Administrative Practice."

SEC. 51—Minutes of the meetings of the Executive Committee shall be mailed to the members of the Board of Directors.

SEC. 52—In addition to its other duties, the Executive Committee is charged with broadly considering Institute policies, and making appropriate recommendations to the Board of Directors on its own initiative.

NOMINATIONS

SEC. 53—The Secretary shall circularize all Section chairmen and secretaries before March first of each year requesting the submission of suitable names to be considered by the Nominations Committee for the various elective offices.

SEC. 54—The Nominations Committee shall submit more than one name for each elective office.

SEC. 55—The Nominations Committee shall transmit its list of proposed nominees to members of the Board of Directors at least one week before the date at which the Board is expected to act upon them.

SEC. 56—When the Board of Directors has not scheduled a meeting to be held between August 14 and September 1 of each year, the Executive Committee is authorized to take any necessary actions on any petitions and to approve the ballot.

REGIONS

SEC. 57—The United States and Canada shall be divided into Regions, as follows: (1) North Atlantic, (2) North Central Atlantic, (3) Central Atlantic, (4) East Central, (5) Central, (6) Southern, (7) Pacific, (8) Canadian.

Regions which fail to maintain reasonable activity may, at the discretion of the Board of Directors, be dissolved and the Sections may be absorbed into other Regions.

SEC. 58—The Regional Committee of each Region normally shall consist of the Regional Director, the junior past Regional Director, and the chairman and junior past chairman of each Section in the Region. In addition to the duties specified in the Constitution, the Regional Committee shall be expected to participate in the development of the Institute by means of suggestions, on national matters, to the Board of Directors, and on Regional and Sectional matters, to the Sections comprising the Region. Each member of the Regional Committee shall be, ex-officio, a member of the Executive Committee of his own Section.

SEC. 59—Pending installation of the first Regional Director of each Region, the chairman of the largest Section numerically in the Region shall act as chairman pro tem, and the chairman pro tem shall appoint a secretary-treasurer pro tem who shall act until the secretary-treasurer of the Regional Committee is appointed.

The Regional Director shall be chairman of the Regional

Committee and shall appoint a vice chairman from the membership of the committee. The chairman of the Regional Committee shall appoint a secretary-treasurer from members 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 and 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.

SEC. 60—Each Regional Committee shall submit to the Board of Directors by May first of the Regional election year, the names of at least one qualified nominee for the office of Regional Director. To qualify, each candidate shall indicate to the Regional Committee his acceptance of the nomination.

SEC. 61—Each member of the Regional Committee shall be of Member, Special Member, Senior Member, or Fellow grade in the Institute. Vacancies, except for Regional Director, shall be filled by appointment by the Executive Committee of the Section in which the vacancy exists. The term of office shall be one year concurrent with the term of office of the Section officers.

SEC. 62—The Regional Committee shall hold at least one meeting per year at which a quorum shall be necessary for the transaction of business of the Committee. A quorum shall consist of at least one-third of the members of the Committee and shall include representatives from at least half the Sections in the Region. The Chairman, or in the event of his unavailability, the vice chairman of the Regional Committee, shall be responsible for calling the necessary number of Regional Committee meetings.

SECTIONS

SEC. 63—A petition for the formation of a Section shall be signed by not fewer than twenty-five (25) members, other than Students, with mailing addresses within the territorial limits proposed in the petition.

SEC. 64—The Executive Committee, upon receipt of a petition to form a Section, and after arranging for the territory to be encompassed by the new Section, may authorize its formation. After the Section is organized and a Constitution adopted, the Executive Committee may give tentative approval to its establishment pending submission to the Board of Directors for final approval.

SEC. 65—Each Section authorized by the Executive Committee, shall within not more than six months thereafter accept and conform to a Constitution provided by the Executive Committee.

SEC. 66—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 Institute.

SEC. 67—Section Secretaries shall forward to the Secretary of the Institute a report of each meeting held by the Section and its Subsections for the presentation or discussion of papers, and at the end of each fiscal year, a financial statement for that fiscal year.

SEC. 68—Local non-compulsory financial contributions may be accepted by Sections.

SEC. 69—All Sections shall be exclusively those of the Institute. No joint Section shall be recognized. However, Sections of the Institute may cooperate with other organizations in the holding of joint meetings and may invite members of such organizations and the public to their meetings.

SEC. 70—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 (25) members, other than Students, shall place the Section on probation. All members of the Section shall be informed of the probation by the Secretary of the Institute, who shall also call to their attention 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 Institute Secretary, and the Board of Directors 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. The Secretary shall so report to the Board of Directors and so inform the Section membership.

The Board of Directors is authorized to waive, in whole or in part, the application of this Bylaw for the duration of war and six months thereafter.

Sec. 70-1—For section maintenance, the Institute shall pay to each Section for each calendar year the following sums:

One dollar and ten cents (\$1.10) for each member, except Students, up to and including seven hundred, and one dollar and twenty-five cents (\$1.25) for each member, except Students, over seven hundred, with mailing addresses within the territory of the Section, on December 31st of the calendar year for which payment is made, plus ten dollars (\$10) per meeting for not more than ten meetings of the Section within the calendar year.

SUBSECTIONS

Sec. 70-2—In conformance with the Constitution for Sections, Sections may establish Subsections, which shall be geographical subdivisions of such Sections, subject to the same limitations and control as the Section itself.

Sec. 70-3—For each Subsection which meets the following requirements, the Institute shall pay to the Section a meeting allowance of ten dollars (\$10) per meeting up to a maximum of five (5) meetings per year, during the time the Subsection remains in good standing according to the Constitution for Sections:

- (a) Submission to Parent Section Executive Committee of a petition signed by twenty (20) or more members other than Students, with mailing addresses within the proposed territory;
- (b) Approval of the petition by the Parent Section Executive Committee;
- (c) Notification of Institute Headquarters of these actions by Parent Section and its Executive Committee with a copy of the petition;
- (d) Approval by the Executive Committee of the Institute.

PROFESSIONAL GROUPS

Sec. 70-A—A petition for the formation of a Professional Group shall be signed by not fewer than twenty-five (25) members, other than Students, and shall state the proposed field of interest.

Sec. 70-B—The Executive Committee, upon receipt of a petition to form a Professional Group, may authorize its formation. After the Group is organized and a Constitution approved by the Executive Committee, the Executive Committee may give tentative approval to its establishment pending submission to the Board of Directors for final approval.

Sec. 70-C—Each Professional Group authorized by the Executive Committee shall within not more than six months thereafter adopt and conform to a 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.

Sec. 70-D—All Professional Groups shall consist exclusively of members of the Institute. No joint Professional Groups shall be recognized. However, Professional Groups of the Institute may co-operate with other organizations in the holding of joint meetings and may invite members of such organizations and the public to their meetings.

Sec. 70-E—No Professional 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 Institute.

Sec. 70-F—A Professional Group may not charge dues. A Group may hold or join in holding conventions or conferences and may charge for registration; but a Group may not charge for registration at a meeting, conference, or convention which it operates as part of an Institute, Section, Regional, or National meeting, conference, or convention. A Group may, but only after approval of the Executive Committee, make a charge for sending out notices to non-Group members to cover the extra expenses involved. A Group may raise revenues by other means approved by the Executive Committee.

Sec. 70-G—All members of the Institute may become members

of Professional Groups in conformance with the respective Group Constitutions.

Sec. 70-H—All Professional Group meetings shall be open to all members of the Institute on an equal basis with Group members. Any member of the Institute, upon payment of charges judged to be equitable by the Executive Committee, shall receive any notices of meetings of any Group.

Sec. 70-I—All publications of Professional 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 Institute members on an equitable basis approved by the Executive Committee.

Sec. 70-J—The Secretary-Treasurer of each Professional Group shall forward to the Secretary of the Institute a copy of each meeting notice of the Group, an annual report, and at the end of each Institute fiscal year a financial statement for that fiscal year.

Sec. 70-K—The Board of Directors may dissolve a Professional Group for any reason deemed sufficient by the Board of Directors.

STUDENT BRANCHES

Sec. 71—Upon receipt of a petition signed by a representative of the faculty and by fifteen (15) or more IRE members who are students in a school of recognized standing, the Executive Committee may authorize the establishment of an IRE Student Branch in that school.

Sec. 72—Each IRE Student Branch shall adopt and conform to a Constitution which shall have been submitted to, and approved by, the Executive Committee.

Sec. 73—Upon receipt of a petition signed by a representative of the faculty and by ten (10) or more IRE members who are students in a school of recognized standing, the Executive Committee may join with one or more other national engineering or technical societies to co-sponsor a Joint Student Branch in that school.

Sec. 73-A—Each Joint Student Branch shall adopt and conform to a constitution which shall have been submitted to, and approved by, both the IRE Executive Committee and the other co-sponsoring societies. A Joint Student Branch shall have among its officers at least a corresponding secretary who shall be a member of the IRE.

Sec. 74—No IRE Student Branch or Joint Student Branch or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind, the Institute.

Sec. 75—Each IRE Student Branch and Joint Student Branch corresponding secretary shall forward to the Secretary of the Institute a 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.

Sec. 76—An IRE Student Branch or Joint Student Branch may collect dues from its members as provided in its constitution and, in addition, may accept local noncompulsory financial contributions.

Sec. 77—Failure of an IRE Student Branch or Joint Student Branch to maintain a minimum of ten (10) IRE members and to hold at least three (3) meetings each year shall place the Branch on probation. All officers and Institute representatives of the Branch shall be informed of the probation by the Secretary of the Institute, who shall also call to their attention the requirements for maintaining the Branch. If the delinquency continues for a second year, the IRE sponsorship shall automatically be withdrawn. The Secretary shall so report to the Board of Directors and so inform the officers of the Branch and Institute representative.

Sec. 78—For maintenance of an IRE or Joint Student Branch upon certification by the Institute Representative, or, in the event one has not been appointed, by a representative of the faculty, expenses of the Branch up to and including a maximum of twenty-five dollars (\$25) for any one school year shall be defrayed by the Institute.

Sec. 79—The Board of Directors may dissolve an IRE Student Branch, or withdraw its sponsorship and support of a Joint Student Branch, for any reason deemed sufficient by the Board of Directors.

COMMITTEES AND REPRESENTATIVES

Sec. 80—The standing committees, each of which shall normally consist of five or more persons, shall include the following:

- | | |
|--------------------------------------------------|-------------------------------------------|
| Administrative Committee of the Board of Editors | Annual Review |
| Admissions | Antennas and Wave Guides |
| Appointments | Audio Techniques |
| Awards | Circuits |
| Board of Editors | Electroacoustics |
| Constitution and Laws | Electron Devices |
| Education | Electronic Computers |
| Executive Committee of the Board of Directors | Facsimile |
| Finance | Industrial Electronics |
| Membership | Information Theory and Modulation Systems |
| Nominations | Measurements and Instrumentation |
| Papers Review | Mobile Communications Systems |
| Policy Advisory | Navigation Aids |
| Professional Groups | Piezoelectric Crystals |
| Public Relations | Radio Transmitters |
| Sections | Receivers |
| Tellers | Research |
| | Servo-systems |
| | Sound Recording and Reproducing |
| | Standards |
| | Symbols |
| | Television Systems |
| | Video Techniques |
| | Wave Propagation |

On matters which are reasonably described by the committee names, these committees or boards shall be advisory to the Board of Directors, or the Executive Committee, whichever appoints them and directs their activities. Each committee or board shall have the power to create subcommittees of its own selection.

Sec. 81—The terms of appointments to the Administrative Committee of the Board of Editors, Admissions, Awards, Board of Editors, Constitution and Laws, Education, Finance, Membership, Nominations, Papers Review, Policy Advisory, Professional Groups, Public Relations, Sections, and Tellers Committees shall start with the first day of the month following appointment and continue until the date the succeeding terms of appointments take effect. Appointments shall be made to the following committees: Annual Review, Antennas and Wave Guides, Audio Techniques, Circuits, Electroacoustics, Electron Devices, Electronic Computers, Facsimile, Industrial Electronics, Information Theory and Modulation Systems, Measurements and Instrumentation, Mobile Communications Systems, Navigation Aids, Piezoelectric Crystals, Radio Transmitters, Receivers, Research, Servo-systems, Sound Recording and Reproducing, Standards, Symbols, Television Systems, Video Techniques and Wave Propagation, each year between January first and May first, and the terms of appointment shall be from May first of the year when the appointments are made until April thirtieth of the following year; additional appointments may be made to fill vacancies or to care for special cases as the need arises, with the term of the appointment expiring April thirtieth.

Sec. 82—The Membership Committee shall include each Regional Director and the Chairman of the Membership Committee of each Section, ex-officio.

Sec. 83—The Sections Committee shall include the Chairman of each Section, ex-officio.

Sec. 83-A—The Committee on Professional Groups shall include the Chairman of each Professional Group, ex-officio.

Sec. 83-B—The Chairman of the Finance Committee shall be chosen from among the members of the Executive Committee.

Sec. 83-C—The Public Relations Committee shall include the Chairman of each Section Publicity Committee, ex-officio.

Sec. 83-D—The Policy Advisory Committee shall consist of eight (8) members, appointed annually, all of whom shall be present or former members of the Board of Directors. At least half of the members, including the Chairman, shall be members of the then

present Board of Directors. Each year, at least four (4) of the members shall be re-appointed.

Sec. 84—The Appointments Committee shall be appointed by the Board of Directors at its regular November meeting. Its membership shall be chosen from those members of the Board of Directors whose terms continue through the following year and from the new Directors-elect, and shall include the President-elect. At least fourteen days before the next annual meeting of the Board of Directors, the Appointments Committee shall mail to the members of the new Board of Directors, a list of candidates for the offices of Secretary, Treasurer, Editor, and Appointed Directors, and a list of candidates to fill vacancies that exist among the Chairmen and members of the Awards, Constitution and Laws, Executive, Nominations, Policy Advisory, and Tellers Committees.

Sec. 85—The Treasurer shall make a report to the Executive Committee semi-annually at the September and March Executive Committee meetings concerning the status of the Institute's investments. The Treasurer, before making changes in the Institute's portfolios, shall report the proposed changes to the Executive Committee and obtain its approval.

Sec. 85-A—The Building Fund established by action of the Board of Directors on January 10, 1945, shall be maintained as an entity on the books of the Institute. All income derived from the Building Fund shall be transferred quarter-annually to the account of the Institute for general purposes. The principal of the Building Fund in whole or in part from time to time may be appropriated by the Board of Directors for the purpose of providing for the housing of the general activities of the Institute, and for no other purpose unless authorized by affirmative vote of two-thirds of all the members of the Board of Directors at a stipulated meeting and unless the proposal of authorization and reasons therefor shall have been mailed to all members of the Board at least thirty days before the stipulated meeting at which the vote shall be taken.

Sec. 86—The President is authorized to appoint teachers of science or engineering who are Institute members as Institute Representatives. Each such Institute Representative is charged with promoting the welfare of the Institute at his school particularly in matters relating to Student membership.

Sec. 87—The Board of Directors may appoint or direct the appointment of representatives of the Institute on joint committees, boards, and other local, national, and international bodies.

PUBLICATIONS

Sec. 88—The Institute shall publish a periodical under the title, PROCEEDINGS OF THE I.R.E. The Board of Directors may establish additional publications either periodical or otherwise in character.

Sec. 89—The Executive Secretary is authorized to accept orders received after April 1, 1948, for annual subscriptions to, or individual copies of, the PROCEEDINGS OF THE I.R.E., at the following rates, including postage:

	Annual Subscriptions	
	U. S. and Canada	Other Countries
Individual non-members	\$18.00	\$19.00
Public Libraries	13.50	14.50
Colleges	13.50	14.50
Subscription Agencies	13.50	14.50
Institute members, additional subscriptions	9.00	10.00

	Individual Copies	
	U. S. and Canada	Other Countries
Individual non-members	\$ 2.25	\$ 2.35
Public Libraries	1.65	1.75
Colleges	1.65	1.75
Subscription Agencies	1.65	1.75
Institute members, additional copies	1.00	1.10

Sec. 90—The price of a single annual subscription to the PROCEEDINGS OF THE I.R.E. for a Fellow, Senior Member, Special Member, Member, or Associate shall be \$9.00, to be included in his annual dues.