

THE INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS
Incorporated

EXECUTIVE COMMITTEE WORKBOOK

March 28, 1963

PROPOSED BYLAW AMENDMENTS

Interim Bylaws, applicable to
the calendar years 1963, 1964, 1965
only, appear in Section "000."
(See attached Sheet.)

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BYLAWS

Revision 6-A - December 1, 1962

101. Grades
100. MEMBERSHIP
1. The grades of IEEE membership are:
- a. Honorary Member
 - b. Fellow
 - c. Senior Member
 - d. Member
 - e. Associate
 - f. Student
102. The designation "Life Member" is applicable only to all members who have attained the age of 65 years and who have been members of the IEEE or one of its two predecessor societies for at least 35 years, or who have attained the age of 70 after having been members for 30 years. All members having the designation "Life Member" or "Member-for-Life" in the predecessor societies shall be designated as a "Life Member" in the IEEE.
103. The designation "Group Affiliate" refers to individuals who are not members but who are entitled to participate in certain group activities under provisions established by the Executive Committee as specified in the Bylaws.
104. Rights and Privileges
- 1. Honorary Members shall be entitled to all rights and privileges of the IEEE except the right to hold office therein.
 - 2. Fellows shall be entitled to all rights and privileges of the IEEE.
 - 3. Senior Members shall be entitled to all rights and privileges of the IEEE except the right to serve on the Fellow Committee.
 - 4. Members shall be entitled to all rights and privileges of the IEEE except the right to hold an corporate office, the office of Director, and to serve on the Admissions, Awards and Fellow Committees.
 - 5. Associates shall be entitled to attend meetings of IEEE members, to vote only on matters presented to voluntarily associated groups of members (such as Professional Technical Groups and Sections), to be appointed on committees with the right to vote when specifically approved by the Board of Directors or the Executive Committee, but shall not have the right to hold any office.
 - 6. Students' rights and privileges are defined in the Student Manual.
 - 7. Life Members have same privileges as associated with their grade immediately before becoming a Life Member.
 - 8. Group Affiliates are entitled to participate in certain group activities under provisions established by the Executive Committee as specified in the Bylaws.
 - 9. The emblem of the IEEE is protected by trademark registrations and shall be reproduced only in connection with official business of the IEEE.
 - 10. Emblems to be worn by members are to be purchasable only from IEEE headquarters.
 - 11. Assertion of IEEE membership by members for purely personal purposes is authorized, including the right to use the following abbreviations:

101.1 Add a paragraph as follows:-
"The term 'member' when printed without an initial capital, where used in these Bylaws includes all grades of membership."

102 Add paragraph -
"There shall be a 'Life Member Fund' carried on the accounts of IEEE, made up of contributions by Life Members and to which contributions may be made in the future. The purposes for which the fund may be used shall be recommended by the Life Member Fund Committee."

104.5 Line 3 delete "voluntarily associated"

104.7 Line 3 add to the sentence -
"or with such higher grade to which they may be advanced."

104.9 Revise to read -
"The emblem of IEEE will be protected by legal registration_"

- Hon. Mem. IEEE
- Fel. IEEE
- Sen. Mem. IEEE
- Mem. IEEE
- Assoc. IEEE

12. Every member of the IEEE shall receive those publications of the IEEE specified by the Board of Directors.

105. Qualifications

- 1. Honorary Members are elected by the Board of Directors from among those who have rendered meritorious service to mankind in engineering or other allied fields. Election is by 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.
- 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 proficiency in important research, development, 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:

- PROPOSED AMENDMENTS
- 105.1 Line 4, second sentence - Substitute the following:-
"Election is by the unanimous affirmative vote, by secret ballot, of the Board of Directors....."
- 105.1 Lines 10 and 11 Delete - "Board of Examiners" and replace with "Admission and Advancement Committee."
- 105.2 Line 9 Change - the Bylaws to - these Bylaws.
- 105.3 Replace present Bylaw with the following:
Qualifications
"Senior Member is the highest professional grade for which application may be made and shall require experience or attainment reflecting professional maturity. For admission or transfer to the grade of Senior Member, a candidate shall be an engineer, scientist, educator, technical executive or originator in the fields of electrical or electronic engineering and science, radio, allied branches of engineering or related sciences and arts.
"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."

PROPOSED AMENDMENTS

- 1. Publication of important original engineering or scientific papers, books or inventions, or
 - ii. Technical direction with evidence of accomplishment of important scientific or engineering work, or
 - iii. Creative contributions to the welfare of the scientific or engineering profession, or
 - iv. Establishment or furtherance of important scientific or engineering courses in a school of recognized standing, or
 - v. 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 IEEE 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 IEEE.
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 carrying at least 30 percent of a normal full-time academic load as a 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 carrying at least 30 percent of a normal full-time academic load as a 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 a institution, other than a "school of

105.6a Last line put quotes around
 in a "school of
 recognized standing."

recognized standing," approved by the Executive Committee.

PROPOSED AMENDMENTS

- 7. Membership in the Student grade shall not extend beyond January 1st following 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 of 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.
106. Applications
- 1. Applications for admission to the IEEE or for transfer to a higher grade shall be made on a form provided by the IEEE 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 Committee on Admission and Advancement.
- An application for any grade of membership, except Student or Fellow, received from a person who is a member of another society with which there is an approved reciprocal agreement and who holds equivalent or higher grade of membership in that society shall be processed directly by the General Manager without referral to the Committee on Admission and Advancement.

105.7 Line 5 Insert "....., if a Student goes into military service prior to the expiration of his status as a Student, he shall retain....."

Add at the end - "This provision shall not apply to a Student entering military service with the intention of making such activity his career."

105.8 Delete last five words and replace with - "Member grade."

105.12 Suggestion to the appropriate IEEE Committee:-
 Add to the end of this section the following:-
 "There may be instances in areas outside of Regions 1 to 7 inclusive, where academic practices vary from those current in those Regions so that qualified Student candidates cannot comply with the requirements of this paragraph for a "school of recognized standing". In such cases, the Executive Committee shall establish criteria so that Students in such other areas may be qualified for membership."

106.1,2,3 Change name of Committee on Admission and Advancement to - Admission and Advancement Committee

- 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 or 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, normally one who is a member of IEEE.

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

- Applications for admission or transfer to any grade of membership, except the grades of Honorary Member and Fellow, shall be addressed to the Board of Directors and submitted to IEEE 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 Committee on Admission and Advancement.
- 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.
- 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.

107. Proposals

- 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.
- Admission or transfer to any grade except Fellow may be proposed by any member acting as sponsor by supplying to the Committee on Admission and Advancement sufficient information and testimonials from the required number of references to satisfy the Committee on Admission and Advancement as to qualifications. Such proposals shall be acted upon by the Committee on Admission and Advancement 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.

107.2 Last line, last sentence add the following:-

"..... the necessary dues and fees which must be received within six months.

PROPOSED AMENDMENTS

108. Admissions and Transfers

- 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.
- No entrance fee shall be charged a non-IEEE 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 IEEE of the Joint Student Branch or Joint Student Associate Branch, and who applies for membership in the IEEE within six months after the termination of his student member status.
- 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.
- 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. If received after the nineteenth day of the month, the membership period shall be dated as of the first day of the second month following receipt of application.
- 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.
- 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 pro rata for the annual dues 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.

109. Dues

- 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.
- The annual dues shall be ten dollars (\$10.00) for the first three years of IEEE membership in any grade other than Student, and fifteen dollars (\$15.00) for each succeeding year. The annual dues for Student grades shall be five dollars (\$5.00).
- Dues shall be waived for all IEEE members who have attained the age of sixty-five (65) years and who have been IEEE 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. These members become known as Life Members.

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108.1 Lines 4 and 5 Replace ".....an approved reciprocal agreement." with - "..... a reciprocal agreement."

108.3 Line 4 Insert ".....dues period by reason of a transfer occurring during such period, shall be billed....."

108.4 Delete paragraph and substitute -

"When an applicant for membership is elected, the membership period shall be dated as of the first day of the second month following his approval by the approving body, and he shall receive the first publication routinely mailed after his payment of entrance fees and dues. In the event his payment of entrance fee and/or dues is delayed so that he ~~is~~ fails to receive more publications, these will be furnished only on written request, and if available.

108.5 Delete "notification" and substitute "date" to read -
".....dues are payable on date of election..... six months from that date, the election....."

108.6 Lines 8 and 12 Delete "notification" and substitute "date of election"

109.2 Add at the end the following -
"Membership in any predecessor society shall be included in computing the three-year requirement."

109.3 Revise to read -
"Dues shall be waived for all Life Members of IEEE as defined in Bylaw 102. In determining the required years of membership (35 at age 65 years, and 30 at age 70) the following rules shall apply: (a) Only years in which membership dues were paid shall be counted, (b) Student membership years shall not be counted, (c) Years need not be consecutive, (d) Years in which membership dues, not including Student dues, were paid to AIEE or IRE shall be counted, (e) A year of concurrent membership in both AIEE and IRE shall be counted as one year only."

- 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.

110. 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 the 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 IEEE, 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 IEEE, his membership in the IEEE 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 in keeping with prior years of membership.
- 4. On resuming membership and paying dues in arrears, a member may receive available copies of the publications of the IEEE which he would have received had his membership status been continuous during the period covered by the back dues.
- 5. The mailing of bills or statements to the last known address of a member, of record in the IEEE, shall be considered a valid notice of indebtedness.

111. Resignations

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

112. Severances

- 1. To initiate action toward expulsion of a member, a signed complaint must be submitted to the Board of Directors which, if it deems the reason sufficient, shall notify the accused by letter of the charges against him and of the place and date of a hearing to consider such charges which shall be held not less than thirty days after mailing of the notice. The accused may present his defense in person, in writing, or by an authorized representative. There shall be a majority of the members of the Board present at the hearing and the votes cast must be unanimous in order to expel, suspend or permit a resignation. The action of the Board of Directors shall be final and conclusive.
- 2. If it is found that an applicant for membership or transfer to a higher grade has been elected on the basis of an application containing apparent misrepresentations or false statements,

109.4 Line 5, Change "for: to "of" in ".....the period of such waiver."

110.4 Substitute for this section the following:

"On resuming membership and paying dues in arrears, a member shall be restored to the publication mailing list and receive all issues from that date on. Publications that he would normally have received had his membership status been continuous shall be considered forfeited. However, upon written request, these will be supplied, if available."

110.5 Add (new) and change present number 110.5 to 110.6 -

"When a membership is terminated, all subscriptions to IEEE publications that had been received by such person by reason of his former membership, also terminate as of the same date."

112.1 Add Line 14 ahead of the last sentence the following:-

"The vote shall be considered not unanimous if any member abstains from voting."

112.1 Add at the end the following:-

"The complaint shall be dismissed if the Board of Directors does not take unanimous action."

112.1 Add a second paragraph to 112.1 as follows:

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

112.1 Line 13 Revise to read ". . . in order to expel or suspend."

112.2 First sentence, Revise to read as follows:

"If information is presented to the Executive Committee indicating that the applicant....."

the Executive Committee shall investigate and provide the member an opportunity to submit an explanation. If the Executive Committee concludes that such membership was obtained through the filing of misrepresentations or false statements, the membership shall be terminated with notice mailed to the member.

- 3. If it is found that an applicant for transfer to a higher grade has submitted an application containing apparent misrepresentations or false statements, the Executive Committee shall investigate and provide the member an opportunity to submit an explanation. If the Executive Committee concludes that the application contains misrepresentations or false statements, the membership shall be terminated with notice mailed to the member.

200. ANNUAL ASSEMBLY

201. How Constituted

- 1. The annual Assembly shall consist of 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 IEEE, 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 years and those from odd-numbered Regions in odd-numbered years. A vacancy shall occur in the office of Regional Delegate at such time as the incumbent ceases to reside in the Region that elected him.
- 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.

112.2 Line 9, Delete "the filing of"

112.3 First sentence, Revise as in 112.2

201.3 Add at the end the following:-

"Such vacancy shall be filled by the Director selected to fill the corresponding vacancy as provided in Article XI, Sec. 2 of the Constitution."

202. Meetings

- 1. The annual Assembly of the IEEE, required by the Constitution to be held during January of each year, shall be held as early in that month as feasible, at IEEE 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 IEEE Headquarters may be authorized by a two-thirds vote of those present at a regularly constituted meeting of the

201.8 Add (new) Paragraph as follows:-

Same as 301.9 except substitute "Assembly" for "Board of Directors" and "Delegates" for "Directors".

202.1 Line 4, Insert as follows:

"..... at IEEE Headquarters located in the United Engineering Center in New York, N.Y."

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 By-laws to be mailed to Delegates shall be sent by such routings as shall ensure prompt delivery.
5. Reimbursement for actual and necessary expenses is authorized for Delegates for the purpose of attending any special or extraordinary meeting of the Assembly not associated with a meeting of the Board of Directors held contiguously with it.

203. Functions

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

300. MANAGEMENT

301. Board of Directors

1. The Board of Directors shall 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 IEEE 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.

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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. 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 years, and those from odd-numbered Regions in odd-numbered years. A vacancy shall occur in the office of Regional Director at such time as the incumbent ceases to reside in the Region that elected him.
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 IEEE 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.

301.4 Add the following at the end:-

"The existence of such a vacancy shall be established by the Executive Committee upon receipt of information from the Regional Director, or other IEEE Officer, an officer of a Section within the Region or from the records maintained by the General Manager."

14. Reimbursement for actual and necessary expenses is authorized for Directors for the purpose of attending meetings of the Board of Directors, the Executive Committee and meetings taking place during the IEEE International Convention and Electrical and Electronics Engineering Show and one other general meeting of the IEEE each year.

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

16. The Standing Committees shall be:

Awards Board	Membership and Transfers
Committee on Admission and Advancement	Nominations and Appointments
Editorial Board	Professional Technical Group
Education Board	Professional Relations
Fellow	Public Relations
Finance	Sections
History	Student Branches
Intersociety Relations	Technical Operations
	Tellers

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

Awards Board	Intersociety Relations
Editorial Board	Nominations and Appointments
Fellow	Tellers

The others shall be appointed by and report 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 to take effect. Each standing Committee shall have the right to create sub-committees of its own selection.

17. 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.

18. 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.

19. The Board of Directors may appoint or direct the appointment of representatives of the IEEE on joint committees, board and other local, national and international bodies.

20. The fiscal year of IEEE shall be the calendar year.

302. 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:

PROPOSED AMENDMENTS

301.15 Add (new) and renumber old 301.15 and subsequent sections -

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

301.16 Add to Standing Committees -

Life Member Fund Committee
Add to Committees reporting to the Board -

Life Member Fund Committee

301.16 (Renumbered 301.17 as above) Correct the arrangement of the name of the Committee on Admission and Advancement to Admission and Advancement Committee and omit Committee at this point.

301.18 Revise first sentence as follows:
"The functions, scopes and responsibilities of each Committee, together with rules for operation and guidance, as recommended by the Committee, shall be compiled by the General Manager for the approval of the Executive Committee and contained in a document titled '...Committee Manual'."

302.1 Line 3, Delete "and Officers"

PROPOSED AMENDMENTS

302.1a Delete from the last sentence -

"except insofar as any act has in fact been carried out, or" (See also 106.5)

302.1b Line 2, Insert as follows:-

".....upon the Executive Committee by resolution or by these Bylaws, such suspension to remain....."

302.2 Line 6, Insert as follows:-

"..... the Secretary, the Editor, who by reason of their office are Directors, and two other Directors."

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

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

8. The Executive Committee shall appoint, direct and coordinate the work of all Standing Administrative Committees except those appointed directly by the Board of Directors.

9. The Executive Committee 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 except the dissolution of Sections.

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

12. The Executive Committee shall direct and manage IEEE standardization activities, working relations with other organizations, special activities, technical activities, advertising and publications.

302.12 Line 4, Delete last word - "advertising"

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

303. Corporate Officers

1. As provided in the Constitution, the Corporate Officers of the IEEE 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 IEEE. One of these shall be elected by the voting members for a term of office of one year, by virtue of which election he shall also be a Delegate-at-Large and a Director-at-Large. He shall be able, by reason of availability and qualifications, to assist effectively 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 for actual and necessary expenses is authorized for the Corporate Officers, incurred in the performance of their IEEE duties over and above their duties as Delegates or Directors.
7. Incapacity of the President to perform his duties and the length of time such incapacity may continue shall be determined by the Board of Directors, or by the Executive Committee, if the incapacity occurs at a time when it is not feasible to convene a meeting of the Board and there is need for action. 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.

PROPOSED AMENDMENTS

303.7 Line 7, At the end of the first sentence, insert the following sentence:-

"During such incapacity of the President, the Vice-President elected by the voting members shall be notified and shall assume the Presidential duties." Continue with the sentence "The President, however....."

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 IEEE 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 IEEE by certified public accountants and a report there-of submitted to the Board of Directors. The Treasurer shall also make a report to the Executive Committee semi-annually concerning the status of the IEEE investments. The Treasurer, before making changes in the IEEE 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 IEEE publication policies and, as Chairman of the Editorial Board shall coordinate policy determination recommendations for presentation to the Executive Committee.

304. 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 IEEE, shall be in charge of IEEE Headquarters, its staff and operations, and shall be custodian of all property and equipment owned and used by the IEEE, for which he shall be responsible to the Executive Committee.
3. He shall, under the supervision of the Secretary, direct such of the functions as are necessary for meeting the responsibilities assigned to the Secretary.
4. He shall cooperate with the Finance Committee and, under the supervision of the Treasurer, execute IEEE fiscal policies and operations.
5. He shall cooperate with the Editorial Board and, under the supervision of the Editor, administer IEEE publication activities.
6. He shall assist the Tellers Committee in the performance of its work.
7. He shall attend such meetings of the IEEE, its units and related bodies as may be required in the discharge of his duties.

305. Nominations and Elections

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

PROPOSED AMENDMENTS

304.8 Add (new) another paragraph as follows:
 "Neither the General Manager nor any other member of the Headquarters Staff shall have any vote by reason of membership on any IEEE Committee.

305 Suggestion has been made that all dates be expressed in digits rather than words.

2. The Nominations and Appointments Committee shall submit the name or names of one or more candidates for the office of President and for the office of the Vice President to be elected by the voting members and the names of more than one candidate for each of the other elective offices.
3. The Nominations and Appointments Committee shall transmit its list of proposed nominees to all Directors by April 25.
4. Each Regional Committee shall submit to the Board of Directors by April thirtieth of the Regional election year, the names of at least one qualified nominee for the office of Regional Delegate-Regional Director. To qualify, each candidate shall indicate to the Regional Committee his acceptance of the nomination.
5. Nominations by petition for the office of Regional Delegate-Regional Director may be made by the submission, by the date stated and according to the procedure outlined in the Constitution of a petition signed by at least one-third percent of the total number of voting members residing within the Region, as listed in the official membership records of the IEEE at the end of the previous year, but in no case shall the number be less than one hundred.
6. During the period between August fourteenth and September first of each year, the Executive Committee is authorized to take any necessary actions on any petitions and to approve the ballot.
7. Each proposed nominee named by the Board of Directors shall be consulted, and, if he so requests, his name shall be withdrawn.
8. The list of nominees required to be submitted to all voting members by the Constitution shall contain at least one name for the office of President, at least one name for the office of Vice President to be elected by the voting members and at least four names for the two officers of Delegate-at-Large-Director-at-Large.

The ballot going to each of the Regions where an election of a Regional Delegate-Regional Director is to take place shall contain at least one name for the office of Regional Delegate-Regional Director for that particular Region.

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

9. Voting members shall vote for the candidates whose names appear on the list of nominees, by written ballots 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 IEEE Headquarters before twelve o'clock noon on the last working 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 nominee for each office for which the election is being held, receiving the greatest number of qualified votes shall be declared elected. In the event of a tie vote, the Board of Directors shall choose between the nominees involved.

PROPOSED AMENDMENTS

305.5 Line 5, Spell out - one-third of one percent.....

305.9 Line 7, Delete the following:-

"No votes by proxy shall be counted."

306. Pension Benefit Plan

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

307. Amendments

1. Before an amendment to the Constitution is submitted to the voting members, it shall be reviewed by legal counsel designated by the Executive Committee.
2. Ballots for Constitutional amendments shall carry a statement of the time limit for return to IEEE Headquarters. 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 with signed outer envelopes shall be counted. No votes by proxy shall be counted. Only ballots arriving at IEEE Headquarters prior to the stated time limit shall be counted. The votes will be counted under the supervision of the Tellers Committee and the results reported to the Board of Directors at its next meeting.
3. As provided in the Constitution, proposed Bylaw changes and the reasons therefor shall be mailed to all Directors at least twenty days before the stipulated meeting of the Board of Directors at which the vote shall be taken. Two-thirds of all votes cast at that meeting shall be required to approve any new Bylaw, amendment, or revocation.
4. A complete history of amendments shall be kept in the files of the IEEE.

400. GROUPS OF MEMBERS

401. Regions

1. 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. Areas not included within Regions 1 through 8 shall be designated Region 9. The boundaries of the Regions shall be established by the Executive Committee.
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, two representatives of each Section in the Region, and the Chairman of the Regional Student Activities Committee. One of the Section representatives shall be the Chairman of the Section and another appointed by the Section's Executive Committee from among the present elected officers of the Section. A Section may be represented at a Regional Committee meeting by alternates appointed by the Section Executive Committee with the approval of the Regional Director. Region 9 may have a Regional Committee. In the case where a Region contains Districts, the Regional Commit-

PROPOSED AMENDMENTS

307.2 Line 8, Delete the following:-

"No votes by proxy shall be counted."

307.3 Last sentence, Revise to read as follows:-

"Two-thirds of the votes of the members present at the meeting shall be required to approve any new Bylaw, amendment or revocation."

401.4 Line 4, Change to read -

"..... Regional Director, one representative of each Section....."

Line 6, Delete "One of" and continue as follows:-

"The Section representative shall be the chairman of the Section....."

Line 8, Delete the remainder of the sentence from - "and another appointed....." Then continue as modified: "A Section may be represented at a Regional Committee meeting by an alternate appointed by"

tee shall include, in addition to the above, a representative of each District of the Region, normally the Chairman of the District, who shall be one of the voting members as defined above in this paragraph.

PROPOSED AMENDMENTS

5. The Regional Committee may include additional voting members from such groups as the Sections, Membership and Transfers, Professional Technical Groups and the Technical Operations Committee, 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.

401.4 Third from last line, change to read as follows:-

"..... Chairman of the District, who shall be one of the persons qualified for membership on the Regional Committee as provided for in this paragraph. Such member shall cast only one vote."

6. Each member of the Regional Committee shall be of Member, Senior Member or Fellow grade in the IEEE. 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.

401.7 Last sentence, last line, add the following:-

"..... Regional Committee meetings and designation of the places of meeting."

7. The Regional Committee shall hold at least one meeting each year, at an appropriate time and place within the Region. A quorum for a Regional Committee meeting shall consist of a majority of the members of the Committee or their alternates and shall include 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.

401.7 Add at the end the following:

"Under exceptional circumstances, the Executive Committee may authorize such meeting, for each specific instance, to be held without the Region."

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 IEEE by means of suggestions on institute-wide 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, if any, may make a recommendation to the IEEE Board of Directors for a nominee for Regional Director for the ensuing term.

9. The Regional Director shall be Chairman of the Regional Committee and shall appoint a Vice Chairman 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 to the Executive Committee at the end of each year to be sent to the General Manager, and such other duties as are assigned to him by the Chairman. The Secretary-Treasurer shall not be a voting member of the Committee unless specifically so appointed 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 IEEE shall appoint a Chairman pro-tem of the Regional Committee, with the approval of the Executive Committee, and the Chairman pro-tem shall appoint a Secretary-Treasurer pro-tem.

PROPOSED AMENDMENTS

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 elected by the Regional Student Activities Committee. His term of office shall correspond with that of the Regional Director. He shall be a member of the Regional Committee.

401.11 Line 4, Delete "and educational"

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 IEEE. Regions shall have the right to obligate their funds for all purposes necessary to promote their objectives except that no Region or any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE for those activities specifically prohibited in the Manual for Regions.

13. Partial reimbursement as authorized by the Executive Committee of actual and necessary expenses will be provided to attend one Regional Committee meeting each year for those authorized to attend.

401.13 Add at the end of this section the following:

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

402. Districts

1. Districts may be established within a Region as geographical subdivisions thereof.

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

3. Each District shall have a District Committee which shall consist of at least the District Chairman, the Junior past District Chairman, the District Student Activities Committee Chairman, if such Committee exists, 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 IEEE. 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 concurrent with that of the Regional Director. Vacancies shall be filled by appointment from the Section Executive Committee in which the vacancy exists.

5. The District Committee shall hold at least one meeting each year, within the Region. A quorum for a District Committee meeting shall consist of a majority of the members of the Committee or their alternates and shall include representatives from at least half of the Sections of the 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 annual election of all District officers and the coordination of all Section activities within the District as outlined in the District Manual.
- 7. The District Chairman shall be Chairman of the District Committee. The duties of the Secretary-Treasurer shall include correspondence, the keeping of the minutes of the Committee meetings, mailing notices, handling of funds, the keeping of financial records, the submission of a report at the end of each year and such other duties as are assigned to him by the Chairman.
- 8. Pending installation of the first 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 IEEE. 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 IEEE for those activities specifically prohibited in the Manual for Districts.

403. Sections

- 1. There shall be established throughout the territory in which IEEE conducts operations, groups of members residing in specified geographical areas designated as Sections.
- 2. All Sections shall be exclusively those of the IEEE. Management of an IEEE Section shall be exclusively by IEEE members and not jointly with members of any other organization, society, or group. However, IEEE Sections may cooperate with other organizations in holding of joint meetings and may invite members of such organizations and the public to their meetings.
- 3. The Board of Directors may dissolve any Section for any reason deemed sufficient by the Board of Directors and any remaining funds in the custody of that Section shall revert to the IEEE.
- 4. A petition for the formation of a Section shall be signed by not fewer than fifty members other than Students, having mailing addresses within the territorial limits proposed in the petition. Under special circumstances the Executive Committee may consider petitions bearing fewer than fifty signatures. 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 IEEE.
 - 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 IEEE 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 IEEE. 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.
 - 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 to the General Manager and the Regional Director.
 - 10. For the maintenance of a Section the IEEE shall credit to the Section for each calendar year:
 - a. Basic allowance - there shall be an allowance of one hundred dollars (\$100.00) per Section.
 - b. Member allowance - there shall be an allowance of not less than one dollar and ten cents (\$1.10) per member except Students.
 - c. Meeting allowance - there shall be an allowance of ten dollars (\$10.00) per meeting for not more than ten meetings of the Section within the calendar year.
- There shall be an allowance of ten dollars (\$10.00) per meeting for not more than ten meetings of the Subsection within the calendar year.
- There shall be an allowance of not less than ten dollars (\$10.00) per meeting for not more than 10 meetings per year for each Technical Group of a Section not associated with a Professional Technical Group Chapter, if the meeting is attended by at least ten members.
- d. Professional Technical Group allowance - for each Professional Technical Group Chapter, the IEEE shall credit not less than ten dollars (\$10.00) to a Section for each meeting of the Section promoted by a Chapter up to ten meetings per Chapter

403.8 Line 15, Substitute "throughout" for "for" to read -
"..... continues throughout a third year....."

403.3 Add "and assets" in line 3 as follows:-
"..... and any remaining funds and assets in the custody....."

per year, provided such meeting is attended by ten or more Section members and a report of such meeting, including a statement of the number of members attending, signed by a Chapter officer, is forwarded to IEEE Headquarters through the Section Secretary-Treasurer. A meeting of the Section promoted by a Chapter may be counted among the above ten or may be counted among the ten meetings of the Section as provided in these Bylaws, but not among both as such would result in duplicate payments for the same meeting.

e. There may be a per capita allowance of an amount to be determined by the Executive Committee for each Professional Technical Group Chapter member residing in the Section.

f. Affiliate of Professional Technical Group allowance - there shall be an allowance of 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.

11. Local voluntary 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 IEEE Headquarters with copies thereof, as published. Advertising is permitted.

404. 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 and the Regional Director;

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

d. Approval by the Executive Committee.

2. 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 fifteen 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 of the Section.

PROPOSED AMENDMENTS

403.12 Last sentence - Delete "Advertising is permitted."

404.2 Line 10, Substitute "throughout" for "for".

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.

405. Professional Technical Groups

1. There shall be established within the scope and objectives of the IEEE groups of members interested in specific technical fields or related subjects, designated as 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. Each IEEE 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 IEEE Transactions on _____. Each Professional Technical Group having such a publication shall also establish a review procedure complying with a uniform IEEE policy.

6. All Professional Technical Groups shall consist exclusively of IEEE members and such Group Affiliates as may be recognized by the Executive Committee. No Professional Technical Group shall be recognized as joint with any other organization, society or group outside of the IEEE. 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 IEEE 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 (\$1.00) for each dollar of income derived by the Group from the membership fees during the first two years.

9. All IEEE members may become members of Professional Technical Groups in conformance with the respective Group Constitutions.

PROPOSED AMENDMENTS

405.5 Line 6, Put into quotes the following:

"IEEE Transactions on _____"

PROPOSED AMENDMENTS

10. All Professional Technical Group meetings shall be open to all members of the IEEE on an equal basis with Group members. Any IEEE 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 lectures and may charge for registration; but a Group may not charge for registration at a meeting, conference, convention or lectures when it operates as part of an IEEE Sectional, Regional, National or International Meeting, Conference, Convention, or lectures.

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 IEEE 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 IEEE 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 IEEE 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 IEEE.

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 IEEE.

17. Group Affiliates are non-IEEE 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 IEEE, 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 Affiliates and the limits in rights and privileges shall be established by the Executive Committee.

18. The Professional Technical Groups are:

- | | |
|----------------------------------------|----------------------------------|
| Aerospace and Navigational Electronics | Engineering Management |
| Antennas & Propagation | Engineering Writing & Speech |
| Audio | Geoscience Electronics |
| Automatic Control | Human Factors in Electronics |
| Bio-Medical Electronics | Industrial Electronics |
| Broadcast & Television Receivers | Information Theory |
| Broadcasting | Instrumentation |
| Circuit Theory | Microwave Theory & Techniques |
| Communications Systems | Military Electronics |
| Component Parts | Nuclear Science |
| Education | Product Engineering & Production |
| Electron Devices | Radio Frequency Interference |
| Electronic Computers | Reliability & Quality Control |
| | Space Electronics & Telemetry |
| | Ultrasonics Engineering |
| | Vehicular Communications |

405.10 Line 6, Delete "any" to read as follows:-

"..... shall receive notices of meetings....."

405.17 Line 4, Change "membership" to "activities" and delete "a" to read as follows:-

"..... of Group activities."

19. The Professional Technical Groups Committee shall consist of the Chairman of each Professional Technical Group, the President of the IEEE, 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 appointed by the Executive Committee, who shall not be an officer of any Professional Technical Group.

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

20. 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.

406. 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 IEEE 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 IEEE Headquarters and the Section Executive Committee will be informed thereof.

4. A Chapter will be required to maintain the following activities:

- a. Hold not less than two meetings each year.
- b. Maintain a minimum membership of ten members.

5. Failure of a Chapter to maintain the required activities shall place the Chapter on probation. The Section Executive Committee and all members of the Chapter shall be informed of a condition of probation by the General Manager who shall also call their attention to the requirements for maintaining the Chapter. If the delinquency continues throughout a second year, a second notification shall be issued by the General Manager. If the delinquency continues throughout

a third year, the Chapter shall, thereupon, automatically be dissolved and all assets reverted to IEEE. The General Manager shall so report to the Executive Committee and inform the Section Executive Committee and the members previously constituting that Chapter, of the dissolution. The Executive Committee may waive the provisions herein regarding dissolution of a Chapter in case such Chapter becomes affected by war or any other force majeure, for the period of the duration thereof and for at least six months thereafter.

407. Technical Operations Committee

1. The complete Technical Operating Department committee structure of the AIEE and the complete Technical Committee structure of the IRE initially shall be continued in the IEEE. This entire structure taken over from both present societies shall fall under the cognizance of a Standing Committee of the IEEE to be known as the Technical Operations Committee of the IEEE.
2. The Technical Operations Committee shall supervise and coordinate all technical activities of the Institute (except those administered by the Editorial Board and the voluntarily associated groups), i.e., (1) the six Technical Committee Divisions as existed in the AIEE and their associated Technical Committees dealing with the specific technical areas (included would be the Technical Committees as existed in the IRE); (2) four staff-type standing General Committees, each functioning on an over-all Institute-wide basis; and (3) suborganizational units as required. The Technical Committee Divisions are: Communication; Aero-Space and General Applications; Industry; Instrumentation; Power; Science and Electronics. The General Committees are: Standards; New Technical Activities; Research; Safety.

The Technical Operations Committee arranges programs for the technical sessions at conventions and general meetings of the Institute for those areas within its responsibility and assists in other areas.

The Chairman of the Technical Operations Committee shall be a member of the Board of Directors and the Executive Committee. The Technical Operations Committee has a Secretariat assigned from the Headquarters Staff by the General Manager. Also included in the membership of the Committee are: one or more Vice Chairmen, a Past Chairman, Chairmen of the Technical Divisions, Chairmen of the standing General Committees, and at least three members-at-large.

Within its areas of responsibility, the Technical Operations Committee will control the technical content of papers and discussions in the form of preprinted papers (if preprinted papers are requested by the Technical Committee), special technical publications, the Bimonthlies, the Transactions, and other technical periodicals and technical reports carried over from the AIEE, specifications and standards.

It coordinates within IEEE and with outside organizations the activities of the Committee Divisions and Technical Committees, recommends the formulation of Technical Committees or the discharge of committees no longer considered essential, and coordinates the scopes of all technical committees.

Within its area of responsibility, it will recommend appointment and supervision of IEEE representation on intersociety and outside organizational activities as assigned by the Executive Committee.

PROPOSED AMENDMENTS

The duties, responsibilities, and composition of the Technical Operations Committee is given in detail in its Manual.

3. A Technical Committee Division consists of a Chairman, a Vice-Chairman, a past Chairman, a Secretary who may be assigned from the Headquarters staff, the Chairmen of the Technical Committees assigned to the Division, delegate members from the Standing Committees as they are required, and at least two members-at-large.

The Technical Committee Divisions supervise and coordinate the affairs of their respective committees. They recommend to the Technical Operations Committee the scopes for the Technical Committees and the formation of or discharge of Technical Committees within the field of activity of the Division; and the preparation of Standards and Recommended Practices by assignments to one or more of the Technical Committees within the Division. If the assignment involves other Divisions, the assignment is handled by the Technical Operations Committee.

4. A Technical Committee consists of a Chairman and members appointed by the Executive Committee. The incoming Chairman shall recommend the Vice-Chairman, Secretary and additional members. The Technical Committees promote and coordinate Institute activity in their respective fields, are responsible for the presentation of papers at General Meetings, as arranged by the Technical Operations Committee; arrange Special Technical Conferences, either alone or jointly with other committees or with Professional Technical Groups; within their respective scopes initiate and prepare Standards, recommend actions, and report on Standards activities to the Standards Committee. In general, they report through their respective Divisions.

5. The Standards Committee consists of a Chairman, a Vice Chairman, a past Chairman, a Secretariat assigned from the Headquarters staff, and at least twenty additional appointed members.

The Committee is responsible on an Institute-wide basis for encouraging and coordinating the work of formulating and revising IEEE Standards. The Committee gives final approval to IEEE Standards prior to submission to the Executive Committee for publication. It considers and investigates all matters relating to units and standards in the fields of electrical engineering, electronics, radio, allied branches of engineering, or the related arts and sciences. It represents the Institute in cooperation with other standardizing bodies in matters relating to units and standards.

6. The New Technical Activities Committee consists of appointed members and liaison members; one liaison member invited from each IEEE Division (Group Division and Technical Committee Division) and from the Research Committee. The Committee shall promote and develop new technical activities, in conjunction with existing committees, until such areas of activity begin to crystallize into more readily recognizable scopes. It shall then recommend transfer of the activity to a Professional Technical Group. If no suitable Group is active, the transfer would be made to an existing or new Technical Committee.

7. The Research Committee consists of ten or more appointed members. The Committee stimulates research of interest to the Institute, acts on behalf of the Institute, may be specifically authorized to initiate and direct research investigations, cooperates on behalf of the Institute with departments of national and state governments in the considerations of research

407.4 Next to last line - Change
"In general" to "Otherwise."

407.2 Paragraph 5, line 4 - Correct typographical error to read "....., recommends the formation of Technical Committees....."

investigation, submits reports and recommendations concerning research investigations for which support from the Institute is sought; assists university staffs in selecting research projects for graduate students, and assists the Technical Operations Committee in the preparation of meetings for the discussion of problems in the field of research.

8. The Safety Committee consists of fifteen or more appointed members; considers and investigate matters relating to the protection of persons and property against hazard due to or resultant upon the presence of electricity or the use of electric and electronic apparatus, material, and appliances, and reports such recommendations thereon as it deems desirable for action by the Institute. To this end, it encourages and coordinates safety consideration by other Institute organizational units in their respective fields, and with the approval obtained by organizational procedures, may arrange for cooperative relations with other bodies in the consideration of electrical hazards.

9. Scopes of Technical Committee activities, organization and membership, procedures and methods of coordination between them, and with other standardization bodies shall be compiled in a Manual for Technical Committees (including the Technical Operations Committee).

10. The Technical Committees are:

From AIEE

Communication Division:

- Broadcasting Committee
- Communication Switching Committee
- Communication Theory Committee
- Data Communication Committee
- Radio Communication Committee
- "Radio Engineering and Electronic Physics" Review Committee
- "Radio Engineering" and "Telecommunications" Review Committee
- Space Communication Committee
- Telegraph Systems Committee
- Wire Communication Committee

Aero-Space and General Applications Division:

- Aero-Space Energy Conversion Committee
- Aero-Space Support Systems Committee
- Domestic Appliances Committee
- Domestic and Commercial Applications Committee
- Flight Vehicle Systems Committee
- Land Transportation Committee
- Marine Transportation Committee
- Production and Application of Light Committee

Industry Division:

- Cement Industry Committee
- Chemical Industry Committee
- Corrosion and Cathodic Protection Committee
- Electric Heating Committee
- Electric Welding Committee
- Feedback Control Systems Committee
- General Industry Application Committee
- Industrial Control Committee
- Industrial Power Rectifiers Committee
- Industrial and Commercial Power Systems Committee
- Machine Tools Industry Committee
- Metal Industry Committee
- Mining Industry Committee
- Petroleum Industry Committee
- Pulp and Paper Industry Committee
- Rubber and Plastic Industries Committee
- Textile Industry Committee

407.10 Under Industry Division add "s" to name of General Industry Applications Committee

PROPOSED AMENDMENTS

Instrumentation Division:

- Aero-Space Instrumentation Committee
- Electronic and High-Frequency Instruments Committee
- Fundamental Electrical Standards Committee
- Indicating and Integrating Instruments Committee
- Nuclear Instrumentation Committee
- Recording and Controlling Instrumentation Committee
- Special Instruments and Auxiliary Apparatus Committee
- Telemetering Committee

Power Division:

- Insulated Conductors Committee
- Power Generation Committee
- Power System Communications Committee
- Power System Engineering Committee
- Protective Devices Committee
- Relays Committee
- Rotating Machinery Committee
- Substations Committee
- Switchgear Committee
- Transformers Committee
- Transmission and Distribution Committee

Science and Electronics Division:

- Basic Sciences Committee
- Computing Devices Committee
- Cybernetics Committee
- Electrical Insulation Committee
- Electrical Techniques in Medicine and Biology Committee
- Electron Tubes Committee
- Electronic Circuits and Systems Committee
- Electronic Transformers Committee
- Electronics Committee
- New Energy Sources Committee
- Nonlinear Magnetism Committee
- Nucleonics Committee
- Semiconductor Rectifiers Committee
- Solid State Devices Committee
- Systems Science Committee

From IRE

- Antennas and Waveguides Committee
- Audio and Electroacoustics Committee
- Circuits Committee
- Electron Tubes Committee
- Electronic Computers Committee
- Facsimile Committee
- Feedback Control Systems Committee
- Industrial Electronics Committee
- Information Theory and Modulation Systems Committee
- Measurements and Instrumentation Committee
- Medical Electronics Committee
- Mobile Communication Systems Committee
- Navigation Aids Committee
- Nuclear Techniques Committee
- Piezoelectric and Ferroelectric Crystals Committee
- Radio Frequency Interference Committee
- Radio Receivers Committee
- Radio Transmitters Committee
- Recording and Reproducing Committee
- Reliability Committee
- Solid State Devices Committee
- Standards Committee
- Symbols Committee
- Television Systems Committee
- Video Techniques Committee
- Wave Propagation Committee

11. Technical Committees shall be appointed by the Executive Committee and the term of office shall start with the first day following appointment and shall continue until the date of the succeeding term of appointments take place.

1. There shall be established throughout the territory in which IEEE conducts operations, groups of Student members residing in specified geographic localities, designated as Student Branches or Student Associate Branches.
2. There shall be established Counselors who shall be IEEE members and teachers of electrical engineering, electronics, radio, allied branches of engineering or the related arts and sciences, at universities, colleges or technical institutes eligible for IEEE Student members, and who shall be appointed by the Executive Committee upon the recommendation of the Regional Director. Each such Counselor is charged with promoting the welfare of the IEEE at his institution, particularly in matters relating to Student activities.
3. Upon receipt of a petition signed by the IEEE Counselor, or in the event one has not been appointed, by a representative of the faculty of the educational institution involved, and by ten or more IEEE 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 and Student Branch Committee authorize the establishment of an IEEE Student Branch in that institution.
4. Upon receipt of a petition signed by the IEEE 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 IEEE members who are students in an educational institution other than a "school of recognized standing," the Executive Committee may authorize the establishment of an IEEE Student Associate Branch in that institution.
5. Each IEEE Student Branch and each IEEE 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 IEEE, by action of the Executive Committee, may join with another 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 IEEE 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 Student members of the IEEE.
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. IEEE Student Branches, IEEE 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 IEEE Student Branches, IEEE 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 IEEE for those activities specifically prohibited in the Student Branches Constitution or in the Manual for Student Branches.

PROPOSED AMENDMENTS

9. Each IEEE Student Branch, IEEE 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 IEEE Student Branch, IEEE 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 IEEE Student Branch or IEEE Student Associate Branch to maintain a minimum of ten IEEE 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 IEEE Counselor, or a representative of the faculty of the educational institution or other institute involved, in the event a Counselor has not been appointed, shall be informed 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 IEEE 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 IEEE Counselor.
12. Failure of a Joint Student Branch or Joint Student Associate Branch to maintain a minimum of ten IEEE 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 IEEE Student Branches shall be taken following formal notification to the co-sponsoring society.
13. For maintenance of an IEEE Student Branch or Joint Student Branch, Student Associate Branch, or Joint Student Associate Branch, upon certification by the IEEE Counselor or by a representative of the faculty of the educational institution where the Branch is located, in the event a Counselor has not been appointed, the IEEE shall credit to each such Branch upon request, for any twelve-month period, the sum of twenty-five dollars (\$25.00) for branches with less than fifty members and fifty dollars (\$50.00) for branches with fifty or more members; and shall also pay to each such Branch the sum of one dollar (\$1.00) for each IEEE Student member of the Branch as of November fifteenth of each year and the sum of fifty cents (\$.50) for each additional IEEE Student member of the Branch as of the following February first, to be paid with the primary remittance after the following November 15.
14. The Executive Committee may dissolve an IEEE Student Branch or IEEE 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, attributable to IEEE sponsorship, shall revert to the IEEE.
15. Each Branch shall conduct its activities within the Constitution, Bylaws, and other rules

408.14 First line, add words as underlined -

"The Executive Committee may, after consultation with the Regional Director, dissolve....."

externally imposed which by law affect the membership and activities of the IEEE.

- 16. Upon request by a Regional Committee and justification satisfactory to the Executive Committee, the Executive Committee shall authorize partial reimbursement of actual and necessary expenses for the Counselor of each Student Branch, for the Student Chairman and the Student paper first prize winner, if any, from any Branch to attend one meeting of a District or Region each year.

409. Other Standing Committees

- 1. The Awards Board shall be responsible for making recommendations to the Board of Directors for the following IEEE Awards;

Awards Committee:

- Medal of Honor
Founders Award
Liebmann Award
Diamond Award
Zworykin Award
Thompson Award
Baker Award

Recognition Awards Committee:

- Kelly Award
Leeds Award
Sarnoff Award
Habrshaw Award
Medal in Electrical Engineering Education

Prize Awards Committee:

- Institute, Region, Section and Student Awards
Establishes Rules and approves award of prizes established by the Institute

Edison Medal Committee:

- Edison Medal

Lamme Medal Committee:

- Lamme Medal

Fortescue Fellowship Committee:

- Fortescue Fellowship

Volta Scholarship Committee:

- Volta Memorial Fund Scholarship

Members-for-Life Committee:

- Administration of Members-for-Life Fund

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

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

The Awards Board shall consist of a Chairman, Vice Chairman, the Chairman of each Committee, a member from each Region and a Secretary provided by Headquarters. The Chairman of the Awards Board shall be a member of the Board of Directors of the IEEE. The members shall serve for a term of two years excepting the members of the Edison Medal Committee who are appointed by the President and serve for a term of five years; the members of the Lamme Medal Committee who are appointed by the President and serve for a term of three years; and the members of the Recognition Awards Committee who serve for a term of four years.

- 2. The Committee on Admission and Advancement 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

PROPOSED AMENDMENTS

- 409.1 Change name of Members-for-Life Committee to - Life Member Fund Committee
Administration of Life Member Fund

- 409.1 Paragraph beginning "The Awards Board shall consist of a Chairman,"

Line 9, Delete "..... and serve for a term of five years;" and substitute the following:

"..... excepting the Edison Medal Committee who are appointed by the President in accordance with the Regulations of the Edison Medal Committee, Article I, Section 1; the members"

IEEE. As far as possible, its meetings shall be held just prior to the scheduled meetings of the Executive Committee in the interest of expediting the processing of applications. Members of the Committee on Admission and Advancement shall be of Fellow or Senior Member grade.

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

- 3. The Editorial Board shall be advisory to the Board of Directors through the Executive Committee concerning all matters of editorial policy of all IEEE publications.

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

- 4. The Education Committee shall be a policy advisory group for the IEEE 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 and Technical Committees, encouraging them to provide for exchange of information through seminars and publications and for discussion of educational philosophy, problems and methods.

- 5. 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.

The Fellow Committee shall consist of twelve members chosen from among those of Fellow grade, nine being selected so that each of Regions 1 to 9 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.

- 6. 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 IEEE concerning which it is to take the initiative for making recommendations to the Executive Committee when warranted. It shall review the annual budget in advance of its submission to the Executive Committee and the Board of Directors.

7. The History Committee shall be responsible for considering questions concerning historical matters in the fields covered by IEEE 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.

8. The Intersociety Relations Committee consists of nine members appointed by the Board of Directors. The terms of appointment of one-third of the members expire at the close of each administrative year. (Experience with the major federation and intersociety groups should, to the extent feasible, be represented in the membership of the Committee.) The Chairman for each administrative year is designated by the President for that year. The Committee organizes as necessary to effectuate its assigned responsibilities.

The Committee reports to the Board and is responsible for the following:

Advising the Board on matters of policy with respect to current intersociety affairs. Representing the Institute in negotiations of new intersociety relations. Formulating methods for the application of Institute policy to intersociety problems. Promoting the implementation of Institute policies and programs in the field of intersociety relations. Carrying out any related activity assigned to the Committee by the Board of Directors.

9. The Membership and Transfers Committee consists of one representative from each Region and members-at-large all appointed by the Executive Committee on recommendation of the Vice President elected by the members. Its purpose is to plan and develop methods for extending the membership of IEEE and promoting transfers in grade to the end that all members shall occupy the highest grade for which they are qualified.

10. 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 Committees 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.

PROPOSED AMENDMENTS

409.8 Sentence beginning "Advising the Board..." - delete word "current."

409.9 Add new paragraph as follows:

"The Life Member Fund Committee shall consist of four members chosen from among the contributors to the fund and a member of the Board of Directors."

(Renumber following sections)

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.

11. The Professional Relations Committee shall be responsible for keeping the Executive Committee informed on matters relating to Registration of Engineers, Professional Conduct and Ethics.

12. The Public Relations Committee consists of six or more members appointed by the Executive Committee. The Committee prepares and disseminates information concerning the Institute and its activities, intended for distribution elsewhere than in the Institute's publications. It serves as an advisory body on all questions of Institute public relations. It cooperates with other Institute committees and with Section and Student Branch officers on the publicity phases of their particular activities.

13. The Sections Committee deals with problems and activities involving the interest and welfare of the Sections, their relations with the Institute and with other organizations. It shall, when appropriate, make recommendations to the Executive Committee regarding Section Affairs.

The Sections Committee shall consist of not less than twenty members, and its Chairman shall be the Vice President elected by the members. It may hold an annual meeting preferably during the general meeting of the IEEE held in the summer.

14. The Student Branches Committee shall be responsible to the Executive Committee for evolving recommendations regarding Student Branches of the IEEE and problems of individual student members having no Student Branch affiliation. The Student Branches Committee may make recommendations to the Editorial Board with respect to the content of the Student publication.

The Student Branches Committee shall include the Chairmen of the Regional Student Activities Committee.

Administration of an Outstanding Student Branch Award shall be the responsibility of the Student Branches Committee.

15. The Tellers Committee shall be responsible to the Board of Directors for the supervision of the counting of ballots required to be obtained by the Constitution on questions submitted to the membership of IEEE or to groups of members. Reports by the Committee to the Board of Directors shall be signed by the Chairman of the Committee.

500. PUBLICATIONS

501. Periodicals

- Initially, the IEEE shall publish a monthly magazine named "Proceedings of the IEEE" to be generally the same as the former Proceedings of the IRE.
- Initially, the IEEE shall publish a monthly magazine named "Electrical Engineering" to be generally the same as the former Electrical Engineering of the AIEE.

PROPOSED AMENDMENTS

409.14 Paragraph 3, line 3 - Add "s" to Student Branches Committees.

- 3. The IEEE shall publish periodicals produced by the various Professional Technical Groups named "Transactions on _____," where specialized technical papers shall be published. The Transactions shall carry no advertising.
- 4. The IEEE shall publish periodicals and annual Transactions sponsored by certain Technical Committees.
- 5. The IEEE shall publish a Student periodical. This shall contain both technical material and items of news of interest to Students.
- 6. The IEEE may publish an Annual Directory containing lists of its members, lists of manufacturers, supplies and products and may contain advertising.

501.3 Delete last sentence - "The Transactions shall carry no advertising."

501.6 Delete the last four words - "..... and may contain advertising."

502. Other Publications

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

503. Standards

- 1. The IEEE may publish from time to time IEEE Standards concerning technologies encompassed within the scope of the purposes of the IEEE which have been issued by its Technical Operating Committee.

600. CONVENTIONS AND MEETINGS

601. Annual International Convention

- 1. There shall be held annually in New York City in the month of March, or as near thereto as possible, a convention named the "IEEE International Convention and Electrical and Electronics Engineering Show." The IEEE shall be the sole sponsor.

602. Other General Meetings

- 1. There shall be held annually, preferably in the summer, in conjunction with one of the Regional meetings or special technical conferences, a general meeting of the IEEE, primarily devoted to organizational matters involving Regions, Districts, Sections and Standing Committees.

603. Regional Meetings

- 1. Regional Meetings may be held on the approval of the Executive Committee for the presentation of technical papers.

603.1 Substitute as follows:-

"Regionally organized and sponsored Meetings may be held....."

604. Special Technical Conferences

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