CONSTITUTION
of the
American Institute
of Electrical Engineers

C10.010 Name of this association is the American Institute of Electrical Engineers.

C10.020 Object of this association is the advancement

of the theory and practice of Electrical Engineering and its allied Arts and Sciences, and the maintenance of high technical and ethical standards among its members.

C20.010 Membership Grades are Honorary Member, Fellow, Member, Associate Member, Affiliate, and Student Member. The term “member” (not capitalized) includes all grades, the qualifications and privileges for which are as follows:

C20.020 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.

C20.030 Fellows are elected by the Board of Directors from among Members who qualify as fellows:

C20.031 Technical Qualifications. The nominee must qualify as an engineer or scientist under one or more of the following categories:

a. Engineer who has attained distinction in important design, construction, operation or manufacturing.

b. Educator who has attained distinction in the teaching of a major course in an electrical engineering or science curriculum approved by the Board of Directors.

c. Originator who has attained distinction by reason of inventions or original work in electrical science, arts or literature.

d. Executive who has attained distinction as an engineering executive of electrical engineering work of large scope, or by the application of electricity to important engineering projects.

C20.040 Members who qualify as fellows are admitted, by application, directly to this grade or by advancement from the grade of Associate Member:

C20.041 Technical Qualifications. The applicant must qualify as an engineer or scientist under one or more of the following categories:

a. Engineer who is qualified in important electrical design, construction, operation, or manufacturing.

b. Educator who is qualified to teach a major course in an electrical engineering or science curriculum approved by the Board of Directors.

c. Originator who has attained a standing equivalent to "a" or "b" above by inventions, original work or by proficiency in electrical engineering science, arts or literature.

d. Executive who has attained a standing equivalent to "a" or "b" above as an engineering executive of an electrical enterprise of large scope, or by the application of electricity to engineering projects.

C20.050 Associate Members who qualify as fellows are admitted, by application, directly to this grade or by advancement from Affiliate grade:

C20.051 Technical Qualifications. The applicant must qualify under one of the following categories:

a. Engineer who is qualified under instruction and supervision to undertake electrical design, construction, operation or manufacture.

b. Educator who is qualified under supervision to teach electrical subjects in a curriculum approved by the Board of Directors.

c. Scientist who is qualified under instruction and supervision to undertake research, design, instruction, operation, or manufacture in fields closely related to electrical engineering.

C20.060 Affiliates who qualify as fellows, are admitted to this grade by application:

C20.061 Qualifications. The applicant must satisfy the Institute that he is interested in and capable of rendering service to electrical engineering or electrical science, in the fields of engineering, commerce, industry, law, science, medicine, journalism or arts; and that his work is so related to applications of electricity that his admission to Affiliate grade will contribute to the welfare of the Institute.

C20.070 Student Members are admitted, by application, from among students enrolled in an engineering or science curriculum approved by the Board of Directors.

C20.080 Other Qualifications. Age, experience, and other qualifications for any grade of member are prescribed in the Bylaws.

C20.090 Alternate Qualifications. The Board of Directors may establish in the Bylaws alternate, but at least equivalent, qualifications for all grades of membership except Fellow.

C20.100 Office holding privileges of members, in grades other than Fellow, may be limited and are prescribed in the Bylaws.

C20.110 Voting members referred to in the Constitution are: Honorary Members, Fellows, Members, and Associate Members, and they may vote on all matters. Voting privileges of other members are prescribed in the Bylaws.

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ADMISSIONS AND TERMINATIONS

C30.010 Admissions. The procedure and reference requirements for admissions and advancements to various grades of membership are prescribed in the Bylaws. C30.011 Refusals. Admission or advancement may be refused any applicant whose character, reputation or professional conduct make him an undesirable member.

C30.020 Terminations. Memberships may be terminated, as prescribed in the Bylaws, by any of the following methods:

C30.021 Resignation. A member of any grade, whose dues and other indebtedness to the Institute have been paid, may resign his membership in good standing by written communication to the Executive Secretary.

C30.022 Expulsion. Ten or more voting members, as defined in C20.110, may prefer charges against any member, other than Honorary Member, for unethical conduct. Such charges must be sent to the Executive Secretary in writing. The Board of Directors must review these charges and, if further consideration is warranted, the accused shall be notified of the charges and permitted to present a written defense or appear before the Board in person. The procedure for handling such charges is contained in the Bylaws. If the charges are sustained, the member may be expelled, suspended or permitted to resign.

C30.023 Suspension. Members who are in arrears in dues at the end of the fiscal year are placed on the arrears list. Any member who remains in arrears for one year is placed on the delinquent list and his membership suspended.

C30.030 Reinstatement. Members who are in arrears or who have been suspended for non-payment of dues, can be reinstated by payment of indebtedness as prescribed in the Bylaws.

DUES AND FEES

C40.010 Dues and Fees. The annual dues, entrance fees, transfer fees, registration fees and publication charges, as well as the rules for payment thereof, are prescribed in the Bylaws.

C40.011 Exemption from Payment. Honorary Members are exempt from all payments of dues and fees. The Board of Directors may exempt from further payment of annual dues a member who:

a. Has paid dues for 35 years, student dues excepted.

b. Has attained the age of 70, after having paid dues for 30 years, student dues excepted.

OFFICERS

C50.010 Officers. The officers of the Institute are a President, one Vice-President for each District (District Vice-Presidents, see C70.040 and C80.020), one Vice-President for each Division (Technical Vice-Presidents, see C70.050), one Director for each Department (Department Directors, see C70.060 and C80.070), the Directors-at-Large, a Treasurer, and an Executive Secretary.

C50.020 Terms of Office. The President and Treasurer hold office for one year, Vice-Presidents and Department Directors for two years, and Directors-at-Large for four years. The Executive Secretary is appointed by the Board of Directors for a one-year term. Each year the President, Treasurer, two Directors-at-Large, the District Vice-Presidents for half of the Districts, the Technical Vice-Presidents for half of the Divisions, and the Department Directors for half of the Departments are elected. The District Vice-Presidents from even-numbered Districts are elected in odd-numbered years and vice-versa. In the event that the number of Districts, Divisions, or Departments is odd, that fraction of the corresponding officers nearest to one half shall be elected in one year and the balance the next. The election year for a new Technical Vice-President or a new Department Director shall be established by the Board of Directors to conform with these provisions when the office is established.

C50.030 Eligibility for Reelection. The President, Vice-Presidents, and Directors may not serve 2 full terms consecutively in one office. A person may not serve more than 6 years consecutively in the offices of Vice-President and Director by election. The Treasurer may not serve more than 4 years consecutively.

C50.040 Partial Terms. Vacancies for unexpired terms are filled by election by the Board of Directors. A vacancy in the office of President is filled by the election of a member of the Board of Directors. A vacancy in the office of District Vice-President, or a partial term created by the formation of a new District, is filled by election from candidates named by the Executive Committee of the District concerned. A vacancy in the office of Technical Vice-President or Department Director is filled by election from candidates named by the Division or Department concerned.

C50.050 Compensation. No officer shall receive, directly or indirectly, any salary or fees from the Institute either as an officer or in any other capacity, unless authorized by the Board of Directors.

C50.060 Business Affiliations. No officer may be interested, directly or indirectly, in any contract relating to the operations conducted by the Institute, nor in any contract for furnishing supplies to the Institute, unless expressly authorized by the Board of Directors.

ELECTIONS

C50.010 Nominating Committee. The Nominating Committee is composed of voting members, as defined in C20.110, selected by and representing parts of the Institute as follows:

C60.011 Districts have one representative each.

C60.012 Technical Divisions have one representative each.

C50.013 Board of Directors has representatives not exceeding the number of the Technical Divisions.

C50.014 Secretary. The Executive Secretary of the Institute acts as Secretary of the Nominating Committee, without vote.

C60.020 Nominations. The Nominating Committee meets and nominates candidates for Institute offices according to instructions contained in the Bylaws. The committee names one candidate for each vacancy in the office of President, Treasurer, and Directors-at-Large. It includes in its slate such candidates for (a) Vice-Presidents as have been nominated by the Executive Committee of the Districts concerned, (b) Vice-Presidents as have been nominated by the Technical Divisions concerned, and (c) Directors as have been nominated by the Departments concerned. If a District, Division, or Department fails to nominate a candidate for Vice-
C70.010 Board of Directors. The Board of Directors consists of the President, the two surviving Past-Presidents most recently retired from that office, the Vice-Presidents, the Directors, and the Treasurer. The Executive Secretary of the Institute is the Secretary of the Board of Directors, without vote.

C70.011 Board Duties. The Board of Directors shall manage the affairs of the Institute. Without limiting its powers, the Board acts as follows:

a. Directs the affairs of the Institute, either itself or through its officers, departments, committees or representatives.
b. Controls the care, appropriation and investment of all funds of the Institute.
c. Acts upon the election of Honorary Members and Fellows and the expulsion of members and establishes the procedures for the admission, transfer and suspension of members.
d. Appoints the Executive Secretary and fixes his salary.
e. Establishes all Institute policies.
f.adopts Bylaws to govern administration of the Institute under authority of the Constitution. The text of Bylaws changes must be furnished to the Board of Directors 10 days before the meeting at which the vote is taken.

C70.012 Board Action. The actions of the Board of Directors require a majority vote of the members present, except the election of Honorary Members which requires a unanimous vote of those present. All business of the Board of Directors requires a quorum which shall consist of a majority of the members of the Board.

C70.020 Executive Committee. The Executive Committee consists of the President, as Chairman, the Treasurer, and the Department Directors; and also one Past-President and four other members of the Board selected by the President in accordance with the Bylaws. The Executive Secretary of the Institute acts as Secretary of the Committee, without vote. The Board of Directors may delegate duties to the Executive Committee, which acts in its behalf between Board meetings.

C70.030. President. The President has general supervision of the affairs of the Institute, under the direction of the Board of Directors, and has the following specific duties:

C70.031 Presiding Officer. The President presides at the Annual Meeting of the Institute and at all meetings of the Board of Directors at which he is present. In the absence of the President, the senior member of the Board presides at these meetings. The senior Board member is the Board member who has served longest on the Board. In case of equal service, the one who has been a member of the Institute the longest is considered the senior member.
ORGANIZATION

C80.010 Organization. The activities of the Institute are carried on through departmental and regional organizations. The departmental functions are divided among boards, committees, groups, and representatives, combined into Divisions and Departments with the assistance of Headquarters staff under the direction of the Executive Secretary. The regional functions are distributed among Districts, Sections, Section Groups, Branches, and Chapters. The organization and functions of these units are set forth in the Bylaws. A general description of these various units is as follows:

C80.020 Districts. The territory of the United States, Canada, and Mexico is divided into Districts. The boundaries of the Districts, as defined in the Bylaws, are established by the Board of Directors. Each District is represented on the Board of Directors by a VicePresident, who appoints a District Secretary. Each District has a District Executive Committee, the composition, duties and meetings of which are prescribed in the Bylaws.

C80.030 Sections. The territorial limits for the formation of Sections are confined to the United States, Canada, and Mexico. All members having mailing addresses in the territory of a Section belong to that Section only. The rules for the formation, operation and dissolution of Sections are contained in the Bylaws.

C80.031 Subsections. A Section may form one or more Subsections within its territory, as prescribed in the Bylaws.

C80.035 Section Groups. The members of a Section having a common interest in any phase of Institute activity may establish a Section Group to further that activity, as provided in the Bylaws.

C80.041 Overseas Chapters may be formed in any country outside the geographical limits specified in C80.030 for the formation of Sections, as prescribed in the Bylaws.

C80.045 Local Honorary Secretaries may be appointed by the President to represent the Institute in foreign countries. Such appointments are for a period of two years.

C80.050 Student Branches may be formed at educational institutions as prescribed in the Bylaws.

C80.060 Standing Committees. The President appoints standing committees, some of which report directly to the Board of Directors, while others are grouped into Departments and Divisions. The Board of Directors may create, rearrange or discontinue standing committees, as prescribed in the Bylaws. The term of members on standing committees terminates at the end of the administrative year for which they are appointed, unless otherwise specified in the Constitution or Bylaws.

C80.065 Special Committees. The President may appoint special committees to carry out non-recurring activities not within the scope of the standing committees or Departments. The term of members on special committees terminates at the end of the administrative year for which they are appointed, unless otherwise specified in their appointments.

C80.070 Departments. Most of the standing committees are grouped into Departments. The activities of the Institute are divided among the Departments, each Department being responsible for a specific phase of the Institute's work.

C80.075 Divisions. The Department that handles the preparation and presentation of technical papers and the work of the technical committees is divided into Divisions to correspond to the different branches of electrical engineering.

C80.080 Institute Groups. The members of the Institute having an interest in the activities of a standing committee may establish an Institute group directed toward furthering the activities of the committee as provided in the Bylaws.

C80.090 Representatives on inter-society or joint committees or boards are appointed by the President or the chairmen of Departments to which they are assigned, as prescribed in the Bylaws.

MEETINGS AND PUBLICATIONS

C90.010 Annual Meeting. The date and location of the Annual Meetings of the Institute are determined as prescribed in the Bylaws. Notice of the Annual Meeting must be mailed to all voting members, as defined in C20.010, at least 10 days in advance of the meeting. A quorum at the Annual Meeting, in person or by proxy, shall consist of not less than 100 voting members, as defined in C20.010.

C90.011 Annual Report. A report of the activities of the Institute for the past fiscal year must be submitted by the Board of Directors at the Annual Meeting. A copy of the report must be filed with the Institute records and an abstract entered in the minutes of the Annual Meeting.

C90.012 Annual Election. The results of the membership vote for officers for the ensuing year must be announced at the Annual Meeting and the successful candidates declared elected.

C90.013 Business Meeting. Any business matters of the Institute may be brought before and transacted at the Annual Meeting.

C90.020 Meetings are held each year at dates and places as prescribed in the Bylaws for the purpose of presenting and discussing papers and reports. Business pertinent to the Institute may be transacted at these meetings, except that matters of organization and policy may be brought up only for discussion and may be referred to the Board of Directors.

C90.030 Proxies. A member entitled to vote at a business meeting, as defined in C20.010, may vote by proxy assigned by the member himself, and filed with the Executive Secretary as prescribed in the Bylaws.

C90.040 Parliamentary Procedures at meetings of the Institute and the Board of Directors shall be governed by the Sturgis Standard Code of Parliamentary Procedure.

C90.050 Publications. The Institute sponsors publications as specified in the Bylaws.

C90.070 Fiscal Year. The fiscal year of the Institute begins on May 1.

C90.080 Administrative Year. The administrative year of the Institute begins on August 1.

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C100.010 Amendments to this Constitution may be proposed not later than February 15 for action that year as follows:

C100.011 Resolution by the Board of Directors.
C100.012 Petition by 100 or more voting members as defined in C20.110, to the Executive Secretary.

C100.020 Counsel Review. An opinion of legal counsel, that the proposed amendments are in accordance with the laws under which the Institute is organized, must be secured before vote by the membership.

C100.030 Ballot Vote. A copy of the amendment must be mailed with a letter ballot to all members entitled to vote, as defined in C20.110, not later than April 1 for action that year. Ballots must be returned to the Executive Secretary not later than June 1 to be counted.

C100.040 Tellers Committee. The Tellers Committee appointed by the President for the election of officers shall also certify and report the ballots on any amendments as specified in C60.040.

C100.050 Adoption. Amendments that receive 75 percent of the total vote become a part of the Constitution, provided the total vote is not less than 20 percent of the total number of voting members, as defined in C20.110. The effective date of any amendment is on August 1 after the adoption.

C100.060 Printed Copies. The amendments must be distributed to the membership in printed form.
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