

## IEEE INDUSTRY APPLICATIONS SOCIETY BYLAWS

**1.0—Membership:** Membership in the IEEE Industry Applications Society, which will also be referred to as the IA Society or the Society or the IAS, shall be open to all members of IEEE, including students, who pay the annual dues as prescribed in these Bylaws.

### 1.1—Grades

**1.1.1—**Where used in these Bylaws the term ‘member’, when printed without an initial capital letter, includes all grades of membership.

**1.1.2—**The IEEE grade shall be the same as the member’s grade within the society.

### 1.2—Categories

**1.2.1—**The IEEE membership category shall be the same as the member’s category within the Society in accordance with IEEE Bylaws and Policies.

**1.2.2—**In accordance with the Society Constitution there may be IA Society Affiliates who are not members of the IEEE. The Technical Activities Board shall establish the qualifications for society affiliates, for which the associated rights and privileges shall be contained in these Bylaws.

### 1.3—Privileges

**1.3.1—**Members who hold the grade of Graduate Student Member, Member or higher in the IEEE shall have all the rights and privileges of the Society membership unless otherwise specified in these Bylaws.

**1.3.2—**Student Members shall have all the rights and privileges of Society membership with the exception of the right to vote and to hold office. They may, however, hold office on committees specifically designed for the benefit of student members.

**1.3.3—**Associate Members shall have all the rights and privileges of Society membership with the exception of the right to hold office and may vote only in matters presented to the Society.

**1.3.4—**Affiliates shall have all the rights and privileges of Society membership with the exception of the right to hold office.

**1.3.5—**Only Senior Members and Fellows are eligible for election or appointment to certain Society offices, as provided in the Constitution and these Bylaws.

**1.4—**Members shall receive prior notice of all meetings conducted under the auspices of the Society, except business meetings of Society administrative units.

**1.5**—Members shall receive notice of proposals for amendment of the Constitution at least 60 days in advance of ratification by the Council to permit an expression of opinion directly or through their representatives on the responsible legislative body.

**1.6**—Members shall be notified of proposed amendments to the Bylaws or major policy changes at least 20 days before they are acted upon by the responsible legislative body.

**1.7**—Members may nominate officers or initiate consideration of Constitution amendments by petition as prescribed in the Constitution and in these Bylaws.

**1.8**—Members may attend and participate in all Chapter and Society technical meetings, conferences, symposia, and Chapter business meetings, provided the prescribed registration charges, if any, have been paid. Attendance at business meetings of constituent administrative units of the Society, other than Chapters, held solely for administrative purposes, may be restricted to members of the unit.

**1.9**—To maintain membership in the Society and exercise its privileges, the member must maintain his or her active membership in IEEE and the Society by payment of annual dues in accordance with IEEE policies.

**1.10**—An individual who has had not less than five years of IA Society membership immediately prior to attaining IEEE Life Member status, or completes 5 years of IA Society membership while a life member, may continue a life membership in the IA Society without payment of dues. Each year the Life Member must confirm if the IA Society basic society services and publications are desired. Such "Life Member—IEEE Industry Applications Society," will have equal rights and privileges with all other members. Special categories of membership (Life, Retired, etc.) shall be in accordance with IEEE Bylaws.

**1.11**—Only members of the IA Society shall be eligible to serve either on Society Committees other than Subcommittees or as Chapter or Subcommittees officers.

**2.0**—Chapters may be formed as provided in the IA Society Constitution.

**2.1**—Chapters may be organized within a Section or duly established regional organization as provided in the Society constitution. The promotion, fostering, and guidance of such Chapters shall be the function of the Chapters and Membership Department, but responsibility for their organization, control, and support shall be with the Section(s) or Regional organization of which they are a part. Chapters may be formed jointly with other IEEE societies or groups.

**3.0**—The Council role and membership shall be in accordance with the Society Constitution. All Members of the Council shall be members of the IA Society.

**3.1**—The major responsibilities of the Council will be the following:

**3.1.1**—Act on amendments to the Constitution as submitted by ExecBoard action, Council action, or member petition, in accordance with the Constitution.

**3.1.2**—Appoint each year on nomination by the ExecBoard, by member petition, or on its own motion, successors for the individuals serving as the Society President-Elect, Society Vice President, Society Treasurer, Technical Department Chairs, and Society Executive Board Members-at-Large whose term of office will expire at the end of the year.

**3.1.3**—Act on such matters of policy as may be originated by the Council, recommended by the ExecBoard, or initiated by petition of at least 2% of Society members.

**3.1.4**—Take action on Society business, either in meeting assembled, by mail ballot, or by electronic ballot under conditions prescribed by the Constitution or these Bylaws.

**3.2**—The Council shall meet annually at a time and place determined by the ExecBoard.

**3.3**—Officers of the Council shall be the officers of the Society, in accordance with the Society Constitution.

**3.4**—The closing date for determining eligible members for Council votes shall be 10 days before the start of the vote. Council members may request to have their name removed from the roster of Council voting members, by stating so in writing to the Society President.

**4.0**—The Society Executive Board (ExecBoard) of the Council shall be the managing body of the Society. All Members of the ExecBoard shall be members of the IA Society. The Executive Board membership shall be in accordance with the Society Constitution.

**4.1**—The duties of the ExecBoard shall be the following:

**4.1.1**—Amend the Bylaws with due notice to all Council, ExecBoard, and Society members, as prescribed in the Constitution and Bylaws.

**4.1.2**—Nominate candidates for Society Officers, Technical Department Chairs, and ExecBoard Members-at-Large, on recommendation of the Society Nominating Committee.

**4.1.3**—Approve the annual Society budget, as prepared by the Treasurer and Financial Planning Committee, and forward it to the IEEE TAB for filing and review.

**4.1.4**—Approve committee appointments as proposed by the Society President, the Department Chairs, and the ExecBoard Standing Committee Chairs.

**4.1.5**—Fill vacancies among the Society Officers and its own membership occurring during the year.

**4.1.6**—Manage and direct the affairs of the Society under the Constitution, Bylaws, and Society policies.

**4.1.7**—Delegate to its Officers, Departments, and Committees such authority as may be

necessary to carry out the objective of the Society within the rules and regulations of the IEEE.

**4.2**—The ExecBoard shall meet at least three times a year at times and places chosen by the Society President. Notice of the time and place of each meeting shall be provided to ExecBoard Members not less than 20 days in advance of the meeting.

**4.2.1**—Once scheduled, a meeting date or location may be altered or canceled only for sufficient cause by majority vote of the ExecBoard or by consent of a majority of all voting members of the ExecBoard secured by or transmitted to the Society Administrator, not less than 20 days before the original date or the new date set for the meeting, whichever is earlier. Notice of such approved change shall be sent to all members of the body not less than ten days before the original or the new date of said scheduled meeting, whichever is earlier.

**4.2.2**—Special meetings of the ExecBoard may be called by the President or by any five voting members of the ExecBoard on notice to all other members. Notice of such special meetings, giving the time and place of meeting, the purposes of the meeting, and names of the members calling the meeting, shall be sent to all members not less than 20 days before the date set for the special meeting. For special meetings to be held by teleconference, notice shall be sent to all members via telephone, electronic mail, facsimile, or recognized courier service, not less than 10 days before the date set for the special meeting.

**4.2.3**—Minutes of all meetings shall be made available to all members of the ExecBoard within 45 days of the meeting.

**4.2.4**—Rules for the reimbursement for actual and necessary expenses for the purpose of attending meetings by the members of the ExecBoard shall be as listed in the IA Society Policy and Procedures Manual.

**4.3**—In order to satisfy the transnational interests and activities of the Society, it is desirable that an effort be made to include on the Executive Board, whenever possible, a member from each of the ten Regions of the Institute.

**5.0**—The Rules, based on *Robert's Rules of Order*, for conducting business by the Council and the ExecBoard shall be as follows.

**5.1**—The quorum necessary for the Council or for the ExecBoard to transact the general business of the Society shall be a majority of voting members.

**5.2**—Action of the Council, the ExecBoard and committees thereof.

**5.2.1**—The vote of a majority of the votes of the members present and entitled to vote, at the time of vote, provided a quorum is present, shall be the act of the Council, the ExecBoard or any committee thereof.

**5.2.2**—The Council, the ExecBoard or any committee thereof may meet and act upon the vote of its members by any means of telecommunication. The normal voting requirements shall apply when action is taken by means of telecommunications equipment allowing all persons participating in the meeting to hear each other at the same time.

**5.2.3**—The Council may take action without a meeting if applicable (e.g. email voting). An affirmative vote of a majority of all the voting members of the Council shall be required to approve the action. The results of the vote shall be confirmed promptly in writing or by electronic transmission. The writings and/or electronic transmissions shall be filed with the minutes of the proceedings of the Council.

**5.2.4**—

"The ExecBoard or any committee thereof may take action without a meeting if applicable (e.g. email voting). An affirmative vote of a majority of all the voting members of the ExecBoard or any committee thereof shall be required to approve the action. The results of the vote shall be confirmed promptly in writing or by electronic transmission. The writings and/or electronic transmissions shall be filed with the minutes of the proceedings of the ExecBoard or any committee thereof. "Electronic transmission" means any form of electronic communication, such as e-mail, not directly involving the physical transmission of paper, that creates a record that may be retained, retrieved and reviewed by a recipient thereof, and that may be directly reproduced in paper form by such a recipient. "

**5.2.5**—Individuals holding more than one position on the Council, the ExecBoard or any committee thereof, shall be limited to one vote on each matter being considered by the governing body or committee.

**5.2.6**—Proxy voting is not allowed.

**5.3**—Requirements for the election or appointment of Officers, Administrators, and members of Administrative Units, and ratification of amendments to the Constitution and Bylaws are prescribed in these Bylaws.

**5.4**—Agenda and Minutes of Meetings.

The successful achievement of IEEE objectives will be advanced by establishing certain administrative guides to be implemented by ExecBoard and all Technical Committees. In this regard, issuing agenda and maintaining and reviewing minutes of IEEE meetings will help to insure that, consistent with IEEE's decentralized structure, lines of communication among members are maintained, topics for discussion are clearly defined, and sufficient written records are preserved for future reference and needs.

**5.4.1**—It is the policy of IEEE that, whenever practicable, an agenda listing the topics for discussion shall be sent to the members, at a reasonable time prior to each meeting (other than formal conferences, symposia, or conventions), of ExecBoard, Departments, Technical Committees, Subcommittees, or working groups of the Society, or a joint intersociety unit in which the Society formally participates. If advance distribution is not practicable, the agenda shall be distributed at any such meeting by the Secretary of the particular body or by a person designated by the particular body.

**5.4.2**—At each meeting (other than formal conferences, symposia, or conventions) of ExecBoard, Departments, Technical Committees, Subcommittees, or working groups of the Society, or a joint intersociety unit in which the Society formally participates, minutes of the meeting shall be maintained by the Secretary of the particular body or by a person designated by the particular body. Minutes shall record concisely attendance at the meeting, the substance of all discussions, and any actions taken, but need not be in the nature of a verbatim transcript. Maintenance of record copies of the minutes and distribution and review of these minutes shall be carried out by each Society entity pursuant to such rules and procedures as are adopted by each body.

**5.5**—Organization of Technical Committees and Working Groups

To achieve the technical objectives of IEEE demands that diverse resources be employed toward the resolution of technical issues. It is the belief of IEEE that the Institute's technical goals can be furthered most productively through the intelligent utilization of the talents and experience of various individual members serving in their separate, individual expert capacities on appropriate IEEE Committees or working groups in the Society. No member should construe his position to be that of a representative of his employer.

**5.5.1**—Therefore, it is the policy of IEEE that the membership of each committee, subcommittee or working group of the Society shall reflect various factors deemed appropriate by such IEEE entities, (e.g., geographical balance, special expertise, etc.) and shall include a reasonable proportion of persons (one or more) employed by supplier, user and/or other involved organization in each industry that, in the judgment of the Society, will be affected by or concerned with any subject, except solely administrative or managerial matters, within the stated scope of, or properly to be considered at any meeting of such committee, subcommittee, or working group, consistent with its size.

**5.5.2**—No meeting of any of the above committees, subcommittees, or working groups shall convene where the interests associated with the persons in attendance are solely those of either supplier or user organizations.

**5.5.3**—With the approval of the IEEE Standards Board, the Standards Department Chair of IAS and the involved Technical Department Chair of IAS, non-IEEE members, who are representatives of standards developing organizations and/or invited experts, may serve on IAS Technical Committees, subcommittees, and working groups developing standards and shall be entitled to vote on matters relating to those standards. In all cases of conflict, policies of the IEEE Standards Association shall take precedence.

**6.0**—The Society Departments shall consist of Technical Departments and Operating Departments.

**6.1**—Technical Departments are comprised of groups of Technical Committees. The Technical Committees in each Technical Department, and the scopes of these Technical Committees, shall be listed in the IAS Policies and Procedures Manual. Technical Departments are as follows:

**6.1.1**—Process Industries Department

**6.1.2**—Industrial and Commercial Power Systems Department

**6.1.3**—Industrial Power Conversion Systems Department

**6.1.4**—Manufacturing Systems Development and Applications Department

**6.2**—Operating Departments are as follows:

**6.2.1**—Awards Department

**6.2.2**—Chapters and Membership Department

**6.2.3**—Education Department

**6.2.4**—Meetings Department

**6.2.5**—Publications Department

**6.2.6**—Standards Department

**6.2.7**—

**6.3**—Each Department will be headed by a Chair. Technical Department Chairs shall be appointed by the Council. Operating Department Chairs shall be appointed by ExecBoard. Each Technical Department shall have an Operating Committee headed by the Department Chair. The Operating Committee will include, at least, Committees or Subcommittees for each of the following functions, except that the functions marked "optional" may be included:

**6.3.1**—Awards and Recognition

**6.3.2**—Fellows and Senior Members

**6.3.3**—Nominations and Appointments (N&A)

**6.3.4**—Codes and Standards (Optional)

**6.3.5**—Personnel (Optional)

**6.3.6**—Publications (Optional)

**6.3.7**—Meetings (Optional)

**6.3.8**—Bylaws, or Operating Guide (Optional)

**6.3.9—Others, as appropriate (Optional)**

**6.4—**The N&A Subcommittee of each Technical Department will provide by March 1 each year one or more recommended candidates for Technical Department Chair to the Chair of the Society N&A Committee. The Society N&A Committee is charged with selection of a qualified candidate for each Technical Department Chair as a recommendation to ExecBoard.

**6.5—**Coordination of the Departments listed herein shall be through the ExecBoard. The Committees in each Department shall be listed in the IAS Policies and Procedures Manual.

**7.0—Criteria for establishing or abolishing a Department**

**7.1—**A Department is an operating unit of the Society organized to improve the administration or operational effectiveness of the Society. Its purpose is:

**7.1.1—**To improve the total management of the Society.

**7.1.2—**To improve service to the membership.

**7.1.3—**To structure a cohesive operating entity that would have continuing administrative and operational responsibilities.

**7.2—**A department may only be established or abolished through recommendations from a specially structured Ad Hoc Committee, appointed by the Society President, and which makes a duly constituted report and recommendation to ExecBoard. The implementation of said recommendations requires a two-thirds vote of those voting members present at a regularly scheduled ExecBoard meeting.

**7.3—**Full implementation of the above actions will require appropriate modification of the Constitution, with council approval, and Bylaws.

**8.0—Criteria for establishing or abolishing a Committee**

**8.1—Technical Committees**

**8.1.1—**A Technical Committee will ordinarily be a part of a Technical Department which includes several Technical Committees with similar interests. However, a Technical Committee which exists solely for the purpose of writing and/or maintaining a standard may be assigned to the Standards Department for administrative purposes.

**8.1.2—**A Technical Committee may be established, abolished, divided into two or more Technical Committees, combined with one or more other Technical Committees, or moved to a different Department by action of the ExecBoard, on motion of the Chair(s) of the Department(s) involved. Such action shall require a two-thirds vote of those voting members present at a regularly scheduled meeting of the ExecBoard.



**8.2**—An administrative committee of an Operating Department or of a Technical Department may be created, abolished, divided into two or more administrative committees, combined with one or more other administrative committees, or moved to a different Department by action of the ExecBoard, on motion of the Chair(s) of the Department(s) involved.

**8.3**—A Standing Committee of the ExecBoard may only be established or abolished through recommendations from a specially structured Ad Hoc Committee, appointed by the Society President, and which makes a duly constituted report and recommendation to ExecBoard. The implementation of said recommendations requires a two-thirds vote of those voting members present at a regularly scheduled ExecBoard meeting. Full implementation of the above actions will require appropriate modification of the Constitution and Bylaws.

**9.0**—Standing Committees of the ExecBoard listed here shall report directly to the ExecBoard through their appointed Chairs, who shall be members of the ExecBoard.

**9.1**—Constitution and Bylaws Committee

**9.2**—Financial Planning Committee

**9.3**—Long Range Planning Committee

**9.4**—Nominations and Appointments Committee

**9.5**—Inter-Society Cooperation Committee

**9.6** – Electronic Communication Committee

**10.0**—The Officers of the IA Society shall serve terms and perform duties as specified below.

**10.1**— The Society President shall serve a term of two years during which he shall be a member ex officio of all committees, President of the Council and of the ExecBoard. Under the authority of the Constitution and Bylaws, he shall be chief executive officer of the Society. Under the direction of the Council and the ExecBoard, the Society President shall be responsible for the administration of the affairs of the Society during his term of office. He shall serve as the Society Representative on the IEEE TAB. To be eligible for nomination to the office of Society President, the nominee shall have served as a member of the ExecBoard in some capacity for at least four years, and shall be a current member of the ExecBoard.

**10.2**— The Society President Elect shall serve a term of two years during which he shall be President Elect of the Council and the ExecBoard. He shall assume the duties of the Society President in the event of the President’s absence or incapacity. The Society President Elect shall perform duties such as listed in the IAS Policies and Procedures Manual or as may be assigned by the Council, the ExecBoard, or the Society President. To be eligible for nomination to the office of the Society President Elect, the nominee shall have served as a member of the ExecBoard in some capacity for at least two years by the start of his term. The President Elect shall succeed to the office of Society President without further administrative action. If a

vacancy should occur in the office of President Elect, a replacement shall be appointed as provided in Bylaw 13.7.

**10.3**—The Society Vice President shall serve a term of two years during which he shall be Vice President of the Council and the ExecBoard. The Vice President shall perform such duties as listed in the IAS Policies and Procedures Manual or as may be assigned by the Council, the ExecBoard, or the Society President. To be eligible for nomination to the office of the Society Vice President, the nominee shall have served as a member of the ExecBoard in some capacity for at least two years by the start of his term. If a vacancy should occur in the office of Vice President, a replacement shall be appointed as provided in Bylaw 13.7.

**10.4**—The Society Treasurer shall serve a term of two years during which he/she shall be Treasurer of the Council and the ExecBoard. The treasurer shall be responsible, under direction of the ExecBoard and with the advice of the Financial Planning Committee, for the collection and disbursement of Society funds. With the assistance of the Financial Planning Committee, the Treasurer shall prepare the annual Society budget for the approval of the ExecBoard and forward it to the IEEE Technical Activities Board. The Treasurer shall serve as the Society's liaison to the IEEE Foundation in matters concerning the Myron Zucker Fund and any other funds which may be established under the Foundation for which IAS has oversight responsibility. The treasurer shall report the financial condition of the Society to the ExecBoard and the Council at least annually. He/she shall be eligible for no more than two consecutive terms.

## **11.0**—Finances

**11.1**—The IA Society fiscal year shall be the same as the fiscal year of the IEEE.

**11.2**—IEEE Headquarters shall act as bursar for the funds of the Society, collecting fees, keeping records of income and expense, and serving as depository for society funds except as hereinafter provided.

**11.3**—Payments of Society expenses authorized by the budget shall be on order of the Society Treasurer or of the Society President, in the absence of the Treasurer.

**11.4**—Duly appointed and authorized general committees for IA Society meetings may arrange for the deposit and disbursement of funds required for the conduct of a meeting, conference, symposium, or convention in accordance with a budget approved by the Chair of the IAS Meetings Department, reported to the ExecBd, and accepted by the IEEE Technical Activities Board, provided the Chair of the IAS Meetings Department has approved of arrangements made with a bank, and suitable insurance and bonding are obtained, if necessary to supplement IEEE coverage.

**11.5**—The annual dues for membership in the Society shall be reviewed and established by the ExecBoard as part of the annual budget approval. Special membership rates shall be in accordance with the IEEE Bylaws. Life member dues are waived in accordance with IEEE Bylaws.

**11.6**—The annual Society budget shall be prepared by the Treasurer and the Financial Planning Committee and submitted for approval to the ExecBoard. When so approved, the budget shall be forwarded by the Treasurer to the IEEE TAB in accordance with IEEE regulations.

## **12.0**—Publications

The IA Society shall periodically publish a technical publication identified as the IEEE TRANSACTIONS ON INDUSTRY APPLICATIONS. The TRANSACTIONS shall include Technical Papers as reviewed and accepted by the cognizant Committee and Technical Department, along with other features and material as determined by the Editor. All articles and information shall be in accordance with procedures as determined by ExecBoard and the IEEE Publications Board. The Society shall also periodically publish an *IEEE Industry Applications Society Magazine*.

**12.1**— The Magazine shall be sent to all Society members in consideration of part of their payment of the annual Society dues. The TRANSACTIONS shall be made accessible at zero additional cost to all Society members in electronic format through the world wide web.

**12.2**—The Society will be responsible for such expenses in relation to its publications as are required by the policy and regulations of the IEEE and prescribed by the IEEE Executive Committee.

**12.3**—All aspects related to the management of the publications program shall be listed in the Bylaws or the IAS Policy and Procedures Manual

**12.4**—The Society will provide all members electronic access to all Society conference publications at no additional cost.

## **13.0**—Nominations and Elections

**13.1**—All elected and appointed officers shall begin their terms on January 1 of the year following the election or appointment and serve for the prescribed term or until their successors are installed. With the prior written approval of their Technical Department Chair, Technical Committees may optionally have officers begin terms on July 1.

### **13.2**—Nominations and Appointments (N&A) Committee

**13.2.1**—The Chair of the Nominations and Appointments (N&A) Committee shall be the immediate past President. In the event of the incapacity or conflict of interest of the Chair, the most recent Past Chair of the N&A Committee available shall be the Chair of the N&A Committee. With extenuating circumstances, a different individual may be appointed to this position.

**13.2.2**—The Chair of the N&A Committee shall not be eligible to be elected or appointed to the ExecBoard during his or her term of service.

**13.2.3**—The N&A Committee shall include the Society Officers plus any other individuals appointed by the Council.

**13.2.4**—A member of an N&A Committee may be nominated and run for a position for which such member's respective N&A Committee is responsible for making nominations only on the following conditions: (i) the nomination is not made by a member of the same N&A Committee and (ii) the member resigns from the N&A Committee prior to its first meeting of the year in which the nomination shall be made

**13.2.5**—The N&A Committee shall submit to the ExecBoard a slate of recommended candidates for Society Officers, Technical Department Chairs, and ExecBoard Members-at-large to be appointed by the Council for the prescribed term. This slate must be submitted for action by the ExecBoard at its meeting during the second quarter of the year. The slate of candidates approved after due consideration by the ExecBoard shall be distributed to all Society members during July.

**13.3**—A candidate may be added to the ballot, proposed for appointment by the Council, by a petition of the membership. The number of signatures shall be no less than two percent of the total number of eligible voting members in good standing as listed in the official IEEE membership records at the end of the year preceding the election.. The petition must be received at the office of the Chair of the N&A Committee by August 1. Signatures can be submitted electronically through the official IEEE society annual election website, or by signing and mailing a paper petition. The name of each member signing the paper petition shall be clearly printed or typed. For identification purposes of signatures on paper petitions, membership numbers or addresses as listed in the official IEEE membership records shall be included. Only signatures submitted electronically through the IEEE society annual elections website or original signatures on paper petitions shall be accepted. Facsimiles, or other copies of the original signature, shall not be accepted. Prior to submission of a nomination petition, the petitioner shall have determined that the nominee named in the petition is willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition.

**13.4**—The slate presented to ExecBoard by the N&A Committee for appointment by the Council shall include the following, unless the position will be held by a person serving the second year of a two-year term:

**13.4.1**—One or more candidates for Society President if the President-Elect office is vacant, to serve a term of two years.

**13.4.2**—One or more candidates for Society President Elect to serve a term of two years.

**13.4.3**—One or more candidates for Society Vice President to serve a term of two years.

**13.4.4**—One or more candidates for Society Treasurer to serve a term of two years.

**13.4.5**—One or more candidates for Chair of each of the Technical Departments to serve

a term of two years.

**13.4.6**—One or more candidates for each open position for ExecBoard Members-at-Large to serve a term of two years. The total number of Members-at-Large for the ExecBoard shall be recommended by the N&A Committee and approved by action of the ExecBoard.

**13.4.7** – The Society Treasurer, Technical Department chairs, and Exec Board Members-at-Large shall serve a maximum of 2 consecutive terms. A two-thirds vote of the Exec Board can be used to over-ride this policy.

**13.5**—The election shall be held by letter ballot or by electronic ballot for the Society Officers, Technical Department Chairs, and ExecBoard Members-at-Large, and mailed or sent electronically to the members of the Council under the direction of the Society Past President, not later than September 1.

**13.5.1**—Ballots shall be returned as specified in the ballot instructions for counting.

**13.5.2**—As soon as the results of the election are known, the Past President shall notify the Council of the results at its next meeting or by mail or email. The results of the election shall also be made available to Society members.

**13.5.3**— An Officer/Elected Member appointed by the voting members of the Council may be removed from office, with or without cause, within thirty days following either:

- (a) The affirmative vote of two-thirds of the votes of the members of the Council present at the time of the vote, provided a quorum is present, on a motion to remove such individual, or
- (b) the receipt by IEEE of a petition signed by at least 10% of the total number of voting members in the society moving for the removal of such individual and a subsequent ballot on such motion approved by the voting members of the society. If a majority of the ballots cast by the voting members for or against such motion are to remove such individual, the individual shall be removed from such positions.

**13.5.4**—In the event an election vote results in a tie between two or more candidates to a given position, the Executive Board shall choose by majority vote between the nominees involved.

**13.6**—The N&A Committee shall present to the ExecBoard at the second Board meeting of the year, a slate of candidates for election by the ExecBoard consisting of the following:

**13.6.1**— One or more candidates for Chair for each of the Operating Departments to serve

a term of one year with a maximum consecutive term of 4 years. A two-thirds vote of the Exec Board can be used to over-ride this policy but only on an annual basis.

### **13.7—Vacancies**

**13.7.1**—Should a vacancy occur for any reason, such as resignation, incapacity, or non-participation, in any Society Office or ExecBoard position during a term of Office, the Chair of the N&A Committee will recommend candidates for the vacant position. The candidate will be appointed to the vacant position by the Society President, after approval of ExecBoard.

**13.7.2**—The President's Office will be filled as described in 10.2.

**13.8**—The Society policy regarding nominations for IEEE Division II Director shall be listed in the IAS Policies and Procedures Manual and shall be in compliance with IEEE Bylaws. This policy shall allow for the submission of a single Division II Director Candidate to be placed on the Annual Election Ballot.

### **14.0—Appointments**

**14.1**— All Society, Departmental, and Committee appointments shall be for one year, unless otherwise specified in the Constitution or Bylaws. Appointments made to fill vacancies shall be for the unexpired term of the predecessor appointment. Executive Board Standing Committee Chairs shall serve a term of one year with a maximum consecutive term of 4 years. A two-thirds vote of the Exec Board can be used to over-ride this policy but only on an annual basis.

**14.2**—Technical Committee Chairs shall be appointed by the appropriate Technical Department Chair on recommendation of the Technical Committee. Other officers of the Technical Committee and Chairs of Subcommittees and Working Groups shall be appointed by the Technical Committee Chair based on procedures established by the Technical Committee.

**14.3**—Department Committee Members shall be appointed by the Chair of the committee after approval of the Department Chair.

**14.3.1**—Subcommittee Members shall be appointed by the Subcommittee Chair after approval of the Committee Chair.

**14.4**—The N&A Committee shall recommend candidates for Chairs of Standing Committees of the ExecBoard. They shall be appointed by the Society President at the beginning of the year, after approval of the ExecBoard by the last meeting of the previous year. Chairs of Committees of an Operating Department shall be appointed by the Operating Department Chair after approval of the ExecBoard. Subordinate Officers and Members-at-Large of Operating Departments, Operating Department Committees and ExecBoard Standing Committees shall be appointed by Chairs of the respective units.

**14.5**—Special Committees may be authorized by the ExecBoard for specific assignments. The Chair and members shall be appointed by the Society President for the term specified in this authorization.

**14.6**—A member of a Society Governing Body or committee may be removed as a member of that Board or Committee, with or without cause, by affirmative vote of two-thirds of the votes of the members of the appointing body present at the time of the vote, provided a quorum is present, to remove such Board or Committee member.

**14.7** - In extenuating circumstances, if it is determined to be in the best interest of the Society, any member of a Society Governing Body, or of any committee thereof, whether as an officer or member, can be removed from that position or function, by an affirmative vote of two-thirds of the members of the Executive Board, provided a quorum is reached. Such a vote can be requested by any two members of the Executive Board.

#### **15.0**—Duties of Technical Departments and Committees

The duties of Technical Departments and the Committees of those departments shall be listed in the IAS Policies and Procedures Manual.

#### **16.0**—Duties of Operating Departments and Committees

The duties of Operating Departments and the Committees of those departments shall be listed in the IAS Policies and Procedures Manual.

#### **17.0**—Committees of ExecBoard

The membership and duties of the Committees of the ExecBoard shall be listed in the IAS Policies and Procedures Manual.

#### **18.0**—Technical Papers

**18.1**—All technical papers to be published in a conference record or to be published as individual papers shall be acceptable to the sponsoring Technical Committee. All technical papers to be published in IA TRANSACTIONS shall be reviewed and approved by the sponsoring Technical Committee and the corresponding Technical Department and shall conform to the length requirements prescribed by IAS.

**18.2**—All technical papers, whether for publication as individual papers, in a conference record, or in IA TRANSACTIONS shall be copyrighted by IEEE; the author(s) shall transfer copyright ownership to IEEE, according to procedures established by the Publication Board.

**18.3**—In the event that technical papers are printed for sale as individual papers, the author(s) shall receive three complimentary copies. In the event that technical papers are published in a conference record, the conference record shall be sold to members and nonmembers.

**18.4**—The price for papers or conference records shall be set in accordance with IEEE procedures.

**19.0**—Fees to Speakers

**19.1**—It is against the policy of the IA Society to pay fees to speakers on the program of IA Society meetings. However, if a speaker is invited to the IA Society to take part in the nontechnical part of the program of the meeting, the sponsoring committee may reimburse the speaker's out-of-pocket expenses, provided arrangements are made for this in the approved budget for the meeting.

**20.0**—General Rules

**20.1**—In all matters not covered by its Constitution or Bylaws, this organization shall be governed by *Robert's Rules of Order*.