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# IEEE Toledo Section Operating Procedures

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## Toledo Section of the IEEE

In all instances, the Institute of Electrical and Electronics Engineers (IEEE) Constitution, Bylaws, Policy and Procedures, Member and Geographic Activities (MGA) Operations Manual, and Region 4 Bylaws will prevail when there is a conflict between these documents and the Section Operating Procedures.

As in Section 9.4.A of the MGA Operations Manual, the Section shall have for its purpose the advancement of the theory and practice of IEEE designated fields and the maintenance of high professional standards among its members, with special attention to such aims within the territory of the Section, all in consonance with the IEEE Constitution, IEEE Bylaws, MGA Operations Manual and Region Bylaws.

The Section shall strive to enhance the quality of life for all people through the constructive application of technology in its field of competence and shall promote understanding of the influence of such technology on public welfare.

### 1.0 Name and Territory

#### 1.1 Name

This organization shall be known as the Toledo Section of the IEEE (or the IEEE – Toledo Section, or IEEE Toledo Section).

## 1.2 **Territory**

The territory of the Toledo Section, as approved by the MGA Board includes the following counties:

Fulton County, OH	Lucas County, OH	Sandusky County, OH
Henry County, OH	Monroe County, MI	Seneca County, OH
Lenawee County, MI	Ottawa County, OH	Wood County, OH

## 2.0 **Section Executive Committee (Section ExCom)**

The Section Executive Committee (Section ExCom or ExCom) consists of: (i) elected Officers, (ii) elected Members-at-Large, (iii) immediate Past Chair, (iv) Chairs of the Committees of the Section, (v) Affinity Group Chairs, (vi) Technical Society Chapter Chairs, and (vii) additional ExCom members appointed by the Section Chair. All Section ExCom members are ExCom voting members.

### 2.1 **Elected Officers**

The elected Officers of the section shall be the Chair, Vice-Chair, Treasurer, and Secretary.

### 2.2 **Terms of Office**

The terms of office of the elected Officers shall normally be two (2) years, but may continue until a successor has been duly elected and takes office.

The terms of office of the elected Members-at-Large shall normally be two (2) years. Half of the Members-at-Large shall be elected every year.

The consecutive period of service for the elected Officers shall not exceed four (4) years. There shall be no extensions beyond this four-year term. The names of the newly elected OR appointed Officers of the Section shall be reported by the Section Chair to MGA Board within 20 days following election/appointment.

### 2.3 **Start and End of Terms**

Terms of office shall normally start on 1 January and end on 31 December.

## 2.4 **Duties and Responsibilities of Elected Officers**

### 2.4.1 **Section Chair**

Section Chair shall serve as Chair for all meetings of the Section and the Section ExCom.

### 2.4.2 **Section Vice Chair**

Section Vice Chair shall assist the Chair in the coordination of all Section activities. At the request of the Section Chair or in the absence of the Section Chair, the Section Vice Chair shall chair meetings of the Section or Section ExCom.

### **2.4.3 Section Secretary**

Section Secretary's duties and responsibilities shall include correspondence, the keeping of the minutes of the Section ExCom meetings, mailing notices, and submission of meeting reports to the MGA Board at the end of each year and such other duties as are assigned by the Chair.

### **2.4.4 Section Treasurer**

Section Treasurer's duties and responsibilities shall include the development of a Section budget for approval by the Section ExCom, accounting of all Section funds, keeping financial records, and submitting the Financial Operations Report of the Section to the IEEE Senior Director - Financial Services.

## **2.5 Other Duties of Elected Officers**

Other duties of the elected Officers shall be as defined in the MGA Operations Manual and Region 4 Bylaws.

## **3.0 Management**

### **3.1 Section Management**

The management of the Section shall be by the Section ExCom as defined in Section 2.

The Section Chair may appoint, subject to an affirmative vote of a majority of the Section ExCom, additional Section ExCom members from the Section membership. The number of ExCom voting members elected must be at least one greater than those appointed.

### **3.2 Section ExCom Meetings**

Meetings of the Section ExCom ordinarily will be held monthly or shall be called by the Section Chair or by request of any three (3) members of the Section ExCom.

Meetings of the Section ExCom or any committee thereof can be held in-person, or by any means of telecommunication, or by a combination of the two methods, provided that the telecommunications equipment allows all persons participating in the meeting to hear each other at the same time.

### **3.3 Quorum**

A quorum shall be necessary to conduct the business of the Section. A majority of the Section ExCom or any committee thereof (for committee meetings) shall constitute a quorum.

Quorum shall be determined at the beginning of the meeting by the presiding officer. Any ExCom or Committee voting member can request at the respective meetings to verify that a quorum is present at any point of time during the meeting.

In the case that there is less than a quorum attending a meeting of Section ExCom or any committee thereof, informal discussions may be held, but no actions or votes may be taken.

### **3.4 Motion**

Any member of the Section ExCom or any committee thereof (for committee meetings) may make or second a motion. Motions from a committee of the Section ExCom do not need a second.

### **3.5 Voting**

Approval of a motion by the Section ExCom or any committee thereof means that the motion is approved by a vote of respective ExCom and Committee voting members, with or without a meeting.

In the event of approval of an appointment and the appointee is a voting member of the Section ExCom or any committee thereof (for committee member appointments), the appointee shall have no vote for the appointment. As a result, the total number (used to calculate the majority) of the voting members of the Section ExCom or any committee thereof shall be the official number minus one.

#### **3.5.1 Voting at Meetings**

During in-person meetings, meetings that are held solely via telecommunications, and meetings that are held where members participate via a combination of in-person and telecommunications methods, approval of a motion by the Section ExCom or any committee thereof means an affirmative vote of a majority of respective ExCom and Committee voting members participating in the meeting when the vote is taken, provided that the quorum is present, unless stipulated otherwise.

#### **3.5.2 Email Voting**

The Section ExCom or any committee thereof may take action without a meeting, by email voting. An affirmative vote of a majority of all Section ExCom (or committee) members eligible to vote shall be required to approve a motion. The action item(s) shall be distributed to the Section ExCom (or committee) members for discussion along with background information of the item(s) at least one (1) week before the discussion deadline. The voting deadline shall be at least one (1) week after the discussion deadline. Other requirements for email voting such as announcement and filing of the voting results are prescribed in Section I-300.4 of the IEEE Bylaws and shall be followed.

### **3.6 Vote by Presiding Officer**

The Section Chair or the Chair of any committee thereof shall have no vote on the respective meetings except if the vote is by secret ballot or unless the Chair's vote can change the outcome of the vote.

### **3.7 Vote by Individual Holding More Than One Position**

Individuals holding more than one position on the Section ExCom or any committee thereof, shall be limited to one vote on each matter being considered by the Section ExCom or committee.

### **3.8 Proxy Vote**

Proxy voting is not allowed.

### **3.9 Parliamentary Procedure**

In the event that these Operating Procedures of the Toledo Section do not provide sufficient guidance on specific issues relating to parliamentary procedure, Robert's Rules of Order (newly revised, latest version) shall be used to provide additional guidance, as prescribed in Section I-300.1 of the IEEE Bylaws and Section 9.4.D of the MGA Operations Manual.

## 4.0 **Nomination and Election of Officers**

### 4.1 **Nominating Committee**

A Nominating Committee consisting of three (3) Section members, not then elected Officers of the Section, shall be appointed by the Section Chair, subject to approval of the Section ExCom.

### 4.2 **Nominations**

The nominations of the Nominating Committee shall be announced to the Section membership. Additional nominations, by petition, shall be accepted for a period of twenty-eight (28) days after the publication of the nominations.

To be deemed valid, the petition shall be signed by five (5) or more Section voting members or 2% of the Section membership, whichever is greater. All eligible candidates for elected office (elected Officers and Members-at-Large), whether nominated by the Committee or by petition, shall be a member in good standing of the Toledo Section and shall be of “Member” grade or higher. If elected, they must maintain an active membership status of the Toledo Section throughout the term of office and be willing and able to serve in the capacity for which they are nominated.

### 4.3 **Election**

Elections shall be by secret ballot issued to membership electronically (MGA recommends that the Sections utilize an IEEE electronic platform such vTools to support the election process). If there is only single nominee for an office, Sections 9.4.G and 9.4.H of the MGA Operations Manual shall be followed to proceed with the election of the single nominee.

### 4.4 **Election Time Table**

<b>Activities</b>	<b>Schedule</b>
Appointment of Nominating Committee	May Section ExCom Meeting
Call for Nominations of Members-at-Large	Six (6) months prior to election
Announcement of Nominations	Eight (8) weeks prior to election
Close Nominations by Petition	Four (4) weeks prior to election
Run Election (using an MGA electronic platform)	Three (3) weeks prior to election
Confirm Election Results after Election	One (1) week prior to election
Communicate Election Results at Election Day	November (at Fall Annual Meeting or called the “Institute Night” Section Meeting)

### 4.5 **Approval**

A plurality of the votes cast shall be necessary for election.

## **5.0 Committees of the Section**

The Committees of the Section shall be as follows:

- Membership Development
- Professional Activities (PACE)
- Student Activities
- Technical Programs

The Section Chair shall appoint ad hoc committees as necessary. The Section ExCom shall create any other Committee of the Section as necessary. These committees may include Historian, Publicity, Awards, Nominating, and Tellers, etc.

### **5.1 Chairs of Committees**

The Section Chair shall appoint the Chairs of Committees, subject to approval of the Section ExCom.

The term of the Chair of a Committee of the Section shall correspond to the elected Officer's end of term date. The term of an ad hoc committee shall not exceed that of the elected Officer's of the Section.

### **5.2 Members of Committees**

Each Committee Chair shall appoint the Committee members as necessary, subject to approval of the Section ExCom. The terms of Committee members shall expire at the end of the fiscal year, and shall correspond to the elected Officers' end of term date.

### **5.3 Duties of Committees**

The duties of the Committees shall be as defined in the MGA Operations Manual.

## **6.0 Vacancies**

Any vacancy occurring during the year shall be filled with approval of the Section ExCom.

## **7.0 Section Meetings**

### **7.1 Required Attendance**

In order to transact business at a Section meeting (the Fall Annual Meeting), at least 4% of the Section membership (as determined by the most recently released membership report) must be present to constitute a quorum.

## **8.0 Finances**

The Toledo Section shall follow the MGA Operations Manual and IEEE Financial Operations Manual regarding Section finances.

### **8.1 Approval of Expenditures**

All expenditures of Section funds must be approved by the Section ExCom except those expenses that do not exceed the spending limits set by the Section ExCom. The Section Chair and approved Section ExCom members are authorized to spend the Section funds that do not exceed the spending limits.

### **8.2 Use of Section Funds**

Section funds shall only be used for the normal operations of the Section as defined by the MGA Operations Manual.

### **8.3 Drawing Funds**

The Section Treasurer shall be authorized to draw funds as approved by the Section ExCom.

### **8.4 Bank Accounts**

All Section bank accounts shall be placed within the IEEE Concentration Banking system.

### **8.5 Fiscal Year of the Section**

The fiscal year of the Section shall be 1 January through 31 December.

## **9.0 Amendments**

### **9.1 Initiation**

Proposals for amendments to these Operating Procedures of the Toledo Section may originate in the Section ExCom or by a petition signed by five (5) or more Section voting members.

### **9.2 Initial Approval by Section ExCom**

Initial approval of the amendments to these Operating Procedures of the Toledo Section may be made: (i) by an affirmative vote of two-thirds majority of all votes cast at any properly constituted Section ExCom meeting, provided that a quorum is present, or (ii) by mail or electronic ballot provided that the approval votes are received from two-thirds of the voting members of the total Section ExCom. In either of these scenarios, the notice of the proposed changes and reasons for the changes shall be transmitted (mail or electronic) to all voting members of the Section ExCom at least 20 days prior to the voting.

### **9.3 Approvals by Region and MGA**

Following the initial approval by the Section ExCom, the revised Operating Procedures of the Toledo Section shall be submitted for review to the Region 4 Director, who will then forward to appropriate MGA staff for review and approval.



#### **9.4 Notification to Membership and Effective Date**

The MGA-approved amendments shall be published in the Newsletter, website, or otherwise publicized by direct notification to the membership of IEEE Toledo Section via email for general comment during a 30-day period. In the absence of objections during this period by at least five (5) members compelling reconsideration by the Section ExCom, the amendments shall take effect.