

**BYLAWS
OF THE
TOLEDO SECTION OF
THE INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS, INC.**

Toledo Section of the Institute of Electrical and Electronics Engineers, Inc. (IEEE)

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

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, Member and Geographic Activities (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.

ARTICLE I - Name and Territory

Section 1

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

Section 2

The territory of the Toledo Section, as approved by the Member and Geographic Activities (MGA) -Board includes the following counties:

Lenawee County, MI
Monroe County, MI
Henry County, OH

Lucas County, OH
Wood County, OH
Fulton County, OH

Ottawa County, OH
Sandusky County, OH
Seneca County, OH

ARTICLE II - Executive Committee

The Executive Committee is defined as the elected Officers, elected Members-at-Large, immediate Past Chair, Standing Committee Chairs, Affinity Group Chairs, and the Technical Society Chapter Chairs.

Section 1

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

Section 2

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 will 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 IEEE Member and Geographic Activities (MGA) Board within 20 days following election/appointment.

Section 3

Terms of office shall normally be from 1 January to 31 December.

Section 4

Any vacancy occurring during the year shall be filled by a majority vote of the Section Executive Committee.

Section 5

Section Chair - shall serve as Chair for all meetings of the Section, the Section Committee and the Section Executive Committee where such Executive Committee exists

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, Section Committee or Section Executive Committee

Section Secretary - shall include correspondence, the keeping of the minutes of the Committee meetings, mailing notices, and submission of meeting reports to the Member and Geographic Activities (MGA) Board at the end of each year and such other duties as are assigned to him/her by the Chair

Section Treasurer - shall include the development of a Section budget for approval by the Section, accounting of all Section funds, keeping financial records, and submitting the Financial Operations Report of the Section to the IEEE Staff Director, Financial Services

Section 6

The duties of the elected officers will be as defined by the Member and Geographic Activities (MGA) Board.

ARTICLE III - Standing Committees

Section 1

The Standing 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 Executive Committee shall create any other Standing Committee as necessary. These committees may include Historian, Publicity, Awards, Nominating/Tellers, etc.

Section 2

The Section Chair shall appoint the Chairs of the Standing Committees, subject to approval of the Section Executive Committee. Each Committee Chair shall be a voting member of the Section Executive Committee.

The Committee Chair's term shall expire at the end of the fiscal year, and 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.

Section 3

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

Section 4

The duties of the Standing Committees will be as defined by the Member and Geographic Activities (MGA) Board.

ARTICLE IV - Management

Section 1

The management of the Section shall be by the Section Executive Committee which shall consist of the elected officers, the elected members-at-large, and the immediate Past Section Chair. All Society Chapter Chairs, Affinity Group Chairs, and Standing Committee Chairs shall also be voting members of the Section Executive Committee.

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

Section 2

A quorum shall be necessary in the conduct of the business of the Section. A majority of the Section Executive Committee shall constitute a quorum.

Section 3

Meetings of the Section Executive Committee ordinarily will be held monthly or shall be called by the Section Chair or by request of any three members of the Section Executive Committee.

Section 4

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

ARTICLE V - Nomination and Election of Officers

Section 1

A Nominating Committee consisting of three members, not then officers of the Section, shall be appointed by the Section Chair, subject to approval of the Section Executive Committee.

Section 2

The nominations of the Nominating Committee will be announced to the Section membership. Additional nominations, by petition, will 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 voting members or 1% of the Section membership, whichever is fewer. All eligible candidates for elected office, whether nominated by the Committee or by petition, shall be a member in good standing of the Toledo Section and shall be of "Member" status or greater.

Section 3

If only one nomination is made for each office, the election will be made by voice vote at the Fall Annual Meeting. If additional nominations are made, election shall be by secret ballot. The ballots will be issued to the membership electronically, or by the United States Postal Service to members without valid e-mail addresses on file with the Section.

The Section Chair will appoint a Tellers Committee to tabulate the results of the election. The Tellers Committee will report the results of the election at the Fall Annual Meeting.

Section 4

The timetable for this procedure is outlined below:

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|---|-----------------------------------|
| Appointment of Nominating Committee | May Board Meeting |
| Announcement of Nominations | Eight (8) weeks prior to election |
| Close Nominations by Petition | Four (4) weeks prior to election |
| Ballots mailed to membership (if required) | Three (3) weeks prior to election |
| Ballots returned to Tellers Committee (if required) | Two (2) weeks prior to election |
| Election to be held | November (at Fall Annual Meeting) |

Section 5

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

ARTICLE VI - Business Meeting

Section 1

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

ARTICLE VII – Finances

Section 1

All expenditures of Section funds must be approved by the Section Chair (or officer designee) and Section Treasurer.

Section 2

Without prior authorization of the IEEE Executive Committee, Section funds can be used only for normal operations of the Section.

Section 3

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

Section 4

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

ARTICLE VIII – Amendments

Section 1

Proposals for amendments to these Bylaws may originate in the Section Executive Committee or by a petition signed by five (5) or more voting members.

Section 2

Amendments to or revocation of these Bylaws shall be in accordance with the IEEE Bylaws, and Member and Geographic Activities (MGA) Operations Manual.