

**THE INSTITUTE OF ELECTRICAL & ELECTRONICS ENGINEERS, Inc.
THE INDUSTRIAL ELECTRONICS SOCIETY**

BYLAWS

Revised November 13, 2008

1. Society Membership

1.1. There shall be only one grade of Society membership for all IEEE members, based on the payment of the annual fee prescribed in Bylaw 8.

1.2. Honorary Life Members: Such membership, exempt from the payment of the annual fee, shall be based on the recommendation of the Society Awards Committee, the endorsement of the Society Administrative Committee and the approval of the IEEE.

1.3. Affiliates: Affiliation may be based on membership in other Societies that have been recognized for affiliate purposes by specific action of the IEEE Executive Committee. A list of approved Societies will be maintained by the TAB Secretary of the IEEE. Further, affiliates may join in accordance with other provisions that may be incorporated in the IEEE rules and regulations.

A Society Affiliate cannot serve in an elective office in the Society or in a Chapter or vote for candidates for these offices. An Affiliate can serve in any appointive office in the Society or a Chapter of the Society. A Society Affiliate is entitled to receive notices of all meetings sent to Society members, to receive copies of publications of the Society, to attend and participate in any function of the Society by payment of IEEE member charges, and to receive any award bestowed upon him by the Society. A Society Affiliate may not receive any IEEE benefits that are derived through IEEE membership except as approved by the Executive Committee of the IEEE.

1.4. Students: An exception to the annual fee shall be made for students as prescribed by IEEE rules and regulations.

1.5. Special Provisions: Any special members (life or other honorary) and Affiliates of the Society on the date of adopting new Bylaws may continue even though their respective attainment of such special membership or affiliation was by a means other than as defined above.

2. Administrative Committee (AdCom)

2.1. The Constitution provides that the Administrative Committee shall consist of 21 elected Members-at-Large, plus ex-officio members. The term of the elected Members-at-Large is three years with 7 elected each year. A quorum is defined as a majority of the voting members.

2.2. The Society President shall be the Chair of the AdCom.

2.3. Each retiring Society President shall be designated the Junior Past President, and his/her immediate predecessor shall be designated the Senior Past President. These persons shall serve as ex-officio members with vote.

2.4. The elected officers, the Transactions editors, the Magazine editor, the Chairs of all standing committees, the Chairs of all technical committees, Senior Members of the AdCom, and Life Members of the AdCom shall be ex-officio voting members of the AdCom, subject to 2.8 and 2.9. The following shall be ex-officio non-voting members, if they are not elected Members-at-Large: Chapter Chairs, Subcommittee Chairs, liaison representatives or other special appointees made by the AdCom Chair.

2.5. Senior Members of the AdCom: Members of the Industrial Electronics Society who have devoted 10 more years of service to the Society as an officer, AdCom Member, Transaction Editor, major conference chair, newsletter editor, and the like, shall be eligible for election as Senior Member of the AdCom. The Election will be conducted at the Annual Meeting of the Society by the AdCom.

2.6. Life Members of the AdCom: This special category of AdCom membership can be awarded by the AdCom to IES members who have exhibited extraordinary service and leadership in Society activities. Nominees for this honor shall have been a Senior Member of the AdCom and have had 30 years of membership in IEEE.

2.7. Unless otherwise provided, a majority vote of the Members present at the time of the vote, provided a quorum is present, shall be sufficient for the conduct of business.

2.8. After two consecutive absences at AdCom meetings, voting AdCom Members (other than Life and Senior AdCom Members) will automatically be dropped from AdCom membership. Vacancies thus or otherwise created shall be filled by the appointment for the unexpired terms by the President with the consent of the AdCom.

2.9. After four consecutive absences at AdCom meetings, Life and Senior AdCom Members will automatically lose their rights to vote at AdCom meetings. Their right to vote can be reinstated by the AdCom.

2.10. Robert's Rules of Order shall govern conduct of AdCom meetings on all matters not otherwise specified in these Bylaws or the Constitution.

3. Nominations and Appointments (N&A) Committee

3.1. The N&A Committee shall be reconstituted at the last AdCom meeting of each year. The N&A Committee shall consist of a Chair and between 3 and 9 members.

3.2. The Chair of the N&A Committee shall be the Junior Past President of the Society. 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.

3.3. The Chair of the N&A Committee shall not be eligible for election to the AdCom during his or her term of service.

3.4. The members of the N&A Committee shall be appointed by the AdCom. Continuity among the membership will be provided by not appointing more than approximately one third new members to the N&A Committee annually. The Chair will make recommendations for new appointments and reappointments each year.

3.5. 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.

4. Nominations and Elections

4.1. A slate of nominees for Members-at-Large vacancies of the AdCom, at least one name for each vacancy to occur, shall be prepared by the N&A Committee. Recommendations for such nominations shall be solicited from the entire Society membership. Society members may nominate candidates by a written petition, which shall automatically place that nominee on the slate to be presented to the AdCom. The number of signatures required on a petition shall be determined in accordance with IEEE Bylaws as follows: For all positions where the electorate is less than 30,000 voting members, signatures shall be required from 2% of the eligible voters. For all positions where the electorate is more than 30,000 voting members, 600 signatures of eligible voters plus 1% of the difference between the number of eligible voters and 30,000 shall be required.

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.

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.

The number of signatures required on a petition shall depend on the number of eligible society voters, as listed in the official IEEE membership records at the end of the year preceding the election.

4.2. The Administrative Committee shall hold a meeting each year during Fall but not later than December 1 at which time elections will be held to fill vacancies in the Administrative Committee. A plurality of votes shall elect. The Chair will not vote unless a tie exists. The Administrative Committee may hold contingent elections to be effective in case an elected Member fails to accept the office, or disapproval is received from Headquarters.

4.3. The Society President each year shall issue instructions to the Chair of the N&A Committee to ensure an orderly progression and completion of the election procedures. In preparation of the slate of nominees and in the election, proper consideration shall be given to each geographical representation and technical interests.

4.4. The N&A Committee shall submit nominations for: President-Elect, if the incumbent President-Elect is to assume the office of President; Vice-Presidents; Secretary; Treasurer; and Assistant Treasurer (if required).

4.5. The term of elected officers shall be one year. Officers may serve multiple terms, with the exception of the President as described below.

4.6. The President may be re-elected to a second term of one year. If not re-elected, he/she shall not again be eligible for election to the Presidency until a lapse of two years; however, in extenuating circumstances the AdCom by a 2/3 present and voting majority may reelect the President to an additional term of one year. The President-Elect shall assume the office of President if the current President is not reelected.

4.7. All officers shall continue to serve until successors take office.

5. Officers' Duties

The elected officers shall have the following duties:

5.1. The President shall supervise the affairs of the Society and shall speak for the Society on all matters not specifically delegated to others.

5.2. The President-Elect shall become President of the Society at the end of the current president's term if the current president is not reelected. The President-Elect shall fulfill the duties of the President in the President's absence or incapacity and perform such other functions as the President of the Society directs. He/She shall coordinate the activities of the functional standing committees. He/She shall fulfill such other functions as the president of the AdCom shall from time to time direct.

5.3. The Vice President for Technical Activities may serve for the President-Elect in his/her absence or incapacity only to the extent requested by the President. The Vice President for Technical Activities shall coordinate the activities of the Technical Committees and shall be responsible for maintaining the technical interest profile of the Society.

5.4. The Vice President for Member Activities shall have the responsibility for membership development, student activities, chapter activities, Distinguished Lecturer programs, and Society publicity. He/She will serve as the Chair of the Publicity and Membership Committee.

5.5. The Vice President for Publications shall have the responsibility for the implementation of all Society publications including the Magazine and the Transactions and will serve as Chair of the Publication Committee. The Vice-President for Publications shall not be Editor of the Transactions or of the Magazine.

5.6. The Vice President for Conference Activities shall have responsibility for coordinating all major workshops, symposia, and conferences sponsored by the Society. He/She shall review all major conference proposals presented for AdCom approval. He/She will serve as the Chair of the Conferences Committee.

5.7. The Vice President for Workshop Activities shall have responsibility for coordinating all small workshops, symposia, and conferences sponsored by the Society. He/She shall review all small conference and workshop proposals presented for AdCom approval.

5.8. The Vice President of Planning and Development shall have responsibility for the development and identification of long term objectives for the IES, establishing long term development direction, establishing strategic plans for IES development, and the analysis and assessment of IES activities.

5.9. The Secretary shall be responsible for keeping the records of the Administrative Committee in the areas commonly ascribable to his/her functions. He/She shall prepare and distribute reports, notices, or other such documents as may be required by the Chair and the AdCom. He/She will serve as the Chair of the Constitution and Bylaws Committee.

5.10. The Treasurer shall be responsible for the financial control and financial records of the Society. He/She will serve as the Chair of the Finance Committee.

5.11. The Assistant-Treasurer (if required) shall provide assistance to the Treasurer and shall fulfil the duties of the Treasurer in his/her absence or incapacity.

6. Sub-Groups

Sub-Groups are voluntary association of a significant portion of the total Society membership.

6.1. Chapters: Chapters are permanent sub-groups equivalent to standing committees organized on a geographical basis. This subject is fully treated in the IEEE bylaws and the Groups and Sections Manual.

6.2. Technical Sub-Groups: A Technical Sub-Group may be organized subject to the approval of the AdCom, to cover a specified portion of the field of interest of

the Society. Technical Sub-Groups may organize sessions at a Society Symposium or Technical Conference and may also organize separate, specialized symposia. Technical Sub-Groups may organize special issues of the Transactions or a special section in an issue. Any service for Technical Sub-Group members, beyond those provided to all Society members, must be paid for by the Technical Sub-Group. If this takes the form of a special assessment, its form and amount must be endorsed by the AdCom and approved by the IEEE.

7. Publications

7.1. The Society shall sponsor such publications as are recommended by the Publications Committee and approved by the AdCom.

7.2. The President with the advice and consent of the AdCom shall appoint the Editor for each publication. An Editor may serve indefinitely, subject to mutual agreement with the President.

7.3. Each Editor of the Transactions shall be a member of the Publications Committee.

7.4. The Editor of the Magazine shall be a member of the Publications Committee.

7.5. Each Transactions Editor shall be responsible for implementing the publication program defined by the Publications Committee and in accordance with the guidance of this committee and general IEEE rules and regulations, shall designate associate editors, special guest editors, and manuscript reviewers.

7.6. Editorials expenses shall be subject to the review and approval of the Vice President for Publications and the Treasurer, the latter being explicitly responsible for adherence to the annual publication budget.

8. Society Funds

8.1. The Society may raise funds as specified in Article IV of the Constitution and in the IEEE Bylaws and Rules and Regulations.

8.2. The annual Society fee shall be established by the AdCom subject to IEEE approval.

8.3. IEEE Headquarters shall act as bursar for all Society funds except as specified hereunder. Billings and receipt of the annual fee shall be via the IEEE Membership and Fiscal Departments. All other fiscal affairs shall be handled through the office of the TAB Secretary.

8.4. The General Committee for a Symposium or Technical Conference may, with the advice and consent of the AdCom, authorize the Symposium Treasurer or fiscal officer to open an account to be used for the deposit and disbursement of funds related to the symposium. In each case, the AdCom shall be advised of the name of the bank, the anticipated size of the amount, the names of the account

signatories, and of arrangements for insurance and for bonding. Symposia jointly sponsored with other Technical Societies are excluded where a charter of operations with those Societies is approved by the AdCom and the IEEE.

8.5. For other special circumstances, such as co-sponsorship of a Symposium, the AdCom shall make prudent arrangements to safeguard the Society funds that may be involved.

9. Society Business

9.1. The President and officers shall conduct the Society affairs subject to the advice and consent of the AdCom, except where other authorization is specified. Periodic meetings for this purpose may be called by the President without notice to or convening of the entire AdCom.

9.2. No AdCom meetings shall be held for the purpose of transacting business unless each Member shall have been sent notice of the time and place of such meeting 6 weeks prior to the scheduled date of the meeting; provided, however, that if less than a quorum attend a duly called meeting, tentative actions may be taken which will become effective upon subsequent ratification, as outlined in the constitution Article IX, by a sufficient number of Members as to constitute a majority. Minutes of such meetings shall be mailed by the Secretary to each Committee Member who shall register his/her disapproval of any actions taken at such meetings, within ten days after receiving said Minutes, or he/she shall be deemed to have ratified.

10. Technical Committees

10.1. Establishment: A Technical Committee functions in a specific technical area with a scope to be approved by the AdCom. Technical Committees, covering activities within well defined specially fields, shall be established by the Society President, with the advice and consent of the AdCom. The Chair of each Technical Committee shall be appointed by the Society President. It shall be the task of each Technical Committee Chair to solicit and select volunteer members from the Society Membership. A call for volunteers shall be published in the Society Magazine and Website no less than two months before publication of each Technical Committee's membership.

10.2. The term of office of a Technical Committee Chair shall be for two years. A Technical Committee Chair may recommend his/her successor to the Vice President for Technical Activities to be considered for appointment by the Society President.

10.3. Functions: Each Technical Committee shall promote activities in its field and shall provide the expert knowledge and assistance to:

10.3.1. Receive, generate, and review papers within its scope in cooperation with the Transactions and Society Magazine Editors.

10.3.2. In cooperation with the Conferences Committee, organize and operate sessions at meetings of IEEE at all levels and at meetings of other organizations with which the IES is desirous of cooperating, in accordance with the rules in effect at such meetings.

10.3.3. Arrange through the Transactions and Society Magazine Editors for publishing pertinent papers in IEEE publications.

10.3.4. Generate and develop appropriate standards in its field for processing by the IEEE Standards Committee, through the Society Standards Proposals Committee and otherwise in accordance with institute policies.

10.4. Operations: The operation of each Technical Committee shall be in accordance with the IEEE Technical Activities Manual.

10.4. Specific Technical Committees within the IES

10.5.1 Standards Coordinating Committee: The functions of the standards Coordinating Committee will be to:

10.5.1.1. Recommend standards of engineering practices to be followed in the field of Industrial Electronics.

10.5.1.2. Report to the AdCom on standards in the field of Industrial Electronics that are proposed or established by other organizations.

10.5.2. Other Technical Committees may be established by the AdCom as required by the Society's operation.

11. Functional Standing Committees

11.1. Functional Standing Committees shall be appointed by the Society President, with the advice and consent of the AdCom. It will be discretionary with the Society President to appoint any part or all of any Standing Committee, or to appoint the Chair only of a Committee and request the latter to appoint additional committee members.

11.2. The terms of office of a Standing Committee Chair and members shall be for two years or until a successor is appointed.

11.3. Conferences Committee: The functions of the Conferences Committee will be to:

11.3.1. Solicit and promote the writing of papers on the subject of industrial electronics for the purpose of presentation at conferences and workshops and publication in the conferences and workshops proceedings..

11.3.2. Arrange for the review of papers by the appropriate Technical Committee.

11.3.3. In cooperation with the Technical Committees, organize and operate sessions at meetings of IEEE at all levels and at meetings of other organizations with which the IES is desirous of cooperating, in accordance with the rules in effect at such meetings.

11.3.4. Screen all conferences and workshops proposals.

11.4. Publicity and Membership Committee: The functions of the Publicity and Membership Committee will be to:

11.4.1. Make contacts with the various sources of publicity such as trade and technical journals, newspapers, radio and TV, etc.

11.4.2. Use the contacts to the best advantage in promoting the interests of the Society concerning its publications, meetings and other activities.

11.4.3. Supply counsel and assistance to the other Committees of IES, particularly those concerned with meetings and symposia.

11.4.4. Supply information to the members and Sections on the IES and advantages of membership in it.

11.4.5. Provide promotional material to the Members, Student Members and Sections and plan membership drives.

11.4.6. Act as liaison with the Section Chapter officers and members for the other staff committees.

11.4.7. Make recommendations to the Administrative Committee on whether to accept a new Society as the basis for allowing affiliate membership.

11.5. Publications Committee: The functions of the Publications Committee will be to:

11.5.1. Solicit or otherwise obtain sufficient quantity of suitable material and technical articles for publication of the Transactions and Magazine on a regular schedule.

11.5.2. Supervise and otherwise arrange for the publication of the Transactions and Magazine on this basis.

11.5.3. Solicit and promote the collection of information pertinent to the Society and its activities, and publish a Magazine on a regular schedule.

11.5.4. Supervise other Society publications.

11.6. Section and Chapter Committee: The function of the Section and Chapter Committee will be to:

11.6.1. Compile information pertaining to the organization of IES Chapters in the Sections.

11.6.2. Disseminate this information to the Sections and to the Publicity and Membership Committee.

11.6.3. Create and promote interest in the Sections for the formation of Chapters of the IES.

11.6.4. Promote a reasonable number of Chapter meetings in areas where Chapters have been organized.

11.6.5. Work with Chapters and Sections to provide plans and methods for promoting successful Chapter meetings.

11.6.6. Assist in providing topics, media or speakers for Chapter meetings and for IEEE Student Branch Chapters.

11.6.7. Obtain and publish a list of speakers for Industrial Electronics and related subjects who are available for appearance at IES Chapter meetings and for IEEE Student Branch Chapters. Such list should contain information about the speaker, subject he/she is qualified to present, and conditions concerning his/her availability.

11.6.8. Cooperate with Sections, or other IES Committee Chairs, in promoting or furnishing qualified speakers for specific meetings.

11.7. Constitution and Bylaws Committee: The function of the Constitution and Bylaws Committee will be to:

11.7.1. Maintain records of the Constitution and Bylaws.

11.7.2. Ascertain that the Constitution and Bylaws are not in conflict with any requirements or rules of IEEE Headquarters.

11.7.3. Make recommended changes in the Constitution and Bylaws as necessary to conform with the developments of the IES, its Administrative Committee, and its membership and mode of operation.

11.8. Nominating Committee: Duties of the Nominating Committee are detailed in Section 3 of the Bylaws.

11.9. Awards and Honor Committee: The functions of the Awards and Honors Committee will be to:

11.9.1. Solicit nominations, review nominations and recommend candidates for all awards and prizes in accordance with requirements, requests, and rules and regulations of IEEE Headquarters, both for general IEEE awards and Society awards.

11.10. Fellows Committee: The function of the Fellows Committee is to recommend candidates for the grade of Fellow and evaluate nominations on behalf of the Society.

11.11. Finance Committee: The functions of the Finance Committee will be to:

11.11.1. Compile financial data, and budget, analyze and make appropriate recommendations to the committees on such items as publication costs, meeting expenses, etc.

11.11.2. Act as consultant and functional supervisor to Treasurers of various meetings held by the Society.

11.11.3. Make periodic reports to the Administrative Committee on the financial status of the Society.

11.11.4. Observe financial operations of the Society and take appropriate actions to see that money is spent or invested wisely and in the best interest of the Society.

11.12. Education Committee: The functions of the Education Committee will be:

11.12.1. The educational guidance of those in the profession through Lecture Series, Symposia, Special Conferences, Continuing Education Activities, Educational Institutional Cooperation, Student Programs, Accreditation Collaboration, Nomination to Outside Organizations, Liaison with other IEEE Organizational Units, especially the Education Activities Board, all of which serve the particular needs of IES Membership.

11.12.2. The selection of speakers, programs, facilities, promotion and all other matters that are pertinent to programs that have been previously submitted, budgeted and approved by the Administrative Committee.

12. Ad Hoc Committees

12.1. Special or Ad Hoc Committees may be created by the AdCom. For each such case, the AdCom shall specify the number of members the Committee shall have and how the members are to be selected, and the terms of the members if other than for the life of the Committee. Special or Ad Hoc Committees shall automatically dissolved after two years unless the AdCom sets an expiration date.