

# CONSTITUTION

## IEEE CONSUMER ELECTRONICS SOCIETY

Approved September 16, 2013



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## Article I

### NAME and OBJECT

SECTION 1. This organization shall be known as the IEEE Consumer Electronics Society.

SECTION 2. Its object shall be scientific, literary, and educational in character. The society shall strive for the advancement of the theory and practice of electrical and electronic engineering and of the allied arts and sciences, and the maintenance of a high professional standing among its members, all in consonance with the Constitution and Bylaws of IEEE and with special attention to such aims within the field of interest of the Society as are hereinafter defined.

SECTION 3. The society shall aid in promoting close cooperation and exchange of technical information among its members and Affiliates and to this end shall hold meetings for the presentation of papers and their discussion, provide publications, develop standards and, through its committees, shall study and provide for the needs of its members and Affiliates.

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## Article II MEMBERSHIP

SECTION 1. Membership in the Society shall be available to those members of IEEE of any grade who are interested in consumer electronics and on payment of the prescribed dues.

SECTION 2. Affiliates may participate in the Society activities, as provided by the IEEE Bylaws, and subject to the applicable IEEE rules and regulations and any additional limitations imposed by the Society Bylaws.

SECTION 3. The official Society membership count of record for purposes of petition and other matters shall be as given in the official IEEE membership records at the end of the calendar year preceding the action at hand.

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## Article III FIELD OF INTEREST

SECTION 1. The field of interest of the Consumer Electronics Society is engineering and research aspects of the theory, design, construction, manufacture or end use of mass market electronics, systems, software and services for consumers.

SECTION 2. The field of interest of the Society may be enlarged, reduced or shifted moderately as the needs indicate with the provision that such revisions shall be processed as an amendment to this Constitution and in accordance with procedures specified by the TAB Operations Manual.

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## Article IV FINANCIAL SUPPORT

SECTION 1. The Society shall collect from each member an annual assessment or fee in accordance with the IEEE and Society Bylaws and applicable rules and regulations. The amount of the dues shall be established by the Board of Governors (Board).

SECTION 2. The Society may charge registration fees for its meetings, symposia, conferences, and conventions. The registration fee for non-members of the IEEE must be higher than for IEEE members. Registration fees for technical meetings jointly sponsored by the Society and IEEE or non-IEEE entities shall be governed by a suitable IEEE-approved Memorandum of Understanding, or MOU, executed by the Society, the IEEE, and the other entity.

SECTION 3. The Society may raise revenues by other means, such as advertising, shows, exhibits, sale of publications, requests for contributions, and charges for sending out notices to non-Society members, provided such means are consistent with applicable IEEE rules and regulations, and do not encroach on revenue fields of prior established Societies or Sections. Any new revenue means not explicitly covered by IEEE rules and regulations must be approved by the Technical Activities Board, before being adopted by the Society.

Article V  
ADMINISTRATION OF THE SOCIETY

SECTION 1. The Society shall be managed by a Board of Governors (Board), consisting of 15 elected members-at-large plus the President, Vice President for Operations and Planning; Vice President of International Affairs; Vice President of Conferences; Vice President of Publications and the immediate past President.

SECTION 2. The 15 elected members-at-large are voting members of the Board.

SECTION 3. The presiding officer of the Board shall have no vote on the Board except if the vote is by secret ballot or unless the Chair's vote can change the outcome of the vote. The Vice Presidents who are not current elected members of the Board shall have full voting rights

SECTION 4. The Immediate Past President shall be a voting member of the Board for a two-year term immediately following his or her term as President.

SECTION 5. Unless they are already elected members-at-large of the Board, non-voting Ex-officio members are also members of the Board as prescribed in the Bylaws and should include the Past President, the Secretary, the Treasurer and Publications Editors.

SECTION 6. Sub-Groups may be formed as provided in the IEEE rules and regulations, and the supervision of sub-group affairs, other than by the Board shall be as prescribed.

SECTION 7. The terms of the 15 members-at-large of the Board shall be for three years, one-third of the members to be elected each year. Elected members may serve no more than two consecutive full terms, but may be re-elected to serve after a one year absence from the Board membership.

SECTION 8. Ex-officio members shall serve for one year terms with exception of the Past President and the Past Past President who will serve until the current President stands down.

SECTION 9. The Board shall biennially elect a President and annually a Vice-President for Operations and Planning from the existing Board members. These elections shall be held in the summer of the year prior to that which the winning candidate will assume office. The other Vice President positions are appointed by the President and ratified by the Board. The election process is defined in the bylaws.

SECTION 10. The President shall supervise the affairs of the Society, as directed by the Board and in accordance with the powers and duties as defined herein and in the Bylaws. In the President's absence or incapacity, these duties shall be performed by the Vice President for Operations and Planning.

SECTION 11. The Board may utilize the services of IEEE headquarters as Bursar, for all or part of the Society funds, as provided by the IEEE Bylaws and rules and regulations. If any part of the Society funds are received and deposited separately, the terms and conditions shall be in accordance with IEEE policies and subject to any special limitations imposed by the Board.

SECTION 12. An Officer is defined as any person who serves in any capacity within the Board. The duties and responsibility of the officers shall be defined herein and in the Bylaws as delineated by the Board

SECTION 13. The President, as soon as expedient after assuming office, shall appoint a Secretary and a Treasurer and the standing committee chairs provided by the Bylaws which should then be ratified by the Board. These appointments are to be made annually by the President (even if simply reaffirming current

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post holders). Committee members thus appointed shall serve until their successors are appointed or the committee is dissolved. Other special or ad-hoc committees may be authorized by a vote of the Board or at the discretion of the President, and shall be appointed by the President. Such ad-hoc committees shall have a life of two years unless otherwise specified when formed. Appointed leaders of ad-hoc committees shall be non-voting ex-officio members of the Board.

SECTION 14. The President shall be an ex-officio member of all Committees of the Society. He is a member of the IEEE Technical Activities Board and shall ensure representation of the Society at such meetings by himself, or by an alternate in accordance with the TAB Operations Manual.

SECTION 15. The newly elected President, Vice-Presidents, and members of the Board shall assume office on the 1st of January following the year of their election.

SECTION 16. Neither the Society nor any officer or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE, except within prior budget approval.

SECTION 17. A member of a Society Board 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.

SECTION 18. An Officer/Elected Member elected by the voting members of IEEE Consumer Electronics Society may be removed from office, with or without cause, by a vote of the voting members of the IEEE Consumer Electronics Society who elected that person, within thirty days following either:

- (a) the affirmative vote of two-thirds of the votes of the members of the Board 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, a ballot on such motion shall be submitted to 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.

SECTION 19. In the event that an elected Board member is elected to office or appointed to an ex-officio position with vote, and he or she has to stand down as an elected member, he or she will be replaced by the remaining unsuccessful candidate from the previous Board ballot with the highest number of votes. This line of replacement shall be confirmed by the Nominations Committee Chair. Such newly appointed ex-officio members or elected officers shall be allowed to stand for election at a subsequent ballot under the provisions of Section 3, with the proviso that the one-year lapse requirement shall be waived. In the event that this is not successful, the Board will appoint, through majority vote, a person to fill this role from the society membership.

SECTION 20. Only IEEE Society members or affiliates shall be eligible to serve on the Board. Only IEEE Society members will be eligible to serve as either President or Vice President of the Society.

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## Article VI

### NOMINATION and ELECTION of the BOARD OF GOVERNORS

SECTION 1. Election of the members of the Board of Governors shall either be by mail ballot or an approved electronic ballot in accordance with procedures adopted by the IEEE.

SECTION 2. Within-term vacancies on the Board of Governors shall be filled by appointments or election for the unexpired terms by the remainder of the committee except as specified in Article V, Section 19.

SECTION 3. Election of ex-officio members of the Board, with voting privilege, may be made by the elected members of the Board by their majority vote.



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## Article VII MEETINGS

SECTION 1. The Society may hold meetings, conferences, symposia, or conventions either alone or in cooperation with Sections, Regions, national conventional committees of the Institute, or other technical organizations, but the approval of IEEE headquarters must be obtained in advance.

SECTION 2. Meetings, conferences, or conventions of the Society shall be open on an equal basis to all members of the Institute.

SECTION 3. The Board of Governors shall meet as required to conduct business and in accordance with the Bylaws.

SECTION 4. The Board shall hold at least one meeting each year for which general notice will be provided to the membership-at-large by publication in the Transactions, newsletter or equivalent. Other meetings of the Board may be called by the President of the Society at his own discretion or upon request of three other members of the Committee. Notice of such meetings must be given at least 15 days in advance.

SECTION 5. A majority of the voting members of the Board or any committee thereof shall constitute a quorum.

SECTION 6. 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 Board or any committee thereof.

SECTION 7. The Board 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.

SECTION 8. The Board 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 Board 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 Board 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.

SECTION 9. Individuals holding more than one position on the Board or any committee thereof, shall be limited to one vote on each matter being considered by Board or committee.

SECTION 10. Proxy voting is not allowed

**Article VIII**  
**PUBLICATIONS**

SECTION 1. Publications undertaken by the Society shall be subject to IEEE policies and to any further guidance or controls prescribed by the Board or its duly appointed committees.

SECTION 2. The Society shall be responsible for the financial aspects of its publication program.

SECTION 3. The President, with the advice and consent of the Board, shall appoint such Editors as may be required to implement the publication program. Per standard IEEE practices the Editor in Chief of a publication of the society shall serve no more than two consecutive 3-year terms.

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## Article IX AMENDMENTS

SECTION 1. Amendments to this Constitution may be initiated by petition submitted to the Society President by a minimum of twenty-five voting members of the Society, or by a majority of the Board. After endorsement by a two-thirds vote of the Board, the proposed amendment will be submitted to IEEE Technical Activities for approval. After approval by the Vice President – Technical Activities, the proposed amendment shall be published in the Society Transactions or newsletter, or by a direct mailing to all Society members, with notice that it goes into effect unless ten percent of the Society members object in writing within 60 days. If such objections are received, a copy of the proposed amendment shall be mailed with a ballot to all voting members of the Society at least 30 days before the date appointed for return of ballots, and the ballots shall carry a statement of the time limit for their return to the designated office. When a mail vote of the entire Society membership is made necessary, approval of the amendment by at least two-thirds of the ballots returned shall be necessary for its enactment.

SECTION 2. Suitable Bylaws, and amendments thereto, may be adopted by a two-thirds vote of the Board in meeting assembled, provided that notice of the proposed Bylaws, or amendment has been sent to each member of the Board at least three weeks prior to such meeting; or a Bylaw or amendment, may be adopted by a two-thirds mail vote of the members of the Board provided a 30-day period is provided for such responses. In either event, the proposed Bylaw or amendment shall be published in the Society Transactions or newsletter, or by direct mailing to all Society members.

SECTION 3. No Bylaw or amendment to the constitution shall take effect until it has been mailed to the Secretary of the Technical Activities Board of the IEEE and received appropriate IEEE approvals.