

BYLAWS

IEEE CONSUMER ELECTRONICS SOCIETY

Revised March 12, 2015



IEEE CONSUMER ELECTRONICS SOCIETY

These Bylaws provide detailed guidance for the supervision and management of Consumer Electronics Society affairs, in accordance with the Society Constitution. Amendments may be made by means of the procedures described in Article IX of the Constitution:

Suitable Bylaws, and amendments thereto, may be adopted by a two-thirds vote of the Board of Governors 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 or email 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.

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.

Bylaw 1: MEMBERSHIP

1. Grades

- 1.1. Where used in these Bylaws, the term “member” when printed without an initial capital letter, includes all grades of membership.
- 1.2. A member’s IEEE grade shall be the same as the member’s grade within the IEEE Consumer Electronics Society (hereinafter Society), in accordance with IEEE Bylaws and Policies.
- 1.3. Student members of the IEEE may become student members of the Society upon payment of the annual student membership dues in effect at the time Society membership is requested.
- 1.4. Members of the IEEE in other grades may become members of the Society upon payment of the annual Society membership dues in effect at the time Society membership is requested. The appropriate annual Society membership dues for special grades of membership shall be as specified in IEEE Bylaws (e.g. Graduate Student Member pay student dues).

2. Categories

- 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, e.g. life members, retired, minimum income, unemployed.
- 2.2. Non-members of the IEEE who are members of certain other organizations accredited by the IEEE, as provided in IEEE rules and regulations, may become Affiliates of the IEEE and members of the Society upon payment of the annual Society membership dues in effect at the time Society membership is requested.

3. Privileges

- 3.1. Members who hold the grade of Graduate Student Member, Member or higher (i.e. Senior Member or Fellow) in the IEEE shall have all the rights and privileges of the Society membership unless otherwise specified in these Bylaws.

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- 3.2. Members who hold the grade of Associate Member in the IEEE shall have the rights and privileges of Society membership with the exception of the right to vote only on matters presented to the full Society membership and to be appointed on committees with the right to vote when specifically approved by the IEEE Board of Directors.
- 3.3. Members who hold the grade of Student Member in the IEEE shall have all the rights and privileges of the Society Student membership, unless otherwise specified in these Bylaws. Student Members do not have the right to vote.
- 3.4. Affiliates shall have the same rights and privileges in the Society as IEEE members, and shall be eligible to serve and hold office on any board or committee, with the exception of the offices of President and Vice Presidents of the Society.

Bylaw 2: FINANCES

(Constitution Reference Article IV)

1. Annual dues and fees, determined by the Board, shall be collected from each Society member, as prescribed by IEEE rules and regulations.
2. The administrative and fiscal year for the Society shall be from January 1 through December 31.
3. Society dues and fees are set each year through the budgeting process led by the Society Treasurer and ratified by the Board.
4. The Society may raise funds, as specified in Article IV of the Constitution, and the IEEE Bylaws and rules and regulations.
5. IEEE shall act as bursar for all Society funds except as specified hereunder. Billings and receipt of the annual dues and fees shall be via the IEEE. 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. All other fiscal affairs shall be handled through the IEEE by the Society Treasurer.
6. Disbursement for Society funds shall be on the authority of the Society Treasurer based on the annual budget approved by the Board, in accordance with established procedures and policies of the IEEE. In the course of the fiscal year any ad-hoc requests for additional funds or reimbursement of expenses falling outside the approved budget must be brought before the Board for approval. However, the Board may authorize the Treasurer to disburse funds to defray legitimate expenses incurred by the Board, or by the various committees. Standards Committee funds shall be disbursed by the Standards Committee Treasurer and approved by the Standards Committee Chair per the Standards Committee annual budget as approved by the Board.
7. Presidential spending:
 - 7.1. Travel to Board and TAB meetings: \$5K (US) per item/event with maximum annual of \$25K, which can be extended on a case-by-case basis by the Board. The Treasurer will approve all requests that fit within the budget and report all these purchases/expenses to the Board per his/her Board reports.
 - 7.2. Extra Travel for other society-related activities: \$50K per year, to be approved by the Treasurer against the budget and reported to the Board per his/her Board reports. The President should provide a Trip report of the Extra Travel to the Board.
 - 7.3. Other financial commitments - the president may make commitments for society spending during TAB meetings, before bringing these to the Board for subsequent approval. The limit

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for such commitments is a sum of \$10K for all items raised during one meeting.

8. 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 and in accordance with IEEE policy.

Bylaw 3: MEETINGS

1. In accordance with the Constitution the society may hold technical meetings in different aspects of the Field of Interest of the Society either as technical co-sponsor or as financial (co)-sponsor, which may include but are not limited to conferences, workshops, symposia, meetings, and conventions, but excluding MGA Chapter Meetings and CE Society Standards Committee meetings. The Vice-President of Conferences is the central person for the reporting of meeting activities and the coordination of the meetings at a high level.
2. All Society workshops, meetings, conferences, symposia and conventions (hereinafter collectively referred to as Meetings) must be approved by the Board upon submission of a budget and MOU by the Meeting organizer.
3. When acting as a sponsor of a conference, the Board will allocate resources as it sees in the best interest of the society to fulfill its long-term strategic objectives.
4. Upon approval of a Meeting, the Meeting Treasurer or fiscal officer may open an IEEE Concentration banking account to be used for the deposit and disbursement of funds for the Meeting.
5. The Meeting may request from the Board and be granted, an advance for conducting the Meeting. Upon completion of a Meeting, the Meeting Treasurer or fiscal officer shall repay any loan and pass through to the Society any surplus funds or loss based on the Meeting's predefined sponsorship percentages.
6. Meetings must fulfill all rules established by the IEEE and the Society with respect to conduct of the Meeting and its finances including all auditing and reporting functions.
7. Timely Meeting Closing – in accordance with IEEE policy (10.1.11), IEEE solely sponsored Meetings must be closed within six months of the conference date, otherwise penalty fees may be charged.

Bylaw 4: PUBLICATIONS

(Constitution Reference Article VIII)

1. The society may issue print or digital publications, for example newsletters, magazines, transactions, conference proceedings and other publications related to the field of interest of the society.
2. All publications are subject to applicable IEEE policies, procedures and operations.
3. All new publications, cross-society publication agreements or discontinuance of a publication shall first be approved by the Board.
4. The Vice-President of Publications may serve up to 2 consecutive terms before a break of at least one year is required.
5. An Editor-in-Chief shall be appointed by the President for all wholly-owned Society publications

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with advice and consent from the Board.

6. Each Editor-in-Chief will serve no more than two terms of three years.
7. Whenever possible there shall be appointed by the President, with the advice and consent of the Board, 4 Senior Editors to assist the publication Editor in Chief.
8. There should be more than 40 editors in order to represent the diversity in the society. These editors and senior editors shall serve for no more than three consecutive 3 year terms.
9. Editors in Chief, Senior Editors and Editors are required to transfer all documents and materials related to the Journals they are in charge of to their successors.

Bylaw 5: CHAPTERS

1. The Consumer Electronics Society addresses the needs of members at the local level through CE Society Chapters, which are Society sub-groups organized on a geographical basis. These local and regional divisions are provided society funding, approved by the Board, to sponsor activities such as guest speakers, workshops, and tours of member facilities.
2. Chapters shall be run in accordance with the IEEE Society Section of the Technical Activities Manual and in the MGA Manual.
3. Chapter Funding:
 - 3.1. All chapters which properly report at least two technical meetings (via the L-31) will receive funding from their sponsoring Section once a year, as per the MGA manual. Additional funding subsidy can be obtained from the CE Society on a once-a-year basis for activities which enhance the chapter performance. A subsidy is not automatically renewable for subsequent years. Prior to the submission of the subsidy request to the Society, the Chapter Chair must submit a chapter activity report to the CE Vice President of International Affairs with a copy to the CE Society Board by July 1. This report should include a general summary of chapter activities (one or two pages) for the prior July 1st–June 30th period.
 - 3.2. A chapter desiring a subsidy for the upcoming year must submit a written request to the Society's Treasurer prior to June 1. The request should contain a brief description of activities for which the funds will be allocated, the existing and previous sources of funding for such activities, a budget including the specific amount requested from CE, and the anticipated benefits for the chapter, CE and IEEE. The request can be in the form of an e-mail or letter and should be addressed to the CE Treasurer.
 - 3.3. Activities which are considered fundable include, but are not limited to, membership promotion, refreshment/meeting room rental and support for student activities at local institutions.
 - 3.4. The amount of each subsidy depends on the nature and frequency of activities to be supported, but in general does not exceed \$1,500 for chapters sponsored by CE only and \$500 for chapters jointly sponsored by CE and another IEEE society. Generally, the subsidy is \$200 per each 10 Society members in the chapter up to \$2,000, budget withstanding.
 - 3.5. Each request will be reviewed by the CE Treasurer and CE Vice President of International Affairs. Final decisions concerning chapter subsidies will be made by the CE Treasurer by early November of the year before. At that time, all requesting chapters will be notified of

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the results by the CE Society Board. Subsidy checks and wire transfers will be issued per approved requests as needed, but not later than Nov 1 of the year for which the subsidy was budgeted.

- 3.6. At the end of each funding cycle, a letter-report on the supported activities should be submitted to the CE Society Board. If another subsidy is desired the following year, the new request can be combined with the report.

Bylaw 6: MANAGEMENT

1. Board of Governors (reference Article V of the Constitution)
 - 1.1. The Society shall be managed by a Board of Governors (Board), consisting of 15 elected members-at-large, plus the President and the immediate past President, plus the following appointed Vice Presidents: Vice President for Operations and Planning; Vice President of International Affairs; Vice President of Conferences; Vice President of Publications; Vice President of Membership.
 - 1.2. The appointed Vice Presidents may be drawn from the 15 elected members-at-large, but this is not a requirement. Thus the size of the Board is minimum 17 people (if all Vice Presidents are also elected members-at-large) and 21 people (if none is an elected member-at-large).
 - 1.3. 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.
 - 1.4. The President shall be an ex-officio member of all Committees of the Society. He or she is a member of the IEEE Technical Activities Board and shall ensure representation of the Society at such meetings by himself or herself, or by an alternate in accordance with the TAB Operations Manual.
 - 1.5. Ex-officio members of the Board include the Past President, Secretary, Treasurer and Publications Editors (unless already regular Board members).
 - 1.6. Ex-officio members shall serve for one year terms with the exception of the Past President who will serve until the current President stands down.
 - 1.7. Unless already elected to the Board, Chapter Chairs shall be ex-officio (i.e. non-voting) members of the Board.
 - 1.8. All Vice Presidents are appointed by the President with approval of the Board, with the exception of the Vice President of Operations and Planning, whose election is described in section 2.2.
 - 1.9. The Vice-President of Conferences shall act as a liaison between all conferences affiliated with the society and the Board. This will have a limit of one year per term but no limit on the number of terms. The Vice-President of Conferences will stand on technical program committees of all conferences affiliated with the society.
 - 1.10. The Secretary shall take office on January 1. The Secretary shall be responsible for keeping the records of the Board. The Secretary shall also prepare and distribute notices and documents, make arrangements for meetings, conduct telephone and email polls and perform other related duties. The Secretary is also responsible for sending current copies

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of all Board meeting notices, minutes of meetings and other material of an archival nature to the Secretary of the IEEE Technical Activities Board, unless passed on to IEEE staff by the direction of the Secretary and President.

- 1.11. The Treasurer shall take office on January 1. The Treasurer shall be responsible for keeping the financial records of the Board, handling all financial transactions, preparing a Treasurer's Report for each Board meeting, assisting with the annual budget and related duties. An incoming President should appoint a Secretary, Treasurer and any standing committee chairs as soon as expedient after assuming office. In subsequent years these appointments are to be made annually (even if simply reaffirming current post holders).
- 1.12. The President shall notify the Secretary of the Technical Activities Board of his/her committee chairpersons, Secretary and Treasurer by January 15.
- 1.13. Parliamentary Procedures: Robert's Rules (latest revision) shall be used to conduct business at meetings of the Board and any committees thereof.
- 1.14. Voting.
 - 1.14.1. Voting members of the Board are:
 - the 15 elected members-at-large (elected by the CE Society membership)
 - The Vice Presidents
 - Immediate Past President
 - President: only counted if the vote is held by secret ballot or if the President's vote would change the outcome of the vote.
 - 1.14.2. "Ex-officio" members of the Board are not entitled to vote unless holding one of the positions described above in section 1.14.1.
 - 1.14.3. Individuals holding more than one position on the Board or any committees thereof shall be limited to one vote on each matter being considered by the Board or committee.
 - 1.14.4. Proxy voting is not allowed. 1 (ref: IEEE Constitution Article VIII, Sec. 6).
- 1.15. Action of the Board and committees thereof. (Ref: IEEE Bylaw I-300.4)
 - 1.15.1. Quorum: majority of the voting members of the Board or any of its committees shall constitute a quorum. (Ref: IEEE Bylaw I-300.5)
 - 1.15.2. 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.
 - 1.15.3. 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.
 - 1.15.4. 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

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and reviewed by a recipient thereof, and that may be directly reproduced in paper form by such a recipient. IEEE best practices should be followed when utilizing email voting.

1.16. Board Meetings

1.16.1. In accordance with the Constitution (Article VII), 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. Depending on the Society's budget, two or more Face-to-Face meetings may occur depending on the needs of the President and the Board. Order of business shall include:

- Roll call
- Confirmation of Quorum
- Reading of minutes of previous meeting
- Reading of communications
- Report of Officers
- Report of Committees
- Unfinished Business
- New Business
- Adjournment

1.16.2. Approval of Meeting Schedule. Additional face-to-face meetings may be held at other CE Society conferences, as specified by the President. Dates of such meeting(s) will be announced at least four months in advance. Once scheduled, a meeting date or location may be altered or canceled only for sufficient cause by majority vote of the Board or by consent of a majority of all voting members of the Board secured by or transmitted to the Secretary, not less than 30 days before the original date or the new date set for the meeting, whichever is earlier. Notice of such approved change shall be mailed to all members of the body not less than 30 days before the original or the new date of said scheduled meeting, whichever is earlier.

1.16.3. Notice of Special Meetings. Special meetings of the Board may be called by the President or upon request of three members of the Board on notice to all other members. Any applicable IEEE policies must be followed. Notice of such special meetings, giving the time and place of meeting, the purpose of the meeting, and the names of the members calling the meeting, shall be sent to all members not less than 15 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.

1.16.4. Minutes of Meetings. Minutes of all meetings shall be distributed to all members of the Board within 15 days of the meeting.

1.16.5. Meeting Expenses. A budget for expenses should be provided to the President for approval before any expenditure has been incurred attending meetings. Unless specifically authorized by the President, expenses for travel to Board Meetings shall be granted only to the current Board; however, the Secretary and Treasurer if not already Board members at the time of the meeting will normally attend, at the discretion of the President i.e. expenses for the Board-elect (elected but not yet in office) will not be incurred by the Society until these members become full Board members; likewise, expenses will not be incurred by the Society for attendance of outgoing members following their cessation of duties, unless granted Presidential

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approval. Others may attend only with prior approval by the President and as dictated by budgetary constraints.

1.16.6. Reimbursement of Expenses. Before reimbursing expenses, the Treasurer shall compare the estimate with the actual submitted costs and in case of significant deviation without good reason may recommend to the President that reimbursement of expenses beyond the amount estimated is withheld.

1.16.7. Board of Governors' Travel to Meetings – see section 7.

2. Elections

2.1. PRESIDENT

- 2.1.1. The Board shall biennially elect a President from the sitting Board (not Board-elect) before November of the year prior to that which the winning candidate will assume office.
- 2.1.2. Only IEEE members in good standing that hold Consumer Electronics Society membership in good standing are eligible to serve as President of the Society. The presidential candidate may not simultaneously stand or serve on other IEEE boards as a director.
- 2.1.3. The presidential election shall take place by secret ballot in which all voting members of the current Board present at the meeting at the time of the election will have a vote, including the current President. Only if a quorum is not present at this meeting, or if there are equal numbers of votes for each candidate during the meeting, may a postal/electronic vote be held.
- 2.1.4. The winning candidate of the Presidential election shall be called the “President-elect” until assuming the office of President on January 1 of the year following his/her election as President.
- 2.1.5. If the President-elect is an elected Board member-at-large whose term of office would not otherwise have expired at the time of assuming the office of President, he or she is required to step down as a member-at-large at this time. If this causes a vacancy on the Board, the position will be filled as described in section 3.
- 2.1.6. Candidates will put their intention to stand to the Nominations Chair who will distribute a biography and mission statement to Board members at least two weeks prior to the election.
- 2.1.7. In order for a President to be elected, he or she must get a simple majority of the votes of those available to vote. (For example, if 15 people are available to vote, the winner must get a minimum of 8 votes to be elected).
- 2.1.8. In the event of a tie or no candidate getting a majority, the election will be re-held as soon as expedient.
- 2.1.9. In the event of more than two candidates running, the votes will be tallied up and the person with the lowest number of votes is removed from the running and the process is repeated until there are only two candidates or until one candidate gets a majority.
- 2.1.10. In the event that this procedure runs into the next year, the current President will remain in position until resolved unless he or she steps down, in which case the Vice-President of Operations and Planning (at the time of the President stepping down) will take over.

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- 2.1.11. If there is a challenge over the outcome of a vote, this challenge must be submitted in writing to the sitting Society Secretary. ("Sitting" refers to the current holder of the position, not the incoming (either appointed or elected) person whose term of office has not yet begun.) In this event, the Past President along with the Society Secretary shall undertake an investigation into any allegations working with IEEE Governance. The final ruling of this committee shall be final. This is based on IEEE Bylaw I-307.18
- 2.1.12. No person shall be reelected to the office of President for more than two consecutive terms of two years. A previous President who held the position for two consecutive terms of two years may stand for reelection after a break with the condition that at least two years elapse between cessation of the previous term and commencement of the next.
- 2.1.13. The President-elect (the person elected to act as society President for the incoming term), upon taking office, shall promptly appoint the Secretary and Treasurer who will take office at the same time as the President-elect becomes President (normally 1st January). These must be ratified by the Board and included in meeting minutes. The incumbent Secretary and Treasurer shall remain in office until the successors are appointed and take over.

2.2. VICE PRESIDENT OF OPERATIONS AND PLANNING

- 2.2.1. The Board shall annually elect a Vice-President for Operations and Planning from the sitting Board (not Board-elect) in the third quarter of the year prior to that which the winning candidate will assume office.
- 2.2.2. The Vice President of Operations and Planning is elected through a simple majority of the Board members.
- 2.2.3. Only IEEE Society members are eligible to serve as Vice-President of Operations of the Society.
- 2.2.4. Balloting for the position of Vice-President of Operations should commence no later than November. The Nominations Committee shall provide names of candidates to the Board at least two weeks prior to this.
- 2.2.5. Candidates will put their intention to stand to the Nominations Chair who will distribute a biography and mission statement to Board members at least two weeks prior to the election.
- 2.2.6. The election shall take place according to IEEE voting procedures, for example by secret ballot in which all voting members of the current Board attending the meeting at the time of the election will have a vote, including the current President (in this case, only if a quorum is not present at this meeting may a postal/electronic vote be held).
- 2.2.7. The Vice-President of Operations and Planning assumes office on January 1 of the year following his/her election unless filling a vacancy, in which case he or she will serve the remainder of the term before standing for re-election.

2.3. Board of Governors

- 2.3.1. Term: 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.

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- 2.3.2. Only IEEE members or society affiliates shall be eligible to serve on the Board. IEEE membership may a requirement for certain positions (refer to p.81 of the TAB Operations Manual).
- 2.3.3. Nominations (Reference Constitution Article VI): the Nominations Committee shall call for Board member nominations from the Society membership according to the timeline detailed in Bylaw 6, Section 2.3.13. The announcement will also include the procedures for submission of nominations by petition. The Committee shall on or before July 1 provide names of Board member nominees along with biographical sketches to the Technical Activities Department of IEEE for preparation, communication to voters (e.g. by mail, email or via vTools) and tallying of ballots. In accordance with TAB Operations Manual Section 4.2.5, which states that the number of candidates for the certain elections shall be no less than one and a half times the number of vacant positions, at least eight names must be supplied for the five Board member vacancies to be filled, in addition to any petition candidates.
- 2.3.4. The Nominations Committee shall be guided in its selection by proper representation of geographical areas and equitable representation of the various technical interests within the Society.
- 2.3.5. Petition Candidates – A petition nominating a Society member in good standing and supported by the signatures of at least 2% of the eligible voters of the Society (as listed in “The Annual Statistics of the IEEE” at the end of the year preceding the election) shall automatically place that member’s name into the Board member ballot, provided such petition is received by the Nominations Chairperson by the date indicated in the election timeline (section 2.3.12).
- 2.3.6. Members shall be notified of all duly made nominations prior to the election. 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.
- 2.3.7. 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. Balloting – this shall either be by mail ballot or an approved electronic ballot in accordance with procedures specified by the IEEE.
- 2.3.8. Notification of Election – The Nominations Chairperson, immediately upon receiving election results shall notify the newly elected Board members.
- 2.3.9. The newly elected members of the Board shall assume office on the 1st of January following the year of their election.
- 2.3.10. If a Board member is in the final year of a second term (the maximum number of terms a Board member can stand without break), he or she is still entitled to run for the role of President for the next year. This is considered to be a one year break from Board and is thus permitted before he or she can re-stand for election for a new three year term.
- 2.3.11. Ex-officio members of the Board, with voting privilege, may be made by the elected

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members of the Board by their majority vote (Constitution, Article VI, Section 3).

2.3.12. The timeline is as follows:

- By April 30th – Nominations Committee shall call for nominations from the Society membership in a society-wide printed publication and an email (or e-newsletter). The announcement will also include the procedure for submission of nominations by petition.
- 15 June – Nominations by Petition accepted.
- 1 July – Nominations Committee to provide names and biographical sketches to TAD for preparation and mailing and tallying of ballots. Names of nominations and any petition candidates should be supplied, consistent with the TAB Operations Manual Section 4.2.5.
- Last week of July – Election begins.
- First week of Sept – Election ends.
- 10 Sept – Results available.

3. Vacancies

3.1. The president may determine and declare if a vacancy exists for situations not covered in the Bylaws.

3.2. This may occur in cases such as resignation, incapacity, non-participation or failing to pay annual society dues.

3.3. Filling of Board position vacancies:

3.3.1. President – if a President-elect exists, he or she shall assume the duties and of the President thereby serving the remainder of the vacated term and then serving out the term to which he/she was elected. If not, the Vice-President of Operations and Planning shall assume the office of President until election by the Board can be held for a new president.

3.3.2. Vice-President of Operations and Planning - the unexpired term shall be filled by election by the Board.

3.3.3. Vice-President of International Affairs - the unexpired term shall be filled by election by the Board.

3.3.4. Secretary or Treasurer - shall be appointed by the President.

3.3.5. Members-at-large – shall be replaced by the remaining unsuccessful candidate from the previous Board ballot with the highest number of votes. Consistent with the Constitution (Article V, Section 19): “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.”

4. Committees of the Board of Governors

4.1. Standing committees with defined responsibilities will be established. Each committee is

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led by a corresponding chairperson. The following standing committees and their corresponding duties are outlined in the following sections (4.2 to 4.11). The procedures for appointing Chairpersons and Committee Members are described below:

- 4.1.1. After notification of her/his election as President, it shall be the responsibility of the Society President to promptly appoint the chairpersons of the committees and Vice Presidents, with the exception of the Vice President of Operations and Planning Committee, who is elected by the Board (see section 2.2 and its subparagraphs). The Board shall be notified of these appointments.
- 4.1.2. Committee Chairpersons are considered ex-officio Board members, i.e. without vote, unless other responsibilities confer Board status with voting rights.
- 4.1.3. Committee members shall serve for one year and may be reappointed without limit to the number of terms. Committee memberships must be comprised of Society members in good standing.
- 4.2. Operations and Planning: To execute current business and plan future activities relating (not exclusively) to finance, TAB relations, Constitution and Bylaws, forecasting and assessment, conference Treasurer's report and resolution of funds by the Board.
 - 4.2.1. The Vice-President for Operations and Planning shall serve as chairperson of an Operations and Planning Committee for one term of one year.
 - 4.2.2. The Vice-President for Operations and Planning is eligible to stand for re-election and may serve up to 4 consecutive terms – if elected – before a break of at least one year is required.
 - 4.2.3. This committee shall consist of a minimum of 6 CE Society members.
 - 4.2.4. The Vice-President for Operations and Planning shall appoint members to the Operations and Planning Committee to serve for a one-year term coincident with his or her own term of office. In selecting members for the committee, the Vice-President of Operations & Planning shall attempt to provide a balanced international representation from those countries with active consumer electronics industrial activities.
 - 4.2.5. The duties of the Vice-President for Operations and Planning shall be to develop recommendations and policy for approval by the Board regarding the long-term goals and strategy of the Society.
 - 4.2.6. The Operations and Planning Committee shall meet at the call of the Vice-President for Operations and Planning and conduct other affairs as necessary by correspondence. The committee may hold at least one Face-to-Face meeting per year at a time convenient for members to attend. For example, prior to any Board meeting scheduled for the same period.
 - 4.2.7. Following their meeting, the Vice President of Operations and Planning shall participate in a Board meeting where he or she shall report upon the Operations and Planning Committee meeting and raise any motions for approval by the Board. The members of the Operations and Planning Committee may be invited to comment upon the report and otherwise join in discussion during this Board meeting.
- 4.3. International Affairs. To develop recommendations and policy for approval by the Board that serves the particular interest of members of the Society who reside outside the United States.

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- 4.3.1. The Vice-President for International Affairs shall serve as chairperson for one term of two years.
 - 4.3.2. The Vice-President for International Affairs may serve up to 2 consecutive terms before a break of at least one year is required.
 - 4.3.3. The Vice-President of International Affairs shall appoint a minimum of 6 members to the International Affairs Committee. In selecting members for the committee, the Vice-President of International Affairs shall attempt to provide a balanced international representation from those countries with active consumer electronics Society memberships.
 - 4.3.4. The International Affairs Committee shall meet at the call of the Vice-President of International Affairs and conduct other affairs as necessary by correspondence. The committee may hold at least one face-to-face meeting per year at a time most convenient for members to attend. For example, prior to any Board meeting scheduled for the same period.
 - 4.3.5. Following their meeting, the Vice President of International Affairs shall meet jointly with the Board. At this Board meeting the Vice-President of International Affairs shall report upon the International Affairs Committee meeting and make any motions for approval by the Board. The members of the International Affairs Committee may be invited to comment upon the report and otherwise join in discussion during this Board meeting.
- 4.4. Nominations (Ref: IEEE Bylaw I-308.1): To nominate candidates for the election to the offices described in these Bylaws. The following conditions apply:
- 4.4.1. The Chair of the Nominations Committee shall be the immediate past president of the Board. In the event of incapacity or conflict of interest of the Chair, the most recent Past Chair of the Nominations Committee available shall be the Chair of the Nominations Committee. In extenuating circumstances, the Past President or a different individual may be appointed to this position by the President.
 - 4.4.2. The Nominations Chairs shall not be eligible to be elected to the Board during their term of service.
 - 4.4.3. The committee shall comprise at least four members of the society in addition to the Chair. At least two-thirds of the voting members of the Nominations Committee shall be elected or appointed by the Board. (Note: Chair is counted here.) The remaining members of the committee may be appointed by the President-elect, upon receiving notice of his/her election.
 - 4.4.4. A member of an Nominations Committee may be nominated and run for a position for which such member's respective Nominations Committee is responsible for making nominations only on the following conditions: (i) the nomination is not made by a member of the same Nominations Committee and (ii) the member resigns from the Nominations Committee prior to its first meeting of the year in which the nomination shall be made (ref. IEEE Bylaw I-307.1.d).
- 4.5. Membership Committee: To encourage potential members to join IEEE and the CE Society, particularly those attending conferences sponsored by CE Society. This includes: (i) assisting in the formation, and fostering the development of local CE Society Chapters and (ii) encouraging IEEE members to apply for transfer to the highest membership grade for which they qualify.

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- 4.5.1. A Chair of the Membership Committee is appointed by the president for a term of 2 years, which may be renewed up to 2 times consecutively before a break of at least one year is required.
- 4.5.2. The Chair shall appoint at least 2 and ideally 4 committee members. Committee members are required to be CE Society members.
- 4.6. Awards Committee: To carry out the appropriate procedures associated with IEEE TAB awards. The Committee shall solicit recommendations from the Board, Sections, Chapters, and from the membership through publications of the Society. It will prepare recommendations and initiate appropriate actions in support of awards to Society members, and will maintain contact with the IEEE Awards Committee on behalf of the Society.
 - 4.6.1. An up-to-date list of CE Society awards is provided on the society website, complete with descriptions and associated processes.
 - 4.6.2. New awards or revisions to existing society awards may be recommended by the Nominations Committee to the Board for approval. In the affirmative case, these shall be sent to TAB for approval.
 - 4.6.3. The Chair of the Awards committee is appointed by the president, and serves a term of 2 years which may be renewed with a maximum duration of two terms' continuous service before a break of at least one year is required.
 - 4.6.4. The committee should be composed of at least 2 and ideally 4 members who are appointed by the Awards Chair. Members must be CE Society members.
 - 4.6.5. The Awards Committee shall arrange for suitable awards for excellence of technical content or presentation of contributions published in Transactions or presented at a Society conference.
 - 4.6.6. The Awards Committee shall investigate all candidates proposed, consulting with the chairperson (people) of technical committee(s) associated with the individual's work and with other knowledgeable people.
 - 4.6.7. The Awards Committee shall be empowered to act on behalf of the Board in submitting honor endorsements to the appropriate IEEE Committees. The Awards Committee shall inform the Board officers of all endorsements before submission.
 - 4.6.8. The exception to this process is the Ibutka Award. The Ibutka Committee, who reports to IEEE Award Committee not the Society Award Committee, will follow the processes as set down in the IEEE Bylaws. The Ibutka award is a technical field award under the auspicious of the IEEE Award Committee
- 4.7. Fellow Nominations Committee Chair: To be responsible for Fellow Nominations. This will have a limit of two years per term with a limit of two terms continuous service before a break of at least one year is required. The Chair must be a fellow, and collaborates with other members to make recommendations and may (but need not) formalize this collaboration by appointing a committee.
- 4.8. Standards Committee: To oversee the management of Standard Development working groups and act as the first hurdle of the Project Authorization Request (PAR) acceptance criteria.
 - 4.8.1. The Standards Chair is appointed by the President for a term of two years.
 - 4.8.2. The Standards Chair may serve up to 2 consecutive terms before a break of at least

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one year is required.

- 4.8.3. The Standards Chair may appoint members to the Standards Committee, which should comprise at least a Treasurer, a Vice-Chair and a Secretary, where the Treasurer may also act as the Secretary. Standards Committee members are required to be IEEE members, CE Society members and IEEE Standards Association members in good standing.
- 4.8.4. Standard PAR's that pass the IEEE CE Society Standards Committee are sent by the Standards Chair to the IEEE Standards Association for processing.
- 4.9. Technical Committees. To function in a specific technical area with a scope to be approved by the Board, for example:
 - 4.9.1. The encouragement and solicitation of sound technical papers within its field of interest for publication or for presentation at meetings as deemed appropriate.
 - 4.9.2. Assistance in planning technical conferences as authorized by the Board, and in organizing technical sessions at regional and national meetings.
 - 4.9.3. Proposal of a Standards Proposal Authorization Request to the Standards Committee for Approval.
 - 4.9.4. The formation or discontinuance of Technical Committees shall be by action of the Board. The duration of any technical committee will be for the duration of the project to which it was assigned. Once the project has finished, unless dissolved by the Board earlier or the duration of the project has been extended on decision of the Board, the committee will dissolve.
- 4.10. Standing or Ad-Hoc Committees: To address short-term (such as feasibility) activities, not covered sufficiently by existing Society resources.
 - 4.10.1. The President can create a standing or ad-hoc committee, which shall have a life of two years unless otherwise specified when formed.
 - 4.10.2. The chairperson of each such committee shall be an ex-officio, non-voting member of the Board, unless concurrently holding another position conferring voting rights.
 - 4.10.3. Committee chairpersons shall be appointed as deemed relevant to their special fields of interest and shall serve for a term of two years with a maximum of 2 consecutive terms until a break of at least one year is required, or until their successors are appointed, or the committee is dissolved, whichever occurs sooner.
- 4.11. Conflict Resolution Committee: To address conflicts that arise and appear to be irresolvable by existing means.
 - 4.11.1. The Society President shall establish an ad-hoc Conflict Resolution Committee and appoint a suitable Chair to address the matter.
 - 4.11.2. The committee shall consist of the Chair who shall built a suitable committee of at least one other person and should include someone (Chair is eligible) with mediation experience or mediation/conflict resolution training, if available.
 - 4.11.3. The committee may be augmented with the agreement of all parties involved by experts with relevant subject area experience. Additional individuals can be added for other relevant reasons depending on the circumstances.
 - 4.11.4. All members of the committee chosen should be non-conflicted, i.e. no prior involvement in the situation. If someone on a fixed committee is involved in the

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conflict, that person should be replaced.

5. Conflict Resolution Procedures

5.1. The Conflict Resolution Committee is described in the Committees section

5.2. The time frame for the resolution shall be four months.

5.3. Each conflict will be escalated to TAB and the IEEE if the issue cannot be adequately resolved at the Society level within 6 months.

5.4. All discussions/information shall be handled in a confidential manner.

5.5. The committee should provide a short report documenting their findings.

5.6. If the resolution cannot be resolved within the society and needs to be escalated, the following resources should be consulted for guidance:

5.6.1. TAB Operations Manual: Section 4.B.12 Intersociety Disputes

5.6.2. Processes in PUBS: (i) IEEE Policy Section 6.5: Complaints, Editorial Appeals and Grievance Process; (ii) PSPB Operations Manual: 8.2.2 Allegations of Misconduct

5.6.3. IEEE Ethics and Member Conduct Committee (EMCC) at the IEEE level: IEEE Policy Section 7.11

6. Removal of a Member of the Board or Member of a Standing Committee (in accordance with IEEE Bylaw I-111.2 and 7)

6.1. Automatic removal due to non-participation: To ensure a continuously active Board, elected members who have missed two consecutive meetings (either in person or via teleconferencing facilities) shall be dropped from Board membership in the absence of extenuating circumstances as determined by the president.

6.2. Vote to Remove an Appointed Member of the Society Board or Committee. 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.

6.3. Vote to Remove an Elected Member of the Society Board. An Officer elected by the voting members of the Board may be removed from office, with or without cause, by a vote of the voting members of the Board who elected that person, within thirty days following either:

6.3.1. 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

6.3.2. 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.

6.3.3.

7. CE Society Travel Guidelines and Reimbursement follow those of the IEEE:

7.1. All travel by Board members must be approved by the society president prior to booking. Unless otherwise approved by the Vice President – Technical Activities, all air travel must be booked economy class (exception section 7.2).

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- 7.2. To receive reimbursement for business class fare for travel related to IEEE business, approval from the sitting President of the organizational unit must first be obtained. For all travel involving the IEEE Technical Activities Board, Societies, Technical Councils, or Technical Activities Committees, this approval must come from the IEEE Vice President of Technical Activities and not the Society President. Approval must be obtained prior to the purchase of tickets. If the request is not pre-approved, IEEE will not be able to reimburse the cost. In order for a business class fare to qualify for reimbursement, it must meet the requirements under the IEEE Travel Guidelines and Reimbursement.