

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

October 11, 1994

APPROVED:

Chairman **Date**

Vice Chairman **Date**

Secretary **Date**

Treasurer **Date**

PACE Chairman **Date**

Region 6 Director **Date**

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INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS, INC.

SEATTLE SECTION

SECTION BYLAWS

Amended October 11, 1994

ARTICLE I - NAME, PURPOSE, TERRITORY, AND GOVERNMENT

SEC. 1: This organization shall be known as the Seattle Section of the Institute of Electrical and Electronics Engineers (IEEE), Inc., and is herein called the "Section."

SEC. 2: It shall be the purpose of the Section to enhance the aims and ideals set forth in the IEEE Constitution.

SEC. 3: The territory of the Seattle Section, as approved by the Regional Activities Board, includes the following counties in the State of Washington: Clallam, Grays Harbor, Island, Jefferson, King, Kitsap, Lewis, Mason, Pacific, Pierce, San Juan, Skagit, Snohomish, Thurston, and Whatcom. The territory of the Section is subject to change under the provisions of IEEE Bylaws, Section 404.

The Seattle Section is organized in the Northwest Area of IEEE Region 6.

SEC. 4: The Seattle Section is governed by the Section Bylaws, which are a Subset of IEEE Bylaws, Section 404.

Review of the Section Planning and Operations for compliance with Section Bylaws and IEEE Bylaws (the latest version) shall be performed by the Section's Executive Committee at the beginning of each current administrative year.

ARTICLE II - MEMBERSHIP

SEC. 1: Section members are defined as members of all grades of the IEEE, in good standing, whose IEEE mailing address is within the Seattle Section territory, or is an APO or FPO number for the Seattle Section.

ARTICLE III - NOMINATIONS AND ELECTIONS

- SEC. 1:** A Nominating Committee consisting of the four most recent Section Chairmen who are members but not then officers of the Section, shall be appointed by the Section Chairman with the approval of the Section Executive Committee. The Senior Past Section Chairman in this group shall be Chairman of the Nominating Committee. In the event one or more positions on the Nominating Committee cannot be filled by Past Section Chairmen, the Section Executive Committee shall elect a substitute(s) to fill the vacancy(ies).
- SEC. 2:** The Section Chairman shall give the Executive Committee the names of members of the Nominating Committee and the offices for which they are preparing a slate at the December Executive Committee meeting.
- SEC. 3:** The Nominating Committee shall nominate a regular slate consisting of candidates for Chairman, Vice Chairman, Secretary, Treasurer, Professional Activities Chairman, and for Members-at-Large positions. The number of Members-at-Large positions may vary each year depending upon the Section's need for that particular year.
- SEC. 4:** The Nominating Committee shall guide its actions by the following positions:
- a. The nominee for the office of the Chairman will preferably be the Section Vice Chairman.
 - b. The nominee for the office of Vice Chairman will preferably have been the Section Secretary and/or Treasurer or have served the Section in committee activities.
 - c. To nominate for the rest of the slate, the Nominating Committee shall invite the nominee for Chairman to give his/her input to the Nominating Committee.
 - d. The nominees for the office of Secretary, Treasurer, and Professional Activities Chairman, will be preferably nominated from among Section members who have either served on the Executive Committee or have been outstanding in other activities of the Section or Institute.
 - e. The nominees for the office of Members-at-Large will preferably be the Section Members who have shown interest and/or actively involved in Section affairs.
 - f. The eligibility for being nominated to any of the Executive offices, the nominee shall be a member or above grade.

SEC. 5: The Chairman or the representative of the Nominating Committee shall announce its completed slate at the January and February Section meetings. It shall be announced at the same time that independent or petition nominations may be made in accordance with Section 6 of this Article. The completed slate of candidates shall be published in the February DataLink.

SEC. 6: Independent or Petition nominations for the various offices may be submitted to the Secretary of the Section by letter, bearing the name(s) and office(s) for which they are nominated accompanied by signatures, and membership numbers of at least ten (10) eligible voting members.

Petition nomination(s) must be received by Section Secretary within thirty (30) days following the publication of election announcement in the February Data Link.

The written consent of the member being nominated for any office shall be affixed to the petition.

SEC. 7: At the March Section meeting, the Secretary shall advise the Executive Committee of the Nominating Committee's choice of nominees and of any petitioned nomination which he/she has received and verified for its validity. The Secretary shall be responsible for sending an election notification for publication in the March "Data Link" of the election to be held in April or as announced.

SEC. 8: The election of the officers shall be held at the April Section meeting (see Article X) unless there is more than one candidate for any office.

SEC. 9: If there is more than one candidate for any office, the election will be by secret mail ballot. Ballots will be mailed to the membership with the April DataLink with specific instructions. The ballot shall be marked properly and mailed back to the Section office or in accordance with instructions. The outcome of the election will be announced in the June Data Link.

All current members above Associate grade, whose IEEE mailing addresses are within the Section territory, are eligible to vote. The Secretary shall prepare and mail a ballot, bearing all nominations properly received to the qualified voters.

SEC. 10: There shall be no other identification mark on the ballot. The back of the envelope shall provide for entry of the voter's signature and membership number. The Executive Committee shall appoint a Tellers Committee consisting of a minimum four members. The current Secretary shall be the Chairman of the Tellers Committee unless he/she is running for the contested position. This committee may be composed of Nominating Committee Members, but shall not include any nominees for office for which he/she is seeking election. The election ballots and results will be kept for a year.

The committee shall verify the signatures and membership number on the cover envelope. The ballots shall be counted, and the committee shall report the results of the count to the Section Executive Committee at its May meeting.

- SEC. 11:** Each officer (in case of contest) shall be elected by a simple majority of votes cast for that office.
- SEC. 12:** In case of a tie of the votes for any office, it shall be resolved in favor of one of the candidates, so tied, by a simple majority of votes cast by Executive Committee members (see Article VII) present at the next Executive Committee meeting.
- SEC. 13:** Election results, complete with names, member numbers, addresses, and telephone numbers of incoming Section officers shall be reported to the Northwest Area Chairman, the Region 6 Director, and IEEE Headquarters within twenty (20) days of the election.
- SEC. 14:** The Executive Committee officers, duly elected, shall assume their official duties on the first day of July succeeding their election and shall hold office for one year or until their successors take office.

ARTICLE IV - ORGANIZATIONAL UNITS WITHIN THE SECTION

- SEC. 1:** Subsections may be established according to IEEE Bylaws Section 405. Subsection members shall be eligible to vote and participate in all Section affairs. The Seattle Section shall actively support each Subsection within its territory as deemed appropriate by the Section Executive Committee.
- SEC. 2:** Chapters may be established according to IEEE Bylaws Section 406.
- SEC. 3:** Student Branches established as basic operating entities in accordance with IEEE Bylaws Section 407, are not organizationally structured as Section Components. However, the Seattle Section shall actively support each Student Branch within its territory as deemed appropriate by the Seattle Section Executive Committee.

ARTICLE V - FINANCING

SEC. 1: The Section fiscal year shall be the calendar year, in accordance with IEEE Bylaws Section 318.1. A financial report to IEEE General Manager and to Regional Director shall be made as required by IEEE Bylaws section 404.8 at the end of each year. It shall be the responsibility of the Section Treasurer to submit the financial report.

SEC. 2: The Section transfers the responsibility to the incoming Executive Committee in July, which does not coincide with the fiscal year. Therefore, the immediate past Treasurer shall be responsible for helping the Treasurer to prepare the report in Section 1 of Article V.

SEC. 3: All funds received by the Section shall be deposited in a bank approved by the Section Executive Committee. The signature of either the Treasurer, Chairman, Vice Chairman, or the Secretary shall be required for all withdrawals from the Section accounts.

All funds of the Section shall be kept in one or more depositories, and for this the Treasurer shall seek the approval of the Executive Committee. All receipts shall be deposited therein within thirty (30) days of receipt.

All receipts, expenditures, and balances shall be recorded by the Treasurer. Each Treasurer shall pass the past and present records on to his/her successor. The record keeping method shall be reviewed and approved by the Executive Committee. Each payment shall be made by check, and full disclosure of amount, payee, and purpose of expenditure entered in the records. These records, bills, canceled checks, and monthly bank statements shall also become part of the Treasurer's records.

Records shall be retained in accordance with the latest version of "Record Retention Schedule" which is part of IEEE "Financial Operations Guide for Geographical Units." This document is mailed to each Treasurer by the IEEE Headquarters, Field Services.

SEC. 4: During June, the Section books shall be reviewed by an auditing committee. This committee shall be appointed by the Chairman in May, and shall consist of incoming Chairman, incoming and outgoing Treasurers, and an independent financial auditor. The Committee shall complete the audit of the books by June 15, and submit a written report to the Chairman.

The services of a Financial Auditor may be hired with the approval of the Executive Committee.

SEC. 5: A special audit may be ordered at any time by the Executive Committee or on petition of ten (10) Section members. An Auditing Committee consisting of three members of the Section shall be appointed by the Chairman. The Committee shall submit a report of the findings to the Executive Committee within forty-five (45) days after the audit is ordered.

If the audit is requested by the Section members, one of the members from the petition signees shall be appointed to the Auditing Committee. Appointment of the members of the Auditing Committee shall be approved by the Executive Committee.

SEC. 6: The outgoing Treasurer shall submit a tentative budget for the coming year in May at the Executive Committee meeting. The budget shall be revised as deemed appropriate by the Executive Committee at the May meeting.

The revised budget shall be passed on to the incoming Chairman and Treasurer as a guideline for the coming year.

SEC. 7: Without prior authorization of the Executive Committee, Section funds can be used only for normal budgeted operations of the Section.

Proposals for non-budgeted funds shall be reviewed by the "Screening Committee." The current Chairman, Vice Chairman, Secretary, Treasurer, and PACE Chairman shall constitute this Screening Committee.

Proposal(s) seeking Section funds shall be submitted to the Treasurer at least two weeks before the Executive Committee meeting. The Treasurer will distribute the proposal(s) to the other four members for their input. Proposal(s) must be approved by the Screening Committee before it is brought out for discussion at the monthly Executive Committee meeting. Each proposal shall be discussed under "New Business." The person who has submitted the proposal(s) may be asked to attend the meeting to answer questions.

Expenditures authorized by the proper motions, and approved by the Executive Committee, shall be paid by the Treasurer upon receipt of bills unless judged by the Treasurer to be in error. Such questionable bills and bills not previously authorized shall be approved by the Committee before the proper payment can be made. A report of expenditures, income, and balances shall be a part of the Executive Committee's regular monthly meeting agenda.

SEC. 8: The Section may raise funds (IEEE Bylaws Section 404.7, 11) by conducting appropriate activities. Typical activities include technical proceedings, seminars, short courses, conferences, or trade shows, which may satisfy either Section and/or membership needs.

ARTICLE VI - OFFICERS

- SEC. 1:** The officers of the Section, also called the Executive Committee Officers, shall be Chairman, Vice Chairman, Secretary, Treasurer, Professional Activities Chairman and Members-at-Large. They shall be elected annually for a term of one year in accordance with Article III of these Bylaws.
- SEC. 2:** The Chairman, at the expiration of his/her term of office, shall, as Junior Past Chairman, be a member of the Executive Committee, and shall have the right to vote on all Executive Committee matters.
- SEC. 3:** Vacancies in offices occurring during the year shall be filled through appointment(s) by the Section Executive Committee for the remainder of the unexpired term.
- SEC. 4:** Removal from Office: If a member of the Executive Committee fails to perform his/her duties as stated in the IEEE Constitution, these Bylaws, or the relevant Society or Chapter Bylaws, then that person may be removed from office. The removal may be initiated by either a petition containing signatures of 15 percent of the voting members of the Section, or by any member of the Executive Committee.

In the case of removal by petition from the members, a special meeting shall be called for the sole purpose of considering and voting upon this removal. All voting members who attend must bring their IEEE membership card and/or a photo ID in order to vote at this meeting. A two-thirds majority vote of voting members present shall be required to remove a person from office.

In the case of removal initiated by a member of the Executive Committee, the matter shall be duly considered and voted upon at an Executive Committee meeting. A two-thirds majority vote of the voting members (See Article VII) present at the Executive Committee meeting shall be required to remove a person from office.

If the office is declared vacant through removal, either by vote of the membership or vote of the Executive Committee as described above, then the office shall be filled for the remainder of the unexpired term as specified in the Section Bylaws, Article VI, Section 3.

ARTICLE VII - MANAGEMENT

SEC. 1: Management of this Section shall be by the Executive Committee, which shall be composed of the following voting members: Chairman, Vice Chairman, Secretary, Treasurer, PACE Chairman Members-at-Large, Chapter Chairmen, and immediate Past Chairman of the Section. The Faculty Advisors and Student Section Chairmen of the associated schools are not eligible to vote.

SEC. 2: Eligibility to hold office in the Section, Subsections, and Chapters shall be restricted to those who are IEEE member grade and above in accordance with IEEE Bylaws. All standing Committee Chairmen shall be IEEE members or above grade.

SEC. 3: The duties of the elected officers and standing committees shall be as generally outlined in Section Job Description and the IEEE Section's Operations Guide. Direction and guidance is offered by the IEEE Constitution, Bylaws, Policy, Procedure Manual, Student Activities Guide, Awards Guide, Financial Operations Guide, Publication Guide, Meeting Guide, and Chapter Operations Guide.

The Section Chairman shall be the Executive Officer of the Section and shall be the Section representative to the Region 6 Committee. The Section Chairman shall be the only representative for the Section business. He/she may delegate the authority to someone to conduct business on his/her behalf.

The Vice Chairman shall be the Junior Executive Officer of the Section and shall be the alternate Section representative to the Region 6 Committee.

The Secretary shall perform duties normally associated with that office and any other task assigned by the Executive Committee. The Secretary shall be responsible for sending the Chapter's meeting reports to the Institute for reimbursements.

The Treasurer shall perform duties and obligations in accordance with the Financial Operations Guide of the IEEE.

The PACE Chairman shall assume duties and obligations associated with executing the professional activities of the Sections. He/she shall perform duties as specified in the Professional Activities Guidelines and Directives of the United States Activities Board. He/she shall be the Section representative to USAB, the Northwest Area PACE Committee and Region 6 professional activities.

Members-at-Large shall be assigned responsibilities by the Chairman and/or Vice Chairman.

SEC. 4: The Executive Committee shall meet once a month or at such times as may be found necessary upon request of the Chairman or of three Section officers. A quorum of the voting members must be present to conduct the Section business. Five (5) members of the Section Executive Committee shall constitute a quorum.

Section Officers and Standing Committee Chairmen shall routinely attend Section Executive Committee meetings and shall notify the Section Chairman or Vice Chairman if unable to attend for a legitimate reason. If any officer or Standing Committee Chairman misses two meetings without informing the Section Chairman or Vice Chairman, his/her office may be vacated in accordance with Article VI, Section 4 of these Bylaws.

The Standard Parliamentary authority to conduct all meetings of this Section shall be the "Robert's Rules of Order," revised.

SEC. 5: The Chairmen of the Standing Committees will be appointed by the Section Chairman with approval of the Section Executive Committee, and their terms will expire on the last day of June.

Each Committee Chairman will appoint his/her committee members with the approval of the Section Executive Committee, and their term will expire on the last day of June.

The duties of the Standing or Ad Hoc Committees shall be established by the Section Executive Committee.

The Committee appointments shall be made known to the Section membership as soon as practically possible by publishing it in the "Data Link" or other means.

SEC. 6: Standing Committees shall be the following, or as deemed necessary by the Executive Committee. Other than the PACE Committee, all the Chairmen for the Standing Committees will be appointed.

a. **Program Committee.** The Program Committee shall consist of the Section Vice Chairman, who shall serve as Committee Chairman, and other members as appointed. This committee shall have the responsibility of programs to be presented to the Section. The committee shall be responsible for providing a meeting place and any equipment necessary to conduct the meeting. The Program Committee shall also be responsible for social affairs of the section and provide hospitality functions for visiting guest speakers.

b. **Membership Development Committee.** The Membership Development Committee shall consist of a Chairman and other members as appointed. The committee shall actively promote membership in the IEEE and shall encourage members to advance to the highest grade for which they are qualified.

To these ends, the committee shall maintain a list of members qualified for advancement and shall provide information and assistance in preparing applications. Student Members shall be encouraged to become Members following graduation. Senior Member status and Fellow nominations shall be actively pursued for eligible members.

c. **Student Activities Committee.** The Student Activities Committee shall consist of a Chairman (Section Vice Chairman), and other members as appointed, who shall be responsible for providing programs to develop student interest, including a student paper contest, and help attain objectives outlined by IEEE Bylaws.

- d. **Professional Activities Committee.** The Professional Activities Committee for Engineers (PACE) shall consist of an elected Chairman, and other members as appointed, who shall be responsible for enhancing professional affairs within the Section. The PACE Source Book furnishes guidance. The PACE Chairman shall be responsible for Section participation in National Engineer's Week affairs. The committee shall organize worthwhile PACE projects for the Section and coordinate participation in codes and standards development activities.
- e. **Educational Activities Committee.** The Educational Activities Committee shall consist of a Chairman, and other members as appointed, who shall be responsible for providing for the continuing education needs of the Section and for organizing Section sponsored technical seminars, conferences, and trade shows.
- f. **Awards Committee.** The Awards Committee shall consist of a Chairman (normally a Member-At-Large), and other members as appointed, who shall be responsible for conducting Section awards activities.
- g. **Government Activities Committee.** The Government Activities Committee shall consist of a Chairman, and other members as appointed, who shall be responsible for legislative affairs. The committee shall track legislation of interest to the Section and coordinate intersected relationships involving legislative matters.
- h. **Publicity and Public Relations Committee.** The Publicity and Public Relations Committee shall consist of a Chairman, and other members as appointed, who shall be responsible for Section publicity and public information initiatives.
- i. **Newsletter Committee.** The Newsletter Committee shall consist of an appointed editor, and other members, who shall be responsible for compiling the Section's monthly newsletter.

SEC. 7: At the close of the fiscal year, the Section Chairman shall prepare a consolidated report of Section activities during the operating year, furnishing copies to the Northwest Area Chairman, Region 6 Director, and to the Section Executive Committee for permanent retention.

The outgoing Section officers shall transfer pertinent documents and records to the incoming officers.

ARTICLE VIII - SOCIETY CHAPTERS

SEC. 1: Chapters may be established in the Section by the Section Executive Committee in accordance with the IEEE Bylaws, Section 406. The Chapter Chairman shall be a voting member of the Executive Committee.

SEC. 2: The officers of a Chapter shall be at least a Chairman and Secretary-Treasurer. The term of the office shall be normally one year, and shall conform with the Section Officer's term.

The nominations and election of Chapter Officers shall be in accordance with IEEE Bylaws, Section 406.12 and the Section Bylaws, Article III.

The elections for Chapter Officers may be held in accordance with Chapter's Bylaws, if the Bylaws are in existence and approved by the Section Executive Committee.

ARTICLE IX - SECTION PUBLICATIONS

- SEC. 1:** The Section shall publish a newsletter, "DATA LINK," to be released on or before the first of every month except for the months of July and August.
- SEC. 2:** The Seattle Section may publish a supplementary meeting flyer, "The Missing Link," to be released as the need arises.
- SEC. 3:** The Seattle Section may publish an operating manual no more than once a year.
- SEC. 4:** The Seattle Section may publish and revise the membership directory if approved by the Executive Committee.
- SEC. 5:** The section may issue special notices when warranted and approved by the Executive Committee.

ARTICLE X - BUSINESS MEETING

SEC. 1: In order to transact business at a Section meeting, at least 20 members must be present to constitute a quorum.

ARTICLE XI - AMENDMENTS

- SEC. 1:** Amendments to these Bylaws shall be proposed by the Section Executive Committee acting upon their own recommendations, or through petition signed by at least twenty-five (25) eligible voting members of the Section.
- SEC. 2:** A recommendation on amendments to the Bylaws will be developed by the Section Executive Committee prior to submission to the membership. Proposed amendments, and the reasons therefore, shall be delivered or mailed to Section Executive Committee members at least twenty (20) days before the stipulated meeting of the Section Executive Committee at which a vote is to be taken. Two-thirds of all votes cast at that meeting shall be required to favorably recommend any new Bylaw, amendment, or revocation. Amendments proposed by petitions shall be submitted for a vote within sixty (60) days of the receipt of the petitions by the Secretary. Such Bylaws must be in a complete history of the amendment(s) together with a record of the count of votes and shall be certified by the Secretary for inclusion in the minutes of the said meeting. This record shall become a permanent record for the Section office consonant with the IEEE Constitution, Bylaws, and published interpretations of policy.
- SEC. 3:** The recommendation of the Section Executive Committee on proposed Bylaws amendments shall be presented for action at the next regular membership meeting following Executive Committee action, or by mail if a mail ballot is preferable. A favorable vote of two-thirds of members present and voting at a regularly convened meeting, or a favorable vote of two-thirds of the ballots cast by mail is required to enact an amendment.
- SEC. 4:** A copy of amended Section Bylaws shall be submitted to the Northwest Area Chairman and Region 6 Director for final approval, with such approvals reported to the Regional Activities Board.
- SEC. 5:** The Executive Committee may, at its discretion, refuse to submit a defeated proposal within the current administrative year.