

# IEEE COMMUNICATIONS SOCIETY

## CONSTITUTION

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### **Article 1 - Name, Purposes, and Scope**

- 1.1 Name – The name of this organization is the IEEE Communications Society, hereinafter referred to as “the Society.” It is organized within the Institute of Electrical and Electronics Engineers, Inc. hereinafter called “the IEEE.”
- 1.2 Purposes – The purposes of the Society are:
  - Scientific and educational – directed toward the advancement of the theory, practice and application of communications engineering and related arts and sciences;
  - Professional – directed toward promotion of high professional standards, development of competency and advancement of the standing of members of the profession it serves.
- 1.3 The Society promotes cooperation and exchange of information among its members and those of other organized bodies within and outside the IEEE. Means to these ends may include, but are not limited to, the holding of meetings for the presentation and discussion of papers, the publication of journals, sponsorship of tutorial seminars and workshops, stimulation of research, the education of members, establishment of standards, and providing for the technical and professional needs of its members via organized efforts.
- 1.4 Scope – The IEEE Communications Society embraces the science, technology, applications and standards for information organization, collection and transfer using electronic, optical and wireless channels and networks, including but not limited to:
  - Systems and network architecture, control and management;
  - Protocols, software and middleware;
  - Quality of service, reliability and security;
  - Modulation, detection, coding, and signaling;
  - Switching and routing;
  - Mobile and portable communications;
  - Terminals and other end devices;
  - Networks for content distribution and distributed computing; and
  - Communications-based distributed resources control.
- 1.5 Authority – Society organization and operations are in accordance with the IEEE Constitution and Bylaws, IEEE Policies, IEEE Operations Manuals of Major Boards reporting to the IEEE Board of Directors, and Society governing documents that are not in conflict with any of the aforementioned documents.

### **Article 2 - Bylaws**

- 2.1 Bylaws are rules and regulations adopted by the Society for governing its members and for the overall management of its affairs. They provide guidance to govern all phases of the organization, management and activities, as outlined in the Constitution. Bylaws may not be in conflict with the Constitution. Bylaws are approved and amended by the Board of Governors and may be changed as Society interests evolve.

### **Article 3 - Policies and Procedures**

- 3.1 Policies and Procedures provide more detailed statements about specific policies, objectives, and procedures than are contained in the Constitution or Bylaws. Policies and Procedures shall be amended as specified in the Bylaws.

### **Article 4 - Membership**

- 4.1 IEEE members of any grade shall become Society members upon application and payment of the Society membership dues. The membership dues, the cost of publications, and other considerations members receive for the membership dues are to be set as part of the Society's annual budget.
- 4.2 Grades of membership for the Society shall be as specified in the Bylaws.
- 4.3 Individuals who are not members of the IEEE may become Affiliate members of the Society upon:
- Meeting the requirements established in the IEEE Bylaws for Affiliate membership;
  - Making proper application for Affiliate membership;
  - Making appropriate payment for Affiliate membership.

Any other requirements for Affiliate membership shall be as established in the IEEE Bylaws.

### **Article 5 - Organization**

- 5.1 Board of Governors (BoG) – The Society shall be governed by the BoG. The BoG shall have primary fiduciary responsibility for the Society and shall set Society policy.

#### 5.2 Society Officers.

5.2.1 Elected Officers – The Society Officers elected by the Society membership shall be:

- President-Elect – The President-Elect shall serve a one-year term the year following his/her election. Following the term of one year as President-Elect, the holder of that office shall serve as President in the subsequent two years and shall serve as Past President in the year after that. The President is the Chief Executive Officer of the Society and chairs the BoG.
- Vice Presidents – Each shall chair a Council responsible for a key area of interest to the Society.
- Members-at-Large – They shall be elected for staggered multiyear terms. The operations of the Society shall be assessed periodically, and the number of Members-at-Large shall be adjusted in accordance with membership needs and growth.
- IEEE Division III Delegate(s)/Director(s) elected by Society membership. By virtue of such election, the holder of that office shall also be a Society Officer.

All elected Officers, including the President and the Past President, shall be voting members of the BoG.

5.2.2 Appointed Officers – The President shall appoint Officers to assist in managing Society activities. As specified in the Bylaws, such appointments may be made upon recommendation of the appropriate Vice President may require BoG approval, and the initial appointments for a President's term shall be proposed for BoG approval in an odd-numbered year by the President-Elect. These Officers serve concurrently with the nominal term of the President. The Society appointed Officers, subject to BoG approval, shall be:

- Treasurer, who shall be responsible for the financial affairs of the Society.
- Directors, each of whom shall chair a Board.

- Other appointed Officers as may be provided for in the Bylaws.

Appointed Officers may be non-voting members of the BoG, as specified in the Bylaws. Appointed Officers serving on the BoG may participate in discussions and make or second motions. If appointed Officers are serving on the BoG concurrently as elected Officers, then they shall be voting members of the BoG.

- 5.3 Operating Committee – Management of Society affairs between regular and special meetings of the BoG is delegated to an Operating Committee (OpCom). Actions of OpCom shall be ratified at the next BoG meeting, except for those actions taken in areas already delegated.
- 5.4 Councils – Councils report to the BoG. They are responsible for the policies of their Boards/Standing Committees, and they oversee the operations of their Boards/Standing Committees, address issues common to all their Boards/Standing Committees, address issues that could not be resolved at the Board/Standing Committee level, and escalate such issues to the BoG if they cannot be resolved at the Council level. Councils are established and dissolved through resolutions of the BoG, as specified in the Bylaws.
- 5.5 Boards – Boards are the major operational entities of the Society and report to Councils, as specified in the Bylaws. Boards have scopes aligned with the scope of their Councils and, within their scopes, they may decide policies and make operational decisions as allowed by their Councils. Boards are established and dissolved through resolutions approved by the BoG, as specified in the Bylaws.
- 5.6 Standing Committees – Standing Committees report to the BoG or Councils, as specified in the Bylaws. They are established and dissolved through resolutions approved by the BoG, as specified in the Bylaws.
- 5.7 Ad Hoc Committees – Ad Hoc Committees may be established or dissolved by the President, and report to the BoG.
- 5.8 Professional Staff – The staff consists of paid professional employees of IEEE who support the activities of the Society. The staff is managed by the Society Executive Director who is a Society Officer, an ex-officio non-voting member of the BoG, and also serves as the BoG Secretary.

#### **Article 6 - Finances**

- 6.1 Assets – All funds and property held by or for the Society are vested in the IEEE.
- 6.2 Revenues – Basic revenues consist of dues or assessments that are levied on members of the Society, covering publications supplied and services rendered to all members. Other revenues may be raised from other sources, consistent with IEEE regulations. Proposed new income sources require the approval of IEEE.
- 6.3 Budget – An annual budget shall be prepared and approved by the BoG and IEEE in advance of each fiscal year. Any changes to the budget, or expenditures in excess of budgeted amounts or for unbudgeted items, require advance approval by the BoG before commitment and/or payment.
- 6.4 Debts – Neither the Society nor any Officer or representative thereof has any authorization to contract debts for, pledge the credit of, or in any way bind the IEEE without prior approval or authorization by persons, organizations or documents as specified by IEEE.

#### **Article 7 - Member Services**

- 7.1 Meetings and Conferences – Principal Society meetings are conferences, workshops, symposia and conventions, held either alone or in cooperation with other IEEE units and/or other professional or technical organizations.

- 7.2 Publications – The Society, subject to the editorial and fiscal policies of the IEEE, publishes magazines, transactions, journals and other technical materials, such as leading-edge technical articles, tutorials, conference papers, etc. Subscriptions charged for such publications may be higher for non-member subscribers and purchasers than for Society members.
- 7.3 Education – Principal educational activities include basic and continuing education and training programs.
- 7.4 Standards – The Society sponsors standards development in accordance with the process defined and approved by IEEE Standards Associations. It also organizes standards-related activities that comply with applicable IEEE/ComSoc and/or IEEE-SA policies.

## **Article 8 - Amendments**

### 8.1 Constitution

8.1.1 Amendments to this Constitution may be initiated with a:

- Proposal approved by the BoG.
- Petition submitted to the President by a minimum of 100 Members.

8.1.2 Procedure on Proposals – Proposed amendments to the Constitution require two-thirds majority vote of all the voting members of the BoG. Amendments are subject to the approval of the IEEE Vice President, Technical Activities, in accordance with the guidelines set forth in the TAB Operations Manual. After such approval, the proposed amendment shall be published in the Society magazine, or sent to the membership via email or eNewsletter. The amendment becomes effective unless one percent or more of the membership objects in writing to the designated IEEE office within 60 days of publication.

8.1.3 Procedure on Petitions – When a petition for a proposed amendment is submitted, the BoG shall prepare a summary statement and a recommendation for or against adopting the amendment. Summary statements and recommendations require a two-thirds majority vote of all the voting members of the BoG. The petition, summary statement, and recommendation shall be subject to approval by the IEEE Vice President, Technical Activities, in accordance with the guidelines set forth in the TAB Operations Manual. After such approval, the proposed amendment shall be published in the Society magazine, or sent to the membership via email or eNewsletter. The amendment becomes effective unless one percent or more of the membership objects in writing to the designated IEEE office within 60 days of publication.

8.1.4 Objections – If one percent or more objects, a ballot with the proposed amendment shall be mailed or emailed to all voting members of the Society. A return date of at least 60 days shall be allowed. Proposed amendments require a two-thirds majority of the returned ballots for approval.

8.1.5 An amendment shall become effective 60 days after all necessary approvals and notifications.

### 8.2 Bylaws

8.2.1 Approval of amendments to the Bylaws at a BoG meeting shall require a two-thirds vote of BoG members in attendance, provided a quorum is present.

8.2.2 Approval of amendments to the Bylaws without a meeting shall require a two-thirds majority vote of all the voting members of the BoG.

- 8.2.3 Bylaws amendments are subject to the approval of the IEEE Vice President, Technical Activities, in accordance with the guidelines set forth in the TAB Operations Manual. After such approval, the amendment shall be published in the Society magazine or sent to the membership via email or eNewsletter.