

APPENDIX A

INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS

ALABAMA SECTION BYLAWS

PREAMBLE: In all instances, the Institute of Electrical and Electronics Engineers (IEEE) Bylaws, Constitution, MGA Operations Manual and IEEE Policy and Procedures will prevail when there is a conflict between these documents and Section Bylaws.

ARTICLE I – Name

Sec. 1. This organization shall be known as the Alabama Section of the Institute of Electrical and Electronics Engineers.

Sec. 2. The territory served by this Section shall be the Alabama counties designated in a petition dated July 3, 1963, as recommended by the Regional Director and approved by the Regional Activities Board. These counties include: Autauga, Barbour, Bibb, Blount, Bullock, Butler, Calhoun, Chambers, Cherokee, Chilton, Choctaw, Clay, Cleburne, Coffee, Coosa, Crenshaw, Cullman, Dale, Dallas, Elmore, Etowah, Fayette, Greene, Hale, Henry, Jefferson, Lamar, Lee, Lowndes, Macon, Marengo, Montgomery, Perry, Pickens, Pike, Randolph, Russell, Shelby, St. Clair, Sumter, Talladega, Tallapoosa, Tuscaloosa, Walker, Wilcox, and Winston.

ARTICLE II – Purposes

Sec. 1. The purpose of the Section shall be to promote the principles as outlined in the Constitution and Bylaws of the Institute of Electrical and Electronics Engineers. These purposes include the advancement of the theory and practice of electrical engineering, electronics, computer, radio, allied branches of engineering and of the related arts and sciences, and the maintenance of high professional standards among its members, and shall include such other activities as necessary, suitable, and proper for the fulfillment of its purposes.

ARTICLE III – Membership

Sec. 1. Members of this Section shall be all members of the IEEE who have mailing addresses within the territory of the Section. Individual members may change membership from one Section to another in accordance with IEEE Bylaws. The grades of the Section membership include Honorary Member, Fellow, Senior Member, Member, Associate, and Student.

Sec. 2. All Fellows, Senior Members, and Members of the IEEE who are members of this Section shall be entitled to attend the meetings, vote, and hold office. Associates of the IEEE who are members of this Section shall be entitled to attend meetings and vote, but shall not have the right to hold office.

Sec. 3. Honorary Members shall be entitled to all rights and privileges except the right to hold office.

Sec. 4. Student members of the IEEE shall be entitled to attend meetings, but shall not have the right to vote or hold office.

ARTICLE IV - Chapters

Sec. 1. The Section may promote Group Chapters, or a Group or members of the group may promote a Chapter as set forth in the IEEE Bylaws. Any such Chapter is to be governed by the Section Bylaws and Section Guide.

ARTICLE V - Group Affiliates

Sec. 1. The Section shall recognize each Group Affiliate in good standing and each Affiliate so recognized shall receive notices regarding meetings and activities of the Group with which he or she is affiliated as set forth in the IEEE Bylaws.

ARTICLE VI - Officers and Management

Sec.1. The elective officers shall be a Chair, a Vice Chair, a Treasurer, a Secretary, and three Executive Committee members. All elective officers shall hold office for two years beginning January 1st and shall be eligible for re-election, but not in consecutive terms.

Sec. 2. The Executive Committee shall be the governing body of the Section, and shall direct the management of the Section's affairs. The Executive Committee shall consist of the Chair of the Section, the Vice Chair, the Treasurer, the Secretary, the immediate Past Chair, three elected members (Members-at-Large) who shall be elected every two years, and at the option of the Chair, three Committee Chairs appointed by the Chair. All Group Chapters and Subsections in the Section shall have representation on this Committee.

Sec. 3. The Chair shall have general supervision of the affairs of the Section. The Chair shall preside at meetings and shall perform such other duties and have such other powers as may be provided for in these Bylaws, or as may be delegated to the Chair by the vote of the Section. In the absence of the Chair, duties of the Chair shall be performed by the Vice Chair or a member of the Executive Committee designated by the Chair.

Sec. 4. The Treasurer shall act as the chief financial officer of the Section and shall have such duties as may be assigned by the Executive Committee, or as may be provided in these Bylaws. At the end of each fiscal year the Treasurer shall prepare a financial statement for that fiscal year to be provided to the Section Chair, the Section Executive Committee, and sent to the Regional Director.

Sec. 5. The Secretary shall perform the duties usually delegated to the office of Secretary of an organization. In addition, at the end of the administrative year the Secretary shall send to IEEE headquarters reports of meeting activity and officer confirmation for the Section, Subsections, Chapters, and Affinity Groups.

Sec. 6. Any vacancy occurring during the term shall be filled for the unexpired term by appointment by the Section Chair following a vote of the Executive Committee.

ARTICLE VII - Nomination and Election of Officers

Sec. 1. Officers of the Section shall be elected by secret, written ballot, or show of hands if only one nominee, no later than the November meeting (of an election year). Not later than the May meeting, the Chair of the Section shall appoint a Nominating Committee of three or more members (not officers of the Section) which should include the two most recent Past Chairs who are able and willing to serve. The Section Chair shall appoint the Chair of this Committee, who shall issue a "Call for Nominations" for all positions elected at -large to all voting members of the Section. Section members must submit nominations within one month of the "Call for Nominations". This Committee shall prepare a slate of candidates for the various offices, and shall place the slate in the hands of the Secretary in time for announcement at the regular September meeting of the Section. In addition to the candidates nominated by this committee, nominations by petition may be made for a period of at least twenty-eight days following the announcement of the Nominating Committee slate of candidates. A minimum of 15 signatures of members of the Section is required to place names into nomination by the petition process.

Sec. 2. No later than the October meeting, all nominations made by the Nominating Committee and by petition shall be announced. No later than the November meeting, the Chair of the Section shall appoint a Committee of Tellers, consisting of three or more members. At the November meeting, this Committee shall distribute, collect, and count the ballots and report to the Chair who shall announce the results. A plurality of the ballots returned shall be necessary for election. In the event there is only one candidate for an office, the vote may be taken by a show of hands.

Sec. 3. If, for any reason, the best interest of the Section requires a change in personnel of officers, such change may be made by a vote of the majority of the Executive Committee, subject to the approval of two-thirds of the members attending the next meeting of the Section. Due notice of the proposed change shall be mailed to all members at least one week before the meeting.

ARTICLE VIII - Meetings

Sec. 1. Regular Section meetings shall be held once each month from January through December, excluding July and August, unless otherwise ordered by the Executive Committee, except that no less than five meetings will be held during the year. Technical Societies shall meet as frequently as is warranted by the interest in the field represented.

Sec. 2. Notices of all Section meetings, Society meetings and Affinity Group meetings shall be sent to all IEEE members in the Section at least one week prior to the date of the meeting. These notices shall contain a full statement of the time, place, and business of the meeting.

Sec. 3. Special meetings may be called at any time by the Executive Committee upon written notice thereof being sent out in advance of the meeting in accordance with Section 2 of this article.

Sec. 4. The annual meeting shall be held during the month of December. At this meeting, officers for the ensuing year shall be installed and such other business transacted as should properly come before the annual meeting, or as the Executive Committee may refer to it.

Sec. 5. At least a majority of the voting members of the Section Executive Committee shall constitute a quorum at all meetings of the Section Executive Committee. A majority vote of the Section Executive Committee members present shall be necessary in the conduct of its business.

Sec. 6. The number of members required to be present to constitute a quorum at meetings of the Section where transaction of regular business requires a vote to be taken shall be the number of members actually present, provided that all members of the Section have been notified of the meeting and business to be transacted as stipulated in Article VIII, Section 2, but in no case shall be less than fifteen members.

Sec. 7. A majority of committee members shall constitute a quorum at all committee meetings.

Sec. 8. Meetings of the Section and meetings of the Section Executive Committee shall be conducted in accordance with Roberts Rules of Order - Revised.

Sec. 9. At the February meeting, the winners of the Section Engineer of the Year (EOY), the Young Engineer of the Year (YEOY), and the Distinguished Service Award (DSA) should be recognized and presented with their plaques.

ARTICLE IX - Committees

Sec. 1. The Chair, with concurrence of the Vice Chair (normally the incoming Chair), shall appoint such standing committees as are herein and hereafter provided for, or as may be considered desirable, subject to approval of the Executive Committee, and shall appoint standing committee chairs prior to December 15. The duties of these committees shall be those outlined in the Alabama Section Guide, those established by custom in the Section, and those assigned by the Section Chair and Executive Committee.

The standing committees shall include:

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| 1. Arrangements | 10. Prize Paper |
| 2. Attendance | 11. Professional Activities |
| 3. Audit | 12. Program |
| 4. Awards | 13. Publicity and Public Relations |
| 5. Data Processing | 14. Section Development |
| 6. Education | 15. Social Activities |
| 7. GOLD | 16. Student Activities |
| 8. Grade Transfer | 17. Technical Activities |
| 9. Membership Development | 18. Webmaster |

Sec. 2. The personnel of any committee may be changed by the Executive Committee or the Chairs of the Committee, subject to the approval of the Executive Committee.

Sec. 3. The Chair of the Section shall be an ex-officio member of all committees.

Sec. 4. When requested by the Section Chair, Committee Chairs shall present reports of plans and programs. Each Committee Chair shall furnish a written report by the annual meeting in December. These reports may be used to determine to what degree committee goals were met.

Sec. 5. The terms of all committees shall be coincident with those of the Section Officers.

ARTICLE X – Official Delegate and Rule Adoption

Sec. 1. The Chair shall be the official delegate of the Section at regional and national IEEE meetings where a Section representative is required. In the event of the Chair's absence or inability to attend, the Vice Chair shall be the first alternate delegate, and the Treasurer shall be the second alternate. The Regional Director shall be notified in the event an alternate will attend.

Sec. 2. In order to provide for the proper handling of the Section's routine work and the management of its affairs, the Executive Committee may adopt in connection with these Bylaws such rules and regulations as may be found necessary, but no rule or regulation shall be adopted that will conflict with these Bylaws, or with the Constitution and Bylaws of the Institute.

ARTICLE XI - Subsections

Sec. 1. Whenever within the Section circumstances arise that indicate the need for meetings in different areas, it shall be permissible for the Section to foster and inaugurate one or more Subsections locally to carry out primarily the functions of obtaining speakers and holding meetings.

Sec. 2. Subsections shall be subject to the Bylaws of the Section and shall be under the general jurisdiction of the Section Executive Committee.

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Sec. 3. The territory and limits of the Subsection shall be a geographical subdivision of the Section and shall be subject to definition and change by the Section Executive Committee and the IEEE Member and Geographic Activities Board.

Sec. 4. Subsection membership shall be limited to active IEEE members with IEEE mailing addresses within the territorial limits of the Subsection, and those IEEE members residing in contiguous territory who have chosen membership in the Subsection in accordance with IEEE Bylaws.

Sec. 5. The Subsection shall have at least two elective officers, a Chair and a Secretary-Treasurer. It may also have a Vice Chair. All Subsection officers shall be an IEEE Member, Senior Member or Fellow grade.

Sec. 6. Any vacancy occurring in the offices of the Subsection shall be filled by appointment to be made by the Executive Committee of the Section after consultation with members of the Subsection.

Sec. 7. All Subsection Committee Chairs shall be appointed by the Subsection Chair.

Sec. 8. The members of any standing or special committee shall be appointed by the Subsection Chair with the advice of the Committee Chair.

Sec. 9. Finances of the Subsection shall be operated on an annual budget approved by the Section Executive Committee. Expenditures from Section funds shall not exceed the annual budget without prior approval of the Section Executive Committee.

Sec. 10. The Nominating Committee of the Subsection shall be composed of three members not then officers of the Subsection, normally the two most recent available Subsection Past Chairs, and a third member. The Subsection Chair shall assume the duty of forming the Nominating Committee and appoint the Chair of this Committee. The nomination and election of officers will be in accordance with Article VII of these Bylaws, except that the dates for appointment of a nominating committee, the call for nominations, presentation of a candidate slate, and deadline for petition nominations may differ somewhat from the Section. Duly elected officers shall assume their official duties on the first day of January succeeding their election and shall hold office for two years or until their successors take office. The consecutive period of service in any one office shall not exceed two years.

Sec. 11. Regular meetings shall generally be held at such times and places as may be designated by the Subsection Chair. A minimum of five meetings must be held during the year.

Sec. 12. All regulations contained in the IEEE Bylaws and in the Section Bylaws that are not included in this Article XI are in effect and are appertaining to subsections.

ARTICLE XII – Affinity Groups

Sec. 1. Whenever circumstances arise within the Section that indicate the need for a local unit of a standing committee to fulfill the purposes of IEEE in a non-technical area not otherwise being adequately addressed, it shall be permissible for the Section to petition a parent organizational unit to establish an Affinity Group locally to hold meetings or sponsor activities of a non-technical nature.

Sec. 2. Responsibility for Affinity Group management shall rest with the Section, which shall have control of all financial and other assets of the Affinity Group in carrying out its activities. The Affinity Group will be under the joint supervision of the Section Executive Committee and the parent organizational unit (“parent entity”).

Sec. 3. An Affinity Group shall be required to maintain a membership of not fewer than six (6) members, other than students, and to hold not less than two group-interest meetings per year, or to maintain a level of activity acceptable to the Section Chair and Region Director.

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Sec. 4. An Affinity Group shall submit annually a meeting report, a roster of officers and a roster of members to the Section Secretary.

Sec. 5. The Affinity Group shall have at least three elective officers, a Chair, a Vice Chair and a Secretary-Treasurer. All Affinity Group officers shall be an IEEE Member, Senior Member or Fellow grade, nominated and elected as detailed in Article VII of these Bylaws. The organizer of the Affinity Group becomes the interim Chair pending election of a regular Chair at a later organizational meeting. Any vacancy occurring in the offices of the Affinity Group shall be filled by appointment to be made by the Executive Committee of the Section after consultation with members of the Affinity Group.

Sec. 6. The Affinity Group Chair shall serve as Chair for all meetings of the Affinity Group and any Affinity Group Committees. The Affinity Group Vice Chair shall assist the Chair in the coordination of all Affinity Group activities, and in the absence of the Chair shall chair meetings of the Affinity Group and Affinity Group Committees. The Affinity Group Secretary-Treasurer shall take care of correspondence, mail notices of and keep minutes of meetings, develop an Affinity Group budget for approval by the Section, account for all Affinity Group funds and expenditures, keep financial records and submit meeting reports, rosters of members and officers and a financial record to the Section.

Sec. 7. The term of office for all officers shall normally be one year, but may continue until a successor has been duly elected and takes office. The term of office will date from 1 January through 31 December. The consecutive period of service in any one office shall not exceed two years, with no extensions. The names of newly elected/appointed officers voting and non-voting of the Affinity Group shall be reported by the Chair to IEEE Member and Geographic Activities within 20 days following election/appointment.

Sec. 8. All Affinity Group Committee members shall be appointed by the Affinity Group Chair.

Sec. 9. Finances of the Affinity Group shall be operated on an annual budget approved by the Section Executive Committee. Expenditures from Section funds shall not exceed the annual budget without prior approval of the Section Executive Committee.

Sec. 10. The Affinity Group Chair shall appoint a Nominating Committee composed of three members not then officers of the Affinity Group, and appoint the Chair of this Committee. The nomination and election of officers will be in accordance with Article VII of these Bylaws, (with the words Affinity Group substituted for Section), except that petition signatures will require only a minimum of one per cent of the voting members of the Affinity Group but not more than ten signatures.

Sec. 11. All regulations contained in the IEEE Bylaws and in the Section Bylaws that are not included in this Article XII are in effect and are appertaining to Affinity Groups.

ARTICLE XIII - Amendments

Sec. 1. Proposed Bylaws or changes thereto, and the reasons therefore, shall be mailed to the Section Executive Committee members at least twenty days before the stipulated meeting of the Section Executive Committee at which the vote shall be taken. Two-thirds of all votes cast at that meeting shall be required to approve any new Bylaws, amendment or revocation.

Sec. 2. Such Bylaws must be consistent with the IEEE Constitution, IEEE Bylaws and published interpretation of policy. A copy of the current Section Bylaws and any amendments thereafter shall be submitted to the Regional Director and to the Member and Geographic Activities Director for review prior to forwarding to MGA Board for approval.

ARTICLE XIV - Publications

Sec. 1. The Section may publish a bulletin (newsletter) each month if the Executive Committee so desires. It must publish notices of Section meetings where business will be transacted and also Technical Society meetings in accordance with other provisions of these Bylaws. The present bulletin (newsletter) named *Significant Bits* may be changed to another name if so desired with the approval of the Executive Committee.

Sec. 2. The Section may publish a digest of technical papers or a monthly magazine upon approval of the Executive Committee. The Executive Committee will assign a suitable name to the publications. Advertising may be accepted for publication in the Section magazine or bulletin provided it conforms to IEEE established policies.

ARTICLE XV - Finances

Sec. 1. There shall be no Section dues.

Sec. 2. The ordinary expenses of the Section shall be defrayed by the funds supplied by the IEEE. Funds on hand in the Section Treasury, from whatever source derived, are the property of IEEE, and shall not be used for purposes other than the normal operations of the Section, without prior authorization of the IEEE Executive Committee.

Sec. 3. Emergency or extraordinary expenses may be provided for by voluntary contributions from the membership of the Section. A unanimous vote of the Section Executive Committee is required before such a request may be made.

Sec. 4. The Section may require non-members who wish to be placed on the mailing list for notices, to pay in advance for the estimated cost of such notices. The maintenance of non-members on the Section mailing list shall conform to IEEE policies.

Sec. 5. The fiscal year of the Section shall be 1 January - 31 December. Sections shall submit an annual Financial Operations Report to the IEEE Staff Director, Financial Services at the end of each calendar year. Upon request, the Section shall provide a summary of the Section's financial report to its Regional Director.

Sec. 6. A budget detailing the predicted fiscal operation of the Section's activities for each fiscal year shall be prepared by the incoming Treasurer and shall be subject to acceptance at a Section Executive Committee meeting not later than February 15, to prepare for the orderly transaction of the Section's financial and business affairs.

Sec. 7. Should the Section be dissolved for any reason whatever, all the assets of whatever nature shall revert to the IEEE.

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Rev. April 7, 1986

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