

# **IEEE REGION 8 BYLAWS**

**As approved by 95<sup>th</sup> meeting of the Region 8  
Committee on 10<sup>th</sup> October 2010, in Prague and by MGA  
Board, November 2010**

## **IEEE REGION 8 BYLAWS**

### **R8-1 THE INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS, INC.**

IEEE Region 8 is a Geographic Organizational Unit of IEEE.

#### **R8-1.1 IEEE INCORPORATION**

IEEE is incorporated under the New York State Not-for-Profit Corporation Law. The text of that law changes from time to time; the IEEE Executive Director should be consulted prior to taking any action which relates to that law.

#### **R8-1.2 GOVERNANCE**

The regulations by which IEEE, the Member and Geographic Activities Board (MGA Board) and Region 8 are governed are embodied in several documents. The IEEE Certificate of Incorporation and Constitution, which can be approved and amended only by the voting members of the Institute, contain IEEE's fundamental objectives, organization, and procedures. Implementation of the provisions of the Constitution and Certificate of Incorporation, in specific organizational structures and procedures, is entrusted to the IEEE Bylaws, which are approved and amended by the IEEE Board of Directors (BoD). The Region 8 Bylaws provide more detailed statements of specific policies, objectives and procedures than are appropriate for inclusion in the Constitution, IEEE Certificate of Incorporation and IEEE Bylaws, and specifically relate to the geographical, educational and scientific activities in the Institute. The Region 8 Bylaws are published herewith. They are approved and amended by the Region 8 Committee.

The precedence of these documents should be remembered by all those engaged in IEEE management duties. The Region 8 Bylaws must not be in conflict with the Constitution, and must conform to the provisions of the Constitution, IEEE Articles of Incorporation and the IEEE Bylaws. If, having consulted these documents, questions of procedure or interpretation remain, inquiries should be made to the IEEE Executive Director or designee.

### **R8-2 NAME**

The name of the Region is the IEEE Region 8.

#### **R8-2.1 BOUNDARIES.**

Region 8 shall consist of Africa, Europe, Russia, Greenland and all Asian countries West of Pakistan, North and West of Afghanistan and North of Mongolia and China.

The boundaries may not be changed without the agreement of the Region 8 Committee and the approval of MGA Board.

#### **R8-2.2 BYLAWS**

The Bylaws as here laid down shall be established to govern the operations and administration of the Region.

##### **R8-2.2.1 BYLAW REVISIONS**

Proposed changes to the Bylaws of Region 8 and the reasons therefore shall be distributed to all voting members of the Region 8 Committee at least twenty-eight days (28) before the stipulated Region 8 meeting. Two-thirds of all votes cast by

the members at the meeting shall be required to recommend a new Region 8 Bylaw or to amend or revoke any existing Region 8 Bylaw, but shall not be effective until approved by MGA Board.

#### **R8-2.3 OPERATIONS MANUAL**

Except as otherwise set forth in these Region 8 Bylaws, the composition, membership requirements, reporting structure and financial and administrative considerations for each Region 8 Operational Unit shall be included in a Region 8 Operations Manual.

##### **R8-2.3.1 OPERATIONS MANUAL REVISIONS**

Proposed changes to the Region 8 Operations Manual and the reasons therefore shall be distributed to all voting members of the Region 8 Committee at least twenty-eight (28) days before the stipulated Region 8 meeting. A majority of the votes cast by the members present at the meeting shall be required.

### **R8-3 COMMITTEE MEMBERSHIP**

The Region 8 Committee shall consist of the following voting members:

- Director
- Director-Elect
- Past Director
- Treasurer
- Secretary
- Vice Chair - Member Activities
- Vice Chair - Student Activities
- Vice Chair - Technical Activities
- The Region 8 Section Chairs

Other members may be appointed without voting privileges.

#### **R8-3.1 OFFICERS**

The Officers of Region 8 shall be:

- Director
- Director-Elect
- Past Director
- Treasurer
- Secretary
- Vice Chair - Member Activities
- Vice Chair - Student Activities
- Vice Chair - Technical Activities.

##### **R8-3.1.1 OPERATING COMMITTEE (OPCOM)**

The Region 8 Officers constitute the Region 8 Operating Committee (OpCom).

##### **R8-3.1.2 DIRECTOR-ELECT**

The Director-Elect shall be elected, for a two-year term, during the even numbered years; and shall assume office on the following 1<sup>st</sup> January. The Director-Elect shall be elected as a part of the annual IEEE elections and shall be elected from a slate of no less than two or more than three nominees in accordance with MGA guidelines for the election of Regional Directors-Elect. The petition process defined by IEEE Bylaws for Regional Director-Elect shall apply. At the

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end of his/her two-year term the Director-Elect shall automatically become Region Director for a two year term, without further election.

### **R8-3.1.3 DIRECTOR**

The Region 8 Director shall be the Chair of the Region 8 Committee.

The Chair of the Region 8 Committee shall serve as member of the Member and Geographic Activities Board and as a member of the IEEE Board of Directors

### **R8-3.1.4 PAST DIRECTOR**

On the expiration of his/her Regional Director's term, the Director shall serve on the Region 8 Committee as Past Director for a two-year term.

The Past Director shall be the focal point for the following activities in Region 8:

- Nominations and Appointments
- Strategic Planning
- Awards and Recognition
- Questions concerning R8 Bylaws and R8 Operations Manual
- Human Resources Development and Training

Additional responsibilities may be assigned by the Region 8 Director.

### **R8-3.1.5 SECRETARY**

The term of office of the Region 8 Secretary shall coincide with that of the Director. The Region 8 Nominations and Appointment Subcommittee, after consultation with the Director-Elect, submits to the Region 8 Committee; candidate(s) for the election of the Region 8 Secretary to follow. If the current Region 8 Secretary is reelected, his/her term of office is prolonged by two years.

The Region 8 Secretary shall be the chief administrative officer of the Region 8 Committee.

The Region 8 Secretary having served his/her term shall be eligible to be re-elected

### **R8-3.1.6 TREASURER**

The term of office of the Region 8 Treasurer shall coincide with that of the Director. The Region 8 Nominations and Appointment Subcommittee, after consultation with the Director-Elect, submits to the Region 8 Committee; candidate(s) for the election of the Region 8 Treasurer to follow. If the current Region 8 Treasurer is reelected, his/her term of office is prolonged by two years.

The Region 8 Treasurer shall be the chief financial officer of the Region 8 Committee.

The Region 8 Treasurer having served his/her term shall be eligible to be re-elected.

### **R8-3.1.7 VICE CHAIRS**

The Region 8 Vice Chairs shall be elected by the Region 8 Committee from nominations provided by the Region 8 Nominations and Appointment Subcommittee.

Their term of office shall be for one year. After having served one term, they shall be eligible to be re-elected for up to two additional one year terms.

Vice Chairs shall fulfill the responsibilities as defined herein and report to Region 8 on the activities of Subcommittees which report to them.

#### **R8-3.1.7.1 VICE CHAIR - MEMBER ACTIVITIES**

The Vice Chair - Member Activities shall be responsible for planning, leadership, and guidance for member activities.

The Vice Chair - Member Activities shall be the focal point for the following activities in Region 8:

- Membership development
- Professional Activities
- Region 8 News
- Electronic Communications
- Affinity Group Activities (GOLD program, Life Members, Women in Engineering, etc.)

#### **R8-3.1.7.2 VICE CHAIR - STUDENT ACTIVITIES**

The Vice Chair - Student Activities shall be responsible for planning, leadership, and guidance for student activities.

The Vice Chair - Student Activities shall be the focal point for the following activities in Region 8:

- Student Contests and Awards
- Student Branch Coordination
- Student Publications
- Student Programs and Activities

#### **R8-3.1.7.3 VICE CHAIR - TECHNICAL ACTIVITIES**

The Vice Chair - Technical Activities shall coordinate the technical activities of Region 8 and interface to the Technical Activities of IEEE as well as corresponding functions in the MGA Board.

The Vice Chair - Technical Activities shall be the focal point for the following activities in Region 8:

- Chapter Coordination
- Conference Coordination
- Education Activities
- Industry Relations
- Standards

### **R8-3.2 LIAISONS**

Region 8 shall provide for liaison members to serve on other IEEE Boards or Committees, or maintain active liaison by

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other means deemed appropriate by the respective Chairs of these Boards.

### **R8-3.3 REGION 8 COMMITTEE MEETINGS**

The number of regular meetings of Region 8 during the year normally shall be two, and not less than once a year.

Meetings of the Committee may be held anywhere within the boundaries of the Region, or elsewhere with the authorization of MGA Board.

Once scheduled, a meeting date or location may be altered or canceled only for sufficient cause

Unless in executive session, meetings of the Region 8 Committee, Region 8 OpCom, and Region 8 Subcommittees shall be open to all members of IEEE.

#### **R8-3.3.1 CHAIR**

In the absence of the Director, the Past-Director, the previous Past-Directors, the Director-Elect, or the Vice Chairs, and in that order of priority, shall chair the Committee. If none is present, the Committee shall elect a Chair from among those present.

#### **R8-3.3.2 QUORUM**

A quorum shall consist of a majority of Committee members or their alternates and shall include representatives from not less than half the Sections in the Region.

#### **R8-3.3.3 SPECIAL MEETINGS**

Special meetings of the Region 8 Committee may be called by the Region 8 Director or by one-third of the Region 8 Committee voting members on notice to all other Region 8 Committee members. Notice of such special meetings, giving the time and place of the meeting, the purpose of the meeting and the names of the Region 8 Committee voting members calling the meeting, shall be distributed to all Region 8 Committee members not less than twenty-eight (28) days before the date set for the special meeting.

#### **R8-3.3.4 MEETINGS WITHOUT NOTICE**

A Region 8 Committee meeting may be held without notice if waivers of notice signed by all Region 8 Committee voting members are filed with the Secretary, with notation thereof entered in the minutes of the meeting.

#### **R8-3.3.5 VOTING PRIVILEGES**

A Section Chair who is unable to attend a meeting of the Region 8 Committee may appoint an alternate with power to vote.

Persons holding more than one office in Region 8 bodies shall be limited to one vote in the Committees on which they serve. Persons holding more than one office in the Region 8 OpCom shall also be limited to one vote in the Region 8 OpCom.

#### **R8-3.3.6 ROBERT'S RULES OF ORDER**

Meetings of the Region 8 Committee, the Region 8 OpCom, and Region 8 Subcommittees shall generally be conducted in accordance with Robert's Rules of Order (latest version).

#### **R8-3.3.7 MEETINGS IN EXECUTIVE SESSION**

Meetings of the Region 8 Committee, the Region 8 OpCom, and Region 8 Subcommittees shall be in executive session when such meetings pertain to the elections process and involve discussions of the qualifications of individual members, and in situations where confidential matters related to individuals are being discussed.

#### **R8-3.3.8 LANGUAGE**

The proceedings of the Region 8 Committee, and all the documents connected with Region 8 Committee Meetings, shall be in English.

#### **R8-3.3.9 MEMBER ELIGIBILITY REQUIREMENTS**

To be eligible to serve on the Region 8 OpCom or Chair any Region 8 Subcommittee the member must be a voting member of IEEE.

Requirements for other positions may be specified in the R8 Operations Manual.

#### **R8-3.3.10 ACTIONS WITHOUT MEETING**

Unless otherwise provided in the Certificate of Incorporation or Constitution, or the IEEE Bylaws, or the Not-for-Profit Corporation Law of the State of New York, any action required or permitted to be taken by the Region 8 Committee, the Region 8 OpCom or a Region 8 Subcommittee may be taken without a meeting if all members of the Region 8 Committee, Region 8 OpCom, or Region 8 Subcommittee, as the case may be, vote unanimously on the action, with the vote to be promptly confirmed in writing. The written confirmation shall be filed with the minutes of the proceedings of the Region 8 Committee, Region 8 OpCom, or Region 8 Subcommittee.

#### **R8-3.3.11 MEETINGS BY TELECOMMUNICATIONS**

Any one or more members of the Region 8 Committee, Region 8 OpCom or a Region 8 Subcommittee may participate in a meeting of Region 8 Committee, Region 8 OpCom or a Region 8 Subcommittee, as the case may be, by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other. The normal voting requirements shall apply when action is taken by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other. Minutes of such Region 8 Committee, Region 8 OpCom or Region 8 Subcommittee meetings shall be distributed to all members.

#### **R8-3.3.12 NOTICE OF MEETINGS**

Notices of meetings and any other documents required to be sent to Region 8 Committee members shall be sent not less than twenty-eight (28) days before the date of the next meeting or may be published in an appropriate and accessible manner on an IEEE-controlled website. Where confidentiality

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is needed, the documents may be protected by a password notified to or chosen by the intended recipients(s).

### **R8-3.4 REGION 8 SUBCOMMITTEES**

Region 8 Subcommittees are defined in the R8 Operations Manual.

### **R8-3.5 SECTIONS**

A Section shall be the basic operating unit of IEEE. A Section shall be established with the approval of the Region 8 Committee by petition of those who live/work in relatively close proximity.

Details about the formation, activities and operation are defined in the R8 Operations Manual.

### **R8-3.6 SUBSECTIONS**

A Subsection shall be a part of a Section or Region, and established with the approval of the Region 8 Committee by

petition of those who live/work in relatively close proximity. Financial resources required for the operation of the Subsection are the responsibility of the Geographic Unit (Region or Section) creating the Subsection.

Details about the formation, activities and operation are defined in the R8 Operations Manual.

### **R8-3.7 CHAPTERS, STUDENT BRANCHES, STUDENT BRANCH CHAPTERS AND AFFINITY GROUPS**

Details about the formation, activities and operation of these Organizational Units are defined in the R8 Operations Manual.