

Institute of Electrical & Electronics Engineers Instrumentation & Measurement Society Constitution

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ARTICLE I - NAME AND PURPOSE

Section 1. The name of this organization is the IEEE Instrumentation and Measurement Society, hereinafter called I&M Society or the Society.

Section 2. The establishment of the IEEE Instrumentation and Measurement Society is authorized in accordance with Articles in the IEEE Constitution, to promote the objectives and interests of the IEEE. The IEEE Bylaws provide the specifications and operating rules for the Society.

Section 3. In accordance with the IEEE Constitution and Bylaws and in consonance with the Society Field of Interest hereinafter defined, the Society fosters:

- (a) the advancement of the theory and practice of electrical and electronics engineering, the allied branches of engineering and the related arts and sciences;
- (b) the advancement of the professional standing of members;
- (c) the continuing education of members, and
- (d) the compliance with the standards of ethical and professional conduct as set forth in the IEEE Code of Ethics, the IEEE Bylaws and the IEEE Policy and Procedures Manual.

Section 4. The Society promotes close cooperation and exchange of technical information among members and with other professional societies and individuals who share common interests, as set forth in the Society Field of Interest. Means for attaining these objectives include, but are not limited to,

- (a) sponsoring and/or holding meetings for the presentation of papers and their discussions;
- (b) publishing periodicals and approved IEEE Press Books that incorporate papers or information of lasting value concerned with or related to the Society Field of Interest: and
- (c) establishing Society committees to study and provide for the needs of its members and the profession

ARTICLE II - FIELD OF INTEREST

Section 1. The Field of Interest of the Society is the science of developing and using electrical and electronic instruments for the purpose of measuring, monitoring or recording various physical phenomena that may or may not be of an electrical nature. This includes analog and digital electronic instruments, systems and standards for measuring and recording electrical quantities in the frequency domain (including DC) and the time domain, and transducers to give access to non-electrical quantities. Instruments with automated control and analysis functions are part of the Field of Interest.

Section 2. The Field of Interest of the Society will be reviewed every two years (even numbered years) to assure compliance with the then current IEEE and Society needs. The Field of Interest may be modified to satisfy the needs of the IEEE and the Society. However, such revisions are amendments to this Constitution and must be accomplished according to the amendment requirements in this Constitution and according to the IEEE Bylaws and Policy and Procedures Manual then in effect.

ARTICLE III - SOCIETY MEMBERSHIP

Section 1. Membership in this Society is available to all IEEE members who have interests in the Society Field of Interest. The terms "IEEE member" or "member" where used in this Constitution, the Society Bylaws, and the Society Handbook includes all grades of IEEE membership as defined by the IEEE Bylaws then in effect. Voting privileges in the Society are extended to Society members in all IEEE grades of membership other than student.

Section 2. Affiliates of the IEEE Instrumentation and Measurement Society are non-IEEE members who are admitted to some of the rights and privileges of Society activities. The qualifications of Society affiliates and their limits in rights and privileges areas stipulated in the IEEE Bylaws and subject to the then in effect IEEE Policy and Procedures Manual, the Manual for the cognizant IEEE Board and any other requirements imposed by the Society Bylaws and the I&M Society Handbook.

Section 3. Individuals who are not Society members, IEEE members or Society affiliates will not be admitted to any rights and privileges of Society activities other than publication of papers and participation in Society conferences and educational activities.

ARTICLE IV - BYLAWS

Section 1. Definitions.

Bylaws are established as hereinafter set forth, for the purpose of governing the operation and administration of the Society. The term "Bylaws" as used in this Constitution refers only to I&M Society Bylaws. The term "IEEE Bylaws" as used in this Constitution refers only to the Bylaws of the IEEE.

Section 2. Procedure for changing Bylaws:

Bylaw change(s) or revision(s) may be initiated as part of the regular review of the Society Organization Committee or by a petition submitted by at least twenty-five Society voting members or by at least one-third of the AdCom Voting Members. Such petitions must be submitted to the Society President and Executive Director. Within ten days after receipt of a petition, the Society Executive Director will initiate the Bylaw modification and revision procedure set forth in this Article.

Proposed Bylaw changes and reasons therefore shall be mailed to all AdCom Members at least twenty days before the AdCom meeting at which the vote shall be taken. Two-thirds of all votes cast at the meeting shall be required to approve any new Bylaw, amendment or revocation.

ARTICLE V - SOCIETY INCOME

Section 1. The IEEE collects, on behalf of the Society, all annual dues, fees and assessments from Society members and affiliates, in accordance with the IEEE Bylaws and applicable IEEE policies and procedures. Dues, fees and assessments are established and levied in accordance with Society Bylaws and applicable IEEE ByLaws.

ARTICLE VI - SOCIETY ADMINISTRATIVE COMMITTEE

Section 1. The Administrative Committee (AdCom) is the governing body of the Society. The AdCom consists of 16 elected Members-at-Large, the duly elected Officers of the Society, the Senior and Junior Past Presidents and the AdCom Ex-Officio members, if any. Only the AdCom Voting Members are eligible to vote on issues involved in society Operations. The AdCom Voting Members include only those Members-at-Large and the Society Officers whose terms as Member-At-Large have expired.

Section 2. The term of the 16 Members-at-Large of the AdCom is four years. The AdCom Members-at-Large are elected by the voting members of the Society in accordance with the provisions of Article IX, Nominations and Elections, below, and as specified in the Bylaws. Four Members-at-Large are elected each year from a slate of at least four candidates selected by the AdCom plus any write-in candidates. All candidates must be Society members in good standing, who are of IEEE Senior Member or Fellow grade and who otherwise comply with the requirements set forth in the IEEE Constitution, Bylaws and Handbook.

Section 3. If AdCom Members-at-Large are not elected on the day designated or fixed in the Bylaws, every current AdCom Member-at-Large will continue to hold office and discharge duties until successors have been elected.

Section 4. The ByLaws specify the Ex-Officio members of the AdCom, if any.

Section 5. The AdCom has such Standing Committees as are prescribed in the Bylaws and/or in the Society Handbook. Such Standing Committees have the powers and are governed by rules as stipulated first by this Constitution, second by the Bylaws and third by the Society Handbook.

The AdCom may designate or appoint one or more Ad Hoc committees. Such Ad Hoc committees have such powers of the AdCom as the AdCom may confer upon them from time to time. The life for Ad Hoc committees is no more than two (2) years, unless otherwise specified when such Ad Hoc committees are designated or appointed. Such Ad Hoc committees are governed by the rules specifically established for such committees and as otherwise set forth in the Society Handbook.

Section 6. The AdCom may authorize or establish technical committees, technical sub-committees or other groups of members and administrative entities for promoting the objectives and interests of the Society and the IEEE. All such Society entities that may exist or be established are governed by the specifications and operating rules set forth in the Bylaws, the Society Handbook and the applicable IEEE policies and procedures.

Section 7. The AdCom must at least two meetings during each IEEE fiscal year, including an Annual Meeting which is the last regularly scheduled meeting in each IEEE fiscal year. This annual meeting may be held in conjunction with a Society sponsored conference or major IEEE meeting or conference. Other meetings of the AdCom may be called by the President of the Society at his or her discretion or upon the request of three or more voting AdCom Members (Members-at-Large and Society Officers) to the Society President and Executive Director. Notice of all AdCom meetings shall be as specified in the ByLaws.

Section 8. A majority of the AdCom Voting Members present constitute a quorum at all AdCom meetings.

Section 9. The newly elected members of the AdCom assume office on the first day of the IEEE fiscal year (calendar year).

ARTICLE VII - SOCIETY OFFICERS

Section 1. The AdCom Voting Members every two years elect a President and an Executive Vice-President, and annually elect one or more Vice-Presidents and a Treasurer from the current AdCom Members-at-Large, in accordance with the requirements set forth in the Bylaws. The term of office for the President and Executive Vice-President is two years and for the Vice-Presidents and Treasurer, one year or until their successors are elected. The Vice-Presidents are eligible to serve second full consecutive terms for their offices. The Executive Vice-President serves a two-year term and then is eligible to succeed the President in that office, if elected. Neither the President nor Executive Vice-President are eligible to serve a second consecutive term. The Treasurer is eligible to serve until a successor is elected. Following the term or terms of office as President, this office holder successively serves as Junior Past President and Senior Past President during the terms of the two succeeding Presidents.

Section 2. The newly elected Society Officers assume office on the first day of the IEEE fiscal year (calendar year). Terms of office for all Society Officers coincide with the IEEE fiscal year.

Section 3. In accordance with the IEEE Constitution, IEEE Bylaws and IEEE Code of Ethics, no Society Officer may receive, directly or indirectly, any salary, compensation, or emolument from the Society or the IEEE either as such Society Officer or in any other capacity, unless authorized by the Bylaws or by concurring vote of two-thirds of all AdCom Members-at-Large at a regularly constituted meeting. Further, no Society Officer or AdCom member may have an interest, directly or indirectly, in any contract relating to the operations of the Society, nor in any contract for furnishing supplies, unless authorized by the IEEE Bylaws.

ARTICLE VIII - MANAGEMENT

Section 1. The President supervises the affairs of the Society, as directed by the AdCom and in accordance with the powers as defined in this Constitution and in the Bylaws. The President performs these duties as directed by the AdCom, as defined herein, and as set forth in the Bylaws and in the current Society Handbook. The President presides at meetings of the AdCom and at other meetings specified in the Bylaws and in the Society Handbook.

Section 2. The President is an ex-officio member of all committees of the Society. The President serves as the Society (ex-officio) voting member on the IEEE Technical Activities Board (TAB) as specified in the IEEE Bylaws.

Section 3. In the absence or incapacity of the President, the Junior Past President or, in his absence, the Senior Past President presides at AdCom meetings. The Vice-Presidents perform such duties as are delegated by the President or as may be specified in the Bylaws and the Society Handbook.

Section 4. This Society will allow for an Executive Director. The Executive Director, under the direction of the AdCom, is responsible for keeping Society records as required by the IEEE Bylaws, the IEEE Policy and Procedures Manual, the Society Bylaws and the Society Handbook. The Executive Director will send current copies of all AdCom meeting notices, minutes of meetings and other materials of an archival nature to the

Secretary of TAB. The Executive Director performs those other duties specified in the Bylaws and the Society Handbook and is responsible for all AdCom meeting arrangements.

Section 5. The Treasurer, under the direction of the AdCom and its standing Committees on Finance, is responsible for keeping current financial records, for providing regular financial reports (including audit reports), for assuring compliance with all Society budgets, for approval or disapproval of the disbursements of funds held by IEEE for the benefit of the Society, and for the performance of those other duties specified in the IEEE Policy and Procedures Manual, in the Society Bylaws and in the Society Handbook. The Treasurer is responsible for auditing or for arranging for the audit of the financial records and reports of Society sponsored or co-sponsored conferences, meetings, tutorials and conventions, in accordance with IEEE policies and procedures.

Section 6. The Society normally utilizes the services of IEEE Headquarters to receive and disburse all funds held for the benefit of the Society in a depository established by IEEE Headquarters, as required by IEEE Bylaws, policies and procedures. If any part of the Society funds are received and deposited separately, the terms and conditions must be in accordance with IEEE policies and procedures, and subject to any special limitations imposed by the AdCom. All contractual agreements and contracts concerned with the acquisition of equipment, real property and personal services are subject to approval by the AdCom, the IEEE General Manager and the IEEE Executive Committee, as set forth in the IEEE Bylaws and the IEEE Policy and Procedures Manual.

Section 7. The duties and responsibilities of the Officers are as defined in this Constitution and in the Bylaws and as further delineated in the Society Handbook.

ARTICLE IX - NOMINATIONS AND ELECTIONS

Section 1. The nominating procedures must include provisions for petition by Society members to place a name on the ballots for AdCom Members-at-Large and for Society Officers. The method of making nominations and the schedule for elections must be specified in the Bylaws.

Section 2. Election of the Members-at-Large of the AdCom will be by mail ballot of the Society voting members, as prescribed in the Bylaws.

ARTICLE X - VACANCIES

Section 1. The existence of a Vacancy in the AdCom or among the Society officers will be determined by the AdCom Members-At-Large and in accordance with the Bylaws.

Section 2. Within-term AdCom and elected Society Officer vacancies must be filled in accordance with the Bylaws.

Section 3. All other vacancies will be determined by the AdCom Members-At-Large and will be filled in accordance with the Bylaws and the Society Handbook.

ARTICLE XI - SOCIETY MEETINGS

Section 1. The Society may sponsor or conduct meetings, conferences, symposia, workshops, tutorials, or conventions, in the conduct of its business, as specified in the ByLaws

ARTICLE XII - PUBLICATIONS

Section 1. Publications undertaken by the Society are subject to IEEE policies and procedures and to the guidance or controls prescribed by the AdCom or its duly appointed Standing Committee on Publications. The Society is responsible for the financial aspects of its publications program.

Section 2. The President, with the advice and consent of the AdCom, will appoint such editors as may be required to implement the publication program.

ARTICLE XIII - AMENDMENTS

Section 1. Amendments to this Constitution may be proposed by two-thirds (2/3) of the voting AdCom Members, or may be initiated by a petition submitted by at least twenty-five members of the Society. Such petitions must be submitted to TAB for approval. After such approval, the proposed amendment shall be publicized in the Society Transactions or Magazine, or by direct mailing to all Society members, with notice that the amendment becomes effective unless at least ten percent of the Society members object within 30 days after the publication or distribution of such notices. If such objections are received, a copy of the proposed amendment must be mailed to all members of the Society at least 30 days before the date appointed for return of the ballots, and the ballots must carry a statement of the time limit for their return to the IEEE Office (Teller) designated by the Secretary of TAB. When a mail vote of the entire Society membership is made necessary, approval of the amendment by at least two thirds of the returned ballots is necessary for its enactment.

ARTICLE XIV - RESOLUTION OF CONSTITUTIONAL ISSUES

Section 1. Questions of interpretation of this Constitution and/or the accompanying Bylaws must be resolved by a two-thirds vote of the total voting members of the AdCom. If necessary the IEEE Board of Directors shall be the final authority.
