

## **UNITED KINGDOM & IRELAND (UK & IRELAND) SECTION BYLAWS**

In all instances the IEEE Constitution, Bylaws, IEEE Policy & Procedures and Member and Geographical Activities Board (MGAB) Operations Manual shall prevail if any conflict is identified with the Section Bylaws below. The UK & IRELAND Bylaws shall not contradict the laws of the nations of the territory of the Section.

### **ARTICLE I - Name and Territory**

- Sec. 1 The organization shall be known as the IEEE United Kingdom and Ireland Section (IEEE UK & Ireland Section).
- Sec. 2 The territory of the UK & IRELAND Section, as approved by MGAB, comprises: The United Kingdom of Great Britain and Northern Ireland, The Republic of Ireland, The Channel Islands, The Isle of Man

### **ARTICLE II - Membership**

- Sec. 1 Section members are those IEEE members of all grades residing within the territory of the Section, or who live or work in a neighbouring Section and who have requested Contiguous Section Membership status from UK & IRELAND Section ExCom.
- Sec. 2 Section members with the grade of Graduate Student Member, Member or higher may vote in Section elections and at general meetings. Associate and Student members are not eligible to vote in Section elections or at general meetings.
- Sec. 3 Section members who are Graduate Student Members, Members or higher grades may hold elected office or chair a Section committee.
- Sec. 4 The Section Executive Committee or a Chapter committee may invite non-members of the IEEE to Section and Chapter meetings and notify them of Section publications.

### **ARTICLE III - Officers**

- Sec. 1 The elected officers of the UK & IRELAND Section shall be:
  - Chair
  - Vice Chair = Chair Elect

Immediate Past Chair

Treasurer

Secretary

- Sec. 2 The term of office of the Chair shall be for two years consecutively Election to Chair shall be through the office of Vice-Chair. The Vice-Chair shall be elected by ballot of voting members of the Section (as defined in II/2). Upon the retirement of the Chair at the end of his or her term or by resignation, the Vice-Chair shall succeed to the office of Chair. The Chair shall not be eligible for re-election to the office of Chair until two years have elapsed after ceasing to be immediate past Chair. The Secretary shall serve a term of two years and shall be eligible for re-election at the end of each term. The Treasurer shall serve a term of four years and shall be eligible for re-election at the end of each term.
- Sec. 3 Terms of office shall begin on January 1st and end on December 31st. Outgoing officers shall serve until their successor is duly elected and takes office.
- Sec. 4 The Section Executive Committee shall, by a simple majority vote, have power to fill casual vacancies among Committee members and among the elected officers for the unexpired portion of the term of office of the individual replaced or, in the case of a failure to elect, for the entire term of office.
- Sec. 5 In the case of elected officers a period of service to fill a casual vacancy shall not count towards the maximum period of office specified in Section III/2 above, unless that period exceeds one year in which case each whole year shall count towards the time in office of that officer.

#### **ARTICLE IV - Standing Committees**

- Sec. 1 The Standing Committees of the Section shall be:

Awards & Fellows Committee

Nominations and Appointments (N&A) Committee

Membership Development Committee

Student Activities Committee

Professional Activities Committee

Such other Committees as the Section Executive Committee may appoint

- Sec. 2 The Chairs of Standing Committees and other positions on the Section Executive Committee shall be proposed by the Section Chair and appointed by simple majority vote of the Section Executive Committee. All other members of a Standing Committees other than the N&A Committee (see VI/1) may be appointed by the Chair of that Standing Committee.
- Sec. 3 The term of office of Standing Committee Chairs shall be two years at which time they may be reappointed by the Executive Committee.

## **ARTICLE V - Management**

- Sec. 1 The Section Executive Committee shall have power to approve such Chapters and Student Branch Chapters at the request of specific society members in consultation with the relevant societies and also, where relevant, Student Branches and Affinity Groups as it assesses to be appropriate and shall provide for their financial and administrative management.
- Sec. 2 The management of the Section shall be by the Section Executive Committee which shall consist of:
- Section Chair
  - Section Vice Chair = Chair-Elect
  - Immediate Past Section Chair
  - Secretary
  - Treasurer
  - Chairs of Standing Committees
  - Chapter Chairs
  - Chairs of Affinity Groups
  - Section Industry Ambassador
  - Young Professionals (formerly GOLD) Representative,
  - Women in Engineering (WIE) Representative
  - Section Web Master (if the person is an appointed volunteer)
- Sec. 3 All members of the Section Executive Committee shall be entitled to vote.
- Sec. 4 The Section Executive Committee is responsible for conducting Section business in accordance with these Bylaws.
- Sec. 5 A minimum of ten members of the Section Executive Committee must be present at a face-to-face meeting to form a quorum at a Section Executive Committee meeting, provided that the majority of those present are elected officers or are Chairmen of Standing Committees, of Chapter Committees or

of Affinity Groups.

- Sec. 6 Fifteen voting members (see II/2 above), of whom not less than two are elected officers of the UK & IRELAND Section (see III /I above), shall form a quorum at a general meeting. An Annual General Meeting (AGM) shall be held each year during January to 1 May. A Special General Meeting (SGM) may be held to deal with special, business that arises and may be called by the Section Executive Committee or at the request of 25 members of the Section in writing sent to the Section Secretary.
- Sec. 7 In the event of a tied vote the Chair of any committee meeting or general meeting shall have a casting vote.
- Sec. 8 The Chair of any committee or general meeting shall manage the business of the meeting allowing reasonable discussion and allow votes where propositions are proposed and approved by the specified majority.
- Sec. 9 The Section Executive Committee shall normally meet face-to-face not less than twice a year.
- Sec. 10 A meeting of any committee, including the Section Executive Committee, may be requested by any five members of the committee.
- Sec. 11 The fiscal year of the Section shall be 1<sup>st</sup> January to 31<sup>st</sup> December.
- Sec. 12 Not less than 20 days' notice of any general meeting shall be given to voting members (see II/2 above).
- Sec. 13 The Annual General Meeting of the Section shall be held no later than 1<sup>st</sup> May in any year.
- Sec. 14 A notice may be served upon any member either: (a) personally (b) through the mail (c) by fax (d) by e-mail. Notice may not be validly served through a web site.
- Sec. 15 The accidental omission to send a notice to, or non-receipt of a notice by, any person entitled to receive the notice, shall not invalidate either the process or the proceedings at the meeting which was the subject of the notice.

## **ARTICLE VI - Nomination and Election of Officers**

- Sec. 1 The Nominations and Appointments (N&A) Committee shall consist of three or more Section members not then officers of the Section and not intending to

stand as candidates for office. Proposals for the N&A Committee may be made through the Section Chair or Section Secretary and shall be approved by the Section Executive Committee, not later than December 31 each year. The Chair of the N&A Committee shall not hold office for more than two years. The Immediate Past Chair of the Section shall not be eligible to Chair the N&A Committee.

- Sec. 2 The nominations by the Nominations & Appointments Committee shall be proposed to the Section Executive Committee. In the interests of transparency and avoidance of bias or judgements based on misinformation, candidates not selected by the N&A committee shall have the right to challenge such exclusion and escalate the challenge to the Executive Committee and receive the explanation for exclusion.

When approved by the Section Executive Committee, the nominations shall be announced to the Section membership and, following this, a minimum of 28 days before the Annual General Meeting at which the election is to be held shall be allowed for additional nominations by petition. To be valid the petition must be signed by not less than 25 of the Section's voting membership (see II/2 above). The petition must be accompanied by a signed statement from the nominee agreeing to serve if elected.

- Sec. 3 If there is more than one nomination for any office, the election shall be by a ballot announced to and voted by the membership. Not less than two weeks shall be allowed for the return of votes.
- Sec. 4 In the event of a ballot, the Section Executive Committee shall appoint not less than two Scrutineers, on or before the date the nominations are announced, to count the votes or verify the votes in there is an electronic vote, and report the results to the Section Secretary and Section Chair within seven days. The Scrutineers shall not include any nominee for office in the election.
- Sec. 5 Each officer shall be elected by a simple majority of votes cast. In the event of an equality of votes the Section Chair shall have a casting vote.
- Sec. 6 Any question on a point of procedure concerning the election shall be referred by the Scrutineers to the Section Chair who should explain his decision to the Section Executive Committee, who have the right to pass a motion to approve or overturn the decision.

Sec. 7 The results of the election shall be announced to the membership at the earliest opportunity through the UK & IRELAND Newsletter and the UK & IRELAND Website by adequate means to announce a result and at the next general meeting of the Section. If only one nomination is received for any office the nominee shall be declared elected.

## **ARTICLE VII - Finances**

Sec. 1 The Section shall maintain an annual reserve at its minimum and maximum at 20% and 100% of the annual expenditure, respectively. If the reserve falls to 20% of the annual expenditure, an exceptional meeting of the UK & IRELAND Executive Committee shall be called to address future expenditure levels.

Sec. 2 The Section accounts shall be presented at the Annual General Meeting and displayed on the Section web site.

Sec. 3 The Section is responsible for any funds held by Section sub-units from whatever source derived for which the Section holds ring-fenced funds in the Section bank account. Each sub-unit shall report the amount and use of such funds as and when the Section ExCom through the Section Treasurer shall direct. The financial status of events in which the Section has a financial interest, such as conferences and meetings, shall be reported in the same way.

Sec. 4 Section expenditure, including any allocation of funds requested by Chapters, must normally be agreed through the approval of a budget by the elected officers of the Section as defined in III/1 and reported to the Section Executive Committee. Expenditure of Section funds not approved in a budget must be approved:

(i) by the Section Executive Committee

(ii) if urgent, by the Section Chair or by the Section Treasurer and reported thereafter at the next meeting of the Section Executive Committee.

In exceptional circumstances the Section Executive Committee through the Section Chair or Section Treasurer may allow a different procedure for approving expenditure.

Substantial unbudgeted expenditure shall be reported to the next meeting of the Section Executive Committee.

- Sec. 5 Except with the express permission of the Section ExCom, all expenditure of Section funds not previously approved must be approved by the Section Chair or the Section Treasurer or, in the case of funds allocated to Chapters, by the Chapter Chair.
- Sec. 6 At least two signatories shall be authorised by the Section Executive Committee to expend Section funds. The authorised signatories will normally be the Section Chair and the Section Treasurer. Additionally, the Section Vice-Chair may be an authorised signatory. The authorised signatories must be voting members of the Section. The approved signatories shall provide all required identification information required by the financial authorities for the avoidance of money laundering.
- Sec. 7 The single signature of any person approved to expend Section funds is sufficient to draw funds from the account concerned.
- Sec. 8 All bank accounts holding Section funds, e.g. Section and Chapter bank accounts must include "IEEE" in their title.
- Sec. 9 If permitted by national government and banking regulations, all unit bank accounts shall provide for the signature authority of the IEEE Staff Director, Financial Services.

#### **ARTICLE VIII - Amendments**

- Sec. 1 Power to amend these Bylaws is vested in the UK & IRELAND Section Executive Committee.
- Sec. 2 Proposals to amend these Bylaws may be made by the Section Executive Committee or by a petition signed by at least 25 members of the Section.
- Sec. 3 Notice of any amendment(s) shall be sent to members of the Section Executive Committee not less than 28 days before the Executive Committee meeting at which a vote on the amendment(s) will be taken.
- Sec. 4 Approval of amendments by the Section Executive Committee shall require not less than two-thirds of the votes cast.
- Sec. 5 The Section Executive Committee shall have the power to interpret these Bylaws.
- Sec. 6 Amendments to or revocation of these Bylaws shall not contravene IEEE



Bylaws, Policy Manual, and MGAB Operations Manual.

Signed:

Mona Ghassemian, UK and Ireland Section Chair  
Eduardo Audiche, UK and Ireland Section Secretary  
at UK and Ireland Annual General Meeting 24<sup>th</sup> April 2021  
(Updated with the change of the term “chairman” to “chair”)