

# Constitution

## **Version 2.0 1-15-08 Mike Harris**

- Version sent to IEEE Hqs. for approval
- Corrects typos

## **Version 1.0 5-28-07 Mike Harris**

- Includes updated field of interest
- Incorporates IEEE "Must Haves" as approved by TAB June 2006 and approved by MTT-S AdCom October 2006 in Article VIII Sections 4, Section 5 and Section 6
- Adds version control to constitution

# Constitution

## ARTICLE I: NAME AND OBJECT

**Section 1.** This organization shall be known as the Microwave Theory and Techniques Society of the Institute of Electrical and Electronics Engineers, Incorporated, hereafter referred to as the Society.

**Section 2.** Its object shall be scientific, literary, and educational in character. The Society shall strive for the advancement of the theory and practice of electronics, allied branches of engineering, and of the allied arts and sciences, and the maintenance of high professional standards among its members, all in consonance with the Constitution and Bylaws of the IEEE and with special attention to such aims within the field of interest of the Society as are hereinafter defined.

**Section 3.** The Society shall aid in promoting close cooperation and exchange of technical information among its members, the members of the IEEE, and of the profession, and to this end shall hold meetings for the presentation of papers and their discussion, and through its committees shall study and provide for the needs of its members.

## ARTICLE II: MEMBERSHIP

**Section 1.** The members of the Society shall consist only of members of the IEEE in any grade, including students, having an interest in any phase of the field of interest of the Society who apply for membership in accordance with IEEE practice and comply with the Constitution and Bylaws of the Society.

**Section 2.** Affiliates may participate in Society activities as provided by the IEEE Bylaws and subject to the applicable IEEE rules and regulations and any additional limitations imposed by the Society Bylaws.

**Section 3.** A Society Affiliate cannot serve in an elective office in the Society or in a Chapter of the Society nor vote for candidates for these offices. An affiliate can serve in any appointive office in the Society or a Chapter of the Society, except the office of Secretary.

**Section 4.** A Society Affiliate is entitled to receive notices of all meetings sent to Society members,

to receive copies of publications of the Society, to attend and participate in any function of the Society by payment of IEEE member charges, and to receive any award bestowed upon him or her by the Society.

**Section 5.** A Society Affiliate may not receive any IEEE benefits that are derived through IEEE membership except as approved by the Executive Committee of the IEEE.

## ARTICLE III: FIELD OF INTEREST

The field of interest of the society shall be "microwave theory, techniques and applications" of RF, microwave, guided wave, and wireless technologies, as they relate to components, devices, circuits, transmission lines, and systems involving the generation, modulation, demodulation, control, transmission, detection and effects of electromagnetic signals. It shall include scientific, technical, and industrial activities.

Microwave Theory and Techniques applies physical and mathematical principles to analyze structures with dimensions representing a significant fraction of a wavelength or when propagation effects need to be considered.

## ARTICLE IV: CHAPTERS

**Section 1.** A sub-society may be formed and operated on any plan not inconsistent with the powers of the Administrative Committee of this Society. A sub-society formed in a Section shall be known as a Chapter. A Chapter may assist the Administrative Committee of this Society in the management of the Society's Annual Meeting or Symposium held in the Section in which the Chapter is located. The Chapter shall be responsible for coordinating with the Section on such major meetings or symposia. A Chapter may promote meetings of the Section in the field of interest of this Society under the control and supervision of the officers of the Section in which the Chapter is located.

## ARTICLE V: FINANCIAL SUPPORT

**Section 1.** The Society may levy fees on its members and Affiliates for publication and other purposes. Society membership and Society

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affiliation may be maintained only by regular payment of the Society fee. Any Society member or Affiliate who is delinquent in paying the Society fee for three (3) months shall be dropped from Society membership or affiliation. (The fee for certain categories of special members as established in the Bylaws shall be paid by the Society).

**Section 2.** The Society may make registration charges at its Society meetings, symposia, conferences, conventions, etc. The registration fee for the non-IEEE members shall be higher than for IEEE members and Society Affiliates.

**Section 3.** The Society shall not make registration charges at a meeting, conference, or convention which it operates as part of a Sectional, Regional, or Institute meeting, conference, or convention.

**Section 4.** The Society may raise revenues by other means, such as advertising, shows, requests for contributions, etc., provided such means do not conflict with policies established by the IEEE or do not encroach on prior established revenue fields of other IEEE organizations. The Society must receive from the IEEE General Manager an opinion that a proposed method of raising revenue is non-conflicting and not against IEEE policy before embarking on the proposed plans.

## ARTICLE VI: OFFICERS AND MANAGEMENT

**Section 1.** The Society shall be managed by an Administrative Committee consisting of not less than 18 and not more than 24 elected members of the Society plus additional ex-officio members as provided in the Bylaws. Elected members shall be of at least Member grade.

**Section 2.** The terms of office of the elected members of the Administrative Committee shall be three years, one-third of the members being elected each year.

**Section 3.** The current Administrative Committee shall annually elect one of the members of the following year's Administrative Committee as President-Elect, whose term shall be for one year. These officers shall be of at least IEEE Senior Member rank.

**Section 4.** After completing a one-year term, the President-Elect shall succeed, without further election, to the position of President. The President's term shall be one year. The President shall be one of the elected members of the Administrative Committee.

**Section 5.** The Incoming President shall appoint a Secretary for a one-year term, whose selection is subject to approval by the Administrative Committee as specified in the Bylaws. This officer need not be an elected member of the Administrative Committee.

**Section 6.** The President, under direction of the Administrative Committee, shall have general supervision of the Society. The President shall preside at meetings of the Administrative Committee, at any general meeting of the Society, and have such other powers, and perform such other duties as may be provided in the Bylaws, or as may be delegated to him/her by vote of the Administrative Committee. In his/her absence or incapacity, his/her duties shall be performed by the President-Elect.

**Section 7.** The Administrative Committee may utilize the services of IEEE Headquarters as bursar, in which case funds will be handled under rules established by the IEEE General Manager. If not, the Treasurer shall receive and deposit all monies in his/her name as such officer of the Society in such depository as shall be named by the Administrative Committee, withdrawable on his/her or the President's sole signature. The Treasurer shall make only such disbursements as shall be ordered by the Administrative Committee. He/She also shall be responsible for bringing to the attention of the Administrative Committee all relevant facts bearing on the Society finances and for aiding the President in preparation of the annual estimated budget.

**Section 8.** The Secretary shall be responsible for recording the minutes of all meetings of the Administrative Committee and general meetings of the Society, for maintaining Society files and records, for assisting the President in the preparation of Administrative Committee meeting agendas, for submitting copies of agendas and minutes to IEEE Headquarters, and for performing other duties as may be required by the President, the Administrative Committee or the Society Bylaws.

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**Section 9.** The President, as soon as expedient after election, shall appoint the standing committees provided by the Bylaws. Other Committees may be authorized by vote of the Administrative Committee and shall be appointed by the President. Members appointed shall serve until their successors are appointed or the committee dissolved.

**Section 10.** The President, as a member of the IEEE TAB, when notified of a meeting of said committee, is entitled to representation of the Society at such meeting by himself/herself, by a delegate, or by letter.

**Section 11.** The incoming President, newly elected President-Elect, and members of the Administrative Committee shall assume office on the first day of January following the election, unless a different time is provided in the Bylaws.

**Section 12.** Neither the Microwave Theory and Techniques Society nor any officer or representative thereof, shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE except within prior approved budgets

**Section 13.** Monies held by or for the Society legally belong to the IEEE, and such monies shall not be expended for purposes known to be inimical to the interests of the IEEE.

## ARTICLE VII: NOMINATION & ELECTION OF ADMINISTRATIVE COMMITTEE

**Section 1.** Nominating procedures as prescribed in the Bylaws shall include provision for nomination by petition.

**Section 2.** Election procedures are prescribed in the Bylaws. The names of the newly elected members shall be transmitted to the Secretary of the IEEE Technical Activities Board. Unless disapproval of such elected members is received within 60 days of such transmittal, the elections shall become final.

**Section 3.** Within-term vacancies of the Administrative Committee shall be filled by elections for the unexpired terms by the remainder of the elected members of the Committee and the three (3) Past Presidents of the Administrative Committee.

## ARTICLE VIII: MEETINGS

**Section 1.** The Society may hold **technical** meetings, such as conferences, symposia, or conventions either alone or in cooperation with Sections, Regions, Convention Committees of the IEEE, or other technical organizations subject to IEEE rules and regulations. The Society shall sponsor at least one technical meeting of major scope each year, which may be held during the International Convention, during some other IEEE meeting, or as a separate conference.

**Section 2.** Technical meetings of the Society shall be open on an equal basis to all members of the IEEE and to Society Affiliates. Special provisions may be made for IEEE student members.

The Society shall not sponsor classified meetings. However, a classified meeting, sponsored by another organization, may be held in conjunction with a Society technical meeting, and publicity on such a meeting may be included in Society mailings provided it is made perfectly clear that the classified meeting is not sponsored by the IEEE or the Society.

**Section 3.** Meetings of the Administrative Committee shall be held at such times as are found necessary. Meetings of the Administrative Committee may be called by the President at his/her own discretion, or upon request by two other members of the Committee.

**Section 4.** A majority of the voting members of the Administrative Committee shall constitute a quorum.

**Section 5.** A majority vote of those elected and ex-officio members of the Administrative Committee attending a meeting shall be necessary in the conduct of its business except as otherwise provided in this Constitution or the Bylaws.

The vote of a majority of the votes of the members present and entitled to vote, at the time of vote, provided a quorum is present, shall be the act of the Administrative Committee or any committee thereof.

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The Administrative Committee or any committee thereof may take action without a meeting if applicable (e.g. email voting). An affirmative vote of a majority of all the voting members of the [governing body] or any committee thereof shall be required to approve the action. The results of the vote shall be confirmed promptly in writing or by electronic transmission. The writings and/or electronic transmissions shall be filed with the minutes of the proceedings of the [governing body] or any committee thereof. "Electronic transmission" means any form of electronic communication, such as e-mail, not directly involving the physical transmission of paper, that creates a record that may be retained, retrieved and reviewed by a recipient thereof, and that may be directly reproduced in paper form by such a recipient.

Voting. Individuals holding more than one position on the Administrative Committee or any committee thereof, shall be limited to one vote on each matter being considered by the Administrative Committee or committee.

Proxy voting is not allowed.

## Section 6

The Administrative Committee or any committee thereof may meet and act upon the vote of its members by any means of telecommunication. The normal voting requirements shall apply when action is taken by means of telecommunications equipment allowing all persons participating in the meeting to hear each other at the same time.

The Secretary shall prepare minutes of the action including a record of the individual votes.

## ARTICLE IX: AMENDMENTS

**Section 1.** Amendments to this Constitution may be initiated by petition submitted by 25 members of the Society, or by action of the Administrative Committee. The Administrative Committee may take action on any proposed amendment 3 weeks after the full proposal has been transmitted to all Administrative Committee members. At least 2/3 of voting Administrative Committee members must approve such a proposed amendment. Membership petitioned amendments or Administrative Committee approved amendments must be submitted to the IEEE TAB and to the

Executive Committee of the IEEE for approval. After such approval, the proposed amendment shall be publicized in a Society publication, or by letter to all members, with notice that it goes into effect unless 10 percent of the Society members object within 30 days. If such objections are received, a copy of the proposed amendment shall be mailed with a ballot to all members of the Society at least 30 days before the date appointed for return of the ballots, and the ballots shall carry a statement of the time limit for their return to IEEE Headquarters. Approval of the amendment by at least two-thirds of those voting shall be necessary for its enactment.

**Section 2.** Suitable Bylaws or changes in the Bylaws to this Constitution may be adopted by a two-thirds vote of the Administrative Committee present in meeting assembled provided a quorum is present and that notice of the proposed Bylaw or change in the Bylaw has been sent to each member of the Administrative Committee at least three weeks prior to such meeting by first class mail, express delivery service, electronic mail, or posted on a website accessible to each member in conjunction with a notice sent by one of the aforementioned methods.. No Bylaw shall take effect until 30 days after it has been publicized to all members of the Society and a copy has been mailed to the IEEE TAB office.

## ARTICLE X: PUBLICATIONS

**Section 1.** Publications of any material may be entirely or partly by means of the Proceedings of the IEEE by meeting the standards, and to the extent that it is equitable to other fields of interest.

**Section 2.** The Society shall publish an IEEE Transactions on Microwave Theory and Techniques at least four times a year. The Society will also provide, at convenient intervals, a publication which includes general Society news and information to all its members. The Society may also join with other Societies to publish such Journals as may be approved by the Administrative Committee.