COMPUTER SOCIETY
BYLAWS CHANGES

The Computer Society's Board of Governors, in a series of actions earlier this year, approved several significant changes to the IEEE Computer Society Bylaws. While a number of these changes were made simply to increase the readability of the document, some of them dealt with significant issues. These are summarized below.

It should be pointed out that, of necessity, the process of modifying the Bylaws is a time-consuming and work-intensive process. For example, any Bylaws change requires a two-thirds affirmative vote by the Board of Governors.

Article I, Section 2, Paragraph 1
Affiliate members of the IEEE Computer Society are not members of the IEEE and are therefore not granted certain privileges available to IEEE members. This is not really a change: it merely spells out what was always the case.

Article I, Section 3, Paragraph 4
The IEEE now permits a student member of the IEEE, upon graduation, to become an IEEE Computer Society affiliate member (without becoming an IEEE member) if his field of interest is more specifically in the computer field than in the general field of electrical and electronic engineering.

Article IV
This article has been substantially rewritten to define more precisely the function of the Society’s Executive Committee. It specifies, for instance, that a quorum shall consist of five members, that a majority vote of those present is required to transact business, and that proxies shall not be allowed.

IEEE COMPUTER SOCIETY
BYLAWS

These Bylaws consist of eight articles as follows:
Article I — Membership
Article II — Nominations and Elections
Article III — The Governing Board
Article IV — Executive Committee
Article V — Officers
Article VI — Standing Committees
Article VII — Area Committees
Article VIII — Technical Committees

ARTICLE I

Membership
Section 1: Membership Grades
The grades of membership are:
1) Member
2) Associate
3) Student
Section 2: Rights and Privileges
1) Members shall be entitled to all rights and privileges of the Society. However, certain rights and privileges enjoyed by Society members by virtue of their IEEE membership cannot be conferred on Affiliate members.
2) Associates shall be entitled to all rights and privileges of the Society, except that they shall not have the right to vote for or hold constitutional office or vote on constitutional changes.
3) Students rights and privileges shall be defined by the Governing Board, but shall not include the right to vote for or hold elective office, or to vote on constitutional changes.
4) It shall be the duty of each member of the Society to vote on such matters as require a referendum. Each member should keep the Board informed of his views and may attend all meetings but may not introduce motions, vote or preside.

Section 3: Qualifications
1) The Member grade is a professional grade limited to those who have demonstrated professional competence in the fields of electrical engineering, computer sciences, or the related arts and sciences. These fields shall be construed to encompass all phases of computer engineering, computer programming and data or information processing, including its computer related acquisition, transmission, and display. For admission or transfer to the grade of Member, a candidate shall either:
   a) Belong to the IEEE in a professional grade, or
   b) Belong to an approved society in an equivalent professional grade, or
   c) Have graduated from an academic course of study in a field of interest of the Society of at least four years duration, or its equivalent, in an accredited school, or
   d) Have demonstrated competence in work of a professional character for at least three years and be recommended by three Society members.
2) The Associate grade is open to IEEE Associates and to those persons not qualified for Member status whose interests lie within the scope of the Society.
3) The Student grade is available to persons carrying at least 30% of a normal full time program as a registered student and whose interests lie within the scope of the Society.
4) IEEE members are not eligible to join the Society without maintaining their membership in the IEEE. A former IEEE member may join the Society without re-establishing his IEEE membership only if either he has not been a member of the IEEE for at least 5 years or an IEEE member certifies that his professional field of interest has changed to become apart from the general interests of the IEEE. However, any Student Member of the IEEE is eligible to join the Society upon graduation without becoming an IEEE member if his field of interest is more closely aligned with the Computer Society than the IEEE.

Section 4: Applications, Admissions and Transfers
1) Each application for admission to membership or for transfer to a higher grade shall include sufficient evidence of eligibility, together with the required number of suitable references.
2) The Admissions and Advancement Committee shall recommend a list of equivalent grades in approved societies for approval by the Board of Governors and submission to the IEEE.
3) The Admissions and Advancement Committee, or those they designate, will review all applications for admission and transfer, except for IEEE members in good standing, with respect to the qualifying criteria. It will act to accept or reject applicants on behalf of the Board of Governors. It shall cause each applicant to be notified promptly of its action, with reasons in case of rejection. It may suggest a different grade of membership from the grade applied for.

Section 5: Resignations and Terminations
1) A member in good standing may resign by submitting a written resignation to the Secretary.
2) Subject to the approval of the Admissions and Advancement Committee, a resigned member may resume his membership upon payment of current dues.
3) Members who become delinquent in the payment of fees shall be treated in accordance with pertinent IEEE rules and procedures.

ARTICLE II
Nominations and Elections
Section 1: Nominations to the Board
At least four weeks prior to consideration by the Governing Board, the Nominations Committee shall submit to the Board a list of nominees for the Board. Additional nominees may be submitted by written petition signed by one-third of the Board members and filed with the Secretary at least 10 days prior to the above meeting. The Board shall select by secret ballot a number of nominees equal to the number of vacancies, and the names of those nominees shall then be published in a publication that normally reaches the entire membership. Publication shall be not less than 60 days prior to the annual meeting. In the same issue there shall be a request for petitions for additional nominees. Additional nominees must be named by signature of at least fifty members with each member eligible to sign only one petition of one candidate.

Section 2: Board Elections
Board elections are as follows: If qualified nominations are received by membership petition, they shall be added to the Board’s selections and submitted to the Society membership for a vote. Those receiving the highest number of votes shall be elected. If there are no additional nominees by membership petition, the Board’s selection of nominees shall be deemed elected.

Section 3: Candidates
The Nominations Committee shall be directed to solicit the membership at large for suitable Board nominees and shall consider in its proposals those factors which will promote the equitable representation of the Society’s technical and geographic interests.

Section 4: Officer Nomination
Four weeks prior to the annual meeting, the Nominations Committee shall submit the names of persons it proposes for President, First Vice President, and Second Vice President of the Board. One or more nominees shall be proposed for each of these offices. The nominees shall be selected from the present voting members of the Board, including the current President and Vice Presidents. Additional nominees may be selected from the voting members of the Board by written petition of one percent of the Society members or by one-third of the Board members and filed with the Secretary at least ten days prior to the annual meeting.

Section 5: Officer Elections
A majority vote of the voting Board membership is required to elect a candidate. Voting shall be by secret ballot.

Section 6: Assumption of Duties
1) The current President of the Board shall inform the successful candidates of their elections and shall arrange for the transfer of responsibilities.
2) Newly elected members of the Board and Officers shall assume office on January 1.
3) If, for any reason, the new officers or the Board cannot assume their duties, the incumbents shall continue in office until the transfer can be arranged.

Section 7: Qualifications
The total continuous time served on the Board, excluding any years served as President, Vice President or Junior Past President, shall not exceed three years. No one shall be eligible to serve as President for more than two consecutive years. No one shall serve as Vice President for more than three years. Filling an unexpired term for more than half of the term shall count as a full term.
Section 8: IEEE Director Nominations
During years when the IEEE Division which comprises the Computer Society is to elect a member to the IEEE Board of Directors, the Nominating Committee shall nominate at least three Society members who are IEEE members for consideration as nominees. The President shall recommend at least three nominees to the Governing Board for their approval; the Board may add to or substitute for the proposed nominees. The approved names shall be transmitted to the IEEE as Society nominees.

ARTICLE III
The Governing Board
Section 1: Meetings
The Governing Board shall hold its annual meeting during September, October, November, or December of each year. At least two additional meetings shall be held each year.

Section 2: Order of Business
The order of business of each annual meeting of the Board shall include election of officers.

Section 3: Notice of Meetings
No meeting of the Board shall be held to transact business unless each member has been notified of the time and place of the meeting 20 days prior to the scheduled date of the meeting.

Section 4: Quorum
A roll call shall be taken at the beginning of each Board meeting. The Secretary shall record the names of those voting members present or represented by proxy and announce whether a quorum exists. If less than a quorum personally attends a duly called meeting, tentative actions may be taken which will become effective upon subsequent ratification, either at a future meeting, or by mail by a majority of all the voting members of the Board. Minutes of such a meeting, with a separate ballot for each question to be ratified by mail balloting, shall be mailed by the Secretary to each member of the Board. Ballots must be returned within 30 days of mailings to be counted.

Section 5: Change of Meetings
Meetings of the Board may be advanced, postponed, or cancelled only by consent of a majority of all the voting members of the Board not less than fourteen days before the original date or the new date set for the meeting, whichever is earlier. The annual meeting cannot be cancelled.

Section 6: Recording of Board Activities
The Secretary shall transmit in writing within 20 days after their adoptions all motions, directives, acting upon the Board to the persons or members affected. He shall transmit a complete and accurate copy of the minutes of all meetings of the Board to all members of the Board, chapter chairmen, chairmen of the standing committees, and designated IEEE groups, boards and committees within 30 days after the meeting.

Section 7: Meeting Notification
The Secretary shall be responsible for sending notices of the time and place of all meetings to the officers and members of the Board, Chapter Chairmen, Chairmen of the Technical and Standing Committees, and appropriate guests. Notice of Board meetings shall be published in a Society publication which normally reaches the entire Society membership.

Section 8: Policy and Procedures
Policy and procedures may be established by a majority vote of the voting membership of the Board. Policy and procedures shall be codified in the Rules and Practices Manual of the Society.

Section 9: Parliamentary Authority
Procedure and conduct of the Board meetings shall be governed by "Roberts' Rules of Order, Newly Revised" insofar as they are applicable and not inconsistent with the Society Constitution and Bylaws, Rules and Practices Manual, or the Constitution and Bylaws of the IEEE, Inc.

Section 10: Suspension of Rules
Any provision in these Bylaws relating to the transaction of business may be temporarily suspended by the unanimous vote of the Board.

ARTICLE IV
Executive Committee
Section 1: Composition
The President shall be chairperson of the Executive Committee; other members shall be the Vice Presidents, Junior Past President, the Secretary, the Treasurer; and the chairman of the Publications Committee and the chairmen of the Conferences and Meetings Committee.

Section 2: Delegation of Board Authority
The Executive Committee shall act for the Governing Board on subjects for which it has been authorized by the Board.

Section 3: Recommendations to the Board
The Executive Committee shall make recommendations to the Board for matters which require Board approval.

Section 4: Quorum
A quorum shall consist of five members. A majority vote of those present is required to transact business. Proxies shall not be allowed.

Section 5: Conduct of Business
Meetings of the Executive Committee shall be open to Board members and others on the invitation of the President. The President shall have the sole power to call a meeting of the Executive Committee. In the event that the President is incapacitated or otherwise unavailable, the First Vice President shall have the authority to call a meeting.

ARTICLE V
Officers
Section 1: Presidential Votes
The President shall be an ex officio member of all Standing Committees and also of the committees and boards of the IEEE and other organizations as designated by the Board. He may exercise his vote on the Board only to break a tie or in the election of officers and members of the Board or other occasions when the vote is by secret ballot.

Section 2: Ad Hoc Committees
The President may appoint such ad hoc committees as he may deem desirable.

Section 3: Representatives to Other Organizations
The President shall appoint representatives to duly constituted organizations as may be provided for by the Society and the IEEE. The President may designate any or all of the representatives as ex officio members of the Board.

Section 4: Vice Presidential Duties
The President shall delegate responsibility for the coordination of technical committee activities to one of the Vice Presidents who shall be chairman of the Technical Activities Committee and shall delegate responsibility for the coordination of chapter activities to the other Vice President who shall be chairman of the Chapters Committee.

Section 5: The Second Vice President shall act in place of the President in the latter’s absence.

Section 6: The Second Vice President shall act in place of the President in absence of both the President and the First Vice President.

Section 7: If for any reason the best interests of the Society require a change in the officers of the Board during the year, the matter shall be duly and carefully considered by the Board. A majority vote of the entire Board or a petition signed by two percent of the members of the Society and submitted to the Board shall be necessary to call a Board Meeting, denoting the purpose of the meeting in the meeting notice, or to consider and vote upon a recommended change. A two-thirds vote of the entire voting membership of the
Board shall be required to declare an office vacant.
The vacant office may be filled for the unexpired term
upon nominations from the floor.

Section 8: The Society fees shall be set by the Board in
accordance with IEEE Guidelines.

ARTICLE VI
Standing Committees

The Standing Committees shall include the following:
1) Chapters Committee
2) Technical Activities Committee
3) Finance Committee
4) Publications Committee
5) Conferences and Meetings Committee
6) Membership and Transfers Committee
7) Education Committee
8) Student and Faculty Relations Committee
9) Fellows Committee
10) Awards Committee
11) Nominations Committee
12) Computer Standards Committee
13) Inter society Relations Committee
14) Constitution and Bylaws Committee
15) Admissions and Advancement Committee
16) COMPCON Steering Committee

Section 2: Each committee chairman shall be an ex officio
member of the Board. He shall have no vote unless he
holds one as an elected member of the Board. President,
Vice President, or Junior Past President. Committee
chairmen shall hold office for one year
coextensive with the term of office of the President,
except as otherwise noted in these Bylaws.

Section 3: Each committee chairman shall appoint the members
of his committee, except as otherwise specified. Ex officio members of committees shall have no vote
as otherwise specified.

Section 4: Each standing committee shall have the power to
create sub-committees of its own selection.

Section 5: Chapters Committee
1) The committee, working through the area commit-
tees, shall promote the organization of chapters of
Society members. This committee shall function as
a communication link between the Board and the
chapters activity of the Society.
2) The committee should be responsible for reviewing,
evaluating and initiating changes in the policies
and manuals governing area committees and
chapters.
3) The committee shall be responsible for recom-
mending formation, reorganization and termina-
tion of area committees.
4) The committee shall evaluate requests forwarded
from the IEEE for formation of new chapters and shall
recommend to the President appropriate
responses.

Section 6: Technical Activities Committee
The Technical Activities Committee shall be responsible
for continuous review of the field of computer and
information processing technology for the purpose of
recommending new topics for activity and to
recommend organizational changes when necessary.
This shall include recommendations for initiating,
merging, reviewing and terminating or combining
technical committees.

Section 7: Finance Committee
The Finance Committee shall be responsible for long
range fiscal planning and for periodically reviewing the
fiscal affairs of the Society. It shall develop financial
policy for Governing Board approval and shall review the
annual budget in advance of its submission to the
Board and to the IEEE. The Treasurer shall be an ex
officio member of the Finance Committee.

Section 8: Publications Committee
1) The policy and programs of the Society with
respect to publications shall be formulated, guided and
evaluated by the Publications Committee. The
committee shall encourage the authorship and
publication of papers in the Society’s field of
interest. The committee shall, as needed, prepare
recommendations of new publications and provide
persons to manage them. The responsibilities of the
Publications Committee shall include the special
interest publications of the technical committees.
2) The committee shall recommend an Editor-in-Chief
for all of the Society’s publications except for such
publications discussed in Section 9. The President,
with the advice and consent of the Board, shall
appoint the Editor-in-Chief for a definite period,
subject to mutual agreement. The Editor-in-Chief is
an ex officio member of the Publications
Committee. The Editor-in-Chief shall be the chief
administrative officer for the publications activi-
ties. He is directly responsible to the Board. The
compensation, if any, for the Editor-in-Chief will
be set by the Board.
3) The committee shall recommend an Editor for
each of the Society’s publications. The President,
with the advice and consent of the Board, shall
appoint each editor for a definite period, subject to
mutual agreement. The compensation, if any, for
each editor will be set by the Board.
4) The editorial staff of each publication shall have
full responsibility for review of papers for its
publication including the selection of qualified
references from the membership of the Society as
well as non-members of the Society. The review of
papers shall include conference papers recom-
manded for publication.

Section 9: Conferences and Meetings Committee
1) The policy and programs with respect to meetings
sponsored or co-sponsored by the Society, or in
which any Society participation is involved except
the Society’s Annual COMPCON Conferences, shall
be formulated, guided and evaluated by the
Conference and Meetings Committee. The commit-
tee shall encourage the authorship and presentation
of papers in the Society’s field of interest. The
committee shall, as needed, prepare recommenda-
tions for new meetings and for people to manage
them. This committee shall be responsible for
coordinating all of the Society’s technical meeting
activities, except the Society’s annual conferences.
The committee shall cooperate with the Technical
Committees in the planning and execution of
special interest meetings and workshops.
2) The review, selection and publication of papers
presented at a meeting shall be the responsibility of
the people selected to manage the meeting.
Publication of these papers, including preprints by
means other than those covered in Section 8, shall
also be the responsibility of the people who
manage the meeting but shall be consistent with
the policies of the Society as established by the
Governing Board.

Section 10: Membership and Transfers Committee
The Membership and Transfers Committee shall plan
and develop methods of extending the membership of
the Computer Society and promoting transfers in
grade towards the end that all members shall occupy the
highest grade for which they are qualified.

Section 11: Education Committee
This committee shall be responsible for formulating
and implementing activities which further the
education of any individual interested in a career in
fields of interest of the Society. The scope of activities
includes supplementing the formal education obtain-
able from the usual college curriculum by aiding in the
continuing education of Society membership, support-
ing academic institutions in the development of
curricula, cooperating with appropriate IEEE educa-
tional bodies, and complementing the education of
persons in computer-related or dependent fields.

Section 12: Student and Faculty Relations Committee
The Student and Faculty Relations Committee shall
bring the Society to the attention of students in the
various disciplines associated with computer and
information processing technology. It shall aid the
faculty in fostering education in the various disciplines
associated with computer and information processing
technology. To maintain interest, it shall foster
the dissemination to such students and faculty of
information on computer and information processing
technology in connection with educational activities,
professional meetings, professional advances, and new
applications.

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Section 13: Fellows Committee
This committee shall be responsible for submitting nominations of qualified Society members and assisting the IEEE Fellows Committee in recognizing IEEE members who, in its opinion, meet the qualifications for the grade of Fellow because of contributions to the computer and information processing technology. The Fellows Committee shall consist of at least seven Society members chosen from among those of Fellow grade within the IEEE. The committee members shall be chosen by the Chairman of the Fellows Committee.

Section 14: Awards Committee
This committee shall have the responsibility for:
1) Nominating candidates for IEEE awards, as and when requested by IEEE Headquarters, and
2) Selecting recipients for any awards being proposed or administered by the Society in accordance with applicable award rules as approved by the Board. The selection of the Awards Committee shall be final in all cases.

Section 15: Nominations Committee
The Nominations Committee shall consist of: (1) the President of the Governing Board as committee chairman; (2) one member appointed by the Past President; (3) one Board member appointed by the President; (4) one Society member, not a member of the Board, appointed by the President. The Nominations Committee shall be appointed within 4 weeks after the election of the President.

Section 16: Computer Standards Committee
This committee shall be responsible for studying the needs for new or revised standards, pertinent to the interests of the Society and for the creation of new committees or the activation of existing committees to consider these needs. Its program shall be coordinated with IEEE standards bodies and shall include cooperation with standardizing bodies outside the IEEE.

Section 17: Interns Committee
This committee shall be responsible for recommending relations with and corresponding with other IEEE and non-IEEE organizations including mergers and joint activities.

Section 18: Constitution and Bylaws Committees
This Committee shall be responsible for reviewing, evaluating, and initiating changes in the Constitution and Bylaws of the Society. It shall also be responsible for codifying and publishing the Policy and Procedures of the Society.

Section 19: Admissions and Advancement Committee
The Admissions and Advancement Committee shall be concerned with determining whether the applicants meet the requirements of the Constitution and Bylaws, functioning primarily as a jury and acting as a guardian of the membership standards of the Computer Society. It shall function as described in Article I, Section 4.3.

Section 20: COMPCON Steering Committee
The COMPCON Steering Committee shall establish policy for the Society's COMPCON Conference, and shall establish mechanisms for implementing the policy and for assuring high standards of excellence and continuity between successive conferences. The review, selection and publication of papers presented at the annual conference shall be the responsibility of the people elected to manage the meeting. Publication of these papers, including preprints, by means other than those covered in Section 8, shall be the responsibility of the people who manage the meeting but shall be consistent with the policies of the Society as established by the Governing Board.

Section 2: Area committees may be created, merged, or dissolved by resolution of the Board. A resolution to form or change a committee should include the following information:
1) Name of the proposed committee
2) Area to be covered by the new committee
3) Changes in areas covered by existing committees
4) Tentative outline of a program of activities for approximately the first year.

Section 3: The committees will not be specialized in their technical interests, but may be active in any technical area within the scope of the Computer Society. However, their activities will be conducted within a given geographical area, in general comprising several states, and will be extended primarily to the Society members in those geographical areas as participants.

Section 4: In carrying out specific activities concentrated in one technical area, the committees shall work with the technical committee which covers that technical area, if one exists.

Section 5: Composition of an Area Committee—Each committee shall include as members the chairs of Computer Society chapters within its given area. The committee chairman may appoint other members in order to carry out the objectives of the committee effectively.

Section 6: The chairman of each area committee shall be an ex officio member of the Board.

ARTICLE VII

Area Committees
Section 1: The Board shall establish area committees whose function shall be to provide assistance and coordi-