These bylaws consist of eight articles as follows:

**ARTICLE I**

Membership

Section 1: Membership Grades

The grades of membership are:

1) member,
2) associate, and
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 constitutional office, or to vote on constitutional changes.

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 science and engineering, or the related arts and sciences. These fields shall be construed to encompass all phases of computer science and 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 membership status whose interests lie within the scope of the society.

3) The student grade is available to persons carrying at least 30 percent of a normal full-time program as a registered student and whose interests lie within the scope of the society.

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 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 qualifying criteria. It is to act to accept or reject applicants on behalf of the board. It shall cause each applicant to be notified promptly of its action, with reasons in case of rejection. It may suggest a grade of membership different from the grade the applicant.

Section 5: Resignations and Terminations

1) A member in good standing may resign by
Nominations and Elections

Section 1: Nomination to the Board
At least four weeks prior to consideration by the 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 franchised board members and filed with the secretary at least 10 days prior to the above meeting. The board shall select by secret ballot not less than 15 nor more than 20 nominees to fill elected board member positions, and the names of those nominees shall then be published in Computer. In the same issue there shall be a request for petitions for additional nominees. Additional nominees may be named by signature of at least 50 members of the society with each member eligible to sign only one petition.

Section 2: Board 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 3: Board Candidate Qualification
The total continuous time served on the board, excluding any years served as president, vice-president, or junior past-president shall not exceed three terms. In order for a nominee to be qualified as a candidate for an elected board position, a member must meet the following requirements:
1) A vita must be submitted for publication in Computer in a timely manner.
2) A nominee must affirm willingness and ability to serve.
3) A nominee must at the time of candidacy meet the society's requirements for service.

Section 4: Board Elections
1) Election to the board shall be by a mail secret ballot of the society membership.
2) Candidates will be elected to the board in the order of their plurality, the largest plurality being first.
3) The top two runners-up, along with other nominees to be selected by the board, shall form a roster of candidates to fill vacancies on the board. The board shall vote by secret ballot to fill the vacancies.

Section 5: Officer Nomination
Four weeks prior to consideration by the board, the Nominations Committee shall submit the names of persons it proposes for president, first vice-president, and second vice-president of the society. One or more nominees shall be proposed for each of these offices. Additional nominees for any position may be nominated by written petition of one third of the elected board members and filed with the secretary at least 10 days prior to the meeting. The board shall select by secret ballot nominees for the positions of president, first vice-president, and second vice-president, and the names of those nominees shall then be published in Computer. In the same issue there shall be a request for petitions for additional nominees. Additional nominees may be named by signature of at least 250 voting members of the society with each member eligible to sign one petition for each office.

Section 6: Officer Qualifications
No individual shall be eligible to serve as president for more than two consecutive years. No one shall serve as an elected vice-president of the society for more than two consecutive years. Filling an unexpired term for more than half of that term shall count as a full term.

Section 7: Officer Elections
Officers shall be elected by a mail secret ballot of the society membership. The slate of officer nominees will include those nominated by membership petition as well as those nominated by the board. Those receiving the highest number of votes shall be elected.

Section 8: Assumption of Duties
1) The current secretary of the board shall inform all candidates of the elections outcome and shall arrange for the transfer of responsibilities.
2) Newly elected members of the board and officers shall assume office on the following January 1.
3) If, for any reason, the new officers of the board cannot assume their duties, the incumbents shall continue in office until the transfer can be arranged.

Section 9: 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 two society members who are IEEE senior members or higher for consideration as nominees. The president shall recommend at least two nominees to the board for their approval; the board may add, delete, or substitute names for the proposed nominees. The approved names shall be transmitted to the IEEE as society nominees.

ARTICLE III

The Governing Board

Section 1: The officers of the board shall be the society's president, first vice-president, second vice-president, and secretary. The secretary shall be selected from the franchised board members.

Section 2: Meetings
The 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 3: Notice of Meetings
No meeting of the board shall be held to transact business unless each board 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 franchised members present and announce whether a quorum exists. If less than a quorum 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 franchised 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.

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Written proxies given to a franchised board member shall be permitted for the purpose of voting and shall be counted in the base for all votes. No more than two proxies may be held by an individual.

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 14 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 cause to be transmitted in writing within 20 days after their adoptions all motions, directives, and orders of 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 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 and appropriate guests. Notice of board meetings shall be published in a society publication which nominally 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.

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 present consisting of not less than two-thirds of franchised board members.

ARTICLE IV

Executive Committee

Section 1: Composition
The president shall be chairman of the Executive Committee; other members shall be the junior past-president, the secretary, the treasurer, the vice-president for publications, the vice-president for conferences, the vice-president for chapter activities, and the vice-president for T&CC affairs.

Section 2: Delegation of Board Authority
The Executive Committee shall act for the 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 these 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.

ARTICLE V
Powers, Privileges, Duties, Fees

Section 1: Presidential Duties
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.

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 or the IEEE. The president may designate any or all of the representatives as ex officio members of the board.

Section 4: Vice-Presidential Duties
Vice-presidential duties shall be assigned by the president. One of the elected vice-presidents shall be assigned responsibility for the technical interest councils (see Article VI, Section 6, below). The other elected vice-president shall be responsible for chairing one of the following three committees: Chapter Activities Committee, Publications Committee, or the Conferences Committee. Of these three committees, the two not assigned to an elected vice-president, as well as any other committees requiring vice-presidential leadership, shall be assigned to the appointed vice-presidents.

Section 5: If for any reason the best interests of the society require a change in the officers or 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 6: The society dues and fees shall be set by the board in accordance with IEEE guidelines.

ARTICLE VI

Standing Committees

Section 1: The standing committees shall include the following:
1) Chapter Activities Committee
2) Technical Interest Council (TICs)
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) Intersociety Relations Committee
14) Constitutions 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. 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 unless otherwise specified.

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

Section 5: Chapter Activities Committee
1) The committee, working through the area committees, 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 shall 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 recommending formation, reorganization, and termination 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.
5) The chairman of the Chapter Activities Committee shall be a vice-president.

Section 6: Technical Interest Council
The technical interest council collectively shall be responsible for serving the technical interests of the society membership across the society’s scope. The TICs, directly and through the technical committees, provide support for the society’s publications; promote conferences, meetings, and symposia; and act as a technical resource for other society functions and obligations. This shall include, for each TIC, support of an affiliated Transactions; responsibility for assigned technical committees; recommendations for initiating, merging, reviewing, and terminating or combining technical committees; and support of membership interests in those technical areas not covered by technical committees.

A TIC Affairs Committee serves to aid overall TIC coordination and reporting. The committee is chaired by the first or second vice-president as designated by the president.

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 make recommendations on financial policy to the board, when warranted, 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 Publications Committee shall formulate the publication policies of the society and oversee their execution, recognizing that one of the primary goals of the society is the dissemination of information in its area of interest through suitable publications.
2) The chairman of the Publications Committee shall be a vice-president of the society, and will be known as the vice-president for publications.
3) The Publications Committee shall recommend to the president, at various times as required, at least one candidate for each of the following positions:
   a) editor-in-chief,
   b) editor of Transactions on Computers,
   c) editor of Transactions on Software Engineering, and
   d) technical editor, Computer.

The Publications Committee shall recommend an editor for the Transactions only after consultation with, and the concurrence of, the appropriate technical interest council. These individuals will be known as senior editors of the society. Additional positions of senior editors may be created by action of the board.
4) The one or more candidates for each position of senior editor shall be recommended by a majority of the members of the Publications Committee, only after discussions of the relative qualifications of all candidates for any of the above positions.

The president, with the advice and consent of the board, shall appoint all senior editors for a definite period not to exceed two years.
5) The Publications Committee shall recommend an individual as editor-in-chief. The president, with the advice and consent of the board, shall appoint the editor-in-chief for a definite period, not to exceed two years.

The editor-in-chief is responsible to the vice-president for publications and serves to advise him and the senior editors on operational matters and in the implementation of policy relating to publications. He is an ex officio member of the Publications Committee and the TIC Affairs Committee.

The editor-in-chief shall be responsible for all other publications which are not the responsibility of one of the other senior editors. This includes society-sponsored IEEE Press books, tutorials, and other publications. However, with the concurrence of the editor-in-chief, such tasks may be delegated to a special editor or editor-at-large.

The vice-president for publications may serve concurrently as editor-in-chief.
6) The senior editors are ex officio non-voting members of the Publications Committee. Compensation, if any, for the positions of senior editor will be set by the board. The senior editors will have full authority and responsibility for selecting their staffs and referees, for selecting and editing submissions for publications. Associate editors shall be appointed by the responsible editor only after a discussion of their qualifications with the Publications Committee.

7) The president, upon recommendation of the Publications Committee and with the advice and consent of the board may remove a senior editor from office.

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 COMP-CON conferences, shall be formulated, guided, and evaluated by the Conferences and Meetings Committee. The committee shall encourage the authorship and presentation of papers in the society’s fields of interest. The committee shall, as needed, prepare recommendations 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 TICs and technical committees in the planning and execution of special interest meetings and workshops. The chairman of the Conferences and Meetings Committee shall be a vice-president of the society and be known as the vice-president for conferences.

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 reprints by means other than those covered in Section 6 of this article, 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 board.

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

Section 11: The 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 obtainable from the usual college curriculum, aiding in the continuing education of society membership, supporting academic institutions in the development of curricula, and complementing the education of persons in computer-related or dependent fields.

Section 12: Students 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 the interest of the society. 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.

Section 13: Fellow 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 areas of interest to the society. 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 the IEEE awards, when requested by IEEE Headquarters; and (2) selecting recipients for any awards being 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 junior past-president of the Board as committee chairman;
2) one member appointed by the junior past-president;
3) one board member appointed by the president; and
4) one society member, not a member of the board, appointed by the president. The Nominations Committee shall be appointed within four 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 the IEEE Standards Board, and it shall represent the society in cooperating with standardizing bodies outside the IEEE.

Section 17: Intersociety Relations 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 Committee
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 collecting 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 society. It shall function as described in Article I, Section 4.3.

Section 20: COMPCON Steering Committee
1) The COMPCON Steering Committee shall establish policy for the society's COMPCON conferences, 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 conferences shall be the responsibility of the people selected to manage the meeting. Publication of these papers, including reprints by means other than those covered in Section 6 of this article, shall also be the responsibility of the people who manage the meeting but shall be consistent with the policies of the society established by the board.
2) There shall be a COMPCON Standing Subcommittee for each of the society's annual COMPCON conferences.
3) The COMPCON Committee is chaired by the chairman of the Conferences and Meetings Committee who is a vice-president of the society. In addition to the chairman, the COMPCON Committee is composed of the chairman of each of the COMPCON Standing Subcommittees and other persons as the conferences chairman deem necessary.

ARTICLE VII

Area Committees

Section 1: The board shall establish area committees whose function shall be to provide assistance and coordination to their respective chapters, including the following:
1) organization of local symposia and workshops;
2) organization of lecture series;
3) organization of sessions of large meetings; and
4) foster education in the fields of interest of the society at universities, colleges, and schools.

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, and
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 society.
However, their activities will be carried out within a given area, in general comprising several states, and will be oriented primarily to the society members in those 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 chairman of 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 VIII

Technical Committees

Section 1: Technical committees shall be established by the board in special interest topical areas which lie within the scope of the society. The purpose of a technical committee is to provide the leadership in organizing such technical activities in its specialty area as:

1) sponsoring, co-sponsoring, and participating in technical meetings, sessions, and workshops;
2) organizing specialized sessions at larger meetings such as IEEE conventions, AFIPS conferences, etc.;
3) securing competent papers in the specialty for presentation and publication;
4) sponsoring special issues of publications;
5) cooperating with the Computer Standards Committee in establishing and maintaining standards;
6) arranging for preparation of bibliographies on topics falling within the specialty; and
7) informing interested society members of new developments, events, and literature in the field.

Section 2: Composition of a technical committee: Each committee shall be staffed with recognized, qualified, motivated workers in the specialty area. The size of a committee should be such that all of its members will be active participants in its work.

Section 3: 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) scope of the proposed committee, and
3) tentative outline of a program of activities for approximately the first year.

Upon establishment of the new technical committee, the president shall appoint a chairman. Such appointments shall be for a term ending with the fiscal year of the society, but may be extended through the following fiscal year.

Section 4: The chairman of each committee shall be an ex officio member of the board. The chairman of the committee shall appoint its members for terms of one year but may renew the appointments indefinitely.

Section 5: Technical committees are assigned to the TICs. The TC chairman reports to the vice-president of that TIC closest to the activities of that TC, and the TC chairman is a member of that TIC council. The TIC Affairs Committee will determine those TC's with significant activities in more than one TIC area and those TC's will be represented on more than one TIC.