

IEEE Control Systems Society Bylaws

Article I - Elections

Section 1. Nominating Committee. The Nominating Committee serving in year Y makes nominations for candidates to serve in year (Y+1). For convenience, the Nominating Committee for year Y may meet in December of year (Y-1). The Nominating Committee in year Y shall include the Past President of the CSS for year Y as Chair, or in the case of unavailability, the most recently available past chair of the Nominating Committee. Both the President Elect and the President for year Y shall be members of the nominating committee ex-officio. Four members of the Society shall be elected by the Board of Governors from a slate of not less than six candidates. Such election shall be held no later than the end of September of year (Y-1), shall be by secret ballot, and shall be conducted as a multiple plurality election.

At least four weeks prior to the election of the nominating committee, the incoming chair of the nominating committee shall call for nominations from the Board of Governors. Such nominations are due two weeks before the election, and may be made by any member of the Board of Governors provided they have demonstrated the willingness of the candidate to serve and provide a brief biography for the candidate. The incoming chair of the nominating committee will add additional candidates to ensure there are no less than six candidates for election.

Members of the Nominating Committee will not be eligible to be elected to the Board of Governors or as officers of the society while serving on the Nominating Committee. A member of the Nominating Committee may be nominated and run for a position for which the Nominating Committee is responsible for making nominations only on the following conditions (i) the nomination is not made by a member of the same Nominating Committee and (ii) the member resigns from the Nominating Committee prior to its first meeting.

Section 2. Notice to Members. On or before February 15 of each year, the Director of Operations shall notify all members of the Society, through a Society publication sent to all members, that nominations for election to the Board of Governors may be made directly to the IEEE by petitions signed by 2% of the IEEE voting members who are members of the Society. The number of signatures required on a petition shall depend on the number of eligible society voters, as listed in the official IEEE membership records at the end of the year preceding the election. Prior to submission of a nomination petition, the petitioner shall have determined that the nominee named in the petition is willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition. Signatures can be submitted electronically through the official IEEE society annual election website, or by signing and mailing a paper petition. The name of each member signing the paper petition shall be clearly printed or typed. For identification purposes of signatures on paper petitions, membership numbers or addresses as listed in the official IEEE membership records shall be included. Only signatures submitted electronically through the IEEE society annual elections website or original signatures on paper petitions shall be accepted. These petitions must be received by the Control Systems Society Director of Operations by March 15. Members shall be notified of all duly made nominations prior to the election.

Section 3. Nominations. On or before April 1, the Nominating Committee shall submit to the Director of Operations of the Society names of willing candidates for elected positions on the Board of Governors that must be filled on January 1 of the following year. The number of Committee nominees plus those nominated by petition should total at least 50% more than the number of elected positions that must be filled. In accordance with IEEE Bylaws the duties of the Nominating Committee shall also include the submission of nominations for the office of Division Director to the IEEE, and the annual

solicitation of names of potential candidates to be considered by the IEEE for service on IEEE Committees and Boards.

Section 4. Ballots. On or before April 15 the Director of Operations shall mail to the appropriate IEEE office the ballot information containing all the nominees for election to the Board of Governors, including those submitted by the Nominating Committee and those properly nominated by petition, for management of the election.

Section 5. Election of Officers. On or before November 1 of year Y the incumbent Board of Governors shall hold a meeting to elect the President-Elect and the Vice Presidents for year (Y+1). At this meeting the Nominating Committee shall submit to the Board of Governors at least one nominee for each of these offices. Additional candidates may be nominated from the floor. A plurality of votes shall elect. The Board of Governors may make contingent elections to be effective in case an elected member fails to accept the office or a disapproval is received from the IEEE.

Section 6. Principles of Selection. The Nominating Committee, in its nominations, and the Board of Governors, in its elections, shall be guided in their selections of candidates by the principles of demonstrated or potential ability, and by other factors which may be relevant, such as geographical distribution and the academic, governmental, and industrial distribution of the candidates.

Section 7. President-Elect. Prior to becoming President, the President-Elect shall submit to the incumbent Board of Governors the names of a proposed Director of Operations, and proposed editors and associate editors for Society publications, and names for all the Standing Committee Chairs, all the Technical Committee Chairs, other Committee Chairs, and various Society representatives, for appointment. If a majority of the members of said Board of Governors do not object within 30 days from date of formal submission, appointments shall become final. If a majority of the members of said Board of Governors object, a new name (or names) must be submitted. The incumbent officials shall remain in office until successors are appointed and arrange to take over the offices.

Article II - Duties of Executive Officers

Section 1. Director of Operations. The Director of Operations shall function as the Director of the Society. The Director will supervise a staff person responsible for carrying out secretarial duties for the society, will participate in all discussions on strategic planning, and will oversee society administration. Activities include the responsibility for sending out notices according to plans delineated by the Board of Governors or laid down in the Society Bylaws, preparing the agenda for and recording the minutes of all meetings of the Board of Governors and general meetings of the Society, and making such reports of these activities as may be required by the Board of Governors or the IEEE. The Director of Operations shall be responsible for ensuring that the Society operates in accordance with the Society Constitution and Bylaws, for chairing ad hoc committees formed to propose amendments to the Constitution and Bylaws, and for maintenance of the archival records of the Society.

Section 2. Vice President for Financial Activities. The Vice President for Financial Activities shall be responsible for the finances of the Society, including responsibility for recommending fee schedules consistent with a balanced operating budget and adequate reserve funds. The Vice President for Financial Activities, with the participation and approval of the Executive Committee, shall act as the liaison for the Society on financial matters with IEEE, act as consultant and financial supervisor to the treasurers of the various meetings held by the Society, make periodic reports to the Board of Governors on the financial status of the Society, observe the financial operations of the Society, and take appropriate actions to see that money is spent or invested wisely and in the best interest of the Society. The Vice President for Financial Activities, with the participation and approval of the Executive Committee, shall prepare the Society budgets which shall then be submitted to the Board of Governors for approval.

Section 3. Vice President for Member Activities. The Vice President for Member Activities shall be responsible for membership-related activities of the Society, including Standing Committees related to member activities. The Vice President for Member Activities shall chair a Member Activities Board. This Board shall consist of the Chair and the Chairs of Standing Committees related to member activities, plus up to three additional members appointed by the Vice President for member Activities. This Board shall be responsible for coordinating membership-related activities.

Section 4. Vice President for Technical Activities. The Vice President for Technical Activities shall be responsible for the technical affairs of the Society, including Technical Committees, Working Groups, and Standing Committees related to technical activities. The Vice President for Technical Activities shall chair a Technical Activities Board. This Board shall consist of the Chair, the Vice President for Publication Activities, the Vice President for Conference Activities, the Chairs of the Technical Committees, the Chairs of Standing Committees related to technical activities, and up to five additional members appointed by the Vice President for Technical Activities. This Board shall be responsible for coordinating the technical activities of the Society.

Section 5. Vice President for Publication Activities. The Vice President for Publication Activities shall be responsible for the publication activities of the Society. The Vice President for Publication Activities shall chair a Publication Activities Board. This Board shall consist of the Chair, the editors of Society publications, and up to five additional members appointed by the Vice President for Publication Activities. This Board shall be responsible for coordinating the publication activities of the Society. Editors of Society publications shall be charged with efficient operation of their respective publications. Papers for publication shall be received by the respective editor, whose office shall serve as a focal point for processing these papers. Editors shall have the responsibility for recommending to the President-Elect the number of Associate Editors and other positions to be appointed, and suitable candidates for appointment.

Section 6. Vice President for Conference Activities. The Vice President for Conference Activities shall be responsible for the conference activities of the Society, including approval of the cooperation and participation of the Society with conferences sponsored by other societies. The Vice President for Conference Activities shall chair a Conference Activities Board. This Board shall consist of the Chair, the Vice President for Technical Activities, the General Chairs of the most recent, the current, and the next Conference on Decision and Control, the General Chairs of the most recent, the current, and the next Conference on Control Applications, the American Control Conference Liaison Representative, and up to four other members to be appointed by the Vice President for Conference Activities. This Board shall be responsible for coordinating the conference activities of the Society.

Article III - The Board of Governors

Section 1. Annual Meeting. The Board of Governors shall hold an Annual Meeting on or before November 1.

Section 2. Meetings. No meeting of the Board of Governors shall be held for the purpose of transacting business unless each member shall have been sent notice of the time and place of such meeting 20 days prior to the date scheduled for the meeting. Provided, however, that if less than a quorum attend a duly called meeting, tentative action may be taken which shall become effective upon subsequent ratification, either at a meeting or by mail, by a sufficient number of members as to constitute a majority. Minutes of such meetings shall be mailed by the Director of Operations to all Board members who shall register their disapproval of any actions taken at such meetings within 10 days after receiving said minutes, or shall be deemed to have ratified the actions.

Section 3. Items of Business at Annual Meeting. The following items of business shall be conducted at meetings of the Board of Governors: Approval of Minutes; Reports on

Business Transacted Other Than at Meeting; Readings of Communications; Reports of Officers; Approvals of Budgets; Reports of Standing Committee; Reports of Technical Committees; Election of the President-Elect; and Vice Presidents for the succeeding year, if required; Old Business; and New Business.

Article IV - Technical Committees and Working Groups

Section 1. Purpose. The Technical Committees shall provide a focus for the technical activities of the Society independent of the Conference Activities Board and of the Publication Activities Board. Each Technical Committee may sponsor and monitor a number of Working Groups.

Section 2. Working Groups. Non-regional subgroups of members of the Society who share common technical interests and needs may be formed by petition to the Technical Activities Board. Each Working Group must be formed and operated under a plan consistent with the Society Constitution and Bylaws and not inconsistent with the authority delegated to the Board of Governors. The Chair of each Working Group shall report directly to the Chair of the Technical Committee that sponsors and monitors that Working Group. Upon the approval of the relevant Society Boards, Working Groups or Technical Committees may hold special workshops or sessions in their technical areas. They may request the editorial boards of Society publications to have special or regular features published. Such activities by a Working Group must be pursued in conjunction with the cognizant Technical Committee Chair. The number and types of Working Groups associated with a given Technical Committee may change depending upon the current interests of the membership of the Society. Such groups may be formed or dissolved upon the approval of the Technical Activities Board.

Section 3. Technical Committee Chairs. Technical Committee Chairs shall be appointed by the President-Elect for one-year terms. These Chairs shall be charged with the guidance of the regular activities of the Technical Committees. They shall be responsible for making yearly reports to the Board of Governors on the activities of their committees and the Working Groups monitored by their committees.

Article V - Standing Committees

Section 1. Chairs. Chairs of Standing Committees shall be appointed for one-year terms by the President-Elect with the concurrence of the Board of Governors.

Section 2. Awards Committee. This standing committee shall consist of the Awards Committee Chair, the chairs of subcommittees for awards pertaining to the CSS publications, conferences and other technical contributions as designated by the Board of Governors and other members, as suitable, appointed by the President-Elect. It shall report to the President, and shall be responsible for selecting and recommending various forms of recognition for noteworthy contributions to the fields of interest to the Society.

Section 3. Chapter Activities Committee. This committee shall report to the Vice President for Member Activities, and shall be responsible for promoting activities in Chapters of the Society, and facilitating the establishment of new Chapters.

Section 4. Executive Committee. This committee shall consist of the President, the President-Elect, the Vice President for Financial Activities, the Vice President for Member Activities, the Vice President for Technical Activities, the Vice President for Conference Activities, the Vice President for Publication Activities, the immediate Past-President and the Director of Operations. Between meetings of the Board of Governors, the Executive Committee shall be empowered to act for the Society except on matters which the Board has by resolution expressly reserved to itself. The Board of Governors may by majority vote at any meeting override any act or decision of the Executive Committee.

Section 5. Fellow Evaluation Committee. This committee shall report to the President, and shall be responsible for evaluating the qualifications of candidates for Fellow as requested by the IEEE.

Section 6. Long Range Planning Committee. This committee shall be responsible to the Board of Governors for reviewing the trends of science and technology as they may concern the Society, the profession, and the public, and for recommending changes in the objectives, organization, and operations of the Society as may be indicated by these trends. This committee shall be chaired by the President-Elect and shall include the following additional members: the President, the immediate Past President, the current Vice Presidents, the Director of Operations, and up to three additional members appointed by the President-Elect.

Section 7. Distinguished Lecturers Committee. This committee shall report to the Vice President for Member Activities, and shall be responsible for running the Distinguished Lecturers Program. This program provides partial financial support to a selected number of appointed speakers which may be invited by IEEE Chapters, sections, subsections, and student groups to give a lecture. The aim of the committee is also to monitor this program and to make recommendations for changing topics and lecturers in such a way as to match the offer of subjects and lecturers to the needs of the Chapters and Active Control Groups.

Section 8. Student Activities Committee. This committee shall report to the Vice President for Member Activities, and shall be responsible for promoting the involvement of students in Society activities, encouraging activities in Student Chapters, and facilitating the establishment of new Student Chapters.

Section 9. Standards Committee. This committee shall report to the Vice President of Technical Committees, and shall be responsible for identifying and developing standards in the Society's Field of Interest for submission to the IEEE, for reviewing standards developed by other organizations, and for disseminating information on standards to the Society membership.

Section 10. History Committee. This committee shall report to the Vice President for Member Activities, and shall be responsible for identifying and documenting events and contributions in the Society's Field of Interest.

Section 11. Electronic Information Committee. This committee shall report to the Vice President for Publication Activities, and shall be responsible for overseeing the Control Systems Society's web page and Internet-based communication activities. The chair of this committee will be the Editor of Electronic Publications, who may appoint Associate Editors for different areas of responsibility, as described in Article II, Section 5.

Section 13. Conference Editorial Board. This Committee shall report to the Vice President for Conferences, and shall be responsible for obtaining reviews of papers submitted to the Conference on Decision and Control and for papers submitted through the IEEE to the American Control Conference.

Section 14. Conference Publications Committee. This Committee shall report to the Vice President for Conferences, and shall be responsible for publications related matters for all conferences for which the Society has major financial responsibility.

Section 15. Conference Operations Committee. This committee shall report to the Vice President for Conferences, and shall provide support for finance, banking and administration related matters for all conferences for which the Society has major financial responsibility. In addition this committee will be responsible for maintaining conference related documentation and conference innovations.

Section 16. Fellow Nominations Committee. This committee shall report to the Vice President Member Activities, and shall see that the deserving members of the Society are nominated for the membership grade of Fellow of the IEEE.

Section 17. Women in Control. This committee shall report to the Vice President for Member Activities, and shall be responsible for promoting the involvement and recognition of women engineers in Society activities.

Section 18. Award Nominations Committee. This committee shall report to the VP-

Membership. It shall see that a sufficient number of deserving members are nominated for the awards and prizes administered by IEEE and other relevant organizations. Nominations independent of this committee are possible and desired.

Section 19. Ethics in Publishing Committee. This committee shall report to the President. The scope of this committee is to investigate allegations of possible misconduct by Authors of papers submitted to or published in a CSS journal or conference. The designated chair shall be the Vice President-Publications who is the spokesperson for the anonymous committee presided over by its executive chair.

Section 20. Industry Activities Committee. This committee shall report to the Vice President for Member Activities, and shall be responsible for promoting the involvement of CSS members from industry in Society activities, for developing measures facilitating the exchange between academia and industry and for disseminating information on CSS activities to membership from industry.

Section 21. Society Liaisons for IEEE Activities. Each IEEE liaison shall report to the CSS Vice President whose duties most closely align with the corresponding IEEE activity.

Section 22. Additional Committees. Additional committees may be formed when deemed necessary by the Board of Governors.

Article VI - Affiliate Membership

Section 1. Members in good standing of other professional organizations who satisfy the requirements stated in the Constitution, Article II, Section 2 are eligible for Affiliate Membership in the Society. Affiliate applications shall be reviewed and evaluated by the Society's membership and Admissions Committee.

Article VII - Amendments

Section 1. Procedure. These Bylaws may be amended by a two-thirds vote of the Board of Governors in meeting assembled provided that notice of the proposed Bylaws has been sent to each member of the Board of Governors at least 30 days prior to such meeting, or a Bylaw may be changed by a two-thirds vote of all members of the Board of Governors by communication by the President to each member and vote received by such means. No Bylaw change shall take effect until it has been approved by the IEEE Vice President, Technical Activities. After such approval, the amendment will take effect 30 days after it has been published in a Society publication sent to all members.

Effective Date of Society Board of Governors approval: 6 August, 2016

Effective Date of VP, IEEE Technical Activities approval: 11 December, 2016