

# BYLAWS

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## **BYLAWS**

### **PRODUCT SAFETY ENGINEERING SOCIETY**

#### **ARTICLE B1 INTRODUCTION**

These Bylaws provide detailed guidance for the supervision and management of the Product Safety Engineering Society (PSES) affairs, herein identified as Society, and in accordance with the Society Constitution. Amendments may be made by means of the procedures described in Article C11, of the Society's Constitution.

Editorial changes in the Bylaws that clarify the meaning, structure or operation of the Board of Directors shall require only the approval of the Board of Directors.

#### **ARTICLE B1 RULES OF ORDER**

In all matters not covered by the Constitution, Bylaws, and Rules, the latest edition of Robert's Rules of Order shall govern meetings of the Society.

#### **ARTICLE B2 MEMBERSHIP**

##### ***2.0 Member***

Membership shall be based on payment of annual IEEE and Society dues and upon acceptance of formal application by IEEE Headquarters.

##### ***2.1 Life Members***

Such membership, exempt of payment of the annual fee, shall be in accordance with IEEE Bylaws 102 and 109.

##### ***2.2 Affiliates***

Affiliation may be based on membership within other IEEE-approved Societies or other professional societies that have a common interest in product safety engineering, that have been recognized for affiliation purposes by specific action of the Society Board of Directors. Further, affiliates may join in accordance with any other provision that may be incorporated in the IEEE rules and regulations.

An Affiliate member of the Society may not serve in elective office in the Society or in a Chapter, or vote for candidates for these offices; however, an Affiliate may serve in any appointive office in the Society or a Chapter of the Society. An Affiliate is entitled to receive notices of all meetings sent to Society members, may receive copies of publications of the Society, may attend and participate in any function of the Society by payment of appropriate fees, and may receive any award bestowed by the Society. An Affiliate may not receive any IEEE benefits that are derived through IEEE membership except as approved by the Executive Committee of the IEEE.

##### ***2.3 Student Members***

An exception to the annual fee shall be made for students, as prescribed by IEEE Bylaw 109. Transferring to full membership shall be in accordance with the same Bylaw.

##### ***2.4 Honorary Life Membership***

Such membership, exempt of the annual fee, shall be based on the recommendation of the Society Awards Committee, the endorsement of the Society Board of Directors, and approval of the IEEE.

##### ***2.5 Special Categories of Membership***

Special categories of membership not identified herein, with appropriate fees, shall be as specified in the IEEE Bylaws.

**2.6 Termination:** Members who become delinquent in the payment of dues and fees shall be treated in accordance with IEEE rules and procedures. In addition, members who breach the IEEE Code of Ethics shall be subject to sanctions as provided in IEEE Bylaws.

## **ARTICLE B3 BOARD OF DIRECTORS**

### **3.0 Board of Directors**

The Board of Directors shall consist of Directors-at-Large and Executive Directors with voting privilege plus elected and appointed Ex-officio Directors without vote. ~~A majority of the voting members of the governing body or any committee thereof shall constitute a quorum.~~ Over fifty percent of the voting members shall constitute a quorum and all voting members shall have an equal vote (Ref: IEEE Bylaw I-300.5).

### **3.1 Directors-at-Large**

There shall be 12 Directors-at-Large elected by the Society membership. Their term of office shall be three years with 4 Directors-at-Large elected each year. In addition to the four nominees receiving the largest number of votes, the next top nominees from each of IEEE Regions 7, 8, 9, and 10 shall be elected to the Board if the Region is not represented on the Board as a result of the election of the top four nominees or by carry-over Director at Large. To qualify for election to the Board if not part of the top four elected candidates, the Region must have at least 5% of the membership of the Society on December 31 of the year preceding the election and at least 2 nominees from that Region. The President and President Elect are not considered to be a Director-at-Large. The minimum number of Board members will thus be fourteen (14).

### **3.2 Executive Directors**

The President, President-elect, Secretary, Treasurer, immediate Past President, and all Vice-Presidents shall be Executive Directors (EXCOM). These are elective offices by the process contained in Section 5.0 and may or may not be Directors-at-Large.

### **3.3 Ex-Officio Directors**

Chapter chairpersons, standing, technical and ad hoc committee and subcommittee chairpersons, editors of Society publications, Sub-Society officers, symposium officers and other appointed or elective positions as designated by the President with the consent of the Board of Directors shall be Ex-Officio Directors. Ex-Officio Directors are nonvoting members of the Board of Directors.

### **3.4 Continuation and Appointment to the Board of Directors**

In order to ensure a continuously active Board of Directors, elected Board of Director members who, in the absence of extenuating circumstances miss three consecutive meetings, will have their position of the Board considered vacated. Vacancies thus or otherwise created shall be filled by the appointments for the unexpired terms by the President with the consent (simple majority) of the Board of Directors.

## **ARTICLE B4 NOMINATIONS, ELECTIONS AND APPOINTMENTS**

### **4.0 Nomination and Election of the Board of Directors**

The Nominating Committee shall be constituted by the President on or before 1 April of each year. The Nominating Committee shall consist of the Immediate Past President, whom will serve as chair and three or more members of the Society, selected by the Nominating Committee chair. Not more than half of the Nominating Committee may be a member of the Board of Directors.

### **4.1 Actions of the Nominating Committee**

The Nominating Committee shall immediately upon being formed, or no later than 15 April of each year, solicit a minimum of four nominations for election as Directors-at-Large. Notification shall be published in an appropriate venue of the society. Such nominations shall be received by the Chairperson of the Nominating Committee by 30 May of each year. No member of the Nominating Committee shall be nominated for election to the Board of Directors. Persons nominated to the Board of Directors should possess significant technical and professional stature in the Product Safety field and should have adequate financial resources and/or backing to be able to attend meetings and actively contribute to the Board of Directors, including committee activities,

correspondence, telephone calls, etc. The Nomination Committee is responsible for ensuring all candidates are Society members and meet the criteria above.

- a. The Chair of the Nomination Committee shall be the past President. In the event of incapacity or conflict of interest of the Chair, the most recent Past Chair of the Nomination Committee shall act as Chair. Under extenuating circumstances, a different individual may be appointed to this position.
- b. Chairs shall not be eligible to be elected to the governing body during their term of service.
- c. At least two-thirds of the voting members of the Nomination Committee shall be elected or appointed by the governing body.
- d. No member of the Nomination Committee shall be eligible for a positions for which such member's respective Nomination Committee is responsible for making nominations except under the following conditions: (i) the nomination is not made by a member of the same Nomination Committee and (ii) the member resigns from the Nomination Committee prior to its first meeting of the year in which the nomination shall be made.

#### ***4.2 Nomination by petition***

For each elective office of the Society, individual voting members eligible to vote in such election may nominate candidates either by a written petition or by majority vote at a nomination meeting of the organizational unit, provided such nominations are made at least 28 days before the date of election. The number of signatures required on a petition shall be determined in accordance with IEEE Bylaws as follows (REF: IEEE Bylaw I-3008.16 and IEEE Policy 13.8.3).

For all positions where the electorate is less than 30,000 voting members, signatures shall be required from 2% of the eligible voters. For all positions where the electorate is more than 30,000 voting members, 600 signatures of eligible voters plus 1% of the difference between the number of eligible voters and 30,000 shall be required.

Members shall be notified of all duly made nominations prior to 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. Facsimiles, or other copies of the original signature, shall not be accepted.

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.

#### ***4.3 Direct nominations***

The Nominating Committee may make nominations for the Board of Directors in addition to those nominated by petition.

#### ***4.4 Withdrawal***

The President of the Society shall withdraw the names of any candidates, for election as Society officers, who are not eligible under the Constitution or Bylaws.

#### ***4.5 Willingness of nominees to serve***

The Chair of the Nominations Committee shall consult with each candidate prior to nomination to determine their willingness to serve if elected.

#### ***4.6 Geographical representation***

In the preparation of the slate of nominees, consideration shall be given to both geographical representation and technical interests. In the event that 2/3 of the Board of Directors carry-over members into the following year

and the nominations received by petition do not include members and nominees from IEEE regions one through ten, the Nominating Committee will contact Society members in these unrepresented regions (who are qualified for Board of Directors membership, and who are willing to serve in that capacity if elected) and submit their names in the slate of nominees on or before 30 June of the calendar year.

#### ***4.7 Submittal of nominee for balloting***

Each year, the Chairman of the Nominating Committee shall mail to IEEE Headquarters the slate of at least 4 nominees for election to the four offices to be filled on the Board of Directors.

#### ***4.8 Mailing of ballots***

On or before 15 August of each year, IEEE Headquarters will mail ballots to Society members, with the request that the ballots be returned to IEEE Headquarters by 1 October of the same year.

#### ***4.9 Ballot count***

IEEE Headquarters performs the count of the ballots to be completed by 15 October. IEEE will notify all nominees and the Board of Director officers of the results of the election, to be effective 1 January of the following year.

#### ***4.10 Invitation to newly elected members***

During the first meeting following election, the newly elected members of the Board of Directors will be introduced to their new duties and will participate in the election of the new Executive Directors if the election for new Executive Directors occurs during that year.

#### ***4.11 Notification to non-elected candidates***

Unsuccessful candidates for the Board shall be notified by private letter from the President to the unsuccessful candidates. The letter shall contain the number of votes accumulated by the candidate and it shall also contain the minimum number of votes that were needed to be elected to the Board.

#### ***4.12 Tie voting for Directors-at-Large***

In the case of a tie for the fourth and last Director-at-Large slot, or a tie between two candidates from the same qualifying region (7, 8, 9 or 10), the Board of Directors shall vote to choose the winner by closed ballot.

### **ARTICLE B5 TERMS OF OFFICE AND DUTIES OF BOARD MEMBERS**

#### ***5.0 Election of officers for the Board of Directors:***

As described below, Executive Directors are to be elected by the Board of Directors with a term of office to begin 1 January the year following the election. All board members are limited to term of office per Section 5.2 unless otherwise stated.

During the first year of the sitting President's term of office, during the last meeting of the year following the election of the incoming Directors-at-Large, the Board of Directors comprised of the newly elected members and current Directors-at-Large and Executive Directors shall nominate and elect from among the Directors-at-Large and the Executive Directors a President-elect who shall serve one year in that office coinciding with the second year of the President's term of office. The President-elect then becomes President. From the Society membership, a Secretary, Treasurer and all Vice-Presidents shall be nominated and elected who will occupy those respective offices for the succeeding two years. Election shall be by secret ballot and when a quorum is not present, by mail balloting. The first meeting shall be prior to 1 January if at all possible.

To be elected for a position of Executive Director, a nominee must receive a majority of the votes cast by members of the Society's Board of Directors. If no candidate receives a majority on a ballot, the name of the candidate receiving the smallest vote shall be withdrawn and a second ballot taken. This procedure shall be repeated until one candidate receives a majority vote of greater than half of the number of members of the quorum present at the time of the election.

In odd numbered years, the Board of Directors shall elect a President-elect who will serve a one-year term at the beginning of the following January of even numbered year.

In even numbered years, the Board of Directors shall elect all Executive Directors (Vice-Presidents) for a two-year term at the beginning of the following January of odd numbered year. Executive directors are limited to term of office per Section 5.2. The Secretary and Treasurer will be appointed and voted upon by the Board at the same time as the Executive Directors.

The Board of Directors may hold contingent elections to be effective if an elected officer fails to accept office, is disapproved by IEEE Headquarters because there has been some irregularity in the nominations and election procedures, or has failed to maintain IEEE membership.

### ***5.1 Term of office***

The terms of office for the Officers of the Society, and their eligibility for re-election shall be:

- President-elect (1 year term)
- President (2 year term, non-renewable)
- Immediate Past-President (2 year term)
- Executive Directors/Vice-President (2 year term, renewal twice)
- Directors at Large (3 year term, renewal once, one-third to be elected every year)
- Appointed Officers of Standing and Technical Committees (3 years, renewal once)

Eligibility for a particular office shall be restored after a lapse from that office of one year.

### ***5.2 Term limits***

The term of office for the President shall be two calendar years immediately following a one-year term as President-elect. The President shall not be eligible for election to President-elect until a lapse of three years.

The positions of Executive Director, or Vice President, shall be by election. After initial election, this position may be renewed twice. However, if circumstances warrant, the term limit may be waived on an individual case-by-case situation by a two-thirds vote of the Board of Directors. Term limits do not apply to the position of Secretary and Treasurer.

It is of benefit to the Society that both the Secretary and the Treasurer be encouraged to serve at the request of the Board of Directors for a minimum of two terms in order that the expertise developed by these officers not be lost to the Society by early replacement. All officers shall continue to serve until their successors take office.

### ***5.3 Presidential duties***

The President shall supervise the affairs of the Society and shall speak for the Society on all matters not specifically delegated to others.

### ***5.4 President-elect duties***

The immediate Past-President shall fulfill these duties during the first year of the President's term of office if the President is absent, incapacitated or requests a temporary replacement. The President-elect shall also fulfill the same functions as the President of the Board of Directors under the same conditions during the President's second year of office.

### ***5.5 Secretarial duties***

The Secretary shall be responsible for keeping the records of the Board of Directors in the areas commonly ascribable to secretarial functions. The Secretary shall prepare and distribute reports, notices or such documents as may be required by the President and the Board of Directors.

### ***5.6 Treasurer's duties***

The Treasurer shall act as liaison with IEEE Headquarters on all financial records of the Society in the areas commonly ascribable to treasurer functions. The Treasurer shall prepare vouchers for withdrawal of Society funds for payment to officers or members of the Society; certify bills to be paid by IEEE Headquarters direct to

suppliers; make a report at each Society business meeting covering the current financial status of the Society; prepare the Society budget; and perform such other financial duties as may be assigned by the President.

#### ***5.7 Vice-President's duties***

The Vice-Presidents shall supervise and coordinate the activities of all Standing and Technical Committees assigned to them and report to the Board developments at each meeting of the Board.

#### ***5.8 Vacancies***

When a within-term member of the Board of Director vacancy occurs, the Society President shall appoint a current member of the Society to fill the position vacated by the elected member to complete the unexpired term. Approval by sitting Board members must occur by majority vote. The full elective rights and responsibilities associated with the vacated position shall pass to the appointee for the unexpired term. The eligibility requirements for the candidate to fill a vacancy are identical to that of a Director-at-Large.

#### ***5.9 Editors-in-Chief appointments***

The term of office for all Editors-in-chief of the Society's periodicals is three years, renewable once. Upon a vacancy or an expiration of a term, the President may appoint a qualified individual to an Editor-in-Chief position with the consent of Board of Directors. Eligibility for an Editor-in-chief post shall be restored after a lapse of two terms however, if circumstances warrant, the term limit may be waived on an individual case by case situation by a two-thirds vote of the BOD.

### **ARTICLE B6 CHAPTERS, TECHNICAL SUB-COMMITTEES AND AFFILIATED GROUPS**

#### ***6.0 Chapters***

Chapters are organized on a geographical basis. This subject is fully treated in the IEEE Bylaws and the Society and Section Manuals of the Institute.

#### ***6.1 Technical Sub-Committee***

A Technical Sub-Committee may be organized to cover a specific portion of the field of interest of the Society. Each Technical Sub-Committee may be governed by a Technical Committee. Sub-committees may organize sessions at a Society Symposium or Technical Conference, and may organize separate specialized symposia. Sub-Committees may organize special issues of the Transactions or a special section in an issue. Any service by Sub-Committee members, beyond those provided by Society members, must be paid for by the Sub-Committee and the amount must be endorsed by the Board of Directors and approved by the General Manager of IEEE. Where possible, the Sub-Committee shall limit its scope to an area under the cognizance of one technical committee.

#### ***6.2 Affiliated Groups***

Affiliated groups with an interest in common with the society but which remain independent of the Society.

### **ARTICLE B7: PUBLICATIONS**

#### ***7.0 Publications***

The Society shall sponsor such publications as recommended by a Technical Committee reporting to the Vice President of Communications, and approved by the Board of Directors. The President, in consultation with the appropriate Vice-Presidents and with the approval of the Board of Directors, shall appoint an editor for each publication.

#### ***7.1 Editor-in-Chief Duties***

Each Editor-in-Chief shall implement the approved publications program. In accordance with the guidance provided, and general IEEE rules and regulations, the Editor-in-Chief shall designate associate editors, special guest editors and manuscript reviewers.

### ***7.2 Editorial Expenses***

Editorial expenses shall be subject to review and approval of the Board of Directors. The Treasurer shall review the expenses to determine adherence to the Society's budget.

## **ARTICLE B8: SOCIETY FUNDS**

### ***8.0 Society funds***

The Society may raise funds as specified in Article C7 of the Constitution and in accordance with IEEE Bylaws, rules and regulations.

### ***8.1 Society annual assessment of fees***

The annual Society fee shall be determined by action of the Board of Directors. Failure of a Society member to pay the annual Society fee will not render him liable to dismissal from the IEEE. Any Society member who fails to pay such fee before 31 February of each year will be automatically dropped from the Society membership.

### ***8.2 Holding and securement of Society funds***

IEEE Headquarters shall act as bursar for all Society funds, except as specified there under. Billings and receipt of the annual fee shall be via the IEEE Membership and Fiscal Departments. All other fiscal affairs shall be handled through the office of the Technical Activities Secretary.

### ***8.3 External holding of funds by third parties***

The general committee for a symposium or technical conference may, with the advice and consent of the Board of Directors, authorize the symposium treasurer or fiscal officer to open an account to be used for the deposit and disbursement of funds related to the symposium. In each case, the Board of Directors shall be advised the name of the bank, anticipated size of the account, names of the account signatories, and arrangements for insurance and bonding by the IEEE. Symposia jointly sponsored with other technical societies are excluded from bank, account size, account signatories and insurance/bonding information if a charter of operations with those societies is pre-approved by the Board of Directors and the IEEE.

Society chapters may hold and own funds, and may receive income and make disbursements as necessary for their operation. Each Society chapter must make a full disclosure to the IEEE on a regular basis and inform the IEEE of any changes in the account holding (signatories). A co-signer from IEEE Headquarters must be on the account to ensure conformity with this section of the Bylaws. All bank accounts shall be compliant with IEEE policies."

### ***8.4 Other special circumstances***

For other special circumstances, such as co-sponsorship of a symposium, the Board of Directors shall make prudent arrangements to safeguard the Society's funds that may be involved.

### ***8.5 Financial support for third-parties.***

The Board of Directors shall be able to provide monetary support for the services of individuals to serve in advisory or non-elective positions for a period to be specified in the appointment. Board of Directors approval by a 2/3 majority is needed.

## **ARTICLE B9: SOCIETY BUSINESS**

### ***9.0 Society business***

The President and officers shall conduct the Society's affairs subject to the advice and consent of the Board of Directors, except where other authorization is specified.

### ***9.1 Public meetings***

No Board of Directors meetings 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 at least 30 days prior to the scheduled date of the meeting.

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 meeting, by mail, or by electronic means by a sufficient number of members as to constitute a majority. Minutes of such meetings shall be mailed by the Secretary to each Board member who shall register disapproval of any actions taken at such meetings, within 15 days after receiving said minutes, or they shall be deemed to have ratified.

### ***9.2 Hosting of conferences***

The Society shall attempt to sponsor at least one symposium or conference each year.

### ***9.3 Action of the governing body and committees thereof: (Ref: IEEE Bylaw I-300.4)***

- a. The vote of a majority of the members present and entitled to vote at the time of vote, provided a quorum is present, shall be the act of the Governing Body.
- b. The governing body 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.
- c. The governing body 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 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. "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.
- d. Voting. Individuals holding more than one position on the governing body or any committees thereof, shall be limited to one vote on each matter being considered by the governing body or committee.
- e. Proxy voting is not allowed.

## **ARTICLE B10: TECHNICAL COMMITTEES**

### ***10.0 Technical Committees***

A Technical Committee, which may organize a Sub-Society if desired, functions in a specific technical area as directed by the appropriate Vice-President with a scope to be approved by the Board of Directors. In carrying out the Committee responsibilities, the Vice-President shall be assisted by their respective Technical Advisory Committee.

### ***10.1 Appointment of Officers***

Officers of the Technical Committees shall be appointed by the appropriate Vice-President with approval of the Board of Directors. Members of the Technical Committee shall be appointed by the officers of the Technical Committee.

### ***10.2 Terms of Appointment***

Technical Committee officers and membership shall be appointed with the following terms:

- a. Committee officer – three year, renewable once
- b. Committee membership - unlimited

The Vice-President with the consent of the Board of Directors may extend the terms for a longer period of time.

### ***10.3 Functions of Technical Committees***

Each Technical Committee shall promote activities in its field and shall provide expert knowledge and assistance to:

- a. Receive, generate, and review papers within its scope in cooperation with the Transactions Editor and/or the Technical Papers Committee.

- b. Organize and operate sessions at meetings of the IEEE at all levels and at meetings of other organizations with which the Society is desirous of cooperating, in accordance with the rules in effect at such meetings.
- c. Arrange through appropriate editors for publishing pertinent papers in IEEE publications.
- d. Evaluate "state of the art" in the area of committee interest.

**10.4 Operations**

The operation of each Technical Committee shall at least one annual meeting to formulate a report to be presented to the Board of Directors indicating the status of committee work.

**ARTICLE B11 EXECUTIVE COMMITTEE**

**11.0 Executive Committee**

The Executive Committee consists of the President, immediate Past President, President-elect, all Vice-Presidents, Secretary and Treasurer. These officers, who are also identified as Executive Directors (Excom), are elected officials in accordance with Article B4. The functions of the Executive Committee will be to:

- a. Act for the Board of Directors in emergency situations where time is not available to call a special meeting of the Board of Directors.
- b. Perform additional task as requested by all Directors-at-Large that do not require discussion or a vote by all Board members.

**ARTICLE B12 STANDING COMMITTEES**

**12.0 Standing Committees**

Standing Committees shall be appointed by the President with the advice and consent of the Board of Directors. It will be discretionary with the President to appoint any part or all of any Standing Committee, or to appoint the chairperson only of a Committee, and request the latter to appoint additional members. Such appointments shall be for a period of as defined in Section B5.1 and B5.2, Term Limits. Each Standing Committee will be assigned to the appropriate office for overall supervision.

**12.1 Standing committee's Duties**

The specific duties of each Standing Committee shall be as recommended by the President, after consultation with appropriate officers, and approved by the Board of Directors.

**ARTICLE B13 SPECIAL OR AD HOC COMMITTEES**

**13.0. Special or Ad Hoc Committees**

Special or ad hoc committees may be created by the Board of Directors. For each case, the Board of Directors shall specify the number of members the committee shall have and how the members are to be selected and the terms of the members if other than for the life of the committee. Special or ad hoc committees shall automatically be dissolved after two years unless the Board of Directors sets an expiration date. Each special or ad hoc committee shall report the status of its work at a Board of Directors meeting within one year of its formation or prior to completion of its activity, whichever is sooner.

**13.1 List of Standing Committees**

The Standing Committees shall include but not be limited to the following:

- |                            |                                    |
|----------------------------|------------------------------------|
| 1. Meetings                | Chair: VP for Conferences          |
| 2. Publications            | Chair: VP for Communications       |
| 3. Finance                 | Chair: Treasurer                   |
| 4. Technical Activities    | Chair: VP for Technical Activities |
| 5. Nominations             | Chair: Immediate Past-President    |
| 6. Constitution and Bylaws | Chair: Presidential Appointee      |
| 7. Fellows Appointment     | Chair: Presidential Appointee      |

8. Liaison and Transnational      Chair: Immediate Past-President
9. Education                              Chair: VP for Member Services

### **13.2 Standing Committees**

Each Standing Committee shall have the power to create subcommittees of its own selection.

#### **Meetings Committee**

The organization of each Conference or Technical Meeting sponsored by the Society shall include a Steering Committee (chaired by the General Chair) and a Program Committee. The organizing committee shall appoint their Conference General Chair upon the recommendation of the Meetings Committee and with the advice and consent of the Board of Directors. The General Chair shall appoint the Program Chair with the advice and consent of Vice-President for Conferences. The Meetings Committee, with approval of the Society may plan, organize and sponsor other activities held in conjunction with Conferences of other societies. The Vice-President for Conferences shall oversee the Meetings Committee.

#### **Publications Committee**

The Publications Committee shall include the Vice-President for Communications (as Chair), the Editors-in-Chief of all the publications of the Society (as ex-officio, voting members), and at least 4 additional members at large. This Committee shall establish Society publication policy subject to adherence to IEEE Publication Policies (Section 6.2) and annual review by the Society. It shall assist Editors-in-Chief of Society Periodicals in the choice of special topics and in guiding and planning all Publications.

The Editor-in-Chief may designate associate editors, special guest editors, and manuscript reviewers, the publication policies of the Society.

Editorial expenses must be in accordance with an annual budget approved by the Society and Society publication policy. Editor-in-Chief may authorize any publication expenses, but shall be responsible for adherence to the publication budget.

#### **Finance Committee**

The Finance Committee shall assist the Board of Directors in developing Society budgets, reviewing long-range fiscal planning, and suggesting new sources for income. The Treasurer shall chair the Finance Committee.

#### **Technical Activities Committee**

The Technical Activities Committee shall be chaired by the Vice-President for Technical Activities and shall include the Chairs of all of the Technical Committees and the Chair of the Regional Interest Groups Committee of the Society.

The Vice-President for Technical Activities shall establish Technical Committees as may be deemed desirable with the approval of the Society.

#### **Nominations Committee**

The Immediate Past President of the Society shall be the Chair of the Nominations Committee.

#### **Constitution and Bylaws Committee**

The Constitution and Bylaws Committee, including its Chair, shall be appointed by the President of the Society with approval by the Board of Directors. The Society Secretary shall be an ex-officio non-voting member of the Constitution and Bylaws Committee. The President upon request of the Board may appoint additional members.

The functions of the Constitution and Bylaws Committee will be to:

- a. Maintain up-to-date copies of the Constitution and Bylaws and make them available upon request.

- b. Ascertain that the Constitution and Bylaws are not in conflict with any requirements or rules of the IEEE.
- c. Recommend changes in the Constitution or Bylaws as necessary to conform to the development of the Society or to changes by the IEEE.
- d. The Chair of the Constitution and Bylaws Committee shall serve as Parliamentarian and Consultant on Procedural matters at all meetings of the Society.

#### **Fellows Appointment Committee**

The Fellows appointment committee is appointed by the President with the approval of the Board. This committee is to solicit and review applications of member of the Society that fall within the Category of IEEE Fellow. Results of the committee's work will be turned over to IEEE for processing.

#### **Liaison and Transnational Committee**

The Liaison and Transnational Committee shall assist the President in maintaining the liaison activities of the Society. The Immediate Past-President shall chair this Committee.

#### **Education Committee**

The Education committee reports to the Vice President of Member Services. The Chair of the Education Committee is appointed by the Vice President of Member Services with the approval of the Board.

### **ARTICLE B14 FINANCES**

#### ***14.0 Budget and Reports***

The fiscal and operating year of the Society shall begin on the first day of January and end at the close of business on the thirty-first day of December of each year.

The Treasurer shall submit a proposed Society budget for the ensuing year in accordance with IEEE budget development guidelines. When approved by the Society and the TAB, this budget shall become the working budget for the following year. This approved budget will constitute authorization to disburse funds in amounts not to exceed any budgeted item.

The Treasurer shall be responsible for forwarding to IEEE Headquarters the approved budget, and Headquarters will be thereby authorized to disburse the funds in accordance with instructions from the Treasurer.

The Treasurer shall obtain a financial statement of receipts, expenditures and balances from IEEE Headquarters at least twice yearly and shall distribute copies of this statement to all voting members of the board of Directors. The Treasurer shall also keep a running account of commitments to date.

#### ***14.1 Financial Support***

Financial support for the Society shall be derived from income from sales of Society Periodicals, Books, Videotapes and IEEE Press publications, its share of any surplus from Society sponsored Conferences; and any income realized through investments and corporate donations or other revenue generating activities approved by the Board. Periodicals subscription prices to members of the Society Member Societies shall be set to no less than self-sustaining.

IEEE policy permits organizational units to accept donations for activities of scientific or technical nature. These donations are tax deductible. The Society should adhere to IEEE policies relating to contributions or grants.

#### ***14.2 Conference Bank Account***

The Treasurer of any Society-sponsored Conference is authorized to open an account in the Conference's name, to be used for the deposit and disbursement of funds related to the Conference. All bank accounts should be compliant with IEEE policies and procedures. The Society shall be advised of the name of the bank, the anticipated size of the account, the names of the account, signatories and of arrangements for insurance and

bonding. The Treasurer and the Staff Director–Financial Services shall be signatories on any bank accounts opened by a meeting or conference sponsored by the Society. If an account is open with the IEEE Concentration Banking Program the signature card requirement for the Staff Director–Financial Services is not necessary.

#### ***14.3 Society Bank Account***

Bank accounts should be opened in the name of IEEE Product Safety Engineering Society. All bank accounts should be compliant with IEEE policies and procedures. The Staff Director–Financial Services shall be a signatory on any bank accounts opened by the Society. If an account is open with the IEEE Concentration Banking Program the signature card requirement for the Staff Director–Financial Services is not necessary.

#### ***14.4 Travel Expenses***

The Society President may authorize traveling expenses for members of the Society on Society business in accordance with the current, approved Society budget and in a manner in conformity with the Society and IEEE travel and reimbursement policies and procedures.

#### ***14.5 Travel Expense Subsidy***

**Society Director or Officer Loss of Adequate Resources:** A sitting Director or Officer who had adequate resources at the time of election and loses same may request financial assistance to continue his or her participation in Board meetings. A letter requesting funding assistance and explaining the circumstances shall be submitted to the Finance Committee who may grant up to full support to attend two Board meetings per year. Requests for this category of financial assistance should be submitted at least 45 days prior to the need for assistance. Financial assistance is valid only during the current term of office, and will not apply if the Director is re-elected without adequate financial resources.

**Society Director or Officer Inter-regional Travel:** Society Directors and Officers residing in IEEE Region 8, 9, or 10 may be granted a travel subsidy equal to 100% of the first \$500 and 80% of the balance in an amount not to exceed \$2,000 (based upon IEEE allowed reimbursable travel expenses) to attend PSES Board of Director meetings held in IEEE Regions other than their home Region. Society Directors and Officers residing in Regions 1-7 may be granted a similar subsidy to attend a PSES Board of Directors meeting in Region 8, 9, or 10. Note: All amounts are in US dollars.

**Society Elected Officer:** A person nominated for an Officer position should have adequate resources to perform the functions of that office. If the nominee does not have adequate resources, he or she shall inform the Nominating Committee Chair of that fact at the time of accepting the nomination. The Nominating Chair shall inform the BOD of the nominee's required financial assistance at the time the nomination slate is presented to the Board. If the Board elects the nominee, it also shall be considered as approval of the individual's financial assistance needs.

**Designated Society Representative:** A person to be appointed to represent the Society at a given non-PSES event or to a TAB Council meeting shall, prior to acceptance, state whether or not he or she requires financial assistance and the level of support required. Board confirmation of the appointment shall constitute approval of financial assistance.

**Society Committee Chair:** A person nominated for a Committee Chair position should have adequate resources to perform the functions of that office. If the nominee does not have adequate resources, he or she shall inform the Board prior to Board confirmation of the appointment. Board confirmation of the appointment shall constitute approval of financial assistance.

Directors/Officers may not be reimbursed for travel to attend meetings held at Symposia sites if traveler would normally attend that conference if not a Director or Officer.

**Prior Approval:** No one shall be reimbursed for expenses unless he or she has prior approval to incur such an expense. Written approval must be obtained at least 15 days before commitment of funds from the Vice-President responsible for the account to be charged for the expense. The VP authorizing the expense shall send

a copy of the approval letter to the Treasurer. Vice Presidents, for their own requests, must obtain prior approval from the President and meet the same 15 day advance notice requirement. Prior approval is automatically granted if an expense is incurred in accordance with a Board of Directors Approved Motion that includes a specific dollar value, (for example, a specified travel subsidy for a given event or the purchase of a Society asset). The Secretary and Treasurer are granted prior approval to incur routine budgeted office expenses in the performance of their duties. Also, the President shall not need prior approval to incur expense under his discretionary account. Approval may NOT be granted for an expense that will exceed an approved budget line.

**Expense Reimbursement:** All expense reports must be submitted to the Treasurer for review, approval and forwarding to the appropriate IEEE office. Expense reimbursement requests require two approval signatures. The first approval signature shall be the Vice President or President granting prior authorization to incur an expense. The Society Treasurer is always the second approving authority. (The President may sign in the absence or unavailability of the Treasurer). The Treasurer or President may not approve their own reimbursement request. The second signature in this case is waived. To facilitate the two-signature process for all other reimbursement requests, a prior approval letter by any means shall be considered as the first approval signature. The exceptions are a reimbursement request for an item covered by a Board of Directors approved motion and Secretary or Treasurer routine office expenses. Also, BOD and ExCom meeting expenses or other specific pre-approved budget line item expenses are exempt from the two-signature requirement. A travel reimbursement request submitted to the Treasurer more than 90 days after the event will not be honored. Approval of all travel reimbursement requests will be based on compliance with IEEE guidelines.

## **ARTICLE B15 SOCIETY MEETINGS**

### ***15.1 Notification***

The Secretary shall announce to the members of the Society, all Chairpersons of Standing and Ad Hoc Committees and appropriate guests the time, place, and agenda of all meetings of the Society Board of Directors at least twenty-five days in advance of the meeting by suitable means, including print, email or regular mail.

### ***15.2 Quorum***

A roll call shall be made at the beginning of each Board of Directors meeting. The Secretary shall record the names of those present and announce whether a quorum exists.

### ***15.3 Secretary's Duties***

The Secretary shall transmit in writing in a timely manner all motions, directives, or orders of the Society to the persons affected. The Secretary shall transmit a copy of the minutes of the Society Board of Directors to the officers, members of the Society Board of Directors, Chairpersons of the Standing and Ad Hoc Committees, and to the Secretary of the IEEE Technical Activities Board within thirty days of the meeting. As soon after January 1st as practicable, the Secretary shall provide a directory listing the names and addresses to members of the Society.

### ***15.4 Non-Voting Attendees***

The Chairpersons of all Standing Committees shall be invited to attend all meetings of the Society Board of Directors as guests and advisors.

### ***15.5 Meeting Cancellation***

Meetings of the Society Board of Directors may be canceled only by consent of a majority of all members of the Society not less than 30 days before the original date or the new date set for the meeting, whichever is earlier. Notice of such cancellation or changed date shall be sent to all Society Board of Directors members by email or regular mail.

### ***15.6 Location of Meeting***

Meetings of the Society Board of Directors may be held at international, regional technical meetings or conventions of the IEEE, jointly with a Section, separately, or jointly with another Society, whenever such a meeting is deemed desirable by the Society.

**ARTICLE B16 SOCIETY POLICIES AND PROCEDURES**

The policies and procedures for the operation of the Society shall be documented and maintained in the Society's Operations Manual. The Constitution and Bylaws Committee shall be responsible for instituting and maintaining this Operations Manual. Society officers, Committee Chairs, or the Society Board of Directors shall recommend individual policies or procedures for incorporation into the Society's Operations Manual. All changes to this Operations Manual shall be made with the advice of the Society Executive Committee and the consent of the Society Board of Directors.