

In all instances, the Institute of Electrical and Electronics Engineers (IEEE) Bylaws, Constitution, IEEE Policy Manual, and Regional Activities Board (RAB) Operations Manual will prevail when there is a conflict between those documents and Section Bylaws.

The Berkshire Section's objective is to further the aims and ideals of the IEEE by holding meetings and field trips to promote the engineering process of creating, developing, integrating, sharing, and applying knowledge about electro and information technologies and sciences for the benefit of the membership, humanity and the profession.

Furthermore, the Berkshire Section has maintained the fiduciary responsibility to continue management of the funds accumulated by the Section when there was a substantial electrical industry in Berkshire County to further the above objectives.

ARTICLE I - Name and Territory

Section 1

This organization shall be known as the IEEE Berkshire Section (or the Berkshire Section).

Section 2

The territory of the Berkshire Section, as approved by RAB, includes Berkshire County in Massachusetts and Bennington County in Vermont.

ARTICLE II - Membership

Section 1

Section members are those individuals of Associate, or higher grade membership and Student members residing within the boundaries of the Section, or who live or work in a neighboring Section and have requested Contiguous Section membership status from the Regional Activities Department.

Section 2

Section members with the grade of Member or higher may vote in Section elections. Associate and Student members are not eligible to vote in Section elections. IEEE Society Affiliates are not members of the Section, but they will be notified of Section events and welcome to participate.

Section 3

Section members with grade of Member or higher grade may hold elected office, or chair a Section Committee. Students and Associate members may not hold office nor chair a committee.

ARTICLE III - Officers**Section 1**

The elected officers of the Berkshire Section shall be:

1. Chair
2. Vice Chair
3. Secretary
4. Treasurer
5. Society Chapter Chairs

Section 2

The terms of office of the elected officers shall be for one year.

Section 3

Any vacancy occurring during the year shall be filled by a majority vote of the Section Executive Committee.

Section 5

The descriptions of duties of the elected officers can be obtained from Regional Activities Department staff, in the RAB Operations Manual.

ARTICLE IV - Standing Committees**Section 1**

The Standing Committees of the Section will be as follows:

- Awards and Recognition
- Education
- Membership
- PACE
- Student Activities
- Historian
- Newsletter

- Web Master

Section 2

The Section Chair shall appoint the Chairs of the Standing Committees, subject to approval of the elected officers: their terms shall correspond to the term of office of the elected officers of the Section. Each Committee Chair shall be a member of the Section Executive Committee.

Section 3

Each Committee Chair will appoint appropriate Committee members, with the approval of the Section Executive Committee, and their terms will expire at the end of the fiscal year, and shall correspond to the elected officers' end of term date.

Section 4

The duties of the Standing Committees shall be available from RAB Operations Manual.

ARTICLE V - Management**Section 1**

The management of the Section shall be by the Section Executive Committee which shall consist of the elected officers, the Past Section Chair, each Committee Chair and Society Chapter Chairs. Society Chapter Chairs, as elected by their membership, are considered "elected" officials.

Section 2

A majority of the Section Executive Committee shall constitute a quorum. A quorum shall be necessary for the Section Executive Committee to conduct the business of the Section.

Section 3

Meetings of the Section Executive Committee ordinarily will be held monthly and will be called by the Section Chair or by a request of any three members of the Section Executive Committee.

Section 4

The fiscal year of the Section shall be 1 January – 31 December.

Section 5

The Section shall hold regular meetings during the year as described in the RAB Operations Manual.

Section 6

The Section Chair is responsible to the Section Executive Committee, and shall have general supervision of the affairs of the Section. The Section Chair shall preside at meetings of the Section and the Section Executive Committee and have such other powers and responsibilities as provided for in the Section Bylaws. The section Chair shall serve as a trustee of the Karl B. McEachron Memorial Foundation. In the absence of the Section Chair, the duties of the office shall be performed by the Section Vice Chair.

Section 7

The Section Vice Chair shall be the junior officer of the Section, assuming the duties and obligations usually pertaining to that office, and shall assume the duties of the Section Chair when the Section Chair is absent. The Section Vice Chair shall serve as a trustee of the Karl B. McEachron Memorial Foundation. The Section Vice Chair shall serve as the Chair of the Program Committee.

Section 8

The Section Treasurer shall receive and deposit all monies in the name of the Section and have control of all the finances as described in Article VII.

Section 9

The Section Secretary shall perform the duties and obligations usually pertaining to that office and such other duties as may be assigned by the Section Executive Committee. In addition, the Secretary shall conduct the nominations and election of Section Officers as specified in Article VI.

Section 10

There shall be an Audit Committee consisting of: a Past Chair, a Past Treasurer, and a member of the Executive Committee – excluding the Treasurer as described in Article VII Section 5.

ARTICLE VI - Nomination and Election of Officers**Section 1**

A Nominating Committee consisting of at least three most recent Past Section Chairs who are still members of the Section shall be appointed by the Section Chair with the approval of the Section Executive Committee. If needed, additional members of the committee, not then officers of the Section, nor intending to stand as candidates for office, shall be appointed by the Section Chair with the approval of the Section Executive Committee. The Nominating Committee shall nominate a regular ticket consisting of at least one candidate for each of the offices of Chair, Vice Chair,

Secretary and Treasurer. If available to do so, the Past Section Chair will serve as Chair of the Nominating Committee.

Section 2

The nominations of the Nominating Committee shall be announced to the Section membership, not later than 15 September of an election year, by the Secretary and, following this, a minimum of 28 days allowed for additional nominations by petition. To be valid, the petition must be signed by 10 or more voting members.

If additional nominations are made, election shall be made by ballot, mailed or made available to the membership with the vote counted by a Tellers Committee appointed by the Section Chair.

Section 3

If only one nomination is made for each office, the election shall be declared by acclamation at a meeting of the Section Executive Committee. The outgoing Secretary shall announce the names of the new officers to the Section membership, to the IEEE Headquarters, and to the Region 1 Director and Region 1 Secretary not later than 1 January.

Section 4

The new officers shall assume their duties and responsibilities on 1 January of the year following the election.

Section 5

A plurality of the votes cast shall be necessary for election.

Section 6

If for any reason the best interests of the Section seem to require a change in the governing body during a term, the matter shall be duly and carefully considered by the Section Executive Committee. Upon not less than a two-thirds vote of the Section Executive Committee, or upon receipt by the Section Executive Committee of a petition signed by twenty-five (25) members of the Section, recommendation shall be made to the Section for action at a special meeting called by the Section Executive Committee for the sole purpose of considering and voting upon the change. Such a meeting shall be called by a letter to each voting member. The letter shall contain the petition and such comments as may be necessary to present the case clearly. Twenty percent (20%) of the Section membership shall constitute a quorum for this meeting.

A two-thirds vote of the members present shall be necessary to declare an office vacant. Upon two-thirds vote of the members present, the vacant office may be filled for the unexpired term upon nominations from the floor.

ARTICLE VII - Finances**Section 1**

All expenditures of Section Funds must be approved by the Section Executive Committee. Budgets will be submitted to the Executive Committee by Society Chapters, and Standing Committees who require funds.

Section Treasurer will preside over all budget discussions and oversee that budget items meet Section's Mission Statement of Article X.

Section 2

Without prior authorization of the Section Executive Committee, Section funds can be used only for normal operations of the Section including those of Section's Mission Statement of Article X.

Section 3

The Section Treasurer and Chair shall be authorized to draw funds as approved by the Section Executive Committee.

Section 4

All unit bank accounts (including Subsections, Society Chapters and Affinity Groups) will provide for the signature authority of the IEEE Staff Director, Financial Services.

Section 5

An auditing Committee appointed by the Chair shall audit the books of the Section and record their findings in the Section records prior to March 15.

ARTICLE VIII – Subunits**Section 1**

The Section shall encourage the formation of subunits, including Society Chapters and Affinity Groups. The Section shall support the efforts of subunits to serve the members.

Section 2

Management of the subunits will be undertaken by the Section and governed as detailed in these bylaws, including financial activity where appropriate, as well as officer and election activity.

ARTICLE IX - Amendments

Section 1

Proposals for amendments to these Bylaws may originate by two-thirds majority vote of the Section Executive Committee or by a petition signed by 25 voting members. A proposed amendment shall be submitted for a vote by the first of April next following its origination, or, if so requested by the proposing group, within sixty days of its receipt by the Secretary.

Section 2

Proposed amendments in full shall be submitted for ballot to each voting member of the Section in a form which clearly indicates the change being proposed. The votes cast shall be counted by the Executive Committee at its next meeting following the closing date of the balloting. A proposed amendment shall be declared, adopted, and become effective if a majority of the votes cast are affirmative, and when a true copy thereof, together with a record of the count of votes, shall have been certified by the Secretary for inclusion in the minutes of said meeting.

Section 3

The Executive Committee may, at its discretion, refuse to resubmit a defeated proposal within the current year.

Section 4

Without changing their import, the Executive Committee may number and, from time-to-time, as amendments are adopted, may renumber the various paragraphs of the Bylaws so as to serve the purpose of ready reference thereto.

Section 5

Amendments to or revocation of these Bylaws shall be in accordance with the IEEE Bylaws, IEEE Policy and RAB Operations Manual. Such amendments must be reviewed by IEEE Staff, and approved by the Region Director and Regional Activities Board.

ARTICLE X – Mission

The Section maintains a fiduciary responsibility of funds that were accumulated as the result of prudent operation of the section in past years when there was a substantial electrical industry in Berkshire County. One consequence of the decline of the industry is that the membership of the Section is comprised largely of retired members and a

relatively small population of members that are currently employed in the electrical industry.

Accordingly, the Section activities and use of endowed funds shall continue to promote fulfillment of the following Mission Statements:

- Provide technical discussions and seminars to encourage study beyond the basic degree, either in practice oriented or research oriented programs, in order to prepare for the broad scope of responsibilities expected of the professional electrical engineer through a career of 40 years or more.
- Support educational opportunities for the next generation of scientists and engineers, through science scholar awards for high school graduates and outreach programs for those still in college
- Provide subsidized meetings to members with primary emphasis on providing a venue for the retired members to participate in an active advisory role for ongoing programs and maintain their technological literacy by participating in Section activities.

**Approved by vote
Berkshire Section Executive Committee, 8 November 2005**

Roger K. Sullivan,

Region 1 Director Signature, Approval of Changes, 11 December 2005