

**Constitution and Bylaws of the South Carolina Council of the Institute of
Electrical and Electronics Engineers, Incorporated October 16, 2017**

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PREAMBLE

In all instances, the Institute of Electrical and Electronics Engineers (IEEE) Bylaws, Constitution, Member and Geographic Activities (hereinafter also called "MGA") Board Operations Manual, and IEEE Policy and Procedures will prevail when there is a conflict between these documents and these Bylaws.

ARTICLE I - NAME

This organization shall be known as the IEEE South Carolina Council of the IEEE Region 3 of the Institute of Electrical and Electronics Engineers, Incorporated (hereafter referred to as the "Council").

ARTICLE II - ORGANIZATION & SCOPE

Section 1

The goals of the IEEE South Carolina Council are to further the aims and ideals of the Institute, to coordinate the activities of the constituent Sections, to perform only those delegated tasks that can be best done together by the Sections rather than singly by each Section, and to provide representatives to the South Carolina Council of Engineering Societies.

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Section 2

The purpose of the Council shall be to perform those organizational functions as desired by the constituent Sections, as allowed in the IEEE Bylaws. The Sections operate and financially support the Council, and may determine to dissolve the Council by a majority vote of the Council Sections, subject to approval by the Regional Director and the MGA Board.

Section 3

The territory served by this Council shall be the entire State of South Carolina and the Central Savannah River Area (CSRA) counties of the State of Georgia.

ARTICLE III – MEMBERSHIP

Section 1

All IEEE Sections within the State of South Carolina and the Central Savannah River Area (CSRA) counties of the State of Georgia comprise the geographic area of The South Carolina Council. The current Sections comprising the South Carolina Council are namely:

- 1) Central Savannah River Section, consisting of Aiken, McCormick, Edgefield, Barnwell and Allendale counties of South Carolina, United States of America; and of Burke,

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- Chatham, Columbia, Effingham, Glascock, Jefferson, Lincoln, McDuffie, Richmond, Screven, Taliaferro, Warren, and Wilkes counties of Georgia, United States of America;
- 2) Coastal South Carolina (SC) Section, consisting of Beaufort, Berkeley, Charleston, Colleton, Dorchester, Florence, Georgetown, Hampton, Horry, Jasper, Marion, and Williamsburg counties of South Carolina, United States of America;
- 3) Columbia Section, consisting of York, Chester, Newberry, Saluda, Lexington, Orangeburg, Bamberg, Calhoun, Richland, Fairfield, Lancaster, Kershaw, Sumter, Clarendon, Lee, Chesterfield, Marlboro, Dillon, and Darlington counties of South Carolina, United States of America; and
- 4) Piedmont Section, consisting of Abbeville, Anderson, Cherokee, Greenville, Greenwood, Laurens, Oconee, Pickens, Spartanburg, and Union counties of South Carolina, United States of America.

Section 2

When additional Sections are organized within the geographic area of the Council, they may become members of this Council with the approval of the Council Committee, the Region Executive Committee and the MGA Board. The recommendation for approval of the Section joining the Council is presented to the MGA Board by the Regional Director.

Section 3

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Should a Section that has been a part of the Council for more than 2 years decides to withdraw from the Council, the Section Executive Committee may call for a vote of the Section membership to withdraw from the Council. The results of said vote will be reported to the Regional Director. In the event that the Section membership has voted to withdraw from the Council, the Regional Director will present this recommendation to the MGA Board for approval. The Council shall itself then be dissolved if it consists of only one Section.

Section 4

IEEE Society Chapters and Affinity Groups may be formed and function within the Council and/or within Sections of the Council, consistent with the IEEE Constitution and Bylaws. Sponsorship shall be in accordance with the desires of the Society Chapter or Affinity Group.

Section 5

All Fellows, Life Members, Senior Members, Members, and Graduate Student Members of the IEEE who are members of the constituent Sections shall be entitled to attend the meetings, vote, and hold office.

Section 6

Associate members of the IEEE who are members of the constituent Sections shall be entitled to attend meetings and vote but shall not have the right to hold office.

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Section 7

Student Members of the IEEE shall be entitled to attend meetings but shall not have the right to vote or hold office.

Section 8

All general meetings shall be open to the public.

ARTICLE IV – OFFICERS

Section 1

Officers of The South Carolina Council shall be a Chair, a Vice Chair, a Secretary, and a Treasurer, except where the latter two offices are combined, in which case there shall be three Council Officers only.

Section 2

Any vacancy among the officers (except Chair) occurring during their term shall be filled by appointment by the Chair with the approval of the Council Committee. If the Chair position becomes vacant before the term expires, a new Chair shall be appointed by the Council Committee.

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Section 3

An officer may be removed from office by a vote of two-third (2/3) of the Council Committee.

Section 4

The term of office for all officers shall normally be one year, but may continue until a successor has been duly elected and takes office. The term of office shall normally be from 1 January through 31 December. The consecutive period of service in any one office shall normally not exceed two years. All officers shall not serve in any one position, in any single organizational unit, more than six years in total. Exceptions require approval by the Region Director who will annually report such exceptions to the MGA Board.

Section 5

The names of the newly elected/appointed officers of the Council shall be reported by the Council Secretary to the IEEE Member and Geographic Activities Department and the constituent Sections within 20 days following election/appointment.

ARTICLE V – COUNCIL COMMITTEE/MANAGEMENT

Section 1

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There shall be a Council Committee consisting of the officers of the Council, the most recent Past Chair, the Chair of each Constituent Section, the Council Section Representative of each Constituent Section and Chairs of Standing Committees. These persons constitute the voting members of the Council Committee. The Council Committee will constitute the governing body of the Council and shall direct the management of its affairs.

Section 2

Each member of the Council Committee shall be an IEEE Fellow, Life Member, Senior Member, Member, or Graduate Student Member grade.

Section 3

The Chair shall appoint such standing committees as may be considered desirable, subject to the approval of the Council Committee. All such ad-hoc appointments shall be published in the SC Council website.

Section 4

The Council Committee shall hold at least one meeting each year within the Council geographic boundaries. A quorum for a Council Committee meeting shall consist of a majority of the members of the Committee and shall include representatives from at least half of the Sections of the Council.

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Section 5

The Chair, responsible to the Council Committee, shall have general supervision of the affairs of the Council and will provide the primary interface between the Council and the Regional Director. The Council chair shall serve as Chair for all meetings of the Council and the Council Committee. Other duties, responsibilities and qualifications for the Council Chair are described in the Region 3 Operations Manual.

Section 6

The Vice-Chair shall assume the duties of the Chair during the latter's absence or incapacity, and shall assume any of the duties of the office of the Chair when so directed by the Chair. The Vice Chair shall be responsible for arranging Council or Council Committee Meetings under direction of the Chair.

Section 7

The Secretary shall have the responsibility for correspondence, preparing the agenda for, and recording the minutes of all meetings of the Council, the Council Committee, appropriate Society Chapter and Affiliate Groups, submission of Officer Reports at the end of the year to the Member and Geographic Activities Department and such other duties as assigned to him/her by the Chair.

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Section 8

The Treasurer shall be responsible for the development of the Council budget for approval by the Council, the receipt, deposition, disbursements and accounting of all Council funds keeping financial records and submitting the Geographic Unit Annual Financial Report of the Council to the IEEE Staff Director, Financial Services. An annual report shall be issued to each Council Officer and a summarized report published to the Council Committee.

Section 9

Without prior authorization from the IEEE Council Committee, Council funds can only be used for normal operations of the Council.

Section 10

All unit bank accounts will provide for the IEEE Staff Director of Financial Services or authorized representative to be an authorized signer.

ARTICLE VI - NOMINATIONS AND ELECTIONS

Section 1

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The Nominating Committee shall consist of the most recent Past Council Chair who with the consent of the Council, will serve as Chair of the Nominating Committee, and by appointment by the Chair of the Council Committee, one additional member from each Section not already represented. Appointed members must be qualified to hold office.

Section 2

The Nominating Committee shall propose a slate of candidates in accordance with the Council Bylaws to be submitted for approval to the Council Committee. Except as noted in IEEE Bylaws, if possible, the slate shall include not less than two and no more than three candidates recommended for each office.

Section 3

Six months prior to the date of the election, the Council Nominating Committee Chair shall issue a “Call for Nominations” for all positions within the Council normally elected at-large, to all voting members of the Council through an appropriate medium.

Section 4

Council Committee members and Section Chairs shall submit nominations within one month of the “Call for Nominations”.

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Section 5

The Council Nominating Committee shall verify each candidate's eligibility and willingness to serve. The Council Nominating Committee shall also gather position statements and biographies of the potential candidates, as appropriate.

Section 6

The Council Nominating Committee will select, from all such submissions, candidates for each position to be elected at-large, and submit the slate of candidates to the Council Committee for ratification. The slate of candidates shall be communicated to the voting members of the Council not less than six weeks prior to the election date. In addition, provision shall be made in the communication for petition candidates for these offices.

Section 7

Petition candidates shall require the signatures of a minimum of one percent of the voting members of the Council, with at least 10% of the signatures coming from each constituent Section. No more than 25 signatures shall be required from each constituent Section.

Section 8

The entire slate of candidates for office shall be communicated to the voting members of the Council not less than two weeks prior to the election date. The general voting period for the

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constituent members of the Council shall begin at that time and shall continue until the “election date”. The “election date” is herein defined as 1 December of each year, unless further defined by the Council Nominations Committee and ratified by the Council Committee.

Section 9

The officers shall be elected by a majority of the votes cast by members of the Sections which comprise the Council. The election process shall be by secret ballot.

Section 10

The Chair of the Council shall submit the names of three members of the Council to serve as a Tellers Committee, to the Council for approval. After the tally of votes the Tellers Committee shall report the results of the election to the Council Chair. The Council Chair shall inform each candidate for the office of the results of the election prior to announcing the results to the Council at-large.

ARTICLE VII – FINANCES

Section 1

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The Council Committee shall conduct its activities within the IEEE Constitution, IEEE Bylaws, IEEE Policies and other rules externally imposed which by law affect the membership and activities of the IEEE. The Council shall have the right to obligate their funds for all purposes necessary to promote its objectives, except that the Council or any Officer or representative thereof shall not have the authority to contract debts for, pledge the credit of, or any way bind the IEEE for those activities specifically prohibited to individual Sections.

Section 2

No assessments shall be levied upon individual members of the Council.

Section 3

Expenses for social activities are not chargeable to the IEEE or the Council, but may be raised by voluntary action on the part of the members, or other acceptable medium with the approval of the Council Committee.

Section 4

Financial support for Council activities shall be obtained from the Sections comprising the Council or from income producing activities, such as symposia and conferences, sponsored by the Council, or as otherwise provided by the Region. If the Council is sponsoring a Society

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Chapter or an Affinity Group, it may receive the rebate funds intended to support the activities of those elements.

Section 5

The actual expenses for the Council Committee meeting, held usually on a quarterly basis, within the Council territory, shall be paid by the Council treasury. Such expenses normally include the rent for the meeting place, meals for the committee members and travel for the committee members if they are not able to arrange travel funds from other sources, including their own Section.

Section 6

The surplus, net losses and any cash advances for conferences, symposiums, or workshops, sponsored jointly by the Council and a constituent Section, shall be shared between the Council and the sponsor Section. The percentage split will be determined by the Council Committee prior to each event. All cash advances must be refunded prior to computing a surplus.

Section 7

The Council may not plan or execute any project or contract for which total financial exposure exceeds the sum of the financial holdings of the Council and all Sections in the Council. Exceptions to this must be approved by the Region 3 Executive Committee.

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Section 8

The Council will establish and use the IEEE Concentration Banking account as its only bank account. This account shall have signature cards with at least two volunteer signatures, including the Treasurer and the Chair in addition to the IEEE Staff Director, Financial Services. A summarized financial report of the Council shall be published annually to better inform the constituent members. The Council may establish a reserve fund at least equal to one half of the budgeted yearly expenditures. All unit funds management shall adhere to a fiscal year 1 January through 31 December.

Section 9

The Council Treasurer is required to submit to IEEE MGA Staff a report of the previous year's financial activity by the second week of February each year. Failure to comply with this directive will be reported to the Chairs of the participating Sections and to the Region 3 Director.

ARTICLE VIII - RULES AND REGULATIONS

Section 1

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In order to provide for the proper handling of the Council's routine work and the management of its affairs, the Council Committee may adopt, in connection with these bylaws, such rules and regulations as may be found necessary, but no rule or regulation shall be adopted that will conflict with the Member and Geographic Activities Operations Manual or with the Constitution and Bylaws of the Institute of Electrical and Electronics Engineers.

ARTICLE IX - AMENDMENTS AND REVISIONS TO THE BYLAWS

Section 1

These Bylaws may be amended or revised by a vote of two-thirds of the Council Committee Members in attendance at a Committee Meeting, and must be ratified by each of the constituent Sections.

Section 2

Amendments to or revocation of these Bylaws shall be in accordance with the IEEE Bylaws, MGA Bylaws and MGA Operations Manual.

Section 3

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Amended bylaws shall be submitted to the IEEE Member and Geographic Activities (MGA) Department for review. MGA staff will then secure the approval of the Region 3 Director, following up where necessary with the Council Committee. The amended bylaws shall not be effective until such time as they have been approved by the Member and Geographic Activities Board.

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DATE

Revised October 29, 2016 and Approved October 16, 2017

OFFICERS 2016-2017

IEEE South Carolina Chair	Jacquelyn D. N. Cunningham
IEEE South Carolina Vice Chair	Mark Stokes
IEEE South Carolina Secretary	Ken Truong
IEEE South Carolina Treasurer	David Fillion
IEEE Central Savannah River Section Chair	Joe M. Maja, Ph.D.
	Council Section Representatives: Annette Burney, Section Secretary Dennis Moen, P.E., Section Treasurer
IEEE Coastal South Carolina Section Chair	Russell Albright
	Council Section Representatives: Derik Leroi Pack, Section Vice Chair Bob Bush, Section Treasurer
IEEE Columbia Section Chair	Jacquelyn D. N. Cunningham
	Council Section Representatives: Stevo Bozinovski, Ph.D., Section Vice Chair Nikunja Swain, Ph.D., P.E., SCESS Representative (Serving seat of SC Council Chair)
IEEE Piedmont Section Chair	Mark Stokes
	Council Section Representatives: David Fillion, Section Vice Chair