

# IEEE SWEDEN SECTION BYLAWS

## ARTICLE I – Name, Territory, Jurisdiction, Office and Objectives

### Section 1

In all instances, The Institute of Electrical and Electronics Engineers, Incorporated (IEEE) Bylaws and Constitution, the IEEE Policy Manual, and IEEE Member and Geographic Activities (MGA) Operations Manual applicable from time to time, or any document replacing such documents, shall prevail when there is a conflict between these documents and the Section Bylaws, subject to all meetings and activities of the Section being compliant with the local laws. Unless otherwise defined herein, capitalized terms used herein have the meaning given to them in the documents referred to in this section 1 of Article 1.

### Section 2

This organization shall be known as the IEEE Sweden Section, hereafter referred to as the Section.

### Section 3

The territory of the Section, as approved by MGA, consists of the Kingdom of Sweden

### Section 4

The Section was founded 1965 in Göteborg (Gothenburg) as a non-profit association and the registered office of the Section is the City of Stockholm (Stockholm).

### Section 5

The purpose of the organization is to promote the interests of its members with respect to technical knowledge and professional networking within the field related to electrical and electronics engineering principally.

### Section 6

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

## ARTICLE II – Membership

### Section 1

Section members are those individuals of Student, Associate or higher grade membership of IEEE, residing within the territory of the Section, or who live or work in a neighboring Section and have requested Contiguous Section Membership status from the MGA Department, or any IEEE function successive thereto.

### Section 2

Section members with the grade of Member, Graduate Student or higher may vote in Section elections. 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 are welcome to participate. A participant at an Annual General Meeting (AGM) or a General Meeting (GM) can render a vote for an eligible member, who has given her or him a written proxy. A participant can only hold one proxy.

## **Section 3**

Section members of Member grade, **Graduate Student** or higher may be elected to the Section Board, or as a Section Committee Chairperson. Students Members, Associate Members and Society Affiliates may not hold office nor hold other elected office positions.

## **ARTICLE III – Section Board**

### **Section 1**

The Section Board shall consist of four to eight persons, who are elected at the AGM. These persons are hereafter referred to as Officers.

### **Section 2**

The terms of office of the Officers shall be one year.

### **Section 3**

Four of the Officers are specifically elected to serve as:

1. Chairperson
2. Vice Chairperson
3. Treasurer
4. Secretary

### **Section 4**

The other Officers are to be appointed at a constitutional meeting of the Section Board. At least the following Officers shall be appointed:

1. Membership Development Officer
2. Student Activities Officer
3. YP (Young Professionals) Officer
4. Awards and Recognition Officer (normally handled by the vice Chairperson)

In case less than eight Officers have been elected at the AGM, certain Officers may have more than one duty in the board. The Officers appointed at the constitutional meeting serve as chairs of the corresponding Standing Committees as described in Article IV.

### **Section 5**

Terms of office shall begin immediately after the election at the AGM. Outgoing Officers shall continue until their successors are duly elected and take office. The Chairperson may not serve as Chairperson for more than two consecutive terms.

### **Section 6**

Any vacancy occurring during the term of office shall be filled by a majority vote of the Section Board.

### **Section 7**

A quorum is at least half of the Officers, including the Chairperson or the Vice Chairperson. At equilibrium the acting Chairperson casts the deciding vote.

## **Section 8**

Meetings of the Section Board shall take place at least four times per annum and shall be called by the Chairperson or by a request of any three Officers.

## **Section 9**

The duties of the Officers are defined in the MGA Operations Manual.

## **ARTICLE IV – Standing Committees**

### **Section 1**

The Standing Committees of the Section shall be as follows:

1. Membership Development
2. Student Activities
3. YP (Young Professionals) Officer
4. Awards and Recognition

The Section Board may also appoint other Committees with the same terms of office as the Section Board.

### **Section 2**

Each Committee Chairperson shall appoint his/her Committee members and their terms are to be the same as the terms of the Committee Chairpersons.

### **Section 3**

The duties of most Standing Committees are stated in the MGA Operations Manual.

## **Article V – Auditing**

### **Section 1**

The accounts and the activities of the Section are to be audited by an independent auditor, who is not a member of the Section or a Chapter Board and without any challenge ability to any Section Officer or Chapter Officer. The auditor does not have to be a member of IEEE.

### **Section 2**

The Auditor's term of office corresponds to that of the Section Officers as defined in Article III.

### **Section 3**

The Auditor is to present an Auditor's report to the AGM. A copy of the report is to be delivered to the MGA Department or any IEEE function successive thereto within three weeks after completion.

## **ARTICLE VI – Nomination and Election of Officers**

### **Section 1**

The AGM shall appoint a Nominating Committee consisting of three members, of which one is convener.

## **Section 2**

The Nominating Committee shall propose Section Board Officers and an Auditor to the AGM.

## **Section 3**

The proposals from the Nominating Committee shall be distributed together with the summons to attend the AGM.

## **ARTICLE VII – Finances**

### **Section 1**

Without prior authorization of the Section Board funds can be used only for normal operations of the Section. Those activities that fall outside of normal operations include donations, establishment of scholarship funds, and investment of funds outside of the IEEE Investment Program. Additional information is available from IEEE Financial Services Staff.

### **Section 2**

The Treasurer and the Chairperson shall be authorized to draw funds independently as approved by the Section Board.

### **Section 3**

If permitted by government and banking regulations, all unit bank accounts will be open in the name of The Section and will provide for the signature authority of the IEEE Staff Senior Director, Financial Services.

### **Section 4**

The financial management of the Section's subunits shall comply with the policies and procedures detailed in the MGA Operations Manual and the IEEE Financial Operations Manual.

## **ARTICLE VIII – Subunits**

### **Section 1**

The Section shall encourage the formation of subunits, including Society Chapters, Affinity Groups and Student Branches. The Section shall support the efforts of subunits to serve their members and fulfill IEEE objectives.

### **Section 2**

Management financial operations of the subunits will be overseen by the Section Board and governed as detailed in these Section Bylaws and the MGA Operations Manual, including financial activity where appropriate, as well as officer and election activity.

## **ARTICLE IX – Amendments**

### **Section 1**

Alterations or amendments to the these Section Bylaws shall be taken by a nine tenths majority of the present, voting members, representing at least two percent of the electorate within the Section, at one AGM or by a simple majority vote at two consecutive AGM or GM of which at least one should be an AGM.

## **Section 2**

Amendments to or revocation of these Section Bylaws shall be in accordance with the IEEE Bylaws, the MGA Bylaws, and the MGA Operations Manual applicable from time to time, or any document replacing such documents. Amendments must be reviewed by IEEE Staff on behalf of IEEE Worldwide, and approved by the Region Director or the MGA Board.

## **ARTICLE X – Annual General Meeting (AGM) and General Meeting (GM)**

### **Section 1**

The AGM shall take place during the month of March. Summons to attend must be distributed at least two weeks in advance by e-mail or printed letters.

The summons to attend shall include:

1. The Agenda
2. The Chairperson's Annual Report
3. Proposals from the Nominating Committee
4. The Auditor's report
5. Propositions from the Section Board and motions from Chapters, Affinity Groups, Branches or individual Members

The Agenda for the AGM shall contain:

1. Call to order
2. Election of a Meeting Chairperson
3. Election of a Meeting Secretary
4. Election of two Members to review the Minutes and perform counting of votes during the AGM
5. Ratification of the Summons
6. Ratification of the Agenda
7. Presentation of the Chairperson's Annual Report
8. Presentation and Adoption of the Profit and Loss Account and the Balance-sheet
9. Presentation of the auditor's report
10. Discharge from Liability for the Section Board
11. Election of Board Officers
12. Election of an Auditor
13. Election of a Nominating Committee
14. Propositions from the Section Board
15. Motions from Chapters, Affinity Groups, Branches and Individual Members
16. Any other Business
17. Adjournment

### **Section 2**

Either the Section Board or ten percent of the voting eligible members can call for holding a GM. In such a case the Section Board is responsible for summon to a GM within two months. Summons to attend must be distributed at least two weeks in advance either by e-mail or by postal letters.

The Summons shall contain:

1. Agenda
2. Propositions from the Section Board and/or motions from Chapters, Affinity Groups, Branches or Individual Members for which the GM has been called

The Agenda for a GM shall contain:

1. Call to order
2. Election of a Meeting Chairperson
3. Election of a Meeting Secretary
4. Election of two Members to review the Minutes and besides perform counting of votes during the GM
5. Ratification of the Summons
6. Ratification of the Agenda
7. Propositions and/or motions to be dealt with in accordance with the Summons
8. Discussions and information about other IEEE and Section matters (No decisions can be made under this item.)
9. Adjournment

## **ARTICLE XI – DISSOLUTION**

### **Section 1**

The general meeting may resolve that the Section shall be dissolved. A resolution by the general meeting that the Section shall be dissolved is valid where taken by a simple majority vote at to consecutive AGMs or GMs of which at least one should be AGM

### **Section 2**

If the Section is dissolved, the Section's net asset shall be distributed to IEEE Worldwide Limited to be used to, for non-profit purposes, promote technical knowledge and professional networking within the field related to electrical and electronics engineering, preferably in the Kingdom of Sweden, put in purposes from IEEE Worldwide Limited. If distribution cannot be made in accordance with the proceeding sentence by any reason, the Section's net asset shall be distributed to any other association or project to be used to, for non-profit purposes, promote technical knowledge and professional networking within the field related to electrical and electronics engineering, preferably in the Kingdom of Sweden

IEEE Sweden Section Bylaws as adopted after second reading by AGM in March 2016.