

# **IEEE INTELLIGENT TRANSPORTATION SYSTEMS SOCIETY CONSTITUTION**

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## **ARTICLE I NAME AND PURPOSE**

**Section 1.** The name of this organization shall be the IEEE Intelligent Transportation Systems Society (ITSS) and it shall be governed in accordance with the Constitution and Bylaws of the Institute of Electrical and Electronics Engineers (IEEE). It will be referred to herein as the Society.

**Section 2.** The purposes of the Society are to bring together the community of scientists and engineers who are involved in the field of interest stated herein, and to advance the professional standing of the Members and Affiliates. The Society is scientific, literary and educational in character to provide a forum for the discussion and exchange of information to advance the theory, design, development, and application of intelligent transportation systems. All such goals must be in consonance with the Constitution, Bylaws, and Statements of Policy of the IEEE, and with special attention to such aims within the Field of Interest of the Society as are herein after defined.

**Section 3.** The Society shall aid in promoting close cooperation and exchange of technical information among its Members and Affiliates, and as means to these ends shall hold public meetings for the reading and discussion of periodical and special works of literature, science and art pertaining thereto, the initiation and development of engineering standards, and any other activities necessary, suitable and proper for the fulfillment of these objectives. Through its Committees the Society shall study and provide for the needs of its Members and Affiliates.

## **ARTICLE II FIELD OF INTEREST**

**Section 1.** The Society is interested in theoretical, experimental and operational aspects of electrical and electronics engineering and information technologies as applied to Intelligent Transportation Systems (ITS), defined as those systems utilizing synergistic technologies and systems engineering concepts to develop and improve transportation systems of all kinds.

**Section 2.** The Field of Interest (FOI) of the Society may be enlarged, reduced, or shifted moderately as the needs of the occasion dictate. Major changes, or changes which are judged by the Society or by other IEEE entities to overlap the field of interest of other IEEE Societies or Councils, must be ratified by the IEEE Technical Activities Board (TAB). Any revision to this FOI statement must be processed as an amendment to this Constitution.

**Section 3.** The Society shall aid in promoting close cooperation with other IEEE Societies in the form of joint publications, sponsorship of meetings, tutorials, and other forms of information exchange. Appropriate cooperative efforts may be undertaken with non-IEEE societies.

## **ARTICLE III**

## MEMBERSHIP

**Section 1.** The members of the Society shall be those members of the IEEE of any grade who elect to pay the Society fee, and Affiliate Members as defined in Section 2.

**Section 2.** Individuals whose technological activities do not justify full membership in the IEEE but who may be helped by participation in Society activities, and from whose participation in Society activities members of the Society may benefit, may by their membership in another approved professional organization qualify to become Affiliate Members of the Society with full voting privileges. An Affiliate Member may not be an officer of the Society as defined in the Bylaws, Article IV

## ARTICLE IV ADMINISTRATION AND ORGANIZATION

**Section 1.** The Society shall be governed by a Board of Governors (BOG). All members of the BOG must be members of the Society. The BOG shall consist of an Executive Committee (ExCom), as detailed in the Bylaws and 15 Members who are elected from the membership at large.

**Section 2.** The duties and responsibilities of the Officers and Members of the BOG shall be defined hereunder and in the Bylaws, and as further delineated by the BOG.

**Section 3.** The terms of office of the fifteen elected Members of the BOG shall be three years, with five (5) Members to be elected each year. The fifteen members of the Board of Governors shall be elected by the Society membership by a method detailed in the Bylaws. The specified method shall include a suitable provision for additional nominations by Society members other than members of the Board of Governors and shall include a provision for election by a mail ballot by the Society members.

**Section 4.** A member of BOG or executive committee may be removed as a member of BOG or the executive committee, with or without cause, by affirmative vote of two-thirds of the votes of the members of the appointing body present at the time of the vote, provided a quorum is present, to remove such BOG or executive committee member.

**Section 5.** The President shall serve as a Society Officer for four years. The year following his/her election, the individual serves as President-Elect. After serving for one year in that capacity he/she assumes the Presidency for two years. After his/her term as President he/she serves one more year as the Immediate Past President. The past president may again be elected to the presidency following a lapse of two years after serving as president.

**Section 6.** The other officers are elected for two year terms. Editors-in-Chief may serve a maximum of three consecutive full terms for a total of six years. All other officers may each serve a maximum of two consecutive full terms for a total of four years. Eligibility for office is restored after a lapse of one year. Filling an unexpired term for more than one year and six months shall count as a full term.

**Section 7.** The President-Elect, Vice Presidents, and newly elected members of the BOG shall assume office on January 1 of the year immediately following their election or as soon thereafter as practicable. They shall continue in office until the new officers have been duly elected and have taken office.

**Section 8.** The President-elect shall appoint, with the concurrence of the BOG, the Chairs and Members of each of the Standing Committees provided by the Bylaws to serve during his/her term as president.

**Section 9.** Members appointed to committees and similar posts shall have a term of two years, but shall serve until their successors are appointed or the Committee is dissolved, except where other terms are specifically designated by the BOG.

## **ARTICLE V NOMINATION AND ELECTION OF BOARD OF GOVERNORS**

**Section 1.** The nominating procedure shall include provision for petition by Society members to place names on the ballot.

**Section 2.** Election of the fifteen members of the Board of Governors shall be as prescribed in the Bylaws.

**Section 3.** Within-term vacancies on the Board of Governors shall be filled by appointments, for the unexpired terms, by the President, with the consent of the Board of Governors.

## **ARTICLE VI FINANCIAL SUPPORT AND EXPENDITURES**

**Section 1.** The Society may collect from its members an annual fee, in accordance with the IEEE Bylaws, and applicable rules and regulations.

**Section 2.** The Society may make registration charges for its workshops, meetings, symposia, conferences, conventions. Registration fees for all participants should be consistent with guidelines contained in the IEEE Conference Manual.

**Section 3.** The Society may raise revenues by other means provided that such means are consistent with applicable IEEE rules and regulations and are within the Field of Interest of the Society. The Society must receive an opinion from the IEEE General Manager that any revenue means not explicitly covered by IEEE Statements of Policy does not conflict with IEEE policy before being adopted by the Society.

**Section 4.** Moneys held by or for the Society legally belong to the IEEE. Such moneys may be expended by the Society to promote the objectives of the Society, but shall not be expended for purposes contrary to the interests of the IEEE.

**Section 5.** Neither the Society nor any officer or representative thereof shall have the authority to contract debts for, pledge the credit of, or in any way obligate the IEEE except, within an approved budget, such commitments may be made.

## **ARTICLE VII BOG MEETINGS**

**Section 1.** The Society must hold an Annual Meeting. Additional meetings of the Society, represented by its BOG, may be held at such times as are found necessary or convenient. Meetings of the Society BOG may be held at the discretion of the Society President, or at the request of ten members of the BOG. The time, place, and agenda must be sent to all members of the Society BOG at least 30 days in advance of the meeting, by e-mail, FAX or first-class mail to the address of record of each Society BOG Member.

**Section 2.** The Annual Meeting of the Society is normally the last BOG meeting of the year held at a time and place designated by the President.

**Section 3.** A majority of the voting members of the BOG or any committee thereof shall constitute a quorum.

**Section 4.** The vote of a majority of the votes of the members present and entitled to vote, at the time of vote, provided a quorum is present, shall be the act of the BOG or any committee thereof. If less than a quorum is in attendance at a duly called meeting of the BOG, decisions may be made that will become effective upon subsequent ratification, either at a subsequent meeting or by mail, as specified by Section 5 below.

**Section 5.** The BOG or any committee thereof 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.

**Section 6.** The BOG or any committee thereof 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 BOG or any committee thereof 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 BOG or any committee thereof. “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.

**Section 7.** Individuals holding more than one position on the BOG or any committee thereof, shall be limited to one vote on each matter being considered by the [governing body] or committee.

## **ARTICLE VIII CHAPTERS AND COMMITTEES**

**Section 1.** A Chapter in a Section may be formed and operated on any plan consistent with the powers of the BOG of this Society. Formation guidelines and administration of chapters are provided in IEEE rules and regulations. A Chapter may assist the BOG of this Society in the management of a meeting, conference, lecture series, symposium, or convention promoted by the Society in a Section. The Chapter may promote meetings of the Section in the Field of Interest of this Society, under the supervision and control of the Officers of the Section in which the Chapter is located.

**Section 2.** Special or ad hoc Committees may be established and Officers and Members appointed by the President with the consent of the BOG. Technical Committees may be established as needed to develop standards or other specific areas of interest, and as listed in the Bylaws.

## **ARTICLE IX CONFERENCES AND TECHNICAL MEETINGS**

**Section 1.** The Society may hold technical meetings, conferences, lecture series, symposia, or conventions either alone or in cooperation with Sectional, Regional, or Major Convention Committees of the IEEE, or other technical organizations, but the approval of IEEE must be obtained in advance in order to prevent conflicts of dates or subject matter. The Society shall sponsor or co-sponsor at least one technical conference of international scope each year.

**Section 2.** Meetings, conferences, lecture series, discussion groups, symposia, or conventions of the Society are subject to IEEE policies, and to any further guidance and controls prescribed by the BOG or its duly-appointed committees.

**Section 3.** The BOG determines the time, location and Chair of each sponsored Conference and technical meeting, based on submittal by the Conferences and Meetings Committee, as specified in the Bylaws.

**Section 4.** Conference budgets prepared by Conference Chairs shall be reviewed and approved by the Society Treasurer and/or the Society President.

## **ARTICLE X SOCIETY PUBLICATIONS**

**Section 1.** All Society publication activities are subject to IEEE policies, and to any further guidance or controls prescribed by the BOG or its duly appointed committees.

**Section 2.** The Society may publish appropriate periodicals in accordance with IEEE Policies and Procedures. Selection of the published material must be in accordance with the objectives and policies of the IEEE and the Society.

**Section 3.** The Editors-in-Chief of the Society's publications are nominated by the Nominations and Appointments Committee, or by an Ad Hoc Committee formed specifically for this purpose. The election and duties of editors, and their remunerative compensation, shall be as prescribed in the Bylaws.

**Section 4.** The Editors-in-Chief of the Society's publications may recommend appropriate associate and/or guest editors as are required to implement the publications program. Appointments will be made by the Society President with approval of the BOG.

## **ARTICLE XI RECALL**

**Section 1.** If at any time during the year and for any reason the best interests of the Society seem to require a change in BOG members or Society officers, the matter must be discussed at a regular BOG meeting, or at a special meeting of the BOG called for this specific purpose. At least 30 days before the BOG meeting, notice of such proposed action must be given to all appropriately interested individuals, including the Chairperson and Secretary of TAB.

**Section 2.** An affirmative vote of two-thirds of the voting members of the BOG is necessary to declare a vacancy for cause.

## **ARTICLE XII AMENDMENTS**

**Section 1.** Amendments to this Constitution may be initiated by petition submitted to the President by twenty-five members of the Society, or by action of the BOG. Two-thirds of the votes legally cast by the BOG shall be required for approval of any change. The change shall then be submitted to the Chair of the TAB for approval.

After such approval, the proposed amendment shall be publicized to the Society membership, with notice that it goes into effect unless two percent of the Society Members object in writing within thirty days. If this number of objections is received, a copy of the proposed amendment shall be mailed with a ballot to all Members of the Society at least thirty days before the date appointed for return of the ballots, and the ballots shall carry a statement of the time limit for their return to the IEEE office. When a mail vote of the entire Society Membership is made necessary, approval of the amendment by at least two-thirds of the ballots legally cast shall be necessary for its enactment.

**Section 2.** Bylaws to this Constitution may be adopted or changed by two-thirds vote legally cast by the BOG present at a regular or special meeting, provided that notice of the proposed new Bylaw or Amendment has been mailed to each Member of the BOG at least 30 days prior to such meeting.

**Section 3.** The Constitution, Bylaws and Statements of Policy of the IEEE shall at all times take precedence over those of the Society.



**Section 4.** All amendments to the Constitution and Bylaws shall become effective as soon after the affirmative vote as all approvals required by IEEE policies have been obtained, unless a later date has been specified at the time the vote is taken.