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101: ARTICLE I, NAME and OBJECTIVES

101.1 : Article I, Section 1, Name

This organization shall be known as the Technology and Engineering Management Society (TEMS) of the Institute of Electrical and Electronics Engineers, Inc., hereinafter referred to as the Society.

101.2 : Article I, Section 2, Objectives

The TEMS objectives shall be: scientific, literary, and educational, directed toward the advancement of: (a) the theory of management of organizations with engineering or technical content, and the allied arts and sciences and (b) the practice of engineering and technology management as a professional discipline.

101.3 : Article I, Section 3, Activities

The Society shall promote cooperation and exchange of information on the theory and practice of management among its members. To these ends, the Society shall hold meetings for the presentation of papers and their discussion and publication, publish books and periodicals, and through its committees shall conduct studies and otherwise provide for and promote the interests of its members. The Society shall also promote training, education, and other activities designed to prepare engineers to practice the engineering and technology management discipline and to assist them with their transition to the discipline.

102: Article II, FIELD of INTEREST

102.1: Article II, Section 1, Field of Interest

The Field of Interest of the TEMS encompasses the management sciences and practices required for defining, implementing, and managing engineering and technology. Specific topics of interest include, but are not limited to: technology policy development, assessment, and transfer; research; product design and development; manufacturing operations; innovation and entrepreneurship; program and project management; strategy; education and training; organizational development and human behavior; transitioning to management; and the socioeconomic impact of engineering and technology management.

The process for modifying the Field of Interest shall be in accordance with the procedures defined in the TAB Operations Manual.

103: ARTICLE III, MEMBERSHIP

103.1 : Article III, Section 1, Membership

Membership in the Society shall be available to IEEE members in any grade.

103.2 : Article III, Section 2, Affiliates

Affiliates may join the Society and participate in Society activities as provided by IEEE and Society governing documents.

104: ARTICLE IV, ADMINISTRATION

104.1 : Article IV, Section 1, AdCom

The Society shall be managed by an Administrative Committee, hereafter referred to as the AdCom, elected by the membership of the Society as members-at-large and officers selected by the AdCom, also, any other ex-officio members as specified in the Society Bylaws.

104.2 : Article IV, Section 2, Members-at-Large Terms

The terms of the elected Members-at-Large of the AdCom shall be two- years, with about one-half being elected each year. The terms of office shall coincide with the calendar year.

104.3 : Article IV, Section 3, Nominations

The nomination procedure of Members-at-Large shall be as prescribed in the Society Bylaws. The procedure shall include provisions for nomination by a nominating committee and by petition.

104.4 : Article IV, Section 4, Elections

The election process of the Members-at-Large of the AdCom shall be as specified in the Society Bylaws.

104.5 : Article IV, Section 5, Vacancies

Within-term vacancies on the AdCom shall be filled by appointment for the unexpired terms by the President with the consent of the AdCom, as specified in the Bylaws.

104.6 : Article IV, Section 6, Duties of AdCom Members

The duties and responsibilities of the Officers and AdCom Members will be defined in the Society Bylaws.

104.7 : Article IV, Section 7, Election of Officers

The current AdCom shall select officers of the Society for the following year from the Society membership: a President-Elect and/or at least two Vice Presidents as specified in the Society Bylaws. The term of office for each shall be two-years and shall coincide with the calendar year.

104.8 : Article IV, Section 8, Executive Committee (ExCom)

An Executive Committee (ExCom) of the AdCom shall consist of the President, the President-Elect, at least two Vice Presidents, and others as specified in the Society Bylaws.

104.9 : Article IV, Section 9, Appointment of Secretary and Treasurer

The incoming President shall appoint a Secretary and a Treasurer, without vote for the following year, each for a term of one year. The Secretary and Treasurer need not be members of the AdCom at the time of their appointment. A single individual may serve as Secretary-Treasurer at the discretion of the incoming President without vote.

104.10 : Article IV, Section 10, Term of Office

The Officers and members of the AdCom shall assume office at the beginning of the calendar year and serve until their successors are duly selected and installed. The officers may not be selected for more than two consecutive terms.

104.11 : Article IV, Section 11, Duties of Officers

The duties and responsibilities of the Society officers shall be as defined in the IEEE and Society Bylaws.

104.12 : Article IV, Section 12, President

The President shall have general supervision of the affairs of the Society. The President shall preside at meetings of the AdCom and the ExCom, and at general meetings of the Society, and perform such other duties as may be determined by vote of the Society's AdCom. If the President is absent or incapacitated or cannot fulfill the duties of President, the President-Elect shall perform the President's duties. The President is an Ex-Officio member of all Standing Committees without vote.

104.13 : Article IV, Section 13, TAB Meeting Representative

The President, who is a member of the IEEE Technical Activities Board, shall attend TAB meetings or ensure representation in accordance with the TAB Operations Manual.

104.14 : Article IV, Section 14, Committees

The AdCom may establish standing committees as prescribed in the Bylaws.

104.15 : Article IV, Section 15, Society Contracts

Neither the Society, nor any officer or representative thereof, shall have any authority to contract debts for, pledge the credit of, or in any way bind the IEEE except within prior approved budgets.

105: ARTICLE V, FINANCIAL SUPPORT

105.1 : Article V, Section 1, Society Dues

The Society shall collect from its members and affiliates annual dues, in accordance with IEEE governing documents. The AdCom of the Society shall set the amount of annual dues.

105.2 : Article V, Section 2, Registration Fees

The Society may establish registration fees for its meetings, symposia, conferences, conventions, or other events.

105.3 : Article V, Section 3, Revenue

The Society may raise revenues by other means, such as advertising and promotion, exhibits, requests for contributions, and charges for sending out notices to non-Society members. Any new revenue means not explicitly covered by IEEE rules and regulations must be approved by the IEEE Executive Director.

106: ARTICLE VI, MEETINGS

106.1 : Article VI, Section 1, Meetings

The Society may hold meetings, conferences, symposia, or conventions either alone or in cooperation with other IEEE organizational units, or other non-IEEE technical organizations, subject to IEEE policies and procedures.

106.2 : Article VI, Section 2, Participants

Meetings, conferences or conventions of the Society shall be open on an equal basis to all members of the IEEE. These events may also be open to non-IEEE members. The Society may not sponsor or co-sponsor any meetings which are subject to government security clearance.

106.3 : Article VI, Section 3, AdCom Meetings

The AdCom shall hold at least two meetings during the calendar year. The annual officer election meeting must be held as a face-to-face meeting. Special meetings of the AdCom may be called by the President of the Society or upon request of a majority of the voting members of the AdCom, with at least 30-days' notice.

106.4 : Article VI, Section 4, Quorum

A majority of the voting members of the AdCom or the ExCom or any committee thereof shall constitute a quorum.

106.5 : Article VI, Section 5, Decisions between Meetings

Between AdCom meetings, the Executive Committee shall act on behalf of the AdCom as specified in the Bylaws.

107: ARTICLE VII, PUBLICATIONS

107.1 : Article VII, Section 1, Publication Policy

Publications undertaken by the Society shall be subject to IEEE Policies and Procedures, and to any further guidance or controls prescribed by the AdCom.

107.2 : Article VII, Section 2, Editors

The President, with the advice and consent of the AdCom, shall appoint such editors as may be required to implement the publication program. The duties of such editors shall be as prescribed in the Society Bylaws. Their compensation, if any, shall be recommended by the Vice President, Publications, endorsed by the Executive Committee, and approved by the AdCom.

108: ARTICLE VIII, AMENDMENTS TO THE CONSTITUTION

108.1 : Article VIII, Section 1, Amendments to Constitution

Amendments to this Constitution may be initiated by a Proposal approved by the AdCom or by Petition submitted to the President by a minimum of 100 voting members of the Society. If approved, the petition shall be submitted to the AdCom for review and forwarded, with the Society AdCom's recommendations, to the IEEE Vice President, Technical Activities.

108.2 : Article VIII, Section 2, Adoption

Amendments to this Constitution may be adopted by a two-thirds vote of the AdCom present in meeting assembled, or by electronic means, provided that notice of the proposed amendment has been sent to each member of the AdCom at least twenty-days prior to such a meeting. Upon AdCom approval, the amendments shall be submitted to the IEEE Vice President, Technical

Activities for approval. Upon approval, Constitutional Amendments shall be published in an appropriate Society publication, or otherwise publicized by direct mailing or electronic means to the membership, with notice that the amendments will take effect unless ten per cent of the Society voting members object within 90 days.

108.3 : Article VIII, Section 3, Membership Rejection of Amendment

If such objections are received from at least ten percent of the voting members, and if the AdCom decides not to rescind its decision, a copy of the proposed amendment shall be sent by mail or electronic means with a ballot to all members of the Society at least 90 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 IEEE. When a mail vote of the entire Society membership is necessary, approval of the amendment by at least two-thirds of the ballots legally cast shall be necessary for its enactment. No amendment shall take effect until it has been approved by the IEEE Vice President, Technical Activities.

108. 4: Article VIII, Section 4, Effective Date

All amendments to the Constitution shall become effective immediately after all requirements of Article 108 have been met, unless a later date has been specified.

109: ARTICLE IX, AMENDMENTS TO THE BYLAWS

109.1 : Article IX, Section 1, Bylaw Amendment Process

Amendments to the Society's Bylaws may be adopted by a two-thirds vote of the AdCom present in meeting assembled, or by electronic means, provided that notice of the proposed amendment has been sent to each member of the AdCom at least twenty-days prior to voting. Upon AdCom approval, the amendments shall be submitted to the IEEE Vice President, Technical Activities for approval.

109.2 : Article IX, Section 2, Publication

Once all approvals are received, Bylaw Amendments shall be published in an appropriate Society publication, or otherwise publicized by direct mailing or electronic means to the membership, with notice that it will go into effect unless ten per cent of the Society voting members object within 30 days.

109.3 : Article IX, Section 3, Petition Process

Amendments to the Bylaws may also be initiated by petition signed by at least 100 voting members of the Society. If approved, the petition shall be submitted to the AdCom for review and forwarded to the IEEE Vice President, Technical Activities with the Society AdCom's recommendations.

109.4 : Article IX, Section 4, Effective Date

All amendments to the Bylaws shall become effective immediately after all requirements of Article 108 have been met, unless a later date has been specified.

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2017 Amendment History:

Presented by the *ad hoc* Constitution and Bylaws Committee: Irv Engelson (*Parliamentarian and Chair*); Gus Gaynor (*AdCom Member*); Charles Rubenstein (*AdCom Member Emeritus*)

Endorsements: C&B Committee: 22 July 2016 **TEMS ExCom/AdCom:** August 2016

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“IEEE TEMS Constitution v2_Track Changes_FAA Comments_9-12-16_jfc29sept (1)”

TEMS C&B Committee: 29 December 2016

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TAB VP: 3 March 2017

TEMS Publication and Membership acceptance:

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Revision History: