Constitution & Bylaws Standing Committee Meeting

Report

Las Vegas, October 28, 2003

AdCom Meeting

Committee Composition

- Paolo Dario, Chair
- George Bekey
- Steve Hsia
- Ron Arkin
- Alicia Casals

Non-voting members

- Tony Maciejewski
- Eugenio Guglielmelli
- All interested AdCom members welcome

Procedure for amending RAS Constitution

- Minimum 30 days advance notice to the AdCom
- 2/3 affirmative vote of the AdCom
- Approval of IEEE TAB and ExCom
- Publication on TRA or RAM
- 60-days window for objection by at least 5% of Society members
- If there is objection ballot to the entire Society
- Process duration: 4-6 months

Procedure for amending RAS Bylaws

- Minimum 30 days advance notice to the AdCom
- Summary of amendments published on RAM
- 2/3 affirmative vote of the AdCom (it can be done by e-mail without a meeting)
- Publication on RAM
- Process duration: 2-3 months

Expected result of today's discussion

To achieve consensus on the proposed amendments in order to give the AdCom the required minimum 30 days advance notice

Achievements so far

- New solutions to recommendations and comments emerged during and after the last meeting in Taipei
- Exact wording of the amendments to be discussed today before starting formal procedures for approval of the new Constitution & Bylaws
- Guidelines to the Ad Hoc Committee on Nominations and Awards Procedures

Inputs from last AdCom meeting

- Open issues:
  - Role of VP for Finance and/or Treasurer
  - Elevation to VP offices of elected AdCom members

VP for Finance and/or Treasurer: proposed solution

- At previous meeting (in Taipei), this Committee proposed to modify the Bylaws in order to merge the duties and privileges of VP for Finance and Treasurer. This recommendation has been modified after discussion. Amendments to implement the following changes are now recommended:
  - To keep the two offices, Vp for Finance and Treasurer, with separate duties and privileges
  - To amend the Bylaws in order to better define the duties and privileges of the Treasurer

Proposed definition of the duties and privileges of the Treasurer

- The Treasurer shall handle all expenses of the Society, including approval of travel expenses reports and Society meeting expenses. The Treasurer shall act as consultant and financial supervisor to the treasurers of the various meetings held by the Society, and make periodic reports to the AdCom The Treasurer shall also monitor all Society income, e.g. from membership, conferences, publications, and, in case of irregularity, promptly inform the Vice-President for Financial Activities and the President. The Treasurer shall serve on the Financial Activities Board and work in strict co-operation wit the Vice-President for Financial Activities to help the Society to stay on budget. The Treasurer shall serve as an ex-officio member of the AdCom with vote.

Elevation of elected AdCom members to the VP office: proposed solution

- At last meeting, this Committee proposed not to modify the Bylaws on this point. This recommendation does not stand anymore. Amendments to Constitution & Bylaws to implement the following changes are now recommended:
  - No elected AdCom members can serve during the same term in the Executive Committee
  - Vice-Presidents-Elect will be elected one year before the President-Elect to become President
  - Vice-Presidents-Elect will be automatically removed from the office on the AdCom at the beginning of their term on the Executive Committee

Proposed Amendments to the RAS Constitution & Bylaws

Main issues addressed

- **Changes due to the definition of the duties of the Treasurer**
- **Changes due to the establishment of a new Vice-President for Industrial Activities and of an Industrial Activities Board (IAB)**
- **Changes due to the establishment of a Parliamentarian Officer to be appointed by the President as an ex-officio member of the AdCom without vote**
- **Term limits for all officers and Committee Chairs**

Proposed Amendments to the RAS Constitution & Bylaws

Main issues addressed

- **Changes due to enforce geographical distribution of the AdCom membership (The general principle is stated in the Constitution & Bylaws; the implementation are defined as Standing Rules)**
- **Changes due to the provision that no elected AdCom members shall serve during the same term on the Executive Committee**
- **Changes due to the provision that at least one of the Vice-Presidents-Elect shall have never served before on the Executive Committee**

Exact wording

Type of amendments

- **Amendment have been grouped in three categories:**
- **Green**: minor impact, formal due modifications, no major discussion needed, minor amendments of C&E
- **Yellow**: medium impact, they require some discussion, minor o no amendment of the Constitution
- **Red**: major impact, they require extensive discussion, major amendments of the Constitution and of the Bylaws

Proposed Amendments to the RAS Constitution

- Changes due to the birth of the Transactions on Automation Science and Engineering (T-ASE) and rename of Transactions on Robotics (T-RO)
- Changes due to the replacement of the words 'Chairman/Chairmen' and 'Chairperson/s' with the words 'Chair/s'
- Changes due to the elevation of the AdCom quorum from 10 to 13
- Changes due to the limitation of the eligibility of Technica Committee Chairs up to three consecutive two-year term (six consecutive years in total). No limitations currently apply
- Changes due to the provision that no elected AdCom members shall serve during the same term in the Executive Committee
- Following modifications in the Constitution are consequently necessary:

Proposed Amendments to Constitution

- Article V – ADMINISTRATION (Current version)
  - Section 5. An elected Administrative Committee member can be removed from office by a two-thirds affirmative vote of the Administrative Committee present in meeting assembled, provided the member (1) has not attended three consecutive meetings of the Administrative Committee; (2) has not corresponded with the President of the Society in the form of a report or other instrument in lieu of attendance; and (3) has been notified in writing by the President that a Motion for Removal from Office is pending.

Proposed Amendments to Constitution

- Article V – ADMINISTRATION (Proposed amended version)
  - Section 5. An elected Administrative Committee member **can be removed for one of the following two reasons: if the member is elevated to the office of Vice-President, or if the member fails to fulfill his/her office duties. In the latter case the member can be removed** by a two-thirds affirmative vote of the Administrative Committee present in meeting assembled, provided **all of the following conditions are met**. (1) the member has not attended three consecutive meetings of the Administrative Committee; (2) the member has not corresponded with the President of the Society in the form of a report or other instrument in lieu of attendance; and (3) the member has been notified in writing by the President that a Motion for Removal from Office is pending.

Proposed Amendments to Constitution

- Article V – ADMINISTRATION (Current version)
  - Section 11. The Administrative Committee may establish Standing and Technical Committees needed to cover specific functions and areas of the field of interest, as prescribed in the Bylaws. All appointments or reappointments as defined in the Bylaws to committees and similar posts will be for a term of two years, or until successors are appointed, or the committee is dissolved, except where other specifically-designated terms of office are established by the Administrative Committee. <u>Committee member reappointment can be made without limit.</u> Standing and Technical Committee Chairpersons are appointed by the Society President with the approval of the Administrative Committee. They shall be ex officio members of the Administrative Committee without vote. The Society President may establish ad hoc committees of finite duration to fulfill specific needs. Ad hoc committee chairpersons shall be ex officio members of the Administrative Committee without vote.

Proposed Amendments to Constitution

- Article V – ADMINISTRATION (Proposed amended version)
  - Section 11. The Administrative Committee may establish Standing and Technical Committees needed to cover specific functions and areas of the field of interest, as prescribed in the Bylaws. All appointments or reappointments to committees and similar posts as defined in the Bylaws will be for a term of two years, or until successors are appointed, or the committee is dissolved, except where other specifically-designated terms of office are established by the Administrative Committee.

    Standing and Technical Committee **Chairs** are appointed by the Society President, with the approval of the Administrative Committee. They shall be ex officio members of the Administrative Committee without vote. The Society President may establish ad hoc committees of finite duration to fulfill specific needs. Ad hoc committee **Chairs** shall be ex officio members of the Administrative Committee without vote.

Proposed Amendments to Constitution

- Article VII – MEETINGS OF THE ADMINISTRATIVE COMMITTEE (Current version)
  - Section 2. Ten voting members of the Administrative Committee shall constitute a quorum. All the Administrative Committee members shall have an equal vote.
- Article VII – MEETINGS OF THE ADMINISTRATIVE COMMITTEE (Proposed amended version)
  - Section 2. **Thirteen** voting members of the Administrative Committee shall constitute a quorum. All the Administrative Committee members shall have an equal vote.

Proposed Amendments to Constitution

- Article X – SOCIETY PUBLICATIONS (Current version)
  - The President, with the advice and consent of the Administrative Committee, shall appoint an Editor of the Transactions on Robotics and Automation and such editors as may be required to implement the publication program. The duties of editors, and their remunerative compensation, if any shall be as prescribed in the Bylaws. Editors need not be appointed from among the elected members of the Administrative Committee.

Proposed Amendments to Constitution

- Article X – SOCIETY PUBLICATIONS (Proposed amended version)
  - Section 2. The President, with the advice and consent of the Admministrative Committee, shall appoint **Editors-in-Chief for all of the Society publications** and such editors as may be required to implement the publication program. The duties of the editors, and their remunerative compensation, if any shall be be as prescribed in the Bylaws. Editors need not to be appointed from among the elected members of the Administrative Committee.

Proposed Amendments to Bylaws

- Changes due to the birth of the Transactions ASE and rename of Transactions RO
- Changes due to the replacement of the words ‘Chairman/Chairmen’ and ‘Chairperson/s’ with the words ‘Chair/s’
- Changes due to the limitation of the eligibility of Technical Committee Chairs up to three consecutive two-year terms (six consecutive years in total). No limitations currently apply.
- Changes due to the elevation of the AdCom quorum from 10 to 13

Proposed Amendments to Bylaws

- Changes due to the reinforcement of common nomenclature of VPs, Boards and Committees by using the standard words 'ACTIVITIES' and 'NOMINATIONS'
- Changes due to the provision for an Annual Genera Assembly (Town Hall Meeting) to be called by the President
- Changes due to the appointment of a Student AdCom member. The Chair of the Student Activities Standing Committee shall be ex-officio AdCom member with vote
- Changes due to the need for explicit reinstatements of voting privileges of elected and ex-officio members of the AdCom, and of the requirement of their physical presence to a meeting for voting

Proposed Amendments to Bylaws

- Changes due to the definition of the Nominations Committee Chair and membership
- Changes due to the definition of the Advisory Committee Chair
- Changes due to the definition of the Awards and Fellow Nomination Committee Chair
- Changes due to the establishment of a new Vice-President for Industrial Activities and of an Industrial Activities Board (IAB)
- Changes due to the definition of the duties of the Treasurer
- Changes due to the establishment of a Parliamentarian Officer to be appointed by the President as an ex-officio member of the AdCom without vote

Proposed Amendments to Bylaws

- Changes due to the restructuring of the Technical Committees by introducing a default 'sunset clause' after four years, and by limiting the TC chairs eligibility to three consecutive terms (6 years in total)
- Changes due to extension from one to two years of the term for Standing Committee Chairs
- Changes due to enforce geographical distribution of the AdCom membership.
- Changes due to the provision that no elected AdCom members shall serve during the same term on the Executive Committee
- Changes due to the introduction of a two consecutive term limit (four years) of service in the ExCom, and to the provision that at least one of the Vice-Presidents-Elect shall have never served before on the Executive Committee
- Following modifications in the Bylaws are consequently necessary:

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Current version)
  - Section 1. Nominations Committee --- On or before April 1 of each year, the President shall appoint, with the approval of the Administrative Committee (AdCom), a Nominations Committee which shall consist of a Chair (usually the Past President) and three or more members of the Society, and not more than half of which may be members of the AdCom.

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Proposed amended version)
  - Section 1. Nominations Committee --- On or before April 1 of each year, the President shall appoint, with the approval of the Administrative Committee (AdCom), a Nominations Committee which shall **consist of five Society members, its Chair being the Past President and at least one other member being an AdCom member.**

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Current version)
  - Section 5. Election of Officers --- Before or about May 31 the incumbent AdCom shall hold a meeting to elect the President-Elect and the five Vice-Presidents. At this meeting the Nominating Committee shall submit to the AdCom at least one nominee for each of these offices. Other candidates may be nominated. A plurality of votes shall elect. The AdCom may make contingent elections to be effective in case an elected member fails to accept the office or a disapproval is received from the IEEE. The names of the elected officers shall be reported to the Chairman and to the Secretary of the IEEE Technical Activities Board.

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Proposed amended version)
  - Section 5. Election of Officers --- Before or about May 31 **during the second year of service of the incumbent President**, the incumbent AdCom shall hold a meeting to elect the President-Elect. **Before or about May 31 during the first year of service of the incumbent President-Elect, the incumbent AdCom shall hold a meeting to elect all the Vice-Presidents-Elect.** At **these** meeting**s** the **Nominations** Committee shall submit to the AdCom at least one nominee for each of these offices. Other candidates may be nominated. A plurality of votes shall elect. The AdCom may make contingent elections to be effective in case an elected member fails to accept the office or a disapproval is received from the IEEE. The names of the elected officers shall be reported to the Chairman and to the Secretary of the IEEE Technical Activities Board.

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Proposed amended version)
  - Section 6. Principles of Selection --- The **Nominations** Committee in its nominations, and the AdCom in its elections shall be guided in their selections of candidates by the principles of demonstrated or potential ability and by other factors which may be relevant, such as geographical distribution **(Article IV, Section 1)** and the academic, governmental, and industrial distribution of the candidates. **No Vice-Presidents shall serve for more than two consecutive two-year terms. For at least one of the Vice-President-Elect offices, all the nominees shall be Society members who have never served before on the Society Executive Commitee.**

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Current version)
  - Section 7. The President-Elect -- Prior to becoming President, the President-Elect shall submit to the incumbent AdCom the names of a proposed Secretary and a Chairman of the Conference Board plus names for all the Standing Committee Chairmen, all the Technical Committee Chairmen, other Committee Chairmen, and Liaison Representatives for appointment. If a majority of the members of said AdCom do not object within thirty (30) days from date of formal submission, appointments shall become final. If a majority of the members of said AdCom object, a new name (or names) must be submitted. The incumbent officials shall remain in office until successors are appointed and arranged to take over the offices.

Proposed Amendments to Bylaws

- Article II – ELECTIONS (Proposed amended version)
  - Section 7. The President-Elect -- Prior to becoming President, the President-Elect shall submit to the incumbent AdCom the names of a proposed Secretary, **Parliamentarian** and **Treasurer** plus names for all the Standing Committee **Chairs**, all the Technical Committee **Chairs**, other Committee **Chairs**, and Liaison Representatives for appointment. If a majority of the members of said AdCom do not object within thirty (30) days from date of formal submission, appointments shall become final. If a majority of the members of said AdCom object, a new name (or names) must be submitted. The incumbent officials shall remain in office until successors are appointed and arranged to take over the offices.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section 1. Secretary. The Secretary shall function as the Secretary of the Society and shall also be responsible for the non-membership administrative aspects of the Society. These non-membership administrative responsibilities include serving as a communications channel for the following Standing Committees: (1) Standards Committee, (2) the Constitution and Bylaws Committee, and (3) **Nominations** Committee. In particular, the Secretary shall have the responsibility of seeing that the Society operates in accordance with the rules of the Society Constitution and Bylaws……

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version, new Section)
  - **Section 2. Treasurer. The Treasurer shall handle all expenses of the Society, including approval of travel expenses reports and Society meeting expenses. The Treasurer shall act as consultant and financial supervisor to the treasurers of the various meetings held by the Society, and make periodic reports to the AdCom. The Treasurer shall also monitor all Society income, e.g. from membership, conferences, publications, and, in case of irregularity, promptly inform the Vice-President for Financial Activities and the President. The Treasurer shall serve on the Financial Activities Board and work in strict co-operation with the Vice-President for Financial Activities to help the Society to stay on budget. The Treasurer shall serve as an ex-officio member of the AdCom with vote.**

Proposed Amendments to Bylaws

- **Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version, new Section)**
  - **Section 3. Parliamentarian. The Parliamentarian is a consultant officer who has the responsibility to advise the President and other Officers, Boards, Committees and members on matters of parliamentary procedure. The Parliamentarian is appointed by the President with the concurrence of the AdCom, and he/she shall serve as an ex-officio member of the AdCom without vote.**

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Current version)
  - Section 2. Vice-President for Finance. The Vice-President for Finance shall have overall responsibility for the finances of the Society, including the general responsibility for procuring more funds for the Society. The Vice-President for Finance shall chair a Financial Activities Board. This Board shall consist of the Chairman, the Editor-in-Chief of the Transactions, the Editor-in-Chief of the Magazine, the Vice-President for Conferences, the Secretary, a member appointed by the Vice-President for Member Activities, a member appointed by the Vice-President for Technical Activities, and a member appointed by the Vice-President for Publications. This Board shall act as the liaison for the Society on financial matters with IEEE Headquarters; act as consultant and financial supervisor to the treasurers of the various meetings held by the Society; make periodic reports to the AdCom on the financial status of the Society; observe the financial operations of the Society and take appropriate actions to see that money is spent or invested wisely and in the best interest of the Society. The Vice-President for Finance, with the assistance of the Financial Activities Board, shall prepare the Society budgets which shall then be submitted to the AdCom for approval at the Society Annual Meeting.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **4**. Vice-President for **Financial Activities**. The Vice-President for **Financial Activities** shall have overall responsibility for the finances of the Society, including the general responsibility for procuring more funds for the Society. The Vice-President for **Financial Activities** shall chair a Financial Activities Board. This Board shall consist of the **Chair**, the Editor**s**-in-Chief of the Transactions, the Editor-in-Chief of the Magazine, the Vice-President for Conferences **Activities**, the Secretary, **the Treasurer,** a member appointed by the Vice-President for Member Activities, a member appointed by the Vice-President for Technical Activities, and a member appointed by the Vice-President for Publications **Activities**. This Board shall act as the liaison for the Society on financial matters with IEEE Headquarters; act as consultant and financial **supervisor of the RAS Treasurer**; make periodic reports to the AdCom on the financial status of the Society; observe the financial operations of the Society and take appropriate actions to see that money is spent or invested wisely and in the best interest of the Society. The Vice-President for **Financial Activities**, with the assistance of the Financial Activities Board, shall prepare the Society budgets which shall then be submitted to the AdCom for approval at the Society Annual Meeting.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **5**. Vice-President for Member Activities. The Vice-President for Member Activities shall be responsible for all membership-related activities of the Society, and in particular for ensuring the growth of the membership of the Society and for paying special attention to the international membership of the Society. ……. The Vice-President for Member Activities shall chair a Member Activities Board. This Board shall consist of the **Chairs** of the following Standing Committees: the Awards and Fellow Nomination Committee, the Fellow Evaluation Committee, the International Committee, and the Membership and Admissions committee, plus up to three (3) additional members appointed by the Vice-President for Member Activities. This Board has the responsibility for overseeing the activities of the Standing Committees listed above and for any other membership-related activities.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **6**. Vice-President for Technical Activities. The Vice-President for Technical Activities shall be responsible for all the technical activities of the Society, including the technical contents of Society meetings. In particular, the Vice-President for Technical Activities shall have direct responsibility for the following: 1) The Conference Board; 2) The Technical Committees and the Working Groups; 3) The Technical Liaison Representatives; and 4) The Technology Review Committee. The Vice-President for Technical Activities shall chair a Technical Activities Board. This Board shall consist of the **Chairs**, the Editors-in-Chief of the Transactions and Magazine, the Vice-President for Conferences, the **Chairs** of the Technical Committees and up to five (5) additional members appointed by the Vice-President for Technical Activities. In addition, the Technical Liaison Representatives shall be non-voting members of this Board. This Board shall be responsible for coordinating all of the technical activities of the Society.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Current version)
  - Section 5. Vice-President for Publications. The Vice-President for Publications shall have overall responsibility for all publications of the Society, excluding the Proceedings of the Conference on Robotics and Automation, whether in printed or electronic form. The Vice-President for Publications shall chair a Publications Activities Board consisting of the Transactions Editor-in-Chief (EIC), the Magazine Editor-in-Chief Editor, the Magazine Ass. Editor for Research, Industry & Society News, one representative from the Transactions appointed by the EIC, the Immediate Past Transactions EIC, one representative from each journal in which the Society participates, e.g., Mechatronics, the new Sensors journal, the IEEE Press Liaison, one representative from the Long Range Planning Committee, one representative from the Technical Activities Board, the current ICRA Program Chair, the Immediate past ICRA Program Chair, and up to two ad hoc members, as appointed by the President.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **7**. Vice-President for Publications **Activities**. The Vice-President for Publications **Activities** shall have overall responsibility for all publications of the Society, excluding the Proceedings of the Conference on Robotics and Automation, whether in printed or electronic form. The Vice-President for Publications **Activities** shall chair a Publications Activities Board consisting of the Transactions Editor**s**-in-Chief (EIC), the Magazine Editor-in-Chief, the Magazine Ass. Editor for Research, Industry & Society News, **one** representative from **each Society** Transactions appointed by the **respective** EIC, the Immediate Past Transactions EIC**s**, one representative from each journal in which the Society participates, the IEEE Press Liaison, one representative from the Long Range Planning Committee, one representative from the Technical Activities Board, the current ICRA Program Chair, the Immediate past ICRA Program Chair, and up to two ad hoc members, as appointed by the President.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **8**. Vice-President for Conferences **Activities**. The Vice-President for Conferences **Activities** has overall responsibility for all Conferences, Symposia, Meetings, and Workshops to which the Society lends its name. This includes the annual International Conference on Robotics and Automation, 100\% sponsored meetings, partial and co-sponsored meetings, technically co-sponsored meetings, and competitions that use the Society's name. The Vice-President for Conferences **Activities** shall chair the Conference **Activities** Board (Article VII) and shall negotiate with the IEEE and sister societies on all matters relating to jointly sponsored conferences and meetings.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - **Section 9. Vice-President for Industrial Activities. The Vice-President for Industrial Activities shall be responsible for all industrial related matters and the growth of the industrial community within RAS, both by promoting the participation of industrial partners in current activities and thus creating more links with academics, and by proposing new actions beneficial to this community. The Vice-President for Industrial Activities shall chair the Industrial Activities Board. This Board will be composed of the Chair and four additional members appointed by the President in consultation with the Vice-President for Industrial Activities.**

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section 7. Transactions Editor. The Transactions Editor shall be charged with efficient operation of the publication of the IEEE Transactions on Robotics and Automation. Papers for the Transactions shall be received by the Editor of the Transactions whose office shall serve as a focal point for processing these papers. The Transactions Editor-in-Chief has the responsibility for recommending to the President the number of Editors and Associate Editors of the Transactions to be appointed, the Technical areas that each of the Associate Editors shall cover, and suitable candidates for appointment as Editors and Associate Editors.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version)
  - Section **10**. Transactions Editors. The Transactions Editor**s** shall be charged with efficient operation of the Society Transactions. Papers for the Transactions shall be received by the Editor**s** of the **Society** Transactions whose office shall serve as a focal point for processing these papers. The Transactions Editor**s**-in-Chief **have** the responsibility for recommending to the President the number of Editors and Associate Editors of the **Society** Transactions to be appointed, the Technical areas that each of the Associate Editors shall cover, and suitable candidates for appointment as Editors and Associate Editors.

Proposed Amendments to Bylaws

- Article III – DUTIES OF EXECUTIVE OFFICERS (Proposed amended version, new Section)
  - **Section 12. Vice-Presidents-Elect. The Vice-Presidents-Elect shall serve as ex-officio members without vote on the Society Board chaired by the respective incumbent Vice-President.**

Proposed Amendments to Bylaws

- Article IV – The Administration Committee (Proposed amended version, new Section)
  - **Section 1. AdCom composition. The AdCom is chaired by the President, and is composed of the following voting members: the President, the Past President, the President-Elect, the Secretary, the Treasurer, the Chair of the Student Activities Standing Committee, and the eighteen elected members. Additional ex-officio AdCom members without vote are as prescribed in this Bylaws. The AdCom composition of elected members shall proportionally reflect the geographical distribution of the membership worldwide.**

Proposed Amendments to Bylaws

- Article IV – The Administration Committee (Proposed amended version)
  - **Section 3. Meeting --- No meeting of the AdCom shall be held for the purpose of transacting business unless each member shall have been sent notice of the time and place of such meeting twenty (20) days prior to the date scheduled for the meeting. Provided, however, that if less than a quorum attend a duly called meeting, tentative action may be taken which shall become effective upon subsequent ratification, either at a meeting or by mail, by a sufficient number of members as to constitute a majority. All votes at an AdCom meeting shall be cast by voting members physically present. Minutes of such meetings shall be mailed by the Secretary to all Board members who shall register their disapproval of any actions taken at such meetings within ten (10) days after receiving said minutes, or shall be deemed to have ratified the actions.**

Proposed Amendments to Bylaws

Article VI – TRANSACTIONS EDITORIAL BOARDS (Proposed amended version)

- Section 1. Purpose of Transactions. The Transactions **publish** high-quality papers on the theory, design, and applications of Robotics and Automation and areas as stated in the Field of Interest of the Society.
- Section 2. Composition of the Boards. **Each** Editorial Board shall consist of the Editor-in-Chief (EIC), a number of Editors, a number of Associate Editors as regular members, and the Vice-President for Publications Activities and Magazine Editor-in-chief as ex officio members. The normal terms of the Editors-in-Chief and Editors shall be five years and the normal term of the Associate Editors shall be one year, followed by an additional two years if the Editors and EICs evaluate their performance sufficiently positively. Normally, Associate Editors shall not serve two consecutive terms without a gap of approximately one year. The Editors-in-Chief shall be appointed by the Society President one year in advance of the expiration of the term of the current EICs. The Editors and Associate Editors are appointed from time to time as needed by the President upon recommendation from the Editors-in-Chief.

Proposed Amendments to Bylaws

Article VI – TRANSACTIONS EDITORIAL BOARDS (Proposed amended version)

- Section 3. Meetings. **Each** Editorial Board of the Transactions shall be chaired by the Editor-in-Chief of the Transactions and shall meet at least two times a year to decide upon policy issues for publication in the Transactions, and management issues of importance to Editors and Associate Editors. The Editorial Board**s** shall make decisions on the dispositions of papers throughout the year based upon the editorial reviews obtained by the members of the Editorial Board**s**, upon consideration of available space in the Transactions and upon available monies for publication of the Transactions. Accepted papers need not be presented at any IEEE Meetings.
- Section 4. Reports. The EIC**s** and Editorial Board**s** shall be responsible for making annual reports to the AdCom on editorial activities and plans for the coming year.

Proposed Amendments to Bylaws

Article VII – CONFERENCE **ACTIVITIES** BOARD (Proposed amended version)

- Section 3. Purpose. The Conference **Activities** Board shall be responsible for the management and planning of all of the conference and meeting activities of the Society. This includes monitoring the quality of any publications associated with any of these conference activities. It shall also monitor and coordinate all conference operating committees and carry out all the long-term conference planning for Society meetings. This Board shall be charged with keeping itself informed of all meetings which are in areas covered by the Field of Interest of the Society and shall advise the AdCom about the participation of the Society in such meetings. In conjunction with the Technical Activities Board, this Board shall promote the participation of the Society in emerging technical areas.
- Section 4. Composition. The Vice-President for Conferences **Activities** shall chair the Conference **Activities** Board. This Board shall consist of its Chair, the Vice-President for **Financial Activities** , the Vice-President for Technical Activities, the immediate past, the current, and the immediate future Chairs o the Conference on Robotics and Automation, and five (5) other members to be selected by the Vice-President for Conferences **Activities** with the approval of the Society President.

Proposed Amendments to Bylaws

Article VIII – TECHNICAL COMMITTEES and WORKING GROUPS (Proposed amended version)

- Section 1. Purpose. Technical Committees **are established by the AdCom for a four-year term to** provide a focus for the technical activities of the Society independent of the Conference **Activities** Board and of the Editorial Board**s** of the Transactions. Each Technical Committee may sponsor and monitor a number of Working Groups.
- Section 2. Working Groups. Nonregional subgroups of members of the Society who share common technical interests and needs may be formed by petition to the AdCom of the Society. Each Working Group must be formed and operated under a plan consistent with the Society Constitution and Bylaws and not inconsistent with the authority delegated to the AdCom. The **Chairs** of each Working Group shall report directly to the **Chair** of the Technical Committee that sponsors and monitors that Working Group. Upon the approval of the relevant Society Boards these groups may hold special workshops or sessions in their technical areas during Society meetings. They may request from the Editorial Boards of the Transactions to have special issues published in the Transactions. The actual interfacing with these Boards must be done in conjunction with the Technical Committee Chair responsible for the particular Working Group in question. The number and types of Working Groups associated with a given Technical Committee may change depending upon the current interests of the membership of the Society. Such groups may be formed or dissolved upon the approva

Proposed Amendments to Bylaws

- Article VIII – TECHNICAL COMMITTEES and WORKING GROUPS (Proposed amended version)
  - Section 3. Technical Committee **Chairs**. Technical Committee **Chairs** shall be appointed by the President-Elect for **two**-year terms. **No Technical Committee Chair shall serve for more than three consecutive two-year terms, but eligibility is restored after a lapse of two years.** These **Chairs** shall be charged with the guidance of the regular activities of the Technical Committees. They shall be responsible for making yearly reports to the AdCom on the activities of their Committees and the Working Groups monitored by their Committees. These reports must include recommendations on the continuation or dissolution of these Working Groups and their Committees for the next year.

Proposed Amendments to Bylaws

- Article IX – STANDING COMMITTEES (Proposed amended version)
  - Section 1. **Chairs**. **Chairs** of Standing Committees shall be appointed for **two**-year terms by the President-Elect with the concurrence of the AdCom.

Proposed Amendments to Bylaws

- Article IX – STANDING COMMITTEES (Proposed amended version)
  - Section 2. Advisory Committee. The Committee, on request, shall give advice to the Executive Committee and other major committees of the Society. A primary function shall be to advise the appropriate Boards on the latest significant developments in the Field of Interest of the Society and in related fields. The Committee shall consist of the five (5) immediate past-Presidents, **the Chair being the Junior Past President**.

Proposed Amendments to Bylaws

- Article IX – STANDING COMMITTEES (Proposed amended version)
  - Section 3. Awards and Fellow Nominations Committee. This Committee shall **be chaired by the Senior Past President, and shall** be responsible for recommending various forms of recognition for noteworthy contributions to the Field of Interest of the Society. It shall see that deserving members are nominated for the IEEE membership grade of Fellow.

Proposed Amendments to Bylaws

Article IX – STANDING COMMITTEES (Current version)

- Section 6. Executive Committee. This Committee shall consist of the President, the President-Elect, the Vice-President for Finance, the Vice-President for Member Activities, the Vice-President for Technical Activities, the Vice-President for Publications, the Vice-President for Conferences, and the Secretary. Between meetings of the AdCom, the Executive Committee shall be empowered to act for the Society except on matters which the AdCom has by resolution expressly reserved to itself. The AdCom may by majority vote at any meeting override any act or decision of the Executive Committee.

Proposed Amendments to Bylaws

- **Article IX – STANDING COMMITTEES (Proposed amended version)**
  - Section 6. Executive Committee. This Committee shall consist of the President, the President-Elect, **all the Vice-Presidents**, **the Treasurer** and the Secretary. Between meetings of the AdCom, the Executive Committee shall be empowered to act for the Society except on matters which the AdCom has by resolution expressly reserved to itself. The AdCom may by majority vote at any meeting override any act or decision of the Executive Committee.

Proposed Amendments to Bylaws

- **Article IX – STANDING COMMITTEES (Proposed amended version)**
  - Section 10. Long Range Planning Committee. This Committee shall be responsible to the AdCom for reviewing the trends of science and technology as they may concern the Society, the profession and the public and for recommending changes in the objectives, organization, and operations of the Society as may be indicated by these trends. This Committee shall be chaired by the President-Elect and shall include the additional following members: the immediate Past-President, the Vice-President **for** Technical Activities, the Vice-President for Member Activities, the Vice-President for Publications **Activities**, the Vice-President for Conferences **Activities** and up to three additional members appointed by the President-Elect.

Proposed Amendments to Bylaws

- **Article IX – STANDING COMMITTEES (Proposed amended version)**
  - Section 14. Student Activities Committee. **This Committee shall promote student participation in the Society activities in co-operation with all Society Boards, Committees and Working Groups. The Chair of this Committee shall be appointed by the President from a slate of candidate Society student members recommended by the Membership Activities Board and by the AdCom to serve for a two-year term. The Chair of the Student Activities Standing Committee shall be an ex-officio AdCom member with vote.**

Proposed Amendments to Bylaws

- **Article XII – ANNUAL GENERAL ASSEMBLY (New article)**
  - Section 1. The President may call a general assembly of the Society membership yearly at a major conference. Society officers and AdCom members shall be invited to this meeting.

Additional Proposed Amendment to the Bylaws

- **Article XIII – Absence of the President (New article)**
  - Section 1. In the absence or incapacity of the President, the duties of the office shall be performed by the President-Elect or by a Vice-President designated by the President.

Final recommendation

- Launching an internal debate on the possibility that the RAS President is elected by the membership rather than by the AdCom
  - *President elected by the ADCOM?*
    - *Enforce nomination process to improve membership participation*

  Or by Members?
    - *Include petition for nomination as well (similar to ADCOM nomination but considerably more members signatures required – e.g. 100)*

Next steps

- For the benefit of the Society, if you have substantial modifications or negative opinions on the proposed amendments please inform immediately the President and the Secretary
- If no substantial modifications are required, by one week, the final exact wording of amendments will be distributed to all AdCom members, and the formal procedure will be started
- A telematic vote for the approval of the amendments to the Bylaws could be called by the end of 2003 or early 2004
- Amendments to Constitution to be voted by the AdCom at next meeting in New Orleans