



IEEE Electromagnetic Compatibility (EMC) Society Constitution

(Revised October 2025)

Date of Society Board of Governors approval: Nov 17, 2025

Date of Vice President, Technical Activities approval: Jan 26, 2026

Effective Date of Constitution: Jan 27, 2026



Article I: Name and Objective

Section 1: This organization shall be known as the IEEE Electromagnetic Compatibility Society (EMCS).

Section 2: The Society shall promote scientific, literary, educational, and professional aspects detailed in Article II, in consonance with the Constitution and Bylaws of the IEEE.

Section 3: The Society shall aid in promoting cooperation and exchange of technical information among its members and other professional societies, either IEEE or non-IEEE.

Article II: Field of Interest

Section 1: The Field of Interest of the Society involves engineering related to the electromagnetic environmental effects of systems to be compatible with themselves and their intended operational environment. This includes standards, measurement techniques and test procedures, instrumentation, equipment and systems characteristics, interference control techniques and components, education, computational analysis, and spectrum management, along with scientific, technical, industrial, professional or other activities that contribute to this field.

Section 2: The field of interest of the Society may be enlarged, reduced or shifted as the needs of the occasion indicate with the provision that such revisions shall be processed as an amendment to this Constitution in accordance with the process outlined in the TAB Operations Manual.

Article III: Membership

Section 1: Membership in the Society shall be available only to members of the IEEE in any grade, including students, having a professional interest in any phase of the Field of Interest of the Society, providing payment of dues is current.

Section 2: Affiliates may participate in Society activities, as provided by the IEEE Bylaws, subject to applicable IEEE rules and regulations, and any additional limitations imposed by the Society Bylaws.

Article IV -Financial Administration

Section 1: The Society shall collect from its members an annual assessment, or fee, in accordance with the IEEE Bylaws and applicable rules and regulations.

Section 2: The Society may make registration charges at its Society meetings, symposia, conferences, and conventions.

Section 3: The Society may raise revenues by other means, such as publications, advertising, requests for grants or contributions, and charges for sending out notices to non-Society members, provided such means are consistent with applicable IEEE rules and regulations. Any revenue means not explicitly covered by IEEE rules and regulations must be approved by the appropriate authority within the IEEE before being adopted by the Society.

Section 4: Monies held by or for the Society legally belong to the IEEE and shall not be expended for activities prohibited by the Constitution, Bylaws and Statements of Policy of the Institute, the Constitution and Bylaws of the Society, or any other purposes known to be inimical to the interests of the IEEE. Returns from investment of Society funds shall be credited to the Society.

Section 5: The Executive Committee Members of the Society shall have the sole authority to obligate the funds and assets of the Society to promote the Society's activities. No Society officer or representative shall have authority to contract debts for, pledge the credit of, or in any way bind the IEEE for activities prohibited by the Bylaws of the IEEE or the Constitution and Bylaws of the Society.

Section 6: No officer of the Society or Editor shall receive, directly or indirectly, any honorarium, compensation, or emolument from the Society as an officer or in any other

capacity unless authorized by Board of Director or by the Bylaws of the Society in a manner in conforming to IEEE policies and procedures on travel and financial matters.

Article V: Society Administration

Section 1: The Society is managed by a Board of Governors who shall consist of:

1. **Governors-at-Large:** Members of the Society elected by the Society membership as detailed in the Society's Bylaws.
2. **Executive Officers:** Executive Officers are members of the Society appointed by the Board of Governors to designated offices as detailed in the Society's Bylaws.
3. **Ex-Officio Members of the Board:** Members appointed or elected to designated positions or offices as detailed in the Society's Bylaws. Ex-officio Members of the Board are non-voting members.

Ex-Officio members may be elected to serve as Governors-at-Large or Executive Officer, and if elected have full rights and privileges, including the right to vote in Board proceedings. Ex Officio Members of the Board who are elected as Governors-at-Large or Executive Officer are not considered as Ex Officio for the duration of the term of elected office.

At least half of the voting members of the Board of Governors must be elected by the Society membership at large.

Section 2: The Board of Governors shall in every even numbered calendar year elect one of its Governors-at-Large, or one of its Executive Officers as President-Elect, whose term shall be for one year and shall then serve as President for a two-year term, followed by a two-year term as Immediate Past President. A Secretary, Treasurer and Vice-Presidents shall also be elected or reelected for a two-year term subject to term limits detailed within the Bylaws. The Secretary, Treasurer, President and Vice-Presidents need not be Governors-at-Large. No person who has served as President may again serve as President-Elect or President of the

Society.

Section 3: Newly elected President-Elect, Secretary, Treasurer, Vice-Presidents and new members of the Board of Governors shall assume office on the first of January of the year following the year in which elected.

Section 4: The duties, term limits, and responsibilities of the officers shall be as defined hereunder and in the Bylaws and as delineated by the Board of Governors.

Section 5: The President, under direction of the Board of Governors, shall have general supervision of the affairs of the Society. The President shall preside at meetings of the Board of Governors, at general meetings of the Society, the Annual Meeting of the Society, and perform other duties as provided in the Society Bylaws, or as may be delegated by vote of the Society Board of Governors. In the President's absence or incapacity, the Immediate Past President shall perform Presidential duties during the President's first year in office and by the President-Elect during the President's second year in office.

Section 6: The President shall be an ex-officio member of all Committees of the Society except the Nominations Committee. The President is a member of the IEEE Technical Activities Board, and when notified of a meeting of said Board, the President shall ensure representation of the Society in accordance with the process outlined in the TAB Operations Manual . If an alternate cannot be found, the President may represent the views of the Society by correspondence. This correspondence is not considered a vote.

Section 7: The Board of Governors may establish standing or *ad hoc* committees as prescribed in the Bylaws, including both functional (e.g., Awards, Chapters, Membership, Nominations) and technical. Technical committees are established as needed to develop specific areas detailed within the Field of Interest.

Section 8: The Board of Governors may utilize the services of IEEE as bursar, for all or part of the Society funds, as provided by the IEEE Bylaws, rules and regulations. If any part of the Society funds is received and deposited separately, the terms and conditions shall be in

accordance with IEEE policies and subject to the provisions of the Society Bylaws and to any special limitations imposed by the Board of Governors.

Section 9: Neither the IEEE Electromagnetic Compatibility 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 Society or IEEE, except in accordance with previously approved budgets.

Article VI: Nomination, Election & Appointment of Board of Governors

Section 1: The nomination and election of Governors-at-Large to the Board of Governors shall be as prescribed in the Bylaws.

Section 2: The nominating procedure for Governors-at-Large positions shall include provision for petition by Society members to place a name on the ballot as prescribed in the Bylaws.

Section 3: Within-term vacancies of elected members of the Board of Governors shall be filled by appointment, for the unexpired term, by the President of the Society with the consent of the majority of the voting members of the Board of Governors. The full elective rights and responsibilities associated with the vacated position shall pass to the appointee for the unexpired term.

Article VII: Meetings

Section 1: The Society may hold meetings, conferences, symposia, or conventions either alone or in cooperation with sectional, regional, international or national convention committees of the IEEE, or other technical and professional non-IEEE organizations, subject to IEEE rules and regulations. The Society shall sponsor at least one technical conference each year.

Section 2: Meetings, conferences or conventions of the Society shall be open on an equal basis to both members and non-members of the IEEE. The Society may not sponsor or co-

sponsor a meeting which is subject to the need for having a security clearance issued by any government or private entity worldwide.

Section 3: The Board of Governors shall hold at least two meetings each calendar year. Meetings of the Board of Governors shall be held at such times as necessary and/or convenient. Special meetings of the Board may be called by the President of the Society at the President's discretion or upon request of six or more members of the Board of Governors with at least 30 days notice.

Section 4: A majority of the voting members of the Board of Govenors or any committee thereof shall constitute a quorum. All voting members shall have an equal vote. Written proxies will not be accepted in determining a quorum except where provided for by electronic voting as prescribe in the IEEE Bylaws.

Section 5: A majority vote of the voting members of the Board of Governors attending a meeting (quorum required) shall be necessary for the conduct of its business except as otherwise provided in the Constitution.

Section 6: Business of the Board of Governors may be handled by correspondence, telephone, or other electronic means where, in the opinion of the President, matters requiring action can be adequately handled in that manner.

Section 7: Action of the governing body and committees thereof, in accordance with IEEE Bylaws:

- a) 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 Board of Governors or any committee of The Board of Governors may meet and act upon the vote of its members by any means of telecommunication. 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.

- b) The Board of Governors or any committee thereof may meet and take action without a meeting if applicable (e.g. electronic voting). An affirmative vote of a majority of all the voting members of the Board of Governors 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 governing body. "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.
- c) Voting. Individuals holding more than one position on the governing body or any committees thereof shall be limited to one vote on each matter being considered by the governing body or committee.
- d) Proxy voting is not allowed.
- e) The presiding officer (President of the Society or the Chair of any Committee), shall have no vote on the (Society or Committee) except if the vote is by secret ballot or unless the Chair's vote can change the outcome of the vote.

Section 8: Meetings of the Board of Governors or Committees may be canceled only by consent of a majority of all members not less than 30 days (in-person or hybrid meetings) or 7 days (virtual only meetings) before the original date or the new date set for the meeting, whichever is earlier. Notice of such cancellation or changed date shall be sent to all members by email or regular mail.

Section 9: Robert's Rules of Order (latest edition) shall govern conduct of the Board of Governors except where otherwise specified in the Constitution or Bylaws.

Article VIII: Publications

Section 1: Publications undertaken by the Society shall be subject to IEEE policies and to any further guidance or controls prescribed by the Board of Governors. The Society shall be responsible for the financial aspects of its Publications program.

Section 2: Editors in Chief (EiC) of the Society's periodicals shall be appointed by a majority vote of the Board of Governors from a slate of candidates as prepared and presented by the Periodicals Committee. The duties, authority, and responsibilities of an editor shall be detailed in the Bylaws.

Article IX: Recall

Section 1: If at any time during the year, and for any reason in the interests of the Society, which requires a change in an elected Governor-at-Large or appointed Executive Officer, the matter shall be discussed at a regular or a special meeting of the Board of Governors called for the purpose of considering and voting upon the recommended change. At least twenty days before the meeting, notice of such proposed action shall be given.

Section 2: An affirmative vote of two-thirds of the voting members of the Board of Governors shall be necessary to declare a vacancy with or without cause. For the purposes of recall voting, an abstention shall be counted as a negative vote. If the vote is in the affirmative, the officer recalled is immediately relieved of their position.

Section 3: The President of the Society, upon approval of an officer from the Board, may replace the recalled officer in accordance with other sections of this Constitution and as prescribed in the Bylaws. To replace a recalled officer, a majority vote is required. An abstention shall be counted as a negative vote.

Article X: Amendments

Section 1: Amendments to this Constitution may be initiated by petition submitted by at least 1% members of the Society, or by the Board of Governors. Board of Governors approval is subject to the same two-thirds majority and advance notice requirements as Bylaws amendments described in Section 2. Such petition or Board approved amendment(s) shall be submitted to the IEEE Vice President Technical Activities for approval. After approval, the proposed amendment shall be published in the Society Magazine, or otherwise publicized by direct mailing to the membership, with notice that it goes into effect unless ten percent of the Society members object within 30 days. If such objections are received, a copy of the proposed amendment shall be mailed with a ballot to all members of the Society at least 30 days before the date appointed for return of the ballots. The ballot must carry a statement of the time limit for their return to the IEEE office. When a vote of the Society membership is required, approval of the amendment by at least two-thirds of the ballots returned shall be necessary for its enactment.

Section 2: Amendments to the Bylaws may be adopted by a two-thirds vote of the Board of Governors present in a meeting assembled, provided that notice of the proposed amendment has been sent to each member of the Board of Governors at least 15 days prior to such meeting; or an amendment may be adopted by a two-thirds mail or email vote of the members of the Board of Governors provided a 30-day period is provided for such responses. The amendment shall then be submitted to the IEEE Vice President Technical Activities for approval. Upon such approval, the amendment shall be published in the Society's Magazine or other appropriate publication. No amendment shall take effect until it has been published Editorial changes which clarify the meaning, structure or operation of the Board of Governors shall require only the approval of the Board of Governors and the IEEE Vice President Technical Activities, without notification to the Society membership.

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