

## **Bylaws of the IEEE Information Theory Society**

Approved September 28, 1988

**Amended March 18, 1992, June 22, 1992, March 22, 1995, March 19, 1997, September 25, 1999, June 24, 2001, June 30, 2002, June 29, 2003, Sept. 27 2006, March 14, 2007.**

Amendments to be considered at Allerton BoG meeting 9/26/07 are marked in red.

### **Article I. Purpose**

**Section 1.** These Bylaws provide detailed guidance for the supervision and management of Society affairs in accordance with the Society Constitution. Amendments to these Bylaws may be made as prescribed in Article IX, Section 2, of the Society Constitution.

### **Article II. Membership and Fees**

**Section 1.** The annual Society fee shall be set by the Board of Governors and billed and collected by IEEE Headquarters.

**Section 2.** Society Affiliates are non-IEEE members who have been admitted to membership in the Society. The Affiliates enjoy all the rights and privileges of Society members except those accruing solely from membership in IEEE. In general, a Society Affiliate must be a person whose technological activities do not justify full membership in IEEE, but who may be helped by participation in Society activities or who may contribute beneficially to Society activities. The qualifications for Society Affiliates and the limits in rights and privileges shall be established by the IEEE Executive Committee which shall also fix the annual surcharge for Society Affiliates. The annual Society Affiliate fee shall include the annual Society fee plus the surcharge.

**Section 3.** Exception to the annual Society fee shall be made for students, as prescribed by IEEE rules and regulation.

**Article III. Board of Governors**

**Section 1.** The President shall designate one of the Board Meetings in the calendar year as the Annual Meeting of the Society.

**Section 2.** No Society member may serve continuously on the Board for longer than two terms except as provided in Section 3 below.

**Section 3.** A Board member who is elected President, 1st Vice-President, or 2nd Vice-President for the next year shall continue as a voting Board member to the end of that officer's term, except that the President shall vote only if his vote would change the outcome. **That is, the President may vote positively when the positive and negative votes of the other members of the Board are equal, and may vote negatively when the positive votes exceed the negative votes by one.** A Board member who is elected President shall continue as a voting Board member for two years after the end of his/her term as President.

**Section 4.** No meeting of the Board shall be held to transact business unless each member has been notified of the time and place of such meeting and the main agenda items at least 3 weeks prior to the date of the meeting.

**Section 5.** Official business may be transacted at a duly called meeting of the Board only if a quorum is present. However, if less than a quorum attends a duly called meeting of the Board, tentative actions may be taken which will become effective upon subsequent ratification by a majority of the Board. Minutes of such meeting, with a ballot entry for each action to be ratified shall be mailed by the Secretary to each Board member. Ballots must be returned within 3 weeks in order to be counted.

D. Neuhoff 9/15/07 10:03 AM

**Comment:** This clarification is prompted by recent discussions in TAB in which it was pointed out that since Roberts Rules of Order specify that a motion fails under a tie vote, to affect a vote negatively the President is allowed to vote negatively when the votes in favor exceed by one the votes against, thereby making a tie and causing the motion to fail. The clarification is proposed to be added to the Bylaws since it is not something that most Presidents would presume.

**Section 6.** Robert's Rules of Order (revised) shall govern the conduct of the Board on all matters not otherwise specified in these Bylaws or in the Constitution.

**Section 7.** Minutes of a Board meeting shall be mailed by the Secretary to each Board member and to the Technical Activities Board Secretary of IEEE within thirty days of the meeting.

**Section 8.** Immediately upon assumption of office, the Board President shall notify all Board members of those professional meetings in the coming year at which it is likely that a Board meeting will be held. All meetings of the Board shall be open to all Society members and, whenever possible, advance notice of Board meetings shall be given to the membership by Newsletter notice or other means.

#### **Article IV. Nominations and Elections**

**Section 1.** No later than two weeks prior to the Annual Meeting of the Board Society, the Nominations and Appointments Committee shall forward to the Board the biographies of at least 12 Society members as candidates for election to the Board by mail ballot by all of the voting members of the Society. In preparing its list of nominees for election to the Board, the Committee shall have determined that each nominee is eligible and willing to serve. Additional nominations of Society members can be made by Board members at the Annual Meeting, provided such nominations are endorsed by five Board members.

~~This list must also include any Society members endorsed by twenty or more members of the Society in response to a Newsletter solicitation published in the first issue of the current year. This list must also include any Society member~~

D. Neuhoff 9/15/07 10:58 AM

**Comment:** The modifications to this section include statements about determining eligibility/ willingness and additional nominations that previously appeared later. It also formalizes the tradition that the additional nominations by Board Members are made at the annual meeting.

D. Neuhoff 9/15/07 11:03 AM

**Comment:** The IEEE "Must Haves" requires endorsement by 2% rather than 20, plus other details about nomination petitions as given in the next paragraph. The Newsletter requirement is included below.

~~endorsed by five or more members of the Board.~~

Individual voting members of the Society eligible to vote in the election for the Board may nominate Society Members by written petition provided such nominations are made at least 28 days before the date of the election. A Newsletter solicitation for such nominations shall be published in the first issue of the current year. Prior to submission of a nomination petition, the petitioner shall have determined that the nominee named in the petition is eligible and willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition. The number of signatures required on a petition shall be determined in accordance with IEEE Bylaws as follows. When the electorate is less than 30,000 voting members, signatures shall be required from 2% of the eligible voters. When the electorate is more than 30,000 voting members, 600 signatures of eligible voters plus 1% of the difference between the number of eligible voters and 30,000 shall be required. The size of the electorate shall be determined by the official IEEE membership records at the end of the year preceding the election.

Petition signatures can be submitted electronically through the official IEEE society annual election website, or by signing and mailing a paper petition. The name of each member signing the paper petition shall be clearly printed or typed. For identification purposes of signatures on paper petitions, membership numbers or addresses as listed in the official IEEE membership records shall be included. Only signatures submitted electronically through the IEEE society annual elections website or original signatures on paper petitions shall be accepted. Facsimiles, or other copies of the original signature, shall not be accepted.

In order to ensure adequate international representation from regions which have been historically under-represented in the Board of Governors, in addition to the six nominees receiving the largest number of votes, the top nominee (not

D. Neuhoff 9/15/07 11:02 AM

**Comment:** This is mostly language from the "IEEE Must Haves" document.

among those six) from every under-represented region shall be elected to the Board.

For the purposes of the previous paragraph, an under-represented region refers to each of regions 8, 9, and 10 with at least 5% of the membership of the Society (on December 31 of the year preceding the election) and at most one Board member (after the election of the top six nominees).

In its nominations, the Nominations and Appointments Committee shall insure that there are sufficient candidates from under-represented regions.]

D. Neuhoff 9/15/07 11:02 AM

**Comment:** Recommendation from the Bylaws Committee.

In preparing its list of nominees for election to the Board, the Committee shall ~~ascertain the eligibility and willingness to serve of each nominee.~~

Members shall be notified of all duly made nominations prior to the election.]

D. Neuhoff 9/15/07 11:01 AM

**Comment:** From the "Must Haves"

**Section 2.** At the Annual Meeting of the Society, the Board shall nominate one or more of its members for the posts of President, 1st Vice-President, and 2nd Vice-President. Each nomination shall require a mover and one seconder. It shall be the responsibility of the mover to ascertain in advance the willingness of the nominee to serve if elected.

**Section 3.** Election of Board members shall be by ballot, mailed to all voting members of the Society at least 45 days before the date appointed for return of the ballots.

**Section 4.** Election of the new President, 1st Vice-President, and 2nd Vice-President shall be by mail ballot of the Board. The ballots shall be distributed by the outgoing President as soon as practical after the Annual Meeting and must be returned to the President within 3 weeks in order to be counted.

**Section 5.** Election to fill within-term vacancies in the offices of President, 1st Vice-President, or 2nd Vice-President shall be by mail ballot of the Board with the remaining officers serving as the nominating committee.

The election shall be conducted by the Secretary.

**Section 6.** The responsibilities of the Treasurer are to prepare the budget and to carry out financial transactions as representative of the Board and the President. The responsibilities of the Secretary are to record the minutes of Board meetings, and to carry out duties specified elsewhere in the Constitution and Bylaws.

Both jobs may be held by the same person if the President so chooses.

#### **Article V. Standing Committees**

**Section 1.** The Standing Committees of the Board shall include the following:

- 1. Nominations and Appointments (N&A)**
- 2. Constitution and Bylaws**
- 3. Claude E. Shannon Award**
- 4. Awards**
- 5. Membership and Chapters**
- 6. Publications**
- 7. Fellows**
- 8. Aaron D. Wyner Distinguished Service Award**

## **9. Conference**

**Section 2.** The Chair of the Nominations and Appointments Committee shall be the Senior Past President of the Board of Governors. In the event of the incapacity or conflict of interest of the Chair, the most recent Past Chair of the N&A Committee available shall be the Chair of the N&A Committee. (With extenuating circumstances, a different individual may be appointed to this position.) The Junior Past President shall also be a member, and the Board of Governors shall elect three additional members to the Committee, at least one of whom shall be a past president.

The Chair shall not be eligible to be elected to the Board of Governors during his or her their term of service.

A member of the N&A Committee may be nominated and run for a position for which such member's respective N&A Committee is responsible for making nominations only on the following conditions: (i) the nomination is not made by a member of the same N&A Committee and (ii) the member resigns from the N&A Committee prior to its first meeting of the year in which the nomination shall be made.

**Section 3.** The Constitution and Bylaws Committee shall consist of the two most recent past Presidents of the Board. The senior past President shall be the chairperson of the Committee. This Committee is charged with preparing suitable revisions to keep the Constitution and Bylaws up to date and with insuring that the Board is made aware of those sections of these documents pertinent to proposed actions.

**Section 4.** The Claude E. Shannon Award Selection Committee shall consist of the President, First Vice-President, Second Vice-President, and four other members appointed by the Nominations and Appointments Committee before January 31st. At least three of the appointed members shall be former Claude E. Shannon Award winners, and at least one of the appointed members shall be the current, or a former, Editor-in-Chief of the IEEE Transactions on Information

Theory. The Committee is charged with deciding whether to name a Claude E. Shannon Award winner for the following year, and to select a winner. The President of the Society shall serve as Chairperson of the Claude E. Shannon Award Selection Committee. Ordinarily, the decision of the Committee shall be made public at the IEEE International Symposium on Information Theory of the year preceding the award.

**Section 5.** The Awards Committee shall be responsible for submitting a recommendation to the Board for the Information Theory Society Paper Award according to Article VIII Section 2, and for the solicitation, processing and submission on behalf of the Society of nominations for the ~~W. R. C. Baker Award, the Browder J. Thompson Award, Donald Fink Award,~~ and all other appropriate IEEE Awards.

The Committee shall consist of at least nine members representing all major technical areas in the Society. At least four members shall have served as Associate Editors of the Transactions within the past three years. The First and Second Vice Presidents of the Society serve as ex-officio voting members of this Committee, with the First Vice President serving as Chair. The Committee will be appointed by the Nominations and Appointments Committee no later than January 31.

**Section 6.** The Membership and Chapters Committee shall consist of the 2nd Vice-President of the Society, who shall serve as chairperson, and of such other Society members appointed by the 2nd Vice-President. This Committee shall be responsible for maintaining up to date membership records, a roster of Chapter officers, and a summary of current Chapter activity. The Committee shall recommend measures for disseminating information about the Society and for encouraging interest in Society activities among prospective members. It shall respond to membership inquiries and shall periodically ascertain the

D. Neuhoff 9/14/07 9:41 AM

**Comment:** These awards are suspended or no longer exist.

opinions of the membership with regard to group policies and activities.

**Section 7.** The Publications Committee shall consist of the Society Transactions Editor-in-Chief who serves as chairperson, the Associate Editors of the Society Transactions, and the Newsletter Editor. The President, First Vice President and Second Vice President of the Society are ex-officio members of the Committee. The Committee shall generate yearly nominations for the Information Theory Society Paper Award, as per Article VIII, Section 1, oversee the solicitation and review of papers for publication, and shall edit, prepare and publish the Transactions, Special Issues, Monographs, and Newsletter as directed by the Board, with the assistance of the IEEE Editorial Office. The Committee shall recommend changes in publication policy to the Board.

The term of office of the Editor-in-Chief shall be three years. The Associate Editors are appointed by the Editor-in-Chief subject to approval by the Board.

The Transactions Editor-in-Chief shall be nominated by the Nominations and Appointments Committee and shall be appointed by the Board at an Annual Meeting. **The Editor-in-Chief shall be a voting member of the Board and shall not serve two terms consecutively.**

The Newsletter Editor shall be appointed by the Board, upon nomination by the Society President.

**Section 8.** The Fellows Committee shall be responsible for providing the IEEE Fellow Committee with the Society evaluation of nominations to Fellow grade.

The Committee shall consist of at least five IEEE Fellows who hold membership in the Society and represent all its major technical areas. The Nominations and Appointments Committee shall appoint the members of the Fellows Committee, and designate its chairperson by October 1st of the previous year.

D. Neuhoff 9/14/07 9:29 AM

**Comment:** The TAB Periodicals Review Committee recommended the term limit, after our Five Year Review earlier this year.

**Section 9.** The Aaron D. Wyner Distinguished Service Award Selection

Committee shall consist of the President, First Vice-President, Junior Past-President, and two members appointed by the Nominations and Appointments Committee before January 31st. The Committee is charged with deciding whether to name a Wyner Distinguished Service Award winner for the actual year, and to select a winner. The President of the Society shall serve as Chairperson of the Wyner Distinguished Service Award Selection Committee. Ordinarily, the decision of the Committee shall be made public at the IEEE International Symposium on Information Theory of the year of the award.

**Section 10.** The Conference Committee shall consist of the Society Conference Coordinator and at least two additional members. The Conference Coordinator shall be appointed by the Nominations and Appointments Committee, with approval by the Board of Governors. In turn, the Conference Coordinator will appoint two additional members, also with approval by the Board. Typically members of the Committee will serve for three years, with staggered terms. The Committee shall be responsible for providing oversight of technical meetings on behalf of the Board, with major policy issues and approval of specific conferences left to the Board, based on recommendations provided by the Committee.

Specific responsibilities include: (i) Making recommendations to the Board regarding Society sponsorship of proposed technical meetings, (ii) Monitoring the pipeline of technical meeting proposals, stimulating new proposals, and coordinating organizing teams as needed, (iii) Maintaining Guidelines for Workshops and Guidelines for Symposia, which would include guidelines for meeting proposals and final reports, and helpful information and suggestions, (iv) Insuring there are Board approved policies for certain aspects of meetings.

**Article VI. International Symposia**

**Section 1.** The Society shall sponsor an annual International Symposium on

Information Theory. The Board will select the venue and dates for the Symposium, and shall direct the appointment of the Symposium Chair or two Co-Chairpersons, taking into account the recommendations of the Conference Committee. The Symposium Chairpersons will have the entire responsibility for planning and executing the Symposium subject only to appropriate IEEE regulations and such guidance as the Board and Conference Committee wish to provide.

#### **Article VII. Claude E. Shannon Award**

**Section 1.** The purpose of the Claude E. Shannon Award is to honor consistent and profound contributions to the field of information theory. The selection is governed by Article V. Section 4.

An honorarium of \$10,000 and a suitable memento are awarded to the Claude E. Shannon Award winners. Each Shannon Award winner is expected to present a Shannon Lecture at the IEEE International Symposium on Information Theory of the year of the award. In addition to the honorarium, the Information Theory Society will pay the winner's travel expenses.

**Section 2.** The Shannon Lecturers in the years preceding the institution of the Shannon Lecturer Award (1973-1994) shall be considered to be Claude E. Shannon Award winners for the years their respective Shannon Lectures were delivered.

#### **Article VIII. Paper Award**

**Section 1.** The Information Theory Society Paper Award shall be given annually for an outstanding publication in the fields of interest to the Society appearing anywhere during the preceding two calendar years.

The purpose of this Award is to recognize exceptional publications in the field

and to stimulate interest in and encourage contributions to fields of interest of the Society. The Award consists of an appropriately worded certificate(s) and an honorarium of \$1,000 for a paper with a single author, or an honorarium of \$2,000 equally split among the authors of the paper.

**Section 2.** An open call for nominations to this award shall be published in the Newsletter.

By March 15, the chair of the Publications Committee or designee shall forward to the First Vice President a list of at least nine articles, published in the previous calendar year, for the consideration of the Awards Committee. Each nomination shall be accompanied by a statement outlining the contribution of the paper.

The Awards Committee shall take into account (a) all nominations submitted in response to the open call for nominations in the last two years; (b) the nominations supplied by the Publications Committee in the last two years; (c) any nomination that its members may want to submit for consideration.

The Awards Committee shall submit to the Board a list of up to three selected nominations for the Information Theory Society Paper Award at least 3 weeks in advance of the first Board meeting following June 1st of the award year, and shall enclose a rationale for each nominated paper explaining its contribution to the field.

The Board shall then vote for the nominees by ballot, conducted by the Society President or designee at the first Board Meeting following June 1st of the award year. The paper receiving the highest total number of votes in the balloting shall be declared the winner of the Information Theory Society Paper Award.

**Article IX. Aaron D. Wyner Distinguished Service Award**

**Section 1.** The purpose of the Aaron D. Wyner Distinguished Service Award is to honor individuals who have shown outstanding leadership in- and provided long-standing exceptional service to - the Information Theory Community. The selection is governed by Article V. Section 9.

**Section 2.** Nominations for the Wyner Distinguished Service Award can be made by anyone and are made by sending a letter of nomination to the president of the IT-society by April 15. The individual or individuals making the nomination have the primary responsibility for justifying why the nominee should receive this award. Current officers and members of the Society Board of Governors are ineligible.

**Section 3.** The prize shall be an ISIT or ITW participation fee waiver, a specially engraved plaque and a certificate, and shall be presented at the ISIT meeting held during the Summer following selection of the winner or at an appropriate IEEE IT society activity selected by the recipient.

#### **Article X. Chapter of the Year Award**

**Section 1.** The purpose of the Chapter of the Year Award is to recognize annually a chapter that has provided their membership with the best overall set of programs and activities.

**Section 2.** Any chapter is eligible. The activities reported to IEEE will be directly considered for the award. In addition, Chapter Officers are encouraged to submit a summary of the chapter's exemplary service to its members in the areas of technical and society activities.

**Section 3.** A prize of \$2,000 is awarded to support local chapter activities. Additionally, the winning chapter is encouraged to publish an article in the IEEE Information Theory Newsletter.

**Section 4.** The basis for judging is the success in the categories of technical and society activities, and presentation of the chapter in the web home pages of the IT Society.