

Approved by the IEEE-SA Board of Governors: August 2020

IEEE Standards Association Operations Manual

The Institute of Electrical and Electronics Engineers, Inc.
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IEEE Standards Association Operations Manual

1. Introduction

1.1 Scope and purpose

IEEE Bylaw I-303.6 establishes the IEEE Standards Association. The IEEE Standards Association is represented on the IEEE Board of Directors and major Boards as specified in applicable provisions of the *IEEE Bylaws* and *IEEE Policies*. Its organization beyond that specified in the *IEEE Bylaws* and *IEEE Policies* is governed by this operations manual.

1.2 Mission

The IEEE Standards Association provides a globally open, inclusive, and transparent environment for market relevant, voluntary consensus standardization and other consensus activities that serve the global needs of industry, government, and the public. It also works to assure the effectiveness and high visibility of this program both within the IEEE and throughout the global community.

When appropriate, the IEEE-SA will cooperate with standardizing groups throughout the world in the preparation of standards involving an area of interest within the scope of the IEEE. Approval of a standard by the IEEE-SA signifies that the IEEE believes the document to be consistent with good engineering practice and that it represents a consensus of representatives from materially affected industries, governments, or public interests.

The IEEE-SA is assigned authority for the standardization activities of the IEEE by the IEEE Board of Directors. The IEEE-SA fulfills this assignment by activities such as but not limited to:

- a) Encouraging active development of needed standards. This involves, for example, promotion of open and innovative deliberations that result in broad consensus in accordance with due process procedures detailed in the bylaws and operations manuals of the subsidiary boards and committees of the IEEE-SA BOG.
- b) Building upon the strengths of the standards developing community by involving appropriate interests and outside organizations.
- c) Representing IEEE to external bodies on standards matters. This includes providing for cooperation with, and IEEE participation in, the activities of other organizations consistent with its scope and responsibilities.
- d) Appointing External Representatives to participate in external bodies on standards matters (see 7.1). The IEEE-SA also provides speakers to make presentations at meetings and conferences on subjects related to IEEE's standards interests and to participate in panels on standards-related subjects.

1.3 Conformance of products or systems to IEEE standards

1.3.1 Conformance

With the approval of the IEEE Board of Directors and as authorized, the IEEE-SA BOG may establish groups

- a) To act for the IEEE in product testing or in certification of products or systems to comply with

IEEE standards, or

- b) To offer opinion in the name of the IEEE on the conformance of products or systems to the requirements of IEEE standards for their intended use and safe operation.

1.3.2 IEEE standard designations

The unauthorized use of IEEE standards numbers to convey conformance with a corresponding IEEE standard shall constitute a declaration of conformance solely by the party using the number, and such party shall indicate that the IEEE has not certified, endorsed, or approved any such product.

2. References

IEEE Bylaws (current edition).

IEEE Policies (current edition).

Robert's Rules of Order, Perseus Publishing (current edition).

3. Abbreviations and acronyms

This list offers only those acronyms and abbreviations used in this Operations Manual.

ArCom: IEEE Standards Association Awards and Recognition Committee

BOG: Board of Governors

CAG: Corporate Advisory Group

IEEE: Institute of Electrical and Electronics Engineers

SASB: IEEE-SA Standards Board

SCC: Standards Coordinating Committee

SMDC: Strategic Management and Delivery Committee

SPCC: Strategic Planning Coordination Committee

TAB: Technical Activities Board of the IEEE

4. Procedures for the IEEE Standards Association Board of Governors (IEEE-SA BOG)

The IEEE Standards Association (IEEE-SA) shall be directed by a Board of Governors (BOG). The IEEE-SA BOG shall establish policy, provide for financial oversight, and conduct standards-related activities within the technological fields of the IEEE. The IEEE-SA BOG may establish and appoint boards, committees, and other organizational units as required to carry on the work of IEEE-SA and promote its purposes.

4.1 IEEE-SA BOG position description

The IEEE-SA Board of Governors is accountable to the IEEE Board of Directors and the public at large to provide a broad spectrum of standards and standards-related products and services to meet the worldwide needs of industry, government, and the general public.

4.1.1 IEEE-SA BOG responsibilities

It is the responsibility of the IEEE-SA BOG and each Board member to uphold the reputation of the IEEE as a worldwide professional technical society and the IEEE-SA as a world leader in the development and promulgation of standards. To carry out these responsibilities, the IEEE-SA BOG will, at a minimum,

- a) Develop, pursue, and oversee programs to meet the global needs of standards developers and users
- b) Approve policy additions/changes with significant financial/strategic implications for the IEEE-SA
- c) Approve IEEE-SA position statements
- d) Monitor developments in government and industry that demonstrate the need for standards-related activities and propose appropriate action to the IEEE-SA Standards Board
- e) Make recommendations to the IEEE Board of Directors on standards-related issues
- f) Maintain a current *IEEE Standards Association Operations Manual* in concert with *IEEE Bylaws* and *IEEE Policies*
- g) Hold meetings to accomplish the work of the IEEE-SA BOG
- h) Establish, manage, and disband committees, as appropriate, to perform the work of the IEEE-SA BOG
- i) Itself and through the President, appoint BOG Members and other governance volunteers to serve in various roles on committees, boards, and ad hocs supporting the goals of the IEEE-SA
- j) Strive to establish and maintain a constituency of IEEE-SA members representative of all basic interests, including:
 - 1) Technical societies and councils
 - 2) Member and Geographic organizational units
 - 3) Industry
 - 4) Government

- 5) The general public
 - k) Provide financial oversight for the overall operation of the IEEE-SA
 - l) Recommend candidates to stand for election by the IEEE-SA constituency for the positions of IEEE-SA President-Elect in alternating years, and two IEEE-SA BOG members-at-large annually
 - m) Appoint two IEEE-SA BOG members-at-large annually
 - n) Appoint the chair of the IEEE-SA Standards Board
 - o) Appoint the membership of the IEEE-SA Standards Board
 - p) Provide an awards program for recognition of exceptional service
 - q) Participate in or lead one or more of the Strategic Management and Delivery Committees (SMDCs)

4.1.2 IEEE-SA BOG functions

The IEEE-SA BOG will perform the following basic functions:

- a) Establish and maintain a constituency of a wide range of basic interests among industry, government, and public areas
- b) Address the global standardization interests of the technical societies and geographic organizational units of the IEEE
- c) Establish and achieve strategic, long-range goals and objectives, typically every 3-5 years, to better serve the constituency and customer base with appropriate standards-related products and services
- d) Review all policy additions and/or changes with significant financial or strategic implications
- e) Set policy for new methods of standards development as needed
- f) In conjunction with staff, be responsible for the delivery of the various components of the IEEE-SA strategy

4.2 IEEE-SA BOG membership

4.2.1 IEEE-SA BOG member qualifications

All members of the IEEE-SA BOG shall act in accordance with IEEE Standards policies and procedures, *IEEE Policies* including, but not limited to, Section 9.8 on Conflict of Interest, and the IEEE Code of Ethics. Members of the IEEE-SA BOG shall reflect the technical and global standards interests of the IEEE. No individual IEEE Society or council, or government, or industry should be over-represented in the structure of the IEEE-SA BOG.

Members-at-large shall have demonstrated involvement in standards activities within the IEEE, interest in and commitment to global standards, and IEEE regional representation. Members-at-large of the IEEE-SA BOG shall fulfill the responsibilities given in 4.1.1.

All candidates shall have had recent experience within industry or government. “Recent” experience is defined as association, within the past three years, with industry or government as an employee, consultant,

or another demonstrable relationship that provides an understanding of the standards needs of industry or government.

4.2.2 IEEE-SA President

4.2.2.1. Duties

The term of office for the IEEE-SA President shall be two years. The IEEE-SA President shall not serve consecutive terms. The IEEE-SA President shall serve as a member of the IEEE Board of Directors.

Duties of the IEEE-SA President shall include but not be limited to

- Commitment to IEEE's goals and strategic directions
- The efficient organization of committees and work programs to assure achievement of IEEE-SA objectives
- Serving as the IEEE contact on standards
- Establishing contacts with government and industry leaders to assure IEEE-SA responsiveness to standards needs
- Chairing the IEEE-SA BOG
- Appointing the chairs of the SMDCs
- Appointing members and liaisons to IEEE committees, boards, and other groups

Duties of the IEEE-SA President-Elect and IEEE-SA Past President, during their terms of office, shall include but not be limited to

- Serving as Vice-Chair of the IEEE-SA BOG.
- Assisting the IEEE-SA President in IEEE-SA, IEEE, and other activities as may be requested.

4.2.2.2 Election process

Every other year, there shall be an election to fill the position of IEEE-SA President-Elect, with service beginning the following year. Following a term of one year as IEEE-SA President-Elect, the holder of that office shall serve as IEEE-SA President for the subsequent two-year term and shall serve as IEEE-SA Past President for a subsequent one-year term.

The IEEE-SA Nominations and Appointments Committee shall formally solicit candidates for IEEE-SA President from 1 March to 1 June of the year preceding an IEEE-SA President election. By 15 November, the IEEE-SA Nominations and Appointments Committee shall finalize the proposed slate. At least two nominees for IEEE-SA President-Elect shall be proposed and submitted to the IEEE-SA BOG for its endorsement or modification at the scheduled final meeting of the year preceding the election. All candidates shall be members of IEEE-SA and of IEEE Senior Member or IEEE Fellow grade.

When selecting candidates for IEEE-SA President, the IEEE-SA Nominations and Appointments Committee shall examine the candidates' industry or government experience; knowledge of, and involvement in, standards development activities; and proven leadership in their professions.

Upon endorsement by the IEEE-SA BOG, the list of candidates for IEEE-SA President-Elect shall be sent to IEEE Corporate Activities to be put forward for election by the members of the IEEE-SA who are also

members of the IEEE. By 1 May, the candidate slate shall be made public. Voting members of the IEEE Standards Association may propose, by petition, names to be added to the ballot for the offices of IEEE-SA President-Elect, using the processes in accordance with IEEE Bylaw I-307. IEEE Corporate Activities shall distribute ballots no later than the first working day following 14 August. Noon of the first working day following 30 September is the deadline for the return of ballots. Within eight working days of the return ballot deadline, the election results shall be announced. The IEEE-SA President-Elect shall be elected by a plurality of the votes cast by the eligible members of the IEEE-SA who are also members of the IEEE.

4.2.2.3 Election tellers

The counting of the tally of votes will be a part of the IEEE annual election process and shall follow the applicable procedures specified in IEEE Bylaw I-307.

4.2.2.4 Credentials and disputes

Any dispute or appeal connected with the election of the IEEE-SA President-Elect shall be submitted to the IEEE for a review of the complaint and for action in accordance with IEEE Bylaw I-307.

4.2.3 IEEE-SA BOG Members-at-Large

The term of office of the IEEE-SA BOG members-at-large shall be two years. Members-at-large may serve an unlimited number of terms but not more than three terms consecutively. The members-at-large of the IEEE-SA BOG shall serve alternating terms, with four members elected/appointed each year. Two members-at-large shall be elected by the eligible members of the IEEE-SA and two members shall be appointed by the IEEE-SA BOG.

4.2.3.1 Election process for IEEE-SA BOG members-at-large elected by the eligible members of IEEE-SA

The IEEE-SA Nominations and Appointments Committee shall formally solicit candidates for the upcoming year's IEEE-SA elections from 1 February to 1 May. By 15 November, the IEEE-SA Nominations and Appointments Committee shall finalize the proposed slate for the following year's election. At least two nominees for each vacancy shall be proposed and submitted to the IEEE-SA BOG for its endorsement or modification at the scheduled final meeting of the year preceding the election. All candidates shall be members of the IEEE-SA and of IEEE Member, Senior Member, or Fellow grade.

Upon endorsement by the IEEE-SA BOG, the list of candidates shall be sent to IEEE Corporate Activities to be put forward for election by the members of the IEEE-SA. By 1 May, the candidate slate shall be made public. Voting members of the IEEE Standards Association may propose, by petition, names to be added to the ballot, using the processes in accordance with IEEE Bylaw I-307. IEEE Corporate Activities shall distribute ballots no later than the first working day following 14 August. Noon of the first working day following 30 September is the deadline for the return of ballots. Within eight working days of the return ballot deadline, the election results shall be announced. Those members-at-large shall be elected by a plurality of the votes cast by the eligible members of IEEE-SA.

4.2.3.2 Appointment process for IEEE-SA BOG members-at-large appointed by the eligible members of the IEEE-SA BOG

The IEEE-SA Nominations and Appointments Committee shall formally solicit candidates for open positions from 1 February to 1 May of the appointment year. A minimum of three candidates for two positions shall be submitted to the IEEE-SA BOG for its endorsement or modification at its second scheduled meeting of the appointment year. All candidates shall be members of the IEEE-SA and of IEEE Member, Senior Member, or Fellow grade.

Those members-at-large shall be appointed by a plurality of the votes cast by the eligible members of the IEEE-SA BOG at a meeting, normally held by teleconference, scheduled prior to the last regularly scheduled meeting of the IEEE Board of Directors in the year of appointment. IEEE-SA BOG members vote for no more than two candidates. If the top two candidates cannot readily be determined due to a tie, a runoff ballot will be held. Any candidates already appointed or eliminated by the initial ballot are excluded from the runoff ballot.

The results of the appointment shall be confirmed by majority approval at a meeting of the IEEE-SA BOG at which those results are reported. The appointment results will be submitted to the IEEE Board of Directors for its ratification at or before its last regularly scheduled meeting of the year of appointment.

The appointment results shall be announced after action by the IEEE Board of Directors. Those selected to serve on the IEEE-SA BOG will begin their term of service in the year immediately following the appointment.

4.2.3.3 Election tellers

For those members-at-large that are elected by the eligible voting members of the IEEE-SA, the counting of the tally of votes will be a part of the IEEE annual election process and shall follow the applicable procedures specified in IEEE Bylaw I-307.

4.2.3.4 Credentials and disputes

Any dispute or appeal connected with the election of the IEEE-SA BOG members-at-large shall be submitted to the IEEE for a review of the complaint and for action in accordance with IEEE Bylaw I-307.

4.2.4 Vacancies

If the IEEE-SA President is unable to complete his or her term of office, the Past President of the IEEE-SA or the IEEE-SA President Elect, whoever is serving on the IEEE-SA BOG at that time, shall serve out the term. If the Past President of the IEEE-SA is unable to complete his or her term of office, the most recent Past President of the IEEE-SA willing to serve shall fill the position. If the IEEE-SA President Elect is unable to complete his or her term of office, a special election shall be held to fill the position. If a member-at-large is unable to complete his or her term of office, the IEEE-SA President shall have the discretion of deciding whether to hold a special election/appointment process or to appoint a person to serve out the term. If the IEEE-SA Standards Board Chair is unable to complete his or her term of office, the Vice-Chair of the IEEE-SA Standards Board shall serve out the term.

4.3 Transaction of business

Except as specified in the *IEEE Bylaws* and this manual, meetings will be conducted in accordance with the latest edition of *Robert's Rules of Order*.

4.3.1 Agenda

A preliminary agenda for each meeting shall be prepared by the Secretary and distributed to the members of the IEEE-SA BOG at least two weeks prior to a scheduled meeting.

A final agenda shall be presented at the time of the IEEE-SA BOG meeting. Recommendations to the IEEE-SA BOG from the committees of the IEEE-SA BOG shall be contained in an agenda item known as a "consent agenda." Prior to approval of the agenda, any member may request that an item on the consent agenda be removed and considered separately as part of the agenda. Adoption of the consent agenda as modified constitutes approval of all included items by unanimous consent. The balance of the agenda normally includes, in the order shown, the President's report, the Secretary's report, action items, information and discussion items, committee reports, and new business.

4.3.2 Minutes

The minutes of each meeting of the IEEE-SA BOG shall be sent by the Secretary to IEEE-SA BOG members, those present at the meeting, and anyone involved in an action of the IEEE-SA BOG within four weeks following the meeting. In reporting an official action of the IEEE-SA BOG, the minutes shall, on request of dissenters, contain a record of the dissenting votes. In addition, a listing of resolutions of each meeting of the IEEE-SA BOG shall be made available to the public by the Secretary within four weeks following the meeting.

4.3.3 Meetings

Dates for regular meetings shall be approved by the IEEE-SA BOG. Special meetings of the IEEE-SA BOG may be called by the IEEE-SA President if necessary.

Meetings may be held in person, by telephone, or by videoconference, or by any combination of these three means. Members of the IEEE-SA BOG are responsible for the costs of attending meetings.

4.3.3.1 Meeting venues

Proposals for meeting venues for the IEEE-SA BOG shall be made by staff according to the following criteria:

- a) Location selection shall be based on accessibility, cost, and availability of appropriate meeting space
- b) Date and location selection shall be made with consideration for special IEEE events and opportunity for local interactions

Consideration of a venue near the New Jersey Operations Center for at least one meeting each year is encouraged.

While unforeseen circumstances may require a change of meeting dates or locations, a proposal for such an alteration shall be accompanied by the expected financial impact of such a change including, but not limited to, existing contractual obligations, pre-arranged travel, and projected expense of the new dates and location.

4.3.4 Action between meetings

4.3.4.1 Ad-Hoc council

If action needs to be taken between meetings, an ad-hoc council consisting of the IEEE-SA President; the IEEE-SA President Elect or the most recent IEEE-SA Past President willing to serve; the Chair of the IEEE-SA Standards Board; the Managing Director, IEEE Standards Activities; and one member-at-large shall have the authority to take such action. Use of the ad-hoc council shall not be made unless unavoidable. The Managing Director, IEEE Standards Activities, shall serve as an ex-officio member of the council without vote.

The member-at-large on the ad-hoc council shall be selected from among the eight members-at-large on the IEEE-SA BOG. The member-at-large on the ad-hoc council shall be determined at the final meeting of the IEEE-SA BOG during the calendar year. The term of service shall be for the following year.

Meetings of the ad-hoc council may be held in person, by telephone, or by videoconference, or by any combination of these three means.

4.3.4.2 Functions of the ad-hoc council

The ad-hoc council shall have all the powers and duties of the IEEE-SA BOG except for such matters not permitted to be delegated to the ad-hoc council pursuant to Section 712(a) of the New York Not-for-Profit Corporation Law and for other matters that the BOG has, by resolution, expressly reserved to itself. All such powers and duties of the IEEE-SA BOG that the ad-hoc council is authorized to exercise pursuant to this subclause, and all other powers and duties that the ad-hoc council is authorized to exercise pursuant to other provisions of the *IEEE Bylaws*, shall be subject to the following limitations:

- a) Except if and to the extent otherwise expressly provided in other provisions of the *IEEE Bylaws*, that the BOG may by majority vote of those present and eligible to vote at any meeting overrule any act or decision of the ad-hoc council.
- b) The IEEE-SA BOG may direct any action or plan of the ad-hoc council.

4.3.4.3 Ballots

The IEEE-SA BOG may use ballots to take action between meetings. Such ballots shall be sent via mail, electronic mail, or fax to each IEEE-SA BOG member. No confirmation of receipt of the ballots will be requested. Unanimous written consent of those members of the IEEE-SA BOG eligible to vote shall be received by the date specified on the ballot in order for the action to be taken between meetings. If all ballots are not returned by the date specified on the ballot, the IEEE-SA President may elect to extend the ballot two times to receive the returned ballots. Notification of such extensions shall be sent to all IEEE-SA BOG members by mail, electronic mail, or fax.

4.4 Appeals

Persons who have directly and materially affected interests and who have been, or could reasonably be expected to be, adversely affected by a decision of the IEEE-SA BOG, or by the lack thereof, shall have the right to appeal actions or inaction of the IEEE-SA BOG. In addition, pursuant to section 5.8.9 of the *IEEE-SA Standards Board Operations Manual*, an appellant may appeal an IEEE-SA Standards Board Appeal Panel's final decision to the IEEE-SA BOG.

The IEEE-SA BOG shall not consider appeals of technical decisions based on technical grounds or make findings with respect to ethical rules. All technical decisions shall be made at or below the Standards Committee level. Any person dissatisfied with an ethical decision shall be advised to bring such claim to the attention of the IEEE Ethics and Member Conduct Committee or the IEEE-SA Standards Conduct Committee, as appropriate.

4.4.1 BOG Appeal Officers

The BOG Appeal Officers shall be the IEEE-SA President and the IEEE-SA BOG Vice Chair for Appeals.

At the first IEEE-SA BOG meeting of the year, the IEEE-SA President shall appoint, subject to ratification by the IEEE-SA BOG, one of its voting members to serve as the IEEE-SA BOG Vice Chair for Appeals. The IEEE-SA BOG Vice Chair for Appeals shall form BOG Appeal Panels to hear specific appeals. If the IEEE-SA BOG Vice Chair for Appeals has a conflict regarding the subject matter of an appeal, the IEEE-SA President shall appoint another member of the IEEE-SA BOG to serve as the IEEE-SA BOG Vice Chair for Appeals for that particular appeal.

If the IEEE-SA President has a conflict regarding the subject matter of an appeal, the IEEE-SA President shall appoint a non-conflicted member of the BOG to serve as the second BOG Appeal Officer for that particular appeal.

4.4.2 Appeal brief

The appellant shall file a written appeal brief with the Secretary of the IEEE-SA BOG within (i) 30 days after the date of notification of action of the IEEE-SA BOG; (ii) within 30 days after an IEEE-SA Standards Board Appeal Panel's decision becomes final; or (iii) after 30 days and within 60 days with respect to inaction of the BOG. The appeal brief shall state the nature of the objection(s) including any adverse effects, the clause(s) of the procedures or the standard(s) that are at issue, actions or inaction that are at issue, and the specific remedial action(s) that would satisfy the appellant's concerns. Previous efforts, including all subordinate appeals, to resolve the objection(s) and the statement of outcome/decision of each, including a sequence of events of these efforts, shall be provided. The appellant shall include documentation supporting all statements in the appeal brief. All issues regarding the subject action or inaction shall be filed together in one appeal brief.

The Secretary shall send the appellant a written acknowledgment of receipt of the appeal brief within five working days of such receipt. The BOG Appeal Officers shall review the appeal brief and determine within 20 days of receipt of the appeal brief if the appeal shall be heard by an IEEE-SA BOG Appeal Panel. The BOG Appeal Officers shall review whether the appellant has established a prima facie case, especially in reviewing whether any previous SASB Appeal Panel decision appealed from was adjudicated in accordance with the relevant P&Ps. If it is determined that a prima facie case has not been established, the Secretary shall notify the appellant in writing that the appeal will be dismissed. If it is determined that the IEEE-SA Standards Board should hear the appeal, the appeal shall be referred to the IEEE-SA Standards Board and adjudicated according to IEEE-SA Standards Board processes (see subclause 5.4 of the *IEEE-SA Standards Board Bylaws* and subclause 5.8 of the *IEEE-SA Standards Board Operations Manual*). If the IEEE-SA Standards Board considers an appeal from a referral from the IEEE-SA BOG, any results of that appeal shall be reported to the Secretary of the IEEE-SA BOG within ten days of the IEEE-SA Standards Board final decision.

If the BOG Appeal Officers determine that an IEEE-SA BOG Appeal Panel should hear the appeal, the Secretary shall, within 30 days of receipt of the appeal brief, send the appellee a copy of the appeal brief and acknowledgement, and shall send the appellant and the appellee a written notice of the date, time, and location for an in-person hearing ("hearing notice") with the BOG Appeal Panel (see 4.4.4). The in-person hearing with the BOG Appeal Panel shall be scheduled at the location set for, and during the period of, the first IEEE-SA BOG meeting that is at least 60 days after mailing of the hearing notice by the Secretary.

Upon agreement of the appellant, the appellee, and all of the BOG Appeal Panel members, (i) one or more of the participants in an in-person hearing may participate by telephone; or (ii) the hearing may be held solely by telephone at a date/time prior to the scheduled in-person hearing. The Chair of the BOG Appeal Panel will facilitate such agreements.

New evidence meeting the requirements of 4.4.5 shall be provided at least two weeks before the date of the BOG Appeal Panel hearing.

4.4.3 Reply brief

Within 45 days of receipt of the hearing notice, the appellee may send the appellant and Secretary a written reply brief, which specifically and explicitly addresses each allegation of fact in the appeal brief to the extent of the appellee's knowledge. If the appellee furnishes a reply brief, the brief shall include documentation supporting all statements contained in the reply brief.

4.4.4 BOG Appeal Panel

Except as noted below, the BOG Appeal Panel shall consist of three voting members of the IEEE-SA BOG who have not been directly involved in the matter in dispute, and who will not be materially or directly affected by any decision made or to be made concerning the dispute ("BOG Appeal Panel"). In the event that it is not possible to find three such disinterested voting members of the IEEE-SA BOG to serve on a

BOG Appeal Panel, the IEEE-SA BOG Vice Chair for Appeals may appoint any disinterested IEEE-SA member to serve as a member of the BOG Appeal Panel. At least two members of the BOG Appeal Panel shall be acceptable to the appellant and at least two shall be acceptable to the appellee. If the parties to the appeal cannot agree on a BOG Appeal Panel within a reasonable amount of time, the IEEE-SA BOG Vice Chair for Appeals shall unilaterally appoint members of the BOG Appeal Panel. If a BOG Appeal Panel member resigns or is removed from the BOG Appeal Panel at any time before the appeal hearing, then the IEEE-SA BOG Vice Chair for Appeals shall appoint a replacement. The replacement shall be subject to the acceptability criteria described above.

To ensure continuity of the appeals process, a specific BOG Appeal Panel will remain impaneled until the publication of the BOG Appeal Panel's final decision(s).

4.4.5 Conduct of the hearing

The number of participating (i.e., speaking) representatives for each of the parties to the appeal is limited to a maximum of three (3). Other individuals may attend the hearing, but will not be permitted to address, or be addressed by, the BOG Appeal Panel or either of the parties to the appeal at any time (including during the question and answer period). No recordings or verbatim transcriptions of the hearing are allowed, except by the IEEE-SA at its sole discretion.

The BOG Appeal Panel may call an Executive Session before, during the course of, or following an appeal hearing to consider its action on a specific appeal.

No party to an appeal may communicate with any member of the BOG Appeal Panel regarding the appeal while the matter is pending (i.e., from the time of filing of the appeal brief to finalization of the BOG Appeal Panel decision).

The appellant has the burden of demonstrating adverse effects, improper actions or inaction, and the efficacy of the requested remedial action. Each party may present other pertinent arguments, and members of the BOG Appeal Panel may address questions to individuals. The BOG Appeal Panel shall only consider documentation included in the appeal brief and reply brief, unless

- a) Significant new evidence has come to light; and
- b) Such evidence reasonably was not available to the appellant or appellee, as appropriate, at the time of filing; and
- c) Such evidence was provided by the appellant or appellee, as appropriate, to the other parties as soon as it became available.

Prior to the hearing, the members of the BOG Appeal Panel may convene to review the ground rules before the participants appear.

4.4.6 BOG Appeal Panel decision

The BOG Appeal Panel shall render its decision, based upon majority vote of the BOG Appeal Panel (BOG Appeal Panel members shall vote to find in favor of the appellant or the appellee and shall not abstain), in writing within 30 days of the hearing, stating findings of fact and conclusions, with reasons therefore, based on a preponderance of the evidence. The BOG Appeal Panel shall only address the concerns raised by the appellant and the appellee. Consideration may be given to the following positions, among others, in formulating the decision:

- a) Finding for the appellant, with a specific statement of the issues and facts showing that an IEEE policy or procedure was violated. In formulating its conclusions, the BOG Appeal Panel may prescribe the remedy proposed by the appellant or may prescribe an alternative remedy;

- b) Finding against the appellant, with a specific statement of the issues and facts showing that appellant failed to meet its burden to demonstrate that an IEEE policy or procedure had been violated; or
- c) Finding that new, substantive evidence has been introduced, and remanding the entire action to the appropriate committee for reconsideration.

If the appeal has been previously heard by an SASB Appeal Panel, the appellant does not have the right to retry appellant's case before the BOG Appeal Panel. Rather, appellant must show by a preponderance of evidence that the SASB Appeal Panel made an error by failing to follow its own policies and procedures. The appellant shall be barred from bringing new evidence before the BOG Appeal Panel unless such evidence reasonably was not available to the appellant at the time of the SASB appeal hearing. In such a case, the BOG Appeal Panel will determine whether such new evidence could change the outcome of the proceeding and, if so, shall remand the entire action back to the SASB Appeal Panel for its reconsideration. Where the appeal was previously heard by an SASB Appeal Panel, the BOG Appeal Panel may give consideration to the following positions, among others, in formulating the decision:

- 1) Finding for the appellant with a specific statement of how the SASB Appeal Panel failed to follow its own policies and procedures and remanding the action to SASB Appeal Panel with instructions that the SASB Appeal Panel issue a ruling on the subject of the appeal correctly following its own policies and procedures;
- 2) Finding against the appellant, with a specific statement of the facts that demonstrate that appellant failed to meet its burden to demonstrate that the SASB Appeal Panel did not follow its own policies and procedures; or
- 3) Finding that new evidence has been introduced which (i) was not reasonably available to the appellant at the time of the SASB appeal hearing; and (ii) could change the outcome of the proceeding, and remanding the entire action to the SASB Appeal Panel for reconsideration.

The BOG Appeal Panel Chair, through the Secretary, shall notify the appellant, the appellee, and members of the IEEE-SA BOG in writing of the decision of the BOG Appeal Panel.

If a BOG Appeal Panel member resigns or is removed after a hearing, then the remaining two members of the BOG Appeal Panel may issue a decision if their decision is unanimous. If it is not unanimous, then the IEEE-SA BOG Vice Chair for Appeals shall appoint a replacement BOG Appeal Panel member and a rehearing shall be conducted during the next IEEE-SA BOG meeting series.

4.4.7 Request for re-hearing of the BOG Appeal Panel decision

If the appeal relates to a decision of the IEEE-SA BOG or lack thereof, the decision of the BOG Appeal Panel shall become final 30 days after it is issued, unless one of the parties files a written notice of request for re-hearing prior to that date with the Secretary, based on new evidence, provided such new evidence existed at the time of the hearing, but was not reasonably available to either the appellant or appellee, as appropriate, at the time of the hearing. In such case, the decision of the BOG Appeal Panel shall be stayed pending review by the IEEE-SA President and the IEEE-SA BOG Vice Chair for Appeals within 20 days of receipt of the written request. The review shall decide

- a) To adopt the report of the BOG Appeal Panel, and thereby deny the request for re-hearing; or
- b) To direct the BOG Appeal Panel to conduct a re-hearing.

If the appeal relates to an appeal of an IEEE-SA Standards Board Appeal Panel's final decision in accordance with section 5.8.9 of the *IEEE-SA Standards Board Operations Manual*, neither party may request a rehearing and the decision of the BOG Appeal Panel shall become final 30 days after it is issued.

4.4.8 Informal settlement

The IEEE-SA encourages settlement of disputes at any time if the settlement is consistent with the objectives of the IEEE-SA Policies and Procedures. Any settlement (to which the parties agree in writing) that is consistent with these policies and procedures, or an agreement to withdraw the appeal, will terminate the appeal process.

5. Standing committees of the IEEE-SA¹

All members of the standing committees of the IEEE-SA, as well as the members of any ad hoc committees appointed by the BOG or the IEEE-SA President, shall act in accordance with applicable IEEE Standards policies and procedures, *IEEE Policies* including, but not limited to, Section 9.8 on Conflict of Interest, and the IEEE Code of Ethics.

5.1 IEEE-SA Standards Board

The BOG shall establish and appoint a Standards Board to encourage and coordinate the development and revision of IEEE standards; to approve the initiation of IEEE standards projects; and to review them for consensus, due process, openness, and balance. The IEEE-SA Standards Board shall give final approval to IEEE standards prior to publication and shall process all necessary appeals. The IEEE-SA Standards Board shall approve the initiation and termination of Industry Connections activities, and review their progress (see subclause 4.2.7 of the *IEEE-SA Standards Board Bylaws*). The Standards and Standards Innovations SMDC shall provide guidance to the IEEE-SA Standards Board on matters of strategy.

The rules and procedures for the IEEE-SA Standards Board are contained in the *IEEE-SA Standards Board Bylaws* and the *IEEE-SA Standards Board Operations Manual*. The BOG shall approve proposed changes to *IEEE-SA Standards Board Bylaws* unless there is a conflict with its governing documents. Any conflict shall be resolved by a task force appointed by the IEEE-SA President.

5.1.1 Chair of the IEEE-SA Standards Board

The Chair of the IEEE-SA Standards Board shall be appointed by the IEEE-SA BOG. This individual shall be chosen for management skills, a strong industrial background, leadership abilities, and experience with standards. The chair is responsible for moving the IEEE-SA standards program forward effectively and efficiently. The chair shall ensure that the IEEE-SA standards program works in the best interests of the IEEE.

The chair or a past chair of the IEEE-SA Standards Board shall serve as an IEEE-SA Vice President and the chair of the Standards and Standards Innovations SMDC (see 5.9.3).

5.1.2 Membership of the IEEE-SA Standards Board

The IEEE-SA Standards Board shall consist of no fewer than 18 or more than 26 voting members, who shall be of Member or higher grade of the IEEE and who are members of the IEEE Standards Association. Included in the membership are the following:

- a) *Chair*: The Chair of the IEEE-SA Standards Board shall be appointed for a term of one year by the IEEE-SA BOG. Subject to IEEE Bylaw I-304.6, the Chair is eligible for re-appointment for up to two additional consecutive one-year terms.
- b) *Vice-Chair*: The Vice-Chair of the IEEE-SA Standards Board shall be appointed by the IEEE-SA Standards Board from among the voting members for a term of one year. Subject to IEEE Bylaw I-304.6, the Vice-Chair is eligible for re-appointment for up to two additional consecutive one-year terms. This appointment shall be made by the Standards Board at its first meeting of the year.
- c) *Past Chair*: The most recent Past Chair of the IEEE-SA Standards Board willing to serve shall serve as a member of the Standards Board.

¹Note that not all committee operations are detailed in this clause.

- d) *Secretary*: The Managing Director of Standards, or another member of the IEEE staff as designated by the IEEE Executive Director, shall serve as the Secretary of the IEEE-SA Standards Board. The Secretary shall serve *ex officio* without vote.

Other voting members of the IEEE-SA Standards Board shall be appointed by the IEEE-SA BOG. The membership shall reflect the current standards needs of societies that are developing standards, industry sectors, international interests, and selected organizations (e.g., government, consumer). The representative of the IEEE Technical Activities Board (TAB), who is appointed by TAB, shall be a voting member. In addition, the IEEE-SA Standards Board may include nonvoting participants as described below:

- 1) Liaison representatives to provide coordination and communication between the IEEE-SA Standards Board and other IEEE organizational units, as well as other organizations involved in standards activities.
- 2) Members emeriti elected for life by the IEEE-SA BOG, based on long years of prior distinguished service on the IEEE-SA Standards Board and its committees. Only those members emeriti currently named to this position as of 31 December 1997 shall serve on the IEEE-SA Standards Board.
- 3) Observers from invited national governments.

5.1.2.1 Liaison representatives

The following persons serve as nonvoting (unless already voting members) liaison representatives to the IEEE-SA Standards Board and its standing committees to assist in coordinating standardization work with their respective organizations:

- a) The chair of each IEEE Standards Coordinating Committee (SCC) appointed by the IEEE-SA Standards Board.
- b) Representatives of IEEE Societies and Councils (and their Technical Committees), appointed by the Presidents or Chairs of these bodies. Standards Committees may also designate liaison representatives where committee standards activity indicates the need for representation.
- c) Liaison representatives designated by other major IEEE Boards.
- d) Such other liaison representatives as the IEEE-SA Standards Board may authorize.

The responsibilities of the liaison representatives are given in the *IEEE-SA Standards Board Operations Manual*.

5.1.2.2 Tenure

Members of the IEEE-SA Standards Board may serve up to three consecutive one-year terms, except that chairs of standing committees or members of the Administrative Committee may be appointed to additional terms to provide experience and continuity.

5.1.3 IEEE Standards meetings

Policies concerning IEEE standards development meetings shall be specified in subclause 5.3 of the *IEEE-SA Standards Board Operations Manual*. This subclause contains special considerations for annual financial reporting and quarterly entry of financial transactions; for meetings with expenses for the IEEE of more than US \$25,000; and for income or expenses for the IEEE that cumulatively exceed US \$250,000 per year. No change in these monetary figures may be made in the *IEEE-SA Standards Board Operations Manual* without the prior approval of the IEEE-SA BOG.

All Standards Committees shall ensure the annual certification of detailed financial activity via the IEEE-SA online financial reporting tool. This financial information shall include the operation of the Standards Committee and all of its standards development subgroups (e.g., working groups, task groups) and is due by 15 February of each year for the previous fiscal year's activity. In addition, quarterly entry of financial transactions shall be completed in the online financial reporting tool within 45 days of the end of each fiscal quarter (March, June, September, and December) and shall be considered delinquent if not submitted by that time.

All Standards Committees with actual income or expenses for the IEEE of US \$250,000 or more per year shall be audited by a fully qualified, independent professional auditor. The Standards Committee may select an outside accounting firm, another fully qualified resource, or the IEEE Internal Audit Department to arrange for and perform the audit. The selection of such auditors should avoid any conflict of interest with members of the relevant Standards Committees. Audit fees, as determined by the outside accounting firm or the IEEE Internal Audit Department shall be budgeted by all Standards Committees requiring an audit. If the IEEE Internal Audit Department is selected to provide the auditing service, all required documentation is due no later than 15 March. If prepared by an independent auditor, the contract/MOU for their services is due to the IEEE Internal Audit Department by 15 March; the final and complete audit report shall be submitted to the IEEE Internal Audit Department by 30 April.

5.2 Awards and Recognition Committee (ArCom)

This committee is responsible for administering the IEEE-SA awards program. Awards in this program include: IEEE-SA level awards, IEEE-SA Standards Board level awards, and other standards-related awards. It shall act on behalf of the IEEE-SA BOG to receive nominations and recommend candidates for IEEE-SA BOG approval, as appropriate, for IEEE standards awards. It shall submit nominations for standards awards sponsored by other organizations.

The nomination period for IEEE-SA awards (exclusive of the Working Group awards, the IEEE Charles Proteus Steinmetz Award, and the IEEE Educational Activities Board (EAB)/IEEE-SA Board of Governors Standards Education Award) shall be 1 February to 31 July of each calendar year. If necessary, an extension (no later than 31 August) may be granted at the discretion of ArCom.

This committee shall be comprised of five members, including a chair. Two of the committee members shall be voting members of the IEEE-SA Standards Board, two of the members shall be members of the IEEE-SA BOG, and one member shall be a member of IEEE-SA. The chair and the other members shall be appointed for a term of one year by the IEEE-SA President. The chair shall serve as the IEEE-SA representative on the IEEE Awards Board.

5.2.1 IEEE-SA sponsored awards

5.2.1.1 IEEE-SA Corporate Award

This award may be presented annually to an IEEE-SA member organization for providing outstanding leadership and contributions to the IEEE-SA. Consideration shall be given to those nominees who have worked to achieve the IEEE Standards Association vision and mission.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.2 IEEE-SA International Award

This award may be presented annually to an IEEE-SA individual member (who is also an IEEE member) who has made an extraordinary contribution to establishing the IEEE-SA as a world-class leader in standardization.

Achieving acceptance of an IEEE-SA standard for worldwide implementation, harmonizing an IEEE-SA standard with international market requirements, and interacting with national and international bodies to enhance their understanding of the breadth and strength of the IEEE-SA standards program are examples of promoting the goals of this award.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.3 IEEE-SA Emerging Technology Award

This award may be presented annually to an individual, working group, or company that has initiated or advanced a new technology within the IEEE-SA standards development process and has produced a balloted standards document (e.g., standard, recommended practice, or guide) that has market relevance. It is not necessary for the final document to be approved, but substantial progress beyond the PAR is necessary.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.4 IEEE-SA Lifetime Achievement Award

This award may be presented annually to an individual whose achievements include:

- Significant technical contributions to, and an extraordinary career in, their field of interest;
- Outstanding service to the IEEE-SA, enabling achievement of its objectives; and
- Demonstrated commitment to standards development of at least 15 years.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.5 IEEE-SA Standards Medallion

This is an award for major contributions to the development of standards. Recipients need not be members of the IEEE, and their contributions may be to standards of other national and international standardizing bodies, provided such standards are in the IEEE fields of interest and constitute a significant contribution to the profession.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.6 IEEE-SA Standards Committee Award for Outstanding Contributions to Corporate Standards Development

This award may be presented annually to Standards Committees that have shown exceptional support of the entity standards development process. Candidates for this award are determined by ArCom and approved by the IEEE-SA BOG.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.1.7 IEEE-SA Conformity Assessment Award

This award may be presented annually to an individual or entity to recognize major contributions to the development and promotion of IEEE standards products through conformity assessment activities.

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.2 IEEE-SA Standards Board sponsored awards

5.2.2.1 Distinguished Service Award

This award is given to present and past members of the IEEE-SA Standards Board for meritorious and distinguished service to the IEEE-SA Standards Board and its programs. ArCom develops a list of nominees and conducts a ballot within the committee to determine the recipient(s).

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.2.2.2 IEEE-SA Standards Board Working Group Chair Award

This award may be presented, at the discretion of the Working Group Chair, to the officers of the working group and to technical editors, in recognition of a significant contribution to the development of the approved IEEE standard. For standards developed jointly with other organizations, this award may also be presented to the Working Group Chair, to the officers of the working group, and to the technical editors of the standard.

Processing of a request for awards shall occur after IEEE-SA Standards Board approval of the standard has been received.

Further information on the award is provided at the IEEE Standards website.

5.2.2.2.1 IEEE-SA Standards Board Working Group Certificate of Appreciation

This certificate may be presented, at the discretion of the Working Group Chair, to working group participants, in recognition of an important contribution to the development of the approved IEEE standard.

Processing of a request for certificates shall occur after IEEE-SA Standards Board approval of the standard has been received.

Further information is provided at the IEEE Standards website.

5.2.3 Other standards-related awards

5.2.3.1 IEEE Charles Proteus Steinmetz Award

This award was established by the IEEE Board of Directors in 1979. As discussed in IEEE Policy 4.8, it is administered by the IEEE Awards Board through its Technical Field Awards Council. It may be presented annually to an individual only “for exceptional contributions to the development and/or advancement of standards in electrical and electronics engineering.”

Further information on the nominations process is given at the IEEE Standards website.

Nomination forms may be obtained from the Staff Secretary, IEEE Awards Board, 445 Hoes Lane, Piscataway, NJ, 08854, USA.

5.2.3.2 IEEE Educational Activities Board (EAB)/IEEE-SA Board of Governors Standards Education Award

The Standards Education Award is jointly sponsored by the IEEE Educational Activities Board and the IEEE Standards Association. These two organizational units work together through the Standards Education Committee, which is a joint standing committee of the EAB and the IEEE-SA.

The award is given to individuals, companies, or organizations that have done one or more of the following:

- Actively promoted the integration of standards, including IEEE standards, into academic and corporate internal development programs;
- Provided support for education about standards needed in the design and development phases of professional practice (e.g., lectures, speaking engagements, tutorials, case studies, articles, etc.)
- Promoted the importance of standards in meeting technical, economic, environmental, political, and societal challenges
- Made significant and/or regular contributions of standards education materials (e.g., tutorials, case studies, articles, etc.)
- Provided content or materials to support education about the standards setting process

Further information on the award, including eligibility and the nominations process, is provided at the IEEE Standards website.

5.3 Corporate Advisory Group

This group shall be responsible for procuring industry input concerning the IEEE standards process and strategic direction and for recommending appropriate action to the IEEE-SA BOG. The Corporate Advisory Group (CAG) may also serve as an IEEE-SA Standards Committee (as defined in clause 5.2.2 of the *IEEE-SA Standards Board Bylaws*). If the Corporate Advisory Group chooses to serve in this capacity, any of its activities as a Standards Committee shall be under the jurisdiction of the IEEE-SA Standards Board and subject to its rules of standards development. The CAG shall report to the Industry Engagement and Sector Strategies SMDC. The Corporate Advisory Group Chair shall report to the IEEE-SA BOG at least annually on the activities of the group.

This group shall be comprised of a minimum of six up to a maximum of eleven voting members. All members shall serve two-year terms with the exception of the Strategic Outreach position. The chair of the Corporate Advisory Group shall be a member of the IEEE-SA BOG, shall represent an entity in the IEEE Standards Association (see 6.1), and shall be appointed by the IEEE-SA BOG. The chair of the CAG may serve an unlimited number of terms but not more than three terms consecutively. The Nominations and Appointments Committee shall propose nominee(s) for the chair of the Corporate Advisory Group. The IEEE-SA President may appoint up to two members, serving in alternating two-year terms, who should be either present or past members of the IEEE-SA BOG and shall represent entities in the IEEE Standards Association. The IEEE-SA Standards Board Chair may appoint one member of the IEEE-SA Standards Board or its committees, who shall represent an entity in the IEEE Standards Association, to be a member of this group. There may be two members on the Corporate Advisory Group, serving in alternating two-year terms, who are appointed by the chair of the Corporate Advisory Group and shall represent entities in the IEEE Standards Association.

There may be one member of the Corporate Advisory Group whose position represents broadening strategic global participation (“Strategic Outreach position”). The member in this position shall be a current

employee of an entity member in the IEEE Standards Association. The member in this position shall be appointed to a one-year term by the BOG, which shall receive recommendations from the CAG.

The eligible entities in the IEEE Standards Association shall elect up to four members-at-large of this group. These members-at-large should represent a breadth of key industry interests of the IEEE Standards Association. The Nominations and Appointments Committee shall propose nominees for each vacancy in an eligible member-at-large position. Those positions shall be elected by a plurality of the votes cast by the eligible entities of the IEEE Standards Association.

The CAG shall appoint a Vice-Chair from among its voting members for a term of one year. This appointment shall be made by the CAG at its first meeting of the year. If the Vice-Chair is unable to complete the one-year term, the chair of the Corporate Advisory Group shall appoint an alternate voting member of the CAG to complete the unfinished term. The chair of the Corporate Advisory Group may appoint a nonvoting individual to the group to serve as secretary.

Members serving in any Corporate Advisory Group positions are eligible for re-election or reappointment. Members serving in the Strategic Outreach position may be appointed up to two consecutive terms. If the member serving in this position is interested in continued CAG participation, he or she can be recommended for any position other than the Strategic Outreach position.

5.3.1 Corporate Advisory Group agenda

A preliminary agenda for each Corporate Advisory Group meeting shall be prepared by the Secretary of the Corporate Advisory Group or a designated person and distributed to Corporate Advisory Group members at least two weeks prior to a scheduled meeting of the Corporate Advisory Group. At the same time the agenda, without supporting documentation, shall be sent to all members of the IEEE-SA BOG.

5.3.2 Vacancies

If the Corporate Advisory Group chair is unable to complete his or her term of office, the IEEE-SA President shall have the discretion of deciding whether to hold a special appointment process of the IEEE-SA BOG or to appoint a person to serve out the term. If a person in an appointed position on the Corporate Advisory Group is unable to complete his or her term of office, the appointer shall fill the position. If a Corporate Advisory Group member-at-large is unable to complete his or her term of office, the Corporate Advisory Group chair shall have the discretion of deciding whether to hold a special election of the eligible entities in the IEEE Standards Association or to appoint a person to serve out the term.

Any replacement appointment shall be ratified by the IEEE-SA Board of Governors.

5.3.3 Change in entity affiliation

If a Corporate Advisory Group member's entity affiliation changes, he or she shall be subject to re-election or re-appointment. If the position is an appointed position, the appointer shall determine if the re-appointment is acceptable. If the position is an elected position, the Corporate Advisory Group chair shall have the discretion of deciding whether to hold a special election of the corporate members in the IEEE Standards Association or to appoint a person to serve out the term.

If the Corporate Advisory Group chair's entity affiliation changes, the IEEE-SA President shall have the discretion of deciding whether to hold a special appointment process of the IEEE-SA BOG or to re-appoint the Corporate Advisory Group chair to serve out the term.

If a Corporate Advisory Group member's affiliation changes to that of an IEEE-SA entity member not already represented on the Corporate Advisory Group, eligibility to remain on the Corporate Advisory Group for the remainder of the Corporate Advisory Group member's term is automatic.

If a Corporate Advisory Group member's affiliation changes to an entity that is not a current IEEE-SA entity member, that entity is expected to become an IEEE-SA entity member. If such IEEE-SA entity membership is not attained within three months after the Corporate Advisory Group member's change of affiliation, the Corporate Advisory Group member is subject to removal from the Corporate Advisory Group at the discretion of the Corporate Advisory Group Chair.

If a Corporate Advisory Group member's affiliation changes to self, eligibility to remain on the Corporate Advisory Group is at the discretion of the Corporate Advisory Group Chair. Such a member shall be an IEEE-SA individual member in order to maintain their position on the Corporate Advisory Group.

In instances where it is impractical for the Corporate Advisory Group Chair to render a decision, the Corporate Advisory Group Vice-Chair shall make a ruling.

Any removal from the Corporate Advisory Group and the resulting replacement appointment shall be ratified by the IEEE-SA Board of Governors.

If a nominee for a Corporate Advisory Group elected position has his or her entity affiliation change during the election process, or if public disclosure of an intention to change affiliation of an entity is made, the entity members of the IEEE Standards Association shall be informed of the change in affiliation.

CAG members and nominees for CAG positions have a duty to disclose a change of affiliation to the IEEE-SA as soon as it can be made public.

The IEEE-SA does not allow multiple Corporate Advisory Group members with the same entity affiliation to serve concurrently.

5.4 Nominations and Appointments Committee

This committee shall submit lists of candidates to the IEEE-SA BOG for

- The office of IEEE-SA President-Elect as stated in IEEE Bylaw I-303.6
- The eligible member-at-large positions on the IEEE-SA BOG
- The IEEE-SA Standards Board Chair
- The members of the IEEE-SA Standards Board
- The IEEE-SA Corporate Advisory Group Chair
- The eligible member-at-large positions on the IEEE-SA Corporate Advisory Group
- With the advice of the IEEE-SA President and the IEEE-SA Standards Board Chair, the members of the Nominations and Appointments Committee for the following year

Members of the IEEE-SA BOG Nominations and Appointments Committee shall not be eligible for positions for which the IEEE-SA BOG Nominations and Appointments Committee is responsible for making nominations. This committee shall be comprised of five voting members and additional nonvoting experts selected by the Nominations and Appointments Committee Chair, who shall be

- The chair, who shall be the past President of the IEEE-SA, the past past President of the IEEE-SA, or the President Elect of the IEEE-SA. In the event of the unavailability or conflict of interest of the past President, the past past President shall be the chair of the Nominations and Appointments Committee. In the event of the unavailability or conflict of interest of the past past President, the President Elect shall be the chair of the Nominations and Appointments Committee.

As stated in IEEE Bylaw I-307, the chair of the Nominations and Appointments Committee shall not be eligible to be elected to the IEEE Board of Directors during his or her term of service.

- One current or past member of the IEEE-SA Standards Board, appointed by the BOG
- Two current or past members of the IEEE-SA BOG, appointed by the BOG
- One current IEEE-SA corporate member representative, appointed by the BOG

Vacancies on the IEEE-SA Nominations and Appointments Committee may, at the discretion of the IEEE-SA President, be filled either by appointment by the IEEE-SA President or by nomination by the IEEE-SA Nominations and Appointments Committee and appointment by the IEEE-SA BOG.

5.4.1 Nominations and appointments guidelines

The Nominations and Appointments Committee will solicit nominations from IEEE Societies and councils, government, and industry to determine candidates for IEEE-SA President-Elect and to develop slates of members-at-large candidates for the IEEE-SA BOG. General qualifications for these positions are given in 4.2.1.

Any candidate for election or appointment to any position under the purview of the Nominations and Appointments Committee shall disclose to the Nominations and Appointments Committee

- Any other offices he/she holds within the IEEE
- Any role he/she has outside the IEEE that places him/her in a position of doing business with the IEEE
- Any other possible source of conflict of interest

5.4.2 Appointment process for the IEEE-SA Standards Board

The Nominations and Appointments Committee shall develop a slate of candidates for Chair of the IEEE-SA Standards Board and for the members of the IEEE-SA Standards Board. In selecting nominees, due consideration shall be given to the degree of interest and standards activities within the various IEEE Societies, interests of government regulatory bodies and industry, and requirements for balance. The IEEE-SA BOG Nominations and Appointments Committee shall formally solicit candidates for both members of the IEEE-SA Standards Board and for the IEEE-SA Standards Board Chair from 1 March to 1 June of the appointment year. The IEEE-SA BOG Nominations and Appointments Committee shall finalize the proposed slate for action by the IEEE-SA BOG at the scheduled final IEEE-SA BOG meeting of the year.

5.4.3 Election/appointment process for the IEEE-SA Corporate Advisory Group

The IEEE-SA BOG Nominations and Appointments Committee shall formally solicit candidates for both members of the IEEE-SA Corporate Advisory Group and for the IEEE-SA Corporate Advisory Group Chair from 1 February to 1 May of the election/appointment year. The IEEE-SA BOG Nominations and Appointments Committee shall finalize the proposed slate for action by the IEEE-SA BOG at its second scheduled meeting of the year.

At the second scheduled IEEE-SA BOG meeting of the year, the IEEE-SA BOG shall appoint the IEEE-SA Corporate Advisory Group Chair for the following term. The IEEE-SA corporate membership elects the members-at-large of the IEEE-SA Corporate Advisory Group according to the procedure in 5.3.

5.4.4 Electioneering

Electioneering activities that provide information to IEEE-SA voting members on all candidates and issues in an IEEE-SA election are encouraged. All IEEE-SA members eligible to ballot in a particular election should be informed of the views of all candidates for that election; equal opportunity to express views shall be provided to all candidates for the same elective position. Election campaign activities proposed to be held during any official meeting of the IEEE-SA or its subgroups shall take place only if all candidates for a given post are present, agree to be represented by someone else, or agree to the activity in their absence.

IEEE-SA email lists, newsletters, and reflectors shall not be used to send out messages related to the support or nonsupport of candidates for election (including elections at the IEEE level and outside of the IEEE). See IEEE Policies 13.3 for further information.

5.5 Budget Committee

This committee shall report to the Financial Sustainability SMDC and shall provide the budgetary oversight for the IEEE-SA. It shall report its information to, and seek approvals from, the IEEE-SA BOG through the Financial Sustainability SMDC.

This committee shall be comprised of four members, the IEEE-SA President; the IEEE-SA President-Elect or the most recent IEEE-SA Past President willing to serve; the IEEE-SA Treasurer, who shall be appointed by the IEEE-SA President; and the Managing Director, IEEE Standards Activities, who shall serve as an ex-officio member without vote.

The IEEE-SA Treasurer shall serve a two-year term. The IEEE-SA Treasurer may serve an unlimited number of terms but not more than three terms consecutively.

The IEEE-SA is intended to be operated on an expense-neutral basis to the IEEE. It shall be financed by the revenue from the sale of documents, royalties from intellectual property, contracts, fundraising, and participatory fees for standards-related products and services. Fees for services shall be subject to periodic adjustment.

5.6 Strategic Planning Coordination Committee (SPCC)

This committee shall

- Identify and evaluate matters of a strategic nature
- Report to the BOG the status of the strategic plan and other strategic issues
- Monitor the execution of the strategic plan
- Recommend revisions to the strategic plan
- Provide oversight of the preparations of IEEE-SA external position statements prior to BOG approval
- Ensure strong partnership between volunteers and professional staff
- Invite participation by subject matter experts as needed to address topics of interest

This committee shall consist of the IEEE-SA President (BOG Chair) who will serve as Conveyor, the IEEE-SA Past President/IEEE-SA President Elect, the CAG Chair, the SASB Chair, and the Managing Director; and will be supported by a staff liaison.

BOG members who are not part of the SPCC may attend SPCC meetings as observers.

5.6.1 Strategic Planning Coordination Committee agenda

A preliminary agenda for each Strategic Planning Coordination Committee meeting shall be prepared and made available to Committee members and to the BOG prior to the start of the meeting.

The agenda preparation should be a joint task between the IEEE-SA President and the IEEE-SA Managing Director, which includes the general coordination of the meetings. The general preparation and coordination should be done by staff under the Managing Director's responsibility.

The meeting structure and discussion in the meetings should be facilitated by the IEEE-SA President. It is also not required that the SPCC meetings align with existing IEEE-SA or IEEE Board meetings.

The IEEE-SA President will function as the Conveyor of the SPCC, where they will serve as the link to the BOG, regarding both input (e.g., strategic questions posed at BOG level first) and output (recommendations from SPCC to be communicated to BOG). The Conveyor would receive appropriate staff liaison support.

5.7 Registration Authority Committee (RAC)

The IEEE Registration Authority Committee (RAC) shall provide oversight of all registration activities defined or referenced in IEEE standards. The RAC shall report to the Products and Services Innovation SMDC. Such registration activities include, but are not necessarily limited to, assignment of unique numbers or identifiers used by implementers of the standard, or listings of products or services defined by the standard. This committee is responsible for both the registry process and the registration-activity-related technical content of standards using a RAC administered registry.

This committee performs its registration authority function for approved (or proposed) IEEE standards or non-IEEE standards relevant to IEEE interests. The IEEE RAC also recommends new registries to the IEEE-SA BOG.

Each IEEE standard that contains a registration activity shall have such registration activity presented to the IEEE RAC for consideration as a RAC administered registry. The IEEE maintains the right of first refusal to be the registration authority for all registries described in an IEEE Standard.

This committee shall be comprised of representatives of Standards Committees interested in registration. The RAC may have up to 21 members. The IEEE-SA President shall appoint the chair of the RAC for a three-year term, renewable at the discretion of the IEEE-SA President. This committee shall have two members without vote, the RAC Secretary (IEEE staff) and the chair of the Standards Activities Board of the IEEE Computer Society (or designee). The RAC Chair may appoint additional technical experts to serve as non-voting members of the RAC. The IEEE-SA BOG shall oversee this committee through its minutes and agendas.

5.7.1 RAC agenda

A preliminary agenda for each RAC meeting shall be prepared by the IEEE Standards Department staff (the IEEE OUI Registration Authority Administrator or a designated person) and distributed to RAC members at least two weeks prior to a scheduled meeting of the RAC. At the same time, the agenda, without supporting documentation, shall be sent to all members of the IEEE-SA BOG.

5.8 Standards Education Committee

The Standards Education Committee (SEC) is a joint standing committee of the IEEE Educational Activities Board (EAB) and the IEEE Standards Association. In the Standards Association, this committee

shall report to the Standards and Standards Innovations SMDC. The SEC charter, mission, scope, functions, composition, membership requirements, etc. are detailed in the *IEEE Educational Activities Board Operations Manual*.

5.9 Strategic Management and Delivery Committees

Strategic Management and Delivery Committees (SMDCs) are standing committees of the IEEE-SA and are established by these procedures or by the IEEE-SA Board of Governors (BOG) to address strategic focus areas that are necessary and critical for the IEEE-SA to achieve long-term organizational objectives.

The BOG shall periodically review all SMDC charters and activities to ensure that they are in alignment with the current strategic direction of the IEEE-SA.

At any time, the BOG may create a new SMDC, modify the charter of an SMDC, combine the operations of SMDCs, or disband an SMDC.

There is no minimum nor maximum number of SMDCs.

5.9.1 SMDC membership

The title of the chair of each SMDC shall be IEEE-SA Vice President. IEEE-SA Vice Presidents shall be of Member or higher grade of IEEE and shall be individual members of the IEEE-SA.

The IEEE-SA President may appoint an individual to serve as an IEEE-SA Vice President if the individual is a sitting BOG Member, Past IEEE-SA President, Past IEEE-SA Standards Board (SASB) Chair, Past IEEE-SA Corporate Advisory Group (CAG) Chair, or Past IEEE-SA Treasurer.

The IEEE-SA Nomination and Appointments Committee or the IEEE-SA President may propose individuals other than the ones listed above to serve as an IEEE-SA Vice President if they have exceptional experience that falls within the charter of the particular SMDC. Such individuals must be willing to meet the IEEE and IEEE-SA membership requirements for IEEE-SA Vice Presidents. The appointment of such individuals shall be confirmed by the BOG.

An individual may serve as an IEEE-SA Vice President for up to six consecutive years. Sitting BOG Members with one or more years remaining in their term may be appointed to a two-year term as an IEEE-SA Vice President. All other individuals appointed as an IEEE-SA Vice President shall serve a one-year term.

Additional members of each SMDC shall be appointed by the IEEE-SA President for a one-year term. SMDC members shall be of Member or higher grade of IEEE and shall be individual members of the IEEE-SA. SMDC members may serve an unlimited number of consecutive terms. The number of members in each SMDC shall be proportional to the workload of the SMDC. Candidates for membership in an SMDC may be proposed by that SMDC's chair or by the IEEE-SA Nominations and Appointments Committee.

It is expected that all sitting BOG Members will serve as an IEEE-SA Vice President or as a member of at least one SMDC.

Each IEEE-SA Vice President who is not a sitting BOG Member shall be an ex officio member of the BOG without vote.

Each SMDC may select a Vice Chair from among its members.

5.9.2 Operations, reporting, and documentation

Each SMDC shall meet as often as necessary to accomplish its goals and objectives in a timely manner.

An SMDC may have committee(s) of the BOG organized under it at the discretion of the BOG or as designated in its charter. With the concurrence of the SMDC's chair, an SMDC may have an ad hoc committee(s) of the BOG organized under it at the discretion of the IEEE-SA President or as designated in the ad hoc's charter.

In addition, each IEEE-SA Vice President may create subgroups (e.g., task forces, ad hocs) to assist their SMDC. Should an IEEE-SA Vice President wish to appoint a volunteer who is neither a BOG Member nor a member of that SMDC as a chair or member of a subgroup, approval of the IEEE-SA President shall be obtained.

An IEEE-SA Vice President shall be an ex officio member without voting rights in all committees, ad hoc committees, and subgroups organized under their SMDC for which they are not explicitly assigned as a member with voting rights.

Each SMDC shall have IEEE Professional Staff participation and support as assigned by the IEEE-SA Managing Director. Each SMDC shall operate as a partnership between volunteer and Professional Staff leadership.

SMDCs may be of a dual strategic and operational nature and shall:

- Propose, develop, refine, and monitor strategic and operational objectives and initiatives
- Coordinate efforts among volunteers and staff in implementing, reviewing, and recommending adjustments to initiatives and activities
- Review and consider new ideas that are within their scope

SMDCs shall provide periodic reports to the BOG. Each SMDC shall be prepared to provide an update at every scheduled BOG meeting, although a report may not be requested at every BOG meeting. SMDC documentation (e.g., meeting agendas and minutes) shall be stored in a private web area that is accessible to all sitting BOG Members.

5.9.3 SMDCs chartered by these procedures

The following SMDCs are established by these procedures:

- **The Standards and Standards Innovations (S&SI) SMDC** – This SMDC is responsible for maintaining a vibrant consensus standards development environment within the IEEE-SA that meets the needs of its membership. Through the development of online educational materials and the fostering of strategic and emerging technology areas, the S&SI SMDC seeks to increase global engagement within IEEE standards development, improve the quality of the standards development experience, increase productivity, and facilitate launching, mentoring, and managing new, strategic, or emerging standards development projects.
- **The Industry Engagement and Sector Strategies SMDC** – This SMDC is responsible for a strategic industry engagement framework that aims to bring companies and industry communities into the IEEE-SA ecosystem.
- **The Financial Sustainability SMDC** – This SMDC is responsible for the IEEE-SA budget and for ensuring IEEE-SA long-term financial sustainability, financial transparency, and appropriate

management of the financial portfolio. It creates tools to aid the business and investment plans for IEEE-SA projects.

- **The Products and Services Innovation SMDC** – This SMDC is responsible for creating, growing, and managing IEEE-SA’s product and services portfolio, with an emphasis on products and services that complement IEEE-SA’s core consensus businesses.
- **The Marketing, Technology Policy, and Government Engagement Strategies SMDC** – This SMDC is responsible for brand and brand awareness, marketing support, and engagement in public policy initiatives that enhance the reputation of the IEEE-SA.
- **The Platform Infrastructure Optimization SMDC** – This SMDC is responsible for ensuring that the software infrastructure tools and platforms provided by the IEEE-SA enable its customers, volunteers, and staff to effectively and efficiently achieve their goals.
- **The IEEE Technical Innovation and Engagement SMDC** – This SMDC is responsible for driving IEEE-SA’s strategic interests through interaction and collaboration with other operational units within IEEE.
- **The Market Incubation and Business Acceleration SMDC** – This SMDC is responsible for cultivating the growth of a single or of a few strategically important businesses through focused dedication of resources.

Detailed processes and procedures for each SMDC as well as the structure of boards and committees reporting to that SMDC are given in this operations manual and in each SMDC’s operations manual.

6. IEEE-SA procedures

6.1 Membership qualifications

IEEE-SA membership qualifications are specified in IEEE Bylaw I-403.1 and shall be established by the IEEE-SA. Revisions to these qualifications shall require review and approval by the IEEE Board of Directors, using the process in accordance with IEEE Bylaw I-300.4(5).

Membership in the IEEE-SA requires submission of a completed application, acceptance that the application fulfills the criteria for membership as established by the IEEE-SA BOG, and payment of dues.

The IEEE-SA may charge dues for membership and fees for services appropriate for the efficient operation and to assure financial stability of the IEEE-SA. Requirements for participation by IEEE Life Members in IEEE-SA are stipulated in IEEE Bylaw I-108.8.

An entity can be any for-profit or not-for-profit enterprise, as defined in IEEE Bylaw I-403. Controlled groups of enterprises shall be entitled to a single entity membership in IEEE-SA except as otherwise provided for by the IEEE-SA BOG. No one individual is permitted to serve as the entity member representative for more than one entity member of the IEEE-SA.

6.2 Membership dues

The IEEE-SA BOG may charge appropriate annual dues for membership and services, according to IEEE Bylaw I-403. The dues will be determined annually on a calendar basis.

The dues shall be as follows:

IEEE members: US \$57

IEEE Society Affiliate members: US \$57

Non-IEEE members: US \$256

Entity members:

- Corporations (less than US \$5 million annual revenue), academic institutions, associations, nonprofits, government agencies: US \$1500 [Basic]; US \$4200 [Advanced]
- Corporations (US \$5 million to US \$100 million annual revenue): US \$4000 [Basic]; US \$8000 [Advanced]
- Corporations (US \$100 million to US \$500 million annual revenue): US \$5600 [Basic]; US \$12000 [Advanced]
- Corporations (more than US \$500 million annual revenue): US \$8800 [Basic]; US \$16000 [Advanced]

6.3 Membership privileges

6.3.1 Balloting

IEEE-SA members are permitted to ballot on an unlimited number of proposed IEEE draft standards and on the withdrawal from active status of existing IEEE standards that have reached the Standards Association ballot stage (see clause 5.4 of the *IEEE-SA Standards Board Operations Manual*). Individual

IEEE-SA members are permitted to ballot on individual ballots. IEEE-SA entity members are permitted to ballot on entity ballots.

6.3.2 Indemnification

The IEEE-SA follows the IEEE policies for indemnification as outlined in IEEE Bylaw I-300.3.

6.3.3 IEEE-SA governance voting rights

6.3.3.1 IEEE-SA President

IEEE-SA members who are also members of the IEEE may vote for the position of IEEE-SA President Elect, whose position becomes that of IEEE-SA President following a one-year term as IEEE-SA President Elect.

6.3.3.2 IEEE-SA BOG members-at-large

IEEE-SA members may vote for the member-at-large positions on the IEEE-SA BOG that are elected by the eligible members of the IEEE-SA.

6.3.3.3 IEEE-SA CAG members-at-large

IEEE-SA entity members may vote for the eligible member-at-large positions on the IEEE-SA CAG.

6.3.4 Participant information

The IEEE-SA reserves the right to share the following information with entity member companies about IEEE-SA standards participants:

- Name and email address of those who claim employment by the company
- Name, email address, and project name from those who claim affiliation with the company

This data is made available to current IEEE-SA entity members upon request.

6.4 Suspension or expulsion

Any IEEE-SA member may be suspended or expelled from membership by the IEEE-SA BOG for any of the following reasons:

- a) Failure to conform with the provisions of the *IEEE Bylaws* or the *IEEE-SA Operations Manual*
- b) Any unethical or unlawful conduct unbecoming a member of IEEE-SA or calculated to bring the IEEE or IEEE-SA into disrepute
- c) Failure to continue to meet membership or eligibility requirements

6.4.1 Procedure for suspension or expulsion by membership vote

Upon being informed, through written notice to the IEEE-SA BOG Secretary from an advisor of the event, that an event has happened that would constitute grounds for suspension or expulsion of any member from the IEEE-SA, the IEEE-SA BOG may suspend or expel such members upon approval of two-thirds of the voting members of the IEEE-SA BOG.

The Secretary shall assess the notice to determine if the procedure is necessary, if additional material is needed from either the member or the advisor to aid in considering the matter, or if the notice can be sent directly to the IEEE-SA BOG. When the IEEE-SA BOG is to make a decision on a member's status, that member and the advisor will be informed of the meeting date and given an opportunity to attend that meeting and speak on their behalves. If the member or advisor desires to make an initial statement to the IEEE-SA BOG prior to the meeting, they may do so through written notification to the Secretary. Any suspended or expelled member may appeal such suspension or expulsion by notifying the IEEE-SA President within ten days of being advised in writing of such IEEE-SA BOG action. Upon receipt of such notice, the IEEE-SA BOG President shall schedule a hearing at the next meeting to hear the appeal under such procedures as it shall determine in advance thereof.

The procedures of the IEEE Ethics and Member Conduct Committee shall be referred to for guidance.

6.4.2 Reason and procedure for suspension or expulsion by the IEEE-SA President

The IEEE-SA President may, at his or her discretion, suspend or expel any member for failure to pay any dues or any assessments made within the authority of the *IEEE Bylaws* within 60 days after the payment thereof shall be due. Such action shall be effective two weeks after the member has received written notice of the proposed suspension or expulsion from the IEEE-SA by certified mail, return receipt requested.

The procedures of the IEEE Ethics and Member Conduct Committee shall be referred to for guidance.

In cases where a member suspended from the IEEE-SA is also a member of the IEEE, if the IEEE-SA BOG determines that, because the acts of the member would fall within the IEEE Ethics and Member Conduct Committee's (EMCC's) purview per IEEE Bylaw I-110, the case shall be forwarded to the EMCC for possible further action. A member of the IEEE SA BOG shall then file a complaint in accordance with the procedures of the EMCC, looking towards the expulsion, suspension, or censure of the IEEE member.

6.4.3 Suspended and expelled members rights

Any member suspended from the IEEE-SA shall have no claim against IEEE or IEEE-SA or vote in the IEEE-SA. Any member expelled from the IEEE-SA shall have no further interest in the property of, or claim against, the IEEE-SA, and shall be entitled to reapply only through reconsideration by the IEEE-SA BOG and upon payment in full of all obligations to the IEEE-SA outstanding at the time of expulsion.

6.5 Position statements

As stated in the *IEEE Policies*, IEEE recognizes the need for public statements on topics within the scope and purposes of IEEE. The IEEE-SA BOG shall be the sole organizational unit to approve position statements representing the IEEE Standards Association. The BOG may request that another IEEE organizational unit (as defined in Section 15 of the *IEEE Policies*) offer a position statement on a standards matter. The rules in Section 15 of the *IEEE Policies* shall be followed in developing position statements. In addition, the BOG will accept for review and action any position statement presented to it by another body for issuance as an IEEE-SA position statement.

Any position statements representing the IEEE Standards Association shall be approved by either the IEEE-SA BOG or the IEEE-SA BOG ad-hoc council. The IEEE-SA President shall determine if usage of the IEEE-SA BOG ad-hoc council is warranted (see 4.3.4.1). Oversight for the preparation of IEEE-SA position statements resides in the SPCC. The IEEE-SA BOG may call upon such expertise as may be required to draft a position statement.

The Secretary of the IEEE-SA BOG shall forward any approved IEEE Standards Association position statements to the target recipient of the position statement and to appropriate organizational units within IEEE. A consolidated listing of all such position statements shall be maintained on the IEEE Standards website.

6.6 Suspension or revocation of IEEE-SA participation privileges

Independent of any conduct or action related to IEEE or IEEE-SA membership, any IEEE-SA participant may have IEEE-SA participation privileges suspended or revoked. A participant includes an individual, an entity representative, or an entity participating directly or indirectly in an individual or entity IEEE-SA project. This suspension or revocation may occur for any of the following reasons:

- a) Failure to conform with the provisions of the *IEEE Bylaws*, the *IEEE-SA Operations Manual*, the *IEEE-SA Standards Board Bylaws*, the *IEEE-SA Standards Board Operations Manual*, or the specific procedures of the Standards Committee or working group
- b) Any unethical or unlawful conduct unbecoming a participant in IEEE-SA or compromising the integrity of the IEEE or the IEEE-SA

6.6.1 Standards Conduct Committee

The IEEE-SA President shall appoint a Standards Conduct Committee, consisting of a chair, two members, and three alternates. The chair and members will review all notices and material as provided in 6.6.2. If a member is recused, then the chair shall appoint one of the alternates to serve. If the chair is recused, then the IEEE-SA President shall appoint a chair from the committee members or alternates. Alternates do not vote unless named to replace a recused member or Chair. References to the Standards Conduct Committee in the remainder of 6.6 refer to those who will hear and act on the matter.

6.6.2 Procedure for suspension or revocation of IEEE-SA privileges

A person who has observed or otherwise become aware of conduct that would constitute grounds for suspension or revocation of IEEE-SA participation privileges may provide notice by fax, email, or letter (Notice) of such conduct to the IEEE-SA BOG Secretary. This Notice cannot be anonymous. Upon being informed of an event, the Secretary shall assess the information received to determine whether additional information is needed from either the complainant or the participant who is the subject of the complaint. When the receipt of satisfactory information is confirmed by the Secretary, the Secretary shall send the material to the Standards Conduct Committee. Upon receipt of the material, the Standards Conduct Committee shall determine whether to conduct further proceedings. If further proceedings will not be conducted, the Secretary shall inform the complainant.

If the Standards Conduct Committee determines that further proceedings are warranted, then the participant and the complainant will be informed of the hearing date and given an opportunity to attend the hearing. If the participant or complainant desires to provide a statement and/or to submit supplementary documentation to the Standards Conduct Committee prior to the hearing, they may do so through the IEEE-SA BOG Secretary.

After considering information described in the Notice, included in the participant's response, or presented at the hearing, the Standards Conduct Committee shall determine whether to recommend discipline. The Standards Conduct Committee may recommend suspension or revocation of the participant's IEEE-SA participation privileges upon an approval vote of two-thirds of the committee. If the Standards Conduct Committee recommends discipline, then the recommendation shall be forwarded to the IEEE-SA BOG. Suspension or revocation of participation rights or other disciplinary actions shall require the approval vote of two-thirds of the BOG members present and voting. Suspension of participation rights shall indicate the terms of the suspension.

If the person is an IEEE member, the IEEE Ethics and Member Conduct Committee shall be notified of the Standards Conduct Committee decision (see 6.4.2).

6.6.3 Suspended and revoked participant rights

A participant may appeal suspension or revocation of IEEE-SA privileges by notifying the IEEE-SA BOG Secretary within ten days of being advised in writing of such action. Upon receipt of such appeal, the IEEE-SA President shall schedule an appeal hearing at the next meeting of the IEEE-SA BOG to hear the appeal under such procedures as it shall determine in advance thereof, provided the next IEEE-SA BOG meeting is at least 30 days after receipt of such appeal. The procedures of the IEEE Ethics and Member Conduct Committee shall be referred to for guidance.

A participant who is suspended or otherwise disciplined under these procedures shall have no legal claims against IEEE or IEEE-SA. A participant whose IEEE-SA privileges are revoked shall not be admitted to membership in the IEEE-SA or permitted to participate in its activities unless granted approval by the IEEE-SA BOG.

7. Relationships with other organizations

In accordance with IEEE Bylaw I-303.6, the IEEE-SA is the only body authorized to represent IEEE on matters concerning IEEE standards activity. IEEE-SA's participation and membership in other standards organizations shall in no way diminish its independence and authority over its own standards-development activity.

The positions of other standards organizations in which the IEEE-SA participates are not necessarily those of the IEEE or of the IEEE-SA.

The IEEE-SA establishes cooperative agreements with other organizations based on its strategic needs, including but not limited to memoranda of understanding (MOU), adoption agreements, and joint development agreements.

The IEEE-SA staff, working with the other organizations involved, is responsible for negotiating any business and legal agreements with other organizations. The IEEE-SA staff negotiates agreements consistent with the strategic and financial direction set by the IEEE-SA BOG.

No Standards Committee, working group, or volunteer can develop an agreement for the IEEE-SA without the participation of an IEEE-SA staff member. Signing authority on behalf of the IEEE-SA for any agreement shall rest with the Managing Director, IEEE-SA.

7.1 External Representatives

The policies and procedures stated in this manual apply to External Representatives of IEEE for which the IEEE-SA has oversight responsibility.

7.1.1 Definition

An External Representative (ER) is a volunteer who has been appointed by the IEEE-SA Board of Governors (BOG) to represent IEEE on standards matters to an organization, committee, or entity external to IEEE, and where a voting position on behalf of IEEE is explicitly required.

A volunteer who serves as a liaison between an IEEE-SA committee and an external committee acting only as an information conduit or expressing opinion as part of consensus building is exempt from policies and procedures described in this clause.

An Owning Board/Committee (OBC) is an IEEE-SA board, an IEEE-SA committee, or Standards Committee responsible for ensuring that positions taken by an ER on technical matters represent the consensus view of the OBC and all materially interested IEEE Technical Committees that provide timely input by any deadline established by the OBC. Positions taken by an ER on policy matters are established by the IEEE-SA BOG.

7.1.2 Requirements and oversight

A request to establish a new ER position shall be reviewed by both the IEEE-SA BOG and the IEEE-SA Standards Board to determine the appropriateness of the ER relationship and to determine the OBC.

The ER shall be an IEEE member of any grade except Student grade and shall be a member of the IEEE-SA. The ER shall be a member or designee of the OBC.

If an OBC ceases to function as an OBC, the ER shall be responsible to the next higher board/committee until a replacement OBC is identified. The ER shall supply the next higher board/committee with the required documentation to enable it to take on this function.

The chair of an OBC shall not serve as an ER unless an exception is granted by the next higher board/committee upon the request of the OBC. The next higher board/committee may accept or deny the request and, at its discretion, may become the Owning Board/Committee for the purposes of this representation. The next higher board/committee may also grant the exception with such conditions as it believes are necessary to assure that the ER can adequately represent IEEE while serving as chair of the OBC. If the next higher board/committee becomes the OBC for the purposes of this representation, then the ER shall provide the reports described in 7.1.4 to this next higher board/committee.

The ER shall act in the best interest of the IEEE-SA at all times. The ER should refer to documented IEEE objectives or consensus positions wherever possible and should encourage development and documentation of relevant objectives or positions where they do not exist.

The ER should not represent another group in the same external organization, committee, or entity to which that person is serving as an IEEE ER. However, recognizing that an ER might need to represent another group (such as his/her employer that underwrites travel costs), the ER may be permitted to represent that group as well as IEEE in the same external organization, committee, or entity. In such situations, the individual serving as an ER shall recuse himself/herself from voting on issues that would result in a conflict between his/her duty to IEEE and his/her duty to the other group. The ER shall report such situations to the OBC at the earliest practical time. Once the OBC is made aware of the situation by the ER, the OBC shall decide the best course of action to provide the IEEE position on the issue to the external organization.

7.1.3 Attributes

When appointing an ER, the OBC shall review the following:

- Scientific and technical expertise (e.g., membership in relevant technical societies) relevant to the scope of operations and activities of the external organization, committee, or entity.
- Familiarity with the operations and goals of the specific external organization, committee, or entity.
- The ability to articulate IEEE goals, objectives, and activities clearly in the context of the external organization, committee, or entity.

Before an individual can serve as an ER, the OBC shall determine that the individual does not have a conflict of interest with respect to the activities of the specific external organization, committee, or entity to which the ER would represent IEEE. To enable the OBC to make this determination, the individual shall

- a) File, with the OBC and the Administrator of the IEEE-SA Board of Governors, a letter stating their affiliation(s). This disclosure of affiliation shall meet the requirements of *IEEE-SA Standards Board Operations Manual* sections 5.1.2.3 and 5.1.2.4 and shall be signed by the individual.
- b) File, with the OBC and the Administrator of the IEEE-SA Board of Governors, a letter of endorsement from each affiliation disclosed. The letter(s) shall document several key factors relative to the position as the ER and is to be signed by both the individual and by someone who has management responsibility for the individual for that affiliation. The letter(s) shall contain at least the following:
 - 1) Statement of qualification based on expertise in respect to the attributes described above
 - 2) Statement of support for providing necessary resources (e.g., time, travel expenses to meetings), and

- 3) Recognition by the individual and by their affiliation of the expectation to act in accordance with the conditions stated in subclause 7.1.2.
- c) Complete the IEEE Conflict of Interest Disclosure Statement.

7.1.4 Reports

The ER shall provide regular written reports to the OBC in a format and frequency that has been prescribed by the OBC.

7.1.5 Duties of the Owning Board/Committee

7.1.5.1 Appointment

Upon recommendation of the OBC, an ER candidate shall be considered for appointment as an ER by the IEEE-SA BOG. The OBC shall indicate a desired term of appointment for each recommended ER candidate.

An ER may be reappointed upon recommendation of the OBC and confirmation by the IEEE-SA BOG.

An ER shall update documentation whenever necessary due to a change in circumstances that would make the documentation on file with the OBC and/or the IEEE-SA BOG substantively inaccurate, including changes in affiliation or employment.

7.1.5.2 Annual review

The OBC shall establish the report format and frequency for ERs under its responsibility (see 7.1.4).

The OBC shall provide an annual report to the IEEE-SA BOG on the status of ERs under its responsibility.

7.1.5.3 Liaison relationships with other committees within IEEE

The OBC should attempt to identify IEEE technical communities (e.g., IEEE Societies, Standards Committees, IEEE-SA Standards Coordinating Committees, etc.) that are likely to have an interest in positions represented by ERs under the OBC's responsibility. The OBC shall develop liaison relationships with those IEEE technical communities that have indicated interest in the activities of the OBC and shall keep them informed of positions represented by the ERs under the OBC's responsibility.

7.1.5.4 Provision of information to materially interested individuals

The OBC shall provide information about positions represented by ERs under its responsibility to materially interested individuals within IEEE upon request.

7.1.6 Public listing of ERs

The IEEE-SA BOG shall maintain a list of all ERs on the IEEE-SA web site. The web site will include a link to an email alias that will allow any comments about ER activity to be submitted to the Secretary of the IEEE-SA Board of Governors, who will then direct their handling through appropriate channels.

8. Maintenance

8.1 Maintenance and modification of the *IEEE Standards Association Operations Manual*

This manual will be maintained by the IEEE Standards Department Staff and reviewed by legal counsel. Proposed modifications to this manual shall be submitted to the Secretary of the IEEE-SA BOG.

Any amendments to this manual shall be approved by a majority vote of the IEEE-SA BOG, with advance notice prior to said vote.

Additionally, the Board of Directors has identified that changes related to specific responsibilities directed to the Major Organizational Units (OUs) shall be reviewed and approved by the Board of Directors using the process in accordance with IEEE Bylaw I-300.4(5). The following chart indicates the clauses of this manual for which IEEE-SA is responsible that shall follow that process and for which review and consent shall be obtained by additional Major Boards or Committees, as indicated, prior to submission to the IEEE Board of Directors.

<i>IEEE-SA Operations Manual clause/activity</i>		<i>Involved OU(s) review/consent</i>
6.1 Membership qualifications	Membership categories (individuals, not-for-profit and for-profit enterprises)	Deliberation: SA Review/Consent: SA Approval: SA

8.2 Interpretations of the *IEEE Standards Association Operations Manual*

Requests for interpretations of this document shall be directed to the Secretary of the IEEE-SA BOG. The Secretary of the IEEE-SA BOG shall respond to the request within 30 days of receipt. Such response shall indicate either an interpretation or a specified time limit when such an interpretation will be forthcoming. The time limit shall be no longer than is reasonable to allow consideration of and recommendations on the issue.

8.3 Conflict with *IEEE-SA Standards Board Bylaws*

If review of any proposed changes to the *IEEE-SA Standards Board Bylaws* reveals a conflict with its governing documents (see IEEE Bylaw I-300.1), the IEEE-SA President shall appoint a task force to resolve the issue. The task force shall consist of five members. Two of the members shall be selected from the IEEE-SA BOG or its standing committees. One of the members shall be selected from the IEEE-SA Standards Board. The chair of the Procedures Committee of the IEEE-SA Standards Board and IEEE-SA legal counsel shall be members of this task force. This task force shall use all means at its disposal (teleconferences, meetings, videoconferences, mail, electronic mail, and fax) to resolve the conflict in a timely fashion and report its findings to the IEEE-SA BOG.