

IEEE ENGINEERING IN MEDICINE & BIOLOGY SOCIETY (EMBS) CONSTITUTION AND BYLAWS

Original Constitution approved: 5/5/53

Amended: 11/1/57, 12/11/63, 7/22/65, 8/14/72, 3/6/73, 5/14/76, 1/1/77, 4/11/86, 11/8/89, 4/12/92, 9/15/94, 3/25/95, 09/18/95, 06/01/99, 09/16/03, 01/31/04, 04/09/05, 09/26/06, 08/20/08,

Original Bylaws approved: 5/5/53

Amended: 3/23/59, 12/11/63, 7/22/65, 11/1/67, 7/29/68, 2/19/71, 8/14/72, 3/26/73, 9/21/75, 2/26/75, 5/14/76, 8/1/78, 4/11/86, 11/8/89, 10/30/91, 4/12/92, 10/28/92, 9/15/94, 3/25/95, 9/18/95, 12/31/96, 6/01/99, 3/25/2000, 4/22/2002, 5/2/2003, 09/16/03, 01/31/04, 04/09/05, 09/26/06, 04/22/2007, 08/20/08

CONSTITUTION

Article I: Name and Object

Section 1. This organization shall be known as the Engineering in Medicine and Biology Society, hereinafter referred to as "the Society", of the Institute of Electrical and Electronics Engineers, Incorporated.

Section 2. Its object shall be scientific, literary and educational in character. The Society shall strive for the advancement of interdisciplinary theories from engineering and the allied sciences, and the maintenance of high professional standing among its members, all in consonance with the Constitution and Bylaws of the IEEE and with special attention to such aims within the field of interest of the Society as are hereinafter defined.

Section 3. The Society shall aid in promoting close cooperation and exchange of technical information among its members and to this end shall hold meetings for the presentation of papers and their discussion, and through its committees shall study and provide for the needs of its members.

Article II: Membership

Section 1. Membership in the Society shall be available to members of the IEEE in any grade, including students having an interest in any phase of the field of interest of the Society.

Section 2. Affiliate Membership shall also be available as provided for in the Bylaws to other individuals who have attained professional status in an appropriate discipline.

Article III: Field of Interest

Section 1. The field of interest is the application of the concepts and methods of the physical and engineering sciences to biology and medicine. This field covers a very broad range from formalized mathematical theory through experimental science and technological development to practical clinical applications. It includes support of scientific, technological and educational activities.

The efforts of the Society will be directed toward the broad objectives of the IEEE as a whole and toward the needs of the individual members and their local section activities. The Society will strive to develop standards and to study and encourage emerging areas in the stated field of interest. The Society shall encourage the exchange of relevant information by such means as the operation of technical meetings, publication of papers and newsletters, by the encouragement of regional activities, and the generation of local chapters.

Section 2. The Field of Interest of the Society may be enlarged, reduced or shifted moderately as the needs of the occasion indicate with the provision, however, that such revisions shall be introduced as amendments to this Constitution.

Article IV: Financial Support

Section 1. The Society shall collect from its members and affiliates an annual assessment of fees in accordance with IEEE regulations and as prescribed in the Bylaws.

Section 2. The Society may make registration charges at its Society meetings, symposia, conferences, conventions, etc. The registration fee for non-IEEE members may be higher than for IEEE members and society affiliates.

Section 3. The Society may make assessments on its members and affiliates for publication and additional purposes.

Section 4. The Society may raise revenues by other means, such as advertising, shows, requests for contributions, charge for sending out notices, etc., to non-society members, provided such means are consistent with applicable IEEE rules and regulations, and do not encroach on revenue fields of prior established Groups or Sections. Any new methods of revenue generation not explicitly covered by IEEE rules and regulations must be approved by the General Manager of the IEEE before being adopted by the Society.

Article V: Management and Officers

Section 1. The activities of the Society shall be managed by an Administrative Committee, hereinafter referred to as an AdCom, of 15 members of the society elected from 5 geographical zones as specified in the Bylaws, one student member elected at-large, and "ex-officio" members, as may be specified in the Bylaws. At least 70% of the voting members of AdCom shall be elected members.

Section 2. Subgroups may be formed as provided in the IEEE rules and regulations. The nature of subgroups and the supervision of the subgroups affairs other than by the AdCom shall be prescribed in the Bylaws as needed. AdCom members from the 5 geographical zones may act as EMBS representatives on international bodies (e.g. EMBS-Europe), as appointed by the President.

Section 3. The terms of office of the regular elected members of the AdCom shall be three years with one third of the members being elected every year to preserve continuity, as described in the Bylaws. The term of the student member shall be two years. Only two consecutive full terms are permitted, but eligibility is restored automatically after a lapse from office of one year.

Section 4. The Society officers shall be the President (2 year term), the President-Elect (1 year term), the immediate Past-President (1 year term), the Vice-President for Conferences (2 year term), the Vice-President for Publications (2 year term), the Vice-President for Member and Student Activities (2 year term), and the Vice-President for Financial Planning (2 year term). These officers serve as the Society Executive Committee, hereinafter referred to as the ExCom. The AdCom shall elect the Vice-President for Conferences, the Vice-President for Publications, the Vice-President for Member and Student Activities, and the Vice-President for Financial Planning from its current members and previous members (elected or appointed) who have served as AdCom members within the previous three years. The AdCom shall also elect the President-Elect from its current members and those who have served as elected ExCom members within the previous four years or as AdCom members within the previous three years.

If a candidate for President-Elect cannot be found among those serving on ExCom during the previous four years, then candidates may be chosen from those who have served on ExCom during the previous five years. The President may not serve more than one term in that office. The Vice-President for Financial Planning, the Vice-President for Conferences, the Vice-President for Publications and the Vice-President for Member and Student Activities may not serve more than two consecutive terms in the same office.

Eligibility is automatically restored after a lapse from any office of one year. Any Vice-President serving for one year or less in a position is eligible to serve for an additional full term in the same position.

The President-Elect, Vice-President for Conferences and the Vice-President for Member and Student Activities shall be elected to begin their terms in even numbered years while the Vice-President for Publications and the Vice-President for Financial Planning shall be elected to begin their terms in odd numbered years. After completing a one-year term as President-Elect, the President-Elect shall become the President. In the event that the President-Elect cannot assume the role of President at the end of his or her term as President-Elect, a new President shall be elected from the current members of the ExCom. The standing

President and the immediate Past-President are eligible for this election.

After completing a two-year term as President, the President shall become the Past-President unless he or she is re-elected as President due to the inability of the President-Elect to serve as President. An officer may be removed before the expiration of his or her term by a two-thirds vote of AdCom.

A Secretary shall be appointed by the President annually. The Secretary need not be an elected member of the AdCom, but must be a member of the Society at the time of appointment and throughout the term of office. The Secretary may be reappointed to serve consecutive terms of office.

Section 5. The newly elected officers and the members of the AdCom shall assume office on the first of January following election, unless a different date is provided by Bylaw.

Section 6. The duties and responsibilities of the officers shall be defined hereunder and in the Bylaws and as delineated by the AdCom.

Section 7. The President shall supervise the affairs of the Society, shall make known to all AdCom members the duties of all the officers and other members of the AdCom, and shall speak for the Society on all matters. The President shall preside at meetings of the AdCom and ExCom and at general meetings of the Society and have such other powers and perform such other duties as may be provided in the Society's Bylaws or as may be delegated by vote of the Society AdCom. The President shall have no vote except if the vote is by secret ballot or unless the President's vote can change the outcome of the vote. In the President's absence or incapacity these duties shall be performed by the Past President or President-Elect, whichever is active.

Section 8. The President shall be an ex-officio member of all Committees of the Society. The President is a member of the IEEE Technical Activities Board and when notified of a meeting of said Board, the President shall insure representation of the Society at such a meeting by attending, or by designating an alternate.

Section 9. The AdCom may establish standing or ad hoc committees as prescribed in the Bylaws, including both technical and functional committees. Technical Committees may be established as needed to develop specific areas in the field of interest. The President shall appoint a Chair for each standing and ad hoc Committee and representatives to IEEE and non-IEEE entities. All such appointments to committees and similar posts will be for a term of one year, unless otherwise specified in the Bylaws or until successors are appointed, or the committees are dissolved.

Section 10. The AdCom may utilize the services of headquarters as bursar, for all or part of the Society funds, as provided by the IEEE Bylaws and rules and regulations. If any part of the Society funds is received and deposited separately, the terms and conditions shall be in accordance with IEEE policies and subject to the provisions of the Society Bylaws and to any special limitations imposed by the AdCom.

Section 11. Neither the Society nor any officer or representative thereof, shall have the authority to contract debts for, pledge the credit of, or in any way bind the IEEE, except in accordance with a previously approved budget.

Section 12. The Secretary shall be responsible for sending out notices of AdCom meetings and other notices, according to the plans delineated by the AdCom or laid down by the Society Bylaws. The Secretary shall keep the records of the AdCom and general meetings of the Society and shall make such reports of activities as may be required by the AdCom and the IEEE Bylaws. The Secretary shall prepare the minutes of the AdCom meeting and shall forward the minutes to the President in a timely manner. The Secretary shall be responsible for insuring that copies of all society records are forwarded to IEEE headquarters for archival storage.

Article VI: Election of Administrative Committee

Section 1. The nominating procedures shall include provision for petition by Society members to place names on the ballot.

Section 2. Election of members to fill vacancies which occur as a result of expired (or vacant unexpired) terms on the AdCom shall be by ballot as prescribed in the Bylaws.

Section 3. Within-term vacancies on the AdCom shall be filled as specified in the Bylaws.

Article VII: Meetings of the Administrative Committee

Section 1. Meetings of the AdCom shall be held yearly. Meetings of the AdCom may be called by the President of the Society on a discretionary basis, or upon request by at least three other members of the AdCom with at least twenty days notice.

Section 2. A majority of the elected members of the AdCom shall constitute a quorum at any meeting. All voting members of the AdCom shall have a single vote. Each ex-officio member shall have a vote only as provided by the Bylaws.

Section 3. A majority vote of those members of the AdCom attending a meeting shall be necessary for the conduct of its business except as otherwise provided in the Constitution.

Section 4. Business of the AdCom may be handled by such means as correspondence, telephone, telefax, or electronic mail, or by special meeting where, in the opinion of the President, matters requiring action can be adequately handled in that manner. A majority vote of the voting members of the AdCom shall be necessary for approval of actions handled in that manner.

Article VIII: Meetings

Section 1. The Society may hold meetings, conferences, symposia, or conventions either alone or in cooperation with Sections, Regions, International Convention Committees of the IEEE or other technical organizations, subject to IEEE rules and regulations. The Society shall sponsor at least one technical conference of national scope each year, which may be held during the International Convention, or during some other IEEE meeting, or as a separate conference.

Section 2. Meetings, Conferences, or Conventions of the Society shall be open on an equal basis to all members of the IEEE and to EMBS Affiliates.

Article IX: Amendments and Bylaws

Section 1. Amendments to this Constitution may be initiated by petition submitted by 25 members of the Society, or by the AdCom. Such petition shall be submitted to the IEEE Technical Activities Board, and to the Executive Committee of the IEEE for approval. After such approval, the proposed amendment shall be published in the Society TRANSACTIONS or Magazine, or otherwise publicized by direct mailing to the membership, with notice that the amendment(s) shall go into effect unless ten percent of the Society members object within 30 days after publication. If such objections are received, a copy of the proposed amendment shall be mailed with a ballot to all members of the Society at least 30 days before the date appointed for return of the ballots, and the ballots shall carry a statement of the time within which they shall be returned to the IEEE office. Approval of the amendment by at least two-thirds of those voting shall be necessary for its enactment.

Section 2. Suitable Bylaws, and amendments thereto, may be adopted by a two-thirds vote of the AdCom present in meeting assembled, provided that notice of the proposed Bylaws or amendments has been sent to each member of the AdCom at least a week prior to such meeting; or a Bylaw, or amendment, may be adopted by a two-thirds mail vote of the members of the AdCom following a 30-day period for responses. In either event, the proposed Bylaw or amendment shall be published in the Society TRANSACTIONS or Magazine or otherwise publicized by direct mailing to the membership, and a copy shall be deposited with IEEE headquarters; the new Bylaw or amendment shall not become effective until 30 days after such publication.

Article X: Publications

Section 1. Publications undertaken by the Society shall be subject to IEEE policies and to any further guidance or controls prescribed by the AdCom or its duly appointed committees. The Society shall be responsible for the financial aspects of its publication program.

Section 2. The President, with the advice and consent of the AdCom, shall appoint such editors as may be required to implement the publication program. The duties of an editor, and the compensation, if any, shall be prescribed in the Bylaws.

Article XI: Mission

The Engineering in Medicine and Biology Society of the IEEE advances the application of engineering sciences and technology to medicine and biology, promotes the profession, and provides global leadership for the benefit of its members and humanity by disseminating knowledge, setting standards, fostering professional development, and recognizing excellence.

BYLAWS

1. Bylaws Amendment Procedure

These Bylaws provide detailed guidance for the supervision and management of the Society's affairs, in accordance with the Society Constitution. Amendments may be made by means of the procedures described in Article IX, Section 2 of the Constitution:

Suitable Bylaws and amendments thereto, may be adopted by a two-thirds vote of the AdCom present in meeting assembled, provided that notice of the proposed Bylaws or amendments has been sent to each member of the AdCom at least a week prior to such meetings. A Bylaw or amendment may be adopted by a two-thirds mail vote of the members of the AdCom following a 30-day period for responses. In either event, the proposed Bylaw or amendment shall be published in the Society TRANSACTIONS or Magazine, on the Society Website, or otherwise publicized by direct mailing to the membership, and a copy shall be deposited with IEEE headquarters; the new Bylaw or amendment shall not become effective until 30 days after such publication and Website posting.

2. Membership

2.1 Members

Society membership is available to all IEEE members.

2.2 Affiliates

In addition, members of designated societies who are not members of IEEE are eligible for automatic election to Society membership. Such designated societies are those that have been recognized for this purpose by specific action of the AdCom. A list of designated societies shall be maintained by the Secretary of the Technical Activities Board of IEEE. Affiliates may vote in the elections for members of the AdCom and may hold office on the AdCom but may not hold office as the President-Elect or the President.

2.3 Students

Student members of the IEEE may join the Society as Student Members.

3. Administrative Committee

3.1 Officers who hold VOTING positions must resign those AdCom positions at the time they assume their duties as officers of the Society. No VOTING member of the AdCom may concurrently hold more than one AdCom position. No member of the ExCom may concurrently hold more than one ExCom position. All officers of the Society shall be ex-officio members of the AdCom with vote during their terms of office.

3.2 In order to ensure a continuously active AdCom, elected AdCom members who miss two consecutive meetings shall be dropped from membership in the absence of extenuating circumstances submitted to the Secretary in advance of the next regular meeting.

3.3 Rules of Order

Roberts Rules of Order (latest revision) shall govern conduct of AdCom meetings on all matters not otherwise specified in these Bylaws or the Constitution.

3.4 Responsibilities of the Administrative Committee

In addition to attending the AdCom meetings, AdCom members are expected to participate in committee activities, submit reports to the archives for committees that they chair and/or submit reports as delegates or representatives of EMBS. AdCom members should address the needs of EMBS members in their geographical regions and maintain contact with local Chapters. AdCom members are responsible for the financial stability and longevity of the Society in all areas of interest (including conferences, publications, finances, and member and student activities), strategically guide the Society regarding new products and benefits, and participate fully in discussions and voting on all related issues.

4. Nomination and Election of the Administrative Committee

4.1 Nominating Committee

The Chair of the Nominating Committee shall be either the Past-President or the past, Past President. If neither is available the immediate Past Chair of the Nominating Committee shall be Chair. Chairs shall not be eligible to be elected to the AdCom during their term of service. This committee shall consist of the Chair and four additional members of the Society approved by the ExCom, in addition to the Society President serving ex-officio without vote. At least three members of the Nominating Committee shall not be members of the current AdCom or ExCom. The Nominating Committee shall prepare a slate of qualified candidates for all vacancies for submission to the membership. All nominees listed must have agreed to serve if elected. These candidates shall include a full set of nominees in addition to such candidates as have been nominated by the petition process as set forth in the following paragraph. A member of the Nominating Committee may be nominated and run for a position for which such member's respective Nominating Committee is responsible for making nominations only on the following conditions: (i) The nomination is not made by a member of the same Nominating Committee and (II) the member resigns from the Nominating Committee prior to its first meeting of the year in which the nomination shall be made. The Nominating Committee shall report to the Past-President.

In accordance with Article VI, Section 1 of the Constitution, individual voting members of the Society may, by petition, propose names to be added to the ballot for any vacancy on the AdCom provided such nominations are made at least 28 days prior to the date of the election. For each elective office of the Society, individual voting members eligible to vote in such election may nominate candidates either by a written petition or by majority vote at a nomination meeting of the organizational unit, provided such nominations are made at least 28 days before the date of election. The number of signatures required on a petition shall be determined in accordance with IEEE Bylaws as follows. For all positions where the electorate is less than 30,000 voting members, signatures shall be required from 2% of the eligible voters. For all positions where the electorate is more than 30,000 voting members, 600 signatures of eligible voters plus 1% of the difference between the number of eligible voters and 30,000 shall be required.

Members shall be notified of all duly made nominations prior to the election. Prior to submission of a nomination petition, the petitioner shall have determined that the nominee named in the petition is willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition.

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

The number of signatures required on a petition shall depend on the number of eligible society voters, as listed in the official IEEE membership records at the end of the year preceding the election.

4.2 AdCom Nominations.

Notices shall be sent to each member, affiliate and student member of the Society (by insertion in the Magazine or otherwise) of the name of the Chair of the Nominating Committee together with a call for recommendations of potential nominees. The petitioning procedure shall also be fully described.

4.3 Election of AdCom members.

The 17 regular elected members of AdCom will be drawn from the EMBS membership in 5 geographical zones:

NA: North America (Reg 1-7)

LA: Latin America (Reg 9)

- EU: Europe (per World Health Org)
- MEA: Middle East & Africa
- AP: Asia-Pacific (Reg 10)
- SR: Student Representative (R1-10)
- GD: GOLD Representative (R1-10)

AdCom seat allocations for each zone will approximate the membership % distribution in that zone and allow for Society priorities for recruitment. Zone allocations may be reevaluated every 3 years by AdCom and altered, if warranted (see Policy Statements). Each region with more than one representative must have representatives from more than one country and from more than one continent when appropriate (e.g. AP).

Renewal of AdCom representatives for 3-year appointments will elect one-third of the AdCom members every year and attempt to distribute this renewal evenly across the zones (see Policy statements)

Election to fill vacancies in the AdCom shall be by ballot distributed to the membership in a timely fashion such that ballots will be returned for counting by October 31st of each year. All Society members and affiliates shall receive ballots for all vacant AdCom positions except for the student position. Student members of the Society shall receive ballots for the Student AdCom member position only. Ballots shall be returned to the office of the Technical Activities Board Secretary or to the Society AdCom Secretary, who shall be responsible for counting the ballots and reporting the results to the Chair of the Nominating Committee. Election shall be based on the highest number of votes, taken in descending order to fill the available positions in each zone with candidates from that zone. Ties shall be broken by the AdCom.

The AdCom may fill vacancies temporarily if an elected member is unable to serve in office, through appointment by the President. The un-expired term shall be filled at the next regular election to the AdCom. The names of AdCom (elected or appointed) members shall be transmitted every year to the Chair of the TAB, and through that office, to the IEEE Executive Committee. Unless disapproval of such members is received within 60 days of such transmittal the election shall become final.

4.4 ExCom Nominations

The Nominating Committee shall propose to the AdCom before the fall meeting of odd numbered years the names of the candidates for the office of President-Elect, Vice-President for Conferences, and the Vice-President for Member and Student Activities and in the fall of even numbered years the names of the candidates for the office of, the Vice-President for Publications and the Vice-President for Financial Planning.

4.5 Student eligibility

For purposes of election of a student member to the AdCom, a student shall be defined as a Society member who is registered in a college or university either as a full-time undergraduate or as at least a one-half time graduate student pursuing a degree in biomedical engineering or a related field. The student may be either an IEEE member or an IEEE student member.

4.6 GOLD member eligibility

For purposes of election of a GOLD member to the AdCom, a GOLD member shall be defined as a Society member who fulfills the requirements of the IEEE GOLD (IEEE Member who has received their first professional degree within the last ten years)

5. Officers

5.1 The AdCom at its Meeting in the fall of odd numbered years shall elect the President-Elect, the Vice-President for Conferences, and the Vice-President for Member and Student Activities and in the fall of even numbered years shall elect the Vice-President for Publications and the Vice-President for Financial Planning for terms beginning on the succeeding January 1. The length of the terms shall be one year for the President-Elect and two years for each of the Vice-Presidents.

5.2 The President shall submit to the Society ExCom the name of a Society member for appointment as Secretary for the following year. If a majority of the members of the Society ExCom do not object within 30 days from the date of oral submission or mailing of said submission, the appointment shall become final. If a majority of the members of the ExCom object, a new nominee shall be submitted by the President.

5.3 The Secretary shall be responsible for keeping the records of the AdCom. The Secretary shall prepare the minutes of the AdCom meeting and shall forward the minutes to the President in a timely manner.

5.4 The Vice-President for Conferences shall provide direction for the conference activities of the Society. He or she shall assume the Chair of the Conference Committee. He or she shall provide direction for planning, coordinating, and monitoring the annual conferences of the Society and all conferences co-sponsored by or affiliated with the Society.

5.5 The Vice-President for Publications shall provide direction for the publications and technical activities of the Society. He or she shall assume the Chair of the Publications Committee. This Vice-President shall consider, with the participation of the Publications Committee, the publication needs of the Society and shall propose to AdCom the creation, cancellation, expansion, or contraction of Society publications.

This Vice-President with the participation of the Publication Committee and the Editor of each Society-sponsored publication considers matters such as the designation and development of special issues **and** recommendation for a change in the number of published pages, ~~and the appointment of Associate Editors.~~

5.6 The Vice-President for Financial Planning shall be the fiscal officer of the Society and shall plan and monitor all financial transactions of the Society. He or She shall chair the Finance Committee and direct the preparation of long-range financial projections and interaction with the IEEE Headquarters in such matters.

5.7 The Vice-President for Member and Student Activities shall provide direction for the member and student services and the membership development activities of the Society. He or she shall assume the chair of either the Member Activities Committee or the Student Activities Committee at his or her discretion, shall recommend to the President a Chair for the alternate committee, and shall serve as ex-officio member of the alternate committee. This Vice-President, if he or she is not the Chair of the Member Committee, shall coordinate the publicity activities of the Society along with membership development activities, coordinate and facilitate local chapter development, and shall provide direction for activities such as updating membership application forms and membership brochures with the participation of the Chair of the Member Activities Committee. He or she, if not the Chair of the Student Activities Committee, shall, with the participation of the Chair and the Student Activities Committee, coordinate student activities, and facilitate Student Branch Chapter and Student Club development. This individual shall provide direction for activities such as the annual student paper and design competitions.

5.8 The Past-President shall assume the Chair of the Nominating Committee for two (2) years after his/her term as President, unless another delegate is accepted by ExCom. In the President's absence or incapacity, his or her duties shall be performed by the Past President or the President-Elect, whichever is active.

5.9 The President-Elect shall perform duties as designated by the President. Normally this will include at least one special project of relevance to the Society as a whole. The President-Elect or a delegate appointed by the President shall coordinate all Society activities related to transnational and/or inter-society activities. This will include determining the general guidelines for such interactions, formulating the agenda for the specific activities, and representing the Society in communications with other professional organizations. In the absence or incapacity of both the President and the Past-President, the duties of the President shall be performed by the President-Elect.

5.10 The Past-President or President-Elect, whichever is currently active, shall chair the Technical Activities Committee, coordinate and recommend the creation and termination of technical committees and recommend to the President Chairs for all technical committees and shall coordinate the activities of all technical committees and shall coordinate the formulation of technical position documents.

6. Meeting of Administrative Committee

6.1 The AdCom shall hold an Annual Meeting each year.

6.2 No ordinary meeting of the AdCom shall be held for the purpose of transacting business unless each member shall have been sent notice of time and place of such meeting 30 days prior to the scheduled date of the meeting. However, if less than a quorum of voting members attend a duly called meeting, tentative actions may be taken which shall become effective upon subsequent ratification by a sufficient number of members to constitute a majority, either at a meeting or by mail ballot. Minutes of such meeting shall be mailed by the Secretary to each AdCom member, who shall register any disapproval of any action taken at such meetings, within ten days after receiving said Minutes. Otherwise, these actions shall be deemed to have been ratified.

6.3 *Business at each Meeting of the AdCom shall include:*

1) Roll Call

- 2) Approval of Minutes of previous Meeting
- 3) Reading of report on business transacted other than at meeting
- 4) Reading of Communications
- 5) Reports of Officers
- 6) Reports of Committees
- 7) Reports from Chapters
- 8) Unfinished business
- 9) Reporting on elections to Administrative Committee for succeeding year; (only at Fall Meeting)
- 10) Election of President-Elect and Vice-Presidents (only at Fall Meeting)
- 11) New Business
- 12) Adjournment

6.4 A Society ExCom shall be comprised of all the officers of the Society: namely, the President, the President-Elect alternating with the immediate Past-President, the Vice-President for Conferences, the Vice-President for Publications, the Vice-President for Member and Student Activities, and the Vice-President for Financial Planning. The ExCom will, if required, manage the affairs of the Society between AdCom meetings, with the consent of the AdCom. Minutes of all ExCom meetings shall be distributed to the AdCom members in a timely manner.

7. Publications

The Society shall sponsor such publications as are recommended and approved by the AdCom. The President, with the advice and consent of the AdCom, shall appoint the Editor for each publication.

7.1 Term of Office Term of Office: Editors-in-Chief (EiC) are appointed for 3-year terms by the President, with the consent of AdCom. An EiC shall serve normally no more than two such three-year terms. A third term may be added under special conditions with the permission of AdCom. An EiC may be removed before the expiration of his/her term by a two-thirds vote of AdCom.

7.2 The Editors-in-Chief of all publications sponsored by the EMBS Society and the EMBS liaison Editor to the IEEE Press are Ex-Officio members of AdCom without vote unless they already hold an elected position on AdCom. In the latter case, the editor will instead keep his elected AdCom position, so long as bylaw 8.5 is satisfied.

7.3 Editors-in-Chief (or in the case of Co-Editors, one or both) of all EMBS publications and the EMBS liaison Editor to the IEEE Press are full voting members of the Publication Committee and are expected to report in person and in writing on the editorial activities of their publication at all Publication Committee meetings and associated AdCom meetings. Failing to appear personally at two consecutive AdCom meetings without substantive reason is grounds for a recommendation to AdCom for removal from office via the procedure outlined in Bylaw 7.1.

7.4 The TRANSACTIONS Editors shall be responsible for implementing the publications program defined by the AdCom or its duly appointed Publications Committee. In accordance with the guidance of this Committee and the general IEEE rules and regulations, the TRANSACTIONS Editors shall designate associate editors, special guest editors, and manuscript reviewers.

7.5 Editorial expenses and any compensation shall be subject to review and approval by the AdCom.

7.6 Editors-In-Chief shall not have access to review materials for his/her own paper submissions. Any submission by an EiC to the journal in which he/she is serving as EiC shall be handled by a special editor appointed by the EiC of the journal and the decision of the special editor is final.

8. Society Funds

The Society may raise funds as specified by Article IV of the Constitution and the IEEE Bylaws and rules and regulations.

8.1 The Society fees shall be adopted by a two-thirds majority vote of the members of the AdCom.

8.2 IEEE Headquarters shall act as bursar for all Society funds except as specified hereunder. Billing and receipt of the annual fee shall be carried out by the IEEE Membership and Fiscal Departments. All other fiscal affairs shall be handled through the office of the IEEE Technical Activities Department.

8.3 The general committee for a symposium or technical conference may, with the advice and consent of the AdCom, authorize the symposium treasurer or fiscal officer to open accounts as needed to be used for the deposit and disbursement of funds related to the symposium or technical conference. In each case, the AdCom shall be advised of the name of the bank, the anticipated size of the account, the names of the account signatories, and the arrangements for insurance and for bonding. Symposia or technical conferences sponsored jointly with other technical societies shall be exempt from this provision whenever a charter of operations with these societies shall have been approved by the AdCom and IEEE.

8.4 For other special circumstances, such as co-sponsorship of a symposium or technical conference, the AdCom shall make prudent arrangements to safeguard any funds that may be provided by the Society.

8.5 No member of the ExCom or voting members of the AdCom may receive a salary in any form from the Society or IEEE or be a private contractor to the Society or IEEE.

9. Committee Chairs

Chairs of Standing Committees, subcommittees, and Ad Hoc committees shall report to the AdCom at its Annual Meeting in person or by mail or delegate such responsibility. Committee Chairs shall have no vote on the committee he/she is chairing except if the vote is by secret ballot or unless the Chair's vote can change the outcome of the vote.

10. Standing Committees

New Standing Committees shall be appointed by the President with the advice and consent of the AdCom. The terms of office of the Chairs of each Standing Committee shall be for one year or until a successor is appointed unless a different term of office is designated in the Bylaws or by the AdCom. The immediate past Chair shall serve as a member of the Committee for at least one year. Standing Committees include the following:

10.1 Awards Committee

The Awards Committee shall identify and recommend those individuals it deems worthy of special recognition or awards, both for those awards offered or administered by the Society as well as other IEEE awards for which it believes it has identified appropriately qualified candidates from the membership of the Society. It will also, under appropriate circumstances, recommend Society recognition and special awards for individuals making contributions that do not fulfill the requirements and regulations governing existing awards. *The Committee shall report to the President.*

10.2 Clinical Engineering Committee

The Clinical Engineering Committee shall identify and address issues pertaining to the professional development of practicing clinical engineers and clinical engineering students, including their education and continuing education needs. The Committee shall review and recommend requirements for credentials and professional engineering registration. The Committee shall facilitate intra- and inter-disciplinary communication among health care professionals and provide information on medical device legislation and regulations. The Committee shall provide advice and assistance to the Standards Committee in formulating standards and shall assist in formulating policy positions on the development, application and operation of medical equipment. The Committee shall provide clinical engineering information and advice to the Conference and Publications Committees when appropriate. *The Committee shall report to the Past-President or President-Elect, whichever is active.*

10.3 Conference Committee

The Conference Committee shall meet in conjunction with each regularly scheduled EMBS AdCom meeting. It shall assist Conference Chairs in planning and coordinating the conferences of the Society, and monitor and evaluate Society conferences, Symposia and Summer Schools and conferences co-sponsored by the Society. On the basis of its findings, it shall recommend to AdCom actions intended to enhance the effectiveness of subsequent conferences. It shall review conference budgets and technical plans and prepare its recommendation for approval by AdCom. The Committee shall be chaired by the Vice-

President for Conferences, and include the two past conference and program chairs, the present conference and program chairs, and the duly appointed conference and program chairs of future conferences. Additional members may be nominated by the President.

10.4 Distinguished Lecturer Program Committee

The Distinguished Lecturer Program Committee shall be responsible for maintaining the list of qualified speakers for the Society's Distinguished Lecturer Program according to the guidelines established by the AdCom. This Committee shall be comprised of eight members, all of whom are members of the Society: the Chair of the Member and Chapter Activities Committee (ex-officio), the Student Representative (ex-officio), three Senior Members or Fellows, and three other members of the Society who may or may not be Senior Members or Fellows. This Committee shall report any additions or deletions to the list of Distinguished Lecturers at the Fall Meeting of the AdCom each year. *The Committee shall report to the Past-President or President-Elect, whichever is active.*

10.5 Education Committee

The Education Committee shall address biomedical engineering matters pertaining to undergraduate, graduate and continuing education, including the formulation and updating or recommendations for educational standards and practices. The Committee shall coordinate its activities with the IEEE Educational Activities Board in matters relevant to the Board. *The Committee shall report to the Vice-President for Member and Student Activities.*

10.6 Emerging Technologies Committee

The Emerging Technologies Committee shall investigate which biological and biomedical engineering technologies are likely to become important within the next 10 years and shall propose strategies for the Society to use in order to play an important role in these new technologies as they emerge. *The Committee shall report to the Past-President or President-Elect, whichever is active.*

10.7 Ethics and Professional Responsibility Committee

The Ethics and Professional Responsibility Committee shall promote discussions of issues pertinent to the ethical and professional responsibilities of Society members, and shall arrange to disseminate their findings to the Society members. The Committee may commission or draft articles for Society publications and organize special sessions at the Society's Annual Meeting or other appropriate conference.

This Committee may draft statements pertaining to the ethical responsibility of biomedical engineers for AdCom approval. The Committee shall consider IEEE statements of ethical responsibilities for engineers, and if appropriate, extend them to respond to the special circumstances of members of the Society. The Committee shall not undertake to consider or adjudicate cases of alleged misconduct or unethical actions of members brought to their attention. The Committee shall refer all such matters to the appropriate entities within the IEEE for their consideration. *The Committee shall report to the Vice-President for Member and Student Activities.*

10.8 Fellows Committee

The Fellows Committee shall solicit nominees for Fellow Grade of IEEE from the Society membership, deliberate on the qualifications of those proposed and recommend suitable candidates to the Fellows Committee of IEEE. The Committee shall review the decisions of the IEEE Fellows Committee in order to evaluate whether or not equitable consideration has been given to Society member nominees. It shall report its findings to the President and to AdCom.

10.9 Finance Committee

The Finance Committee shall prepare the annual budget, develop long range financial projections, and propose new mechanisms for generating income for the Society. This committee shall be chaired by the Vice-President for Financial Planning who shall appoint additional members with the advice and consent of the President.

10.10 Industry Relations and Professional Activities Committee

The Industry Relations Committee shall strive to improve participation by representatives of the medical engineering industry in Society activities.

The Committee through its meetings and communications with Society members and the medical engineering industry shall identify issues of mutual interest and programs to address these issues. The Committee may study an issue, make recommendations to AdCom and, with approval by AdCom, implement the recommendations. Whenever appropriate, the Committee will recommend that action items be referred to other established committees of the Society or of IEEE. The Committee shall report to the Past-President or President-Elect, whichever is active.

10.11 Member Activities Committee

The Member Activities Committee in coordination with the IEEE Membership Committee shall initiate membership drives to increase Society membership. The Committee shall consider student and regular member requests (e.g. speakers, coordination of events) and shall respond appropriately. The Chair shall be either the Vice-President for Member and Student Activities or his or her designee. In the latter case the Chair shall report to that Vice-President.

10.12 Nominating Committee

The Nominating Committee shall consider the requirements of the Society offices to be filled by vote of the membership as specified in the Constitution and Bylaws. It shall consider the qualifications of candidates for office, and it shall submit the names of at least one nominee for each vacancy in accordance with the provisions of paragraph 4.1 of the Bylaws. It shall consider in like manner potential candidates for the offices specified in paragraph 4.4 of the Bylaws and shall propose a list of candidates for each office in accordance with that Bylaw. The Committee shall be chaired by the Past-President, though the President may make an alternate appointment with consensus from ExCom as specified in paragraph 4.1 of the Bylaws. No member of the nominating committee may be a candidate for office.

10.13 Publications Committee

The Publications Committee shall meet in conjunction with each regularly scheduled EMBS AdCom meeting. Under advisement from the Editors of Society-sponsored publications, it shall consider matters such as the designation and development of special issues, and recommendations for changes in the number of published pages.

The Publications Committee shall have among its voting members at least three (3) elected AdCom representatives who are not Editors-in-Chief, the past V.P. Publications and the current V.P. Finances. The Chair of the committee may appoint additional voting members who are not AdCom representatives, so long as they are members of the EMBS in good standing. All Editors-in-Chief of EMBS sponsored publications and the EMBS liaison Editor to the IEEE Press are full voting members of the Publications Committee. The Vice-President for Publications shall chair the committee.

10.14 Standards Committee

The Standards Committee shall recommend standards of engineering practices to be followed in the field of Engineering in Medicine and Biology by the electrical, electronic, and allied industries, and by health care providers. In relevant areas this Committee shall coordinate its activities with the IEEE Standards Board and other appropriate standards committees. The Chair of this Committee or his or her designee shall represent the Society on the IEEE Standards Board. The Committee shall report to the Past-President or President-Elect, whichever is active.

10.15 Student Activities Committee

The Student Activities Committee shall promote plans and implement student activities and programs, including technical and professional enrichment for graduate and undergraduate students. Through these activities and programs, the Committee shall recognize and respond to students' interest and involvement in the Society. The Chair shall be either the Vice-President for Member and Student Activities or his or her designee. In the latter case the Chair shall report to that Vice-President.

10.16 Technical Activities Committee

The Technical Activities Committee shall oversee and coordinate the activities of the various Technical Committees.

The Technical Activities Committee shall coordinate the formulation of technical information statements in response to requests by the AdCom, IEEE, and other public entities evaluate the needs of the society and propose to AdCom the creation, cancellation, expansion, or contraction of any Society technical activities.

The Committee shall provide assistance to the Conference Program chair and to the track and session chairs. This Committee shall be chaired by the Past-President or President-Elect.

10.17 Constitution and Bylaws Committee

The Constitution and Bylaws Committee shall consider all changes proposed by any EMBS member and report on their relevance. It shall draft and present to the AdCom all proposed changes to the Constitution and Bylaws of the Society. It shall be responsible for following the procedures outlined in Article IX, Section 2 of the Constitution. The Secretary shall be responsible for reporting changes in the Society's Constitution and Bylaws to IEEE headquarters. The Committee shall be chaired by the Past-President, though the President may make an alternate appointment with consensus from ExCom.

10.18 History Committee

Working closely with the IEEE History Center and in consultation with the ExCom, AdCom, the Editors and technical conference organizers, the EMBS History Committee leads, oversees and implements archival projects which document the

evolution of the field of Biomedical Engineering and mark the historical milestones achieved by the Society and its members. Historical projects are viewed as an integral part of the technical activities and the public education services of EMBS. The Historian has responsibility for their promotion within IEEE, in the broader engineering community as well as in the public domain.

The Chair of the EMBS History Committee is recognized as the EMBS Historian and serves a three-year term. The term is renewable. The Historian reports to the President and submits activity reports to the AdCom in time for the Fall and Spring meetings.

10.19 Infostructure Committee

The Infostructure Committee is mandated to oversee the design, implementation and management of an integrated information infrastructure to support the technical activities of the Society.

The Committee membership shall comprise the Chair, the EMBS Executive Director (ex-officio with vote) and three additional members, each appointed by the chair in consultation with the VP-Conferences, VP-Members and VP-Publications. The Chair may appoint additional members as appropriate. The Chair reports to the President and submits activity reports to the AdCom in time for the AdCom Meetings.

10.20 Technical Committees (TCs)

The Past-President or President-Elect, whichever is active, will oversee the Technical Committees (TCs). TCs will be established and maintained to cover the technical interests of EMBS. The number of TCs and specific topics will evolve to represent the present scope of EMBS. TCs will provide guidance to the EMBS Annual International Conference and relevant Special Topics Conferences. TCs will be proposed by the Past-President or President-Elect for approval by AdCom. Membership of each TC shall include a chair and at least five additional members. The Chairs of the TCs will be appointed by the President annually for up to three years. Members of each TC will be appointed annually by the Chair of the TC, in consultation with the Chair of the Technical Activities Committee and the Past-President or President-Elect, whichever is active.

An existing TC can be disbanded on the recommendation of the Past-President or President-Elect upon approval by AdCom.

10.21 Strategic Planning Committee

The Past-President or President-Elect, whichever is active, will oversee the Committee. The Committee will evaluate the current state of the society, evaluate current status for all aspects of the society, and propose plans for future development. Issues will be discussed with ExCom and with AdCom at its annual meetings.

10.22 Member Recognition Committee

The Committee will actively solicit nominations for EMBS Awards, IEEE Awards, and identify candidates for higher grade membership. The committee will report to the Vice-President for Members and Student Activities.

10.23 Chapter Development Committee

The Committee will actively support and encourage the development of new EMBS local chapters, assist existing chapters when needed, and offer suggestions for helping struggling chapters. The committee will report to the Vice-President for Members and Student Activities.

11. Special or Ad Hoc Committees

11.1 These may be created by the AdCom. For each such case, the AdCom shall specify the number of members the committee shall have and how the members shall be elected, and the terms of the members if other than for the life of the committee. Special or ad hoc committees may be reappointed after two years upon review of their activities by the AdCom.

12. Policy Statements.

Decisions of the AdCom having lasting significance shall be recorded in the form of policy statements, which shall constitute attachments to the Bylaws. The Secretary shall be responsible for drafting and revising the Policy Statements in accordance with the decisions of AdCom and such drafts and revisions shall be submitted for approval at the next regular meeting of AdCom. A majority vote shall suffice for adoption of policy statements and revisions.

13. Local, Regional, and National Meetings

Applications for endorsement of meetings shall be treated in accordance with the following Policy Statement.

13.1 The Society shall sponsor each year at least one International Conference for which the Society has a share of the administrative responsibility and for which the Society's financial responsibility exceeds 50% of the total responsibility of the Conference.

13.2 From year to year, the International Conference should be held in different IEEE regions to promote equal access by all members. The President of the Society shall propose to the AdCom the sites and approximate dates of future annual international conferences at least three years before the year of the proposed conference. Each site shall be approved by AdCom.

13.3 A General Conference Chair is the Chief Operating Officer of each Annual Conference. A General Conference Co-chair can be appointed to aid the General Conference Chair, and act in his or her absence. The General Conference Chair, and General Conference Co-chair if used, shall be nominated by the President of the Society at least three years but not more than five years before the year of the Conference. Such nominations must be approved by AdCom. The General Conference Chair shall prepare and present to AdCom for approval a detailed budget for the Conference at the spring AdCom meeting in the year preceding the Conference. The General Conference Chair shall manage the Conference in accordance with that budget, after it has been approved by AdCom and by IEEE headquarters. The Conference Chair shall be the final arbitrator of all Conference matters except for technical program content.

13.4 A Conference Program Chair shall organize the contents of the Conference Technical Program and shall be the final arbitrator of that Technical Program. A Conference Program Co-chair can be appointed to aid the Conference Program Chair, and act in his or her absence. The Conference Program Chair and Co-chair, if used, are to be nominated by the President of the Society at least three years but not more than five years before the year of the Conference. Such nominations must be approved by AdCom.

13.5 The Society ExCom shall oversee the performance of the Conference General and Program Chairs. The Conference or Program Chair can be removed by a two-thirds vote of AdCom.

14. Executive Office

Under the supervision of the EMBS Executive Director, the Executive Office functions to coordinate and carry-out the day-to-day operations, policies and procedures concerning all aspects of the Society's business. The Office is also responsible for maintaining corporate memory and providing on-going and ad-hoc reports and/or documents. In addition, the Office serves as one of the Society's primary points of contact for both members and IEEE Staff.

The Society President exercises direct supervision of the EMBS Executive Director with guidance from the IEEE Managing Director for Technical Activities on IEEE Policy and Procedures. The EMBS Executive Director will be a member of the Society and will serve as an ex-officio member, without vote, of all boards and standing committees of the Society with the exception of the Awards, Fellows and Nominations Committees.

The staff of the Executive Office, any consultants or hired service providers contracted by the Society will report directly to the EMBS Executive Director. The AdCom will provide a listing of the Executive Office duties. The AdCom will review the operation of the Executive Office annually and may modify the list of duties.

POLICY STATEMENT

A Endorsement of Meetings

A.1 Definitions/Types of Meetings

A.1.1 Local Meetings

These are meetings which are organized by an IEEE Section and which are only brought to the attention of members of the IEEE Section concerned. Speakers may be invited from outside the geographical bounds of the section. No action or endorsement by AdCom is needed.

A.1.2 Regional Meetings

These are meetings which are planned and for which financial responsibility is assumed by an IEEE Region. Calls for papers and announcements seeking attendance should be sent to those residing inside the Region. Attendance is expected primarily from within that Region. Proposals for regional meetings shall be submitted to the AdCom for its approval.

A.1.3 National Meetings

These are meetings for which calls for papers and announcements are sent to all members belonging to the sponsoring IEEE Society. Oversight of financial responsibility is channeled through a national committee. Proposals for national meetings shall receive Committee approval is needed for both Regional and National meetings.

A.2 Type of Endorsement

The general guidelines for the endorsement of conferences by the EMBS will be as laid out in the IEEE Conference Organizers Manual.

A.2.1 Cooperation

The Society provides publicity through announcements in its Magazine and other appropriate publications and permits use of all or part of the Society Mailing Lists at the conference's expense. Cooperation of the Society and its constituent entities with any of the meetings cited in policy statement A implies that it will encourage its members to take part on an individual basis, through the contribution of papers for the technical program and attendance at technical sessions. The Society may supply mailing address labels of its membership at standard IEEE cost for such service. The Society will publicize the event through notices in its publication (i.e. TRANSACTIONS, Magazine, and Bulletins). When the Society is mentioned in publicity issued by others for the event, the appropriate form to be used by the issuers shall be: "In cooperation with IEEE EMBS".

A.2.2 Participation

The Society shall provide the above cooperation in publicity, as well as representatives to be appointed to the technical program committees of the meeting.

A.2.3 Co-Sponsorship or Sponsorship

The Society shall provide cooperation in publicity, as well as representation on the technical program committee, and shall assume an appropriate share of administrative and financial responsibility. The Society shall be provided appropriate membership on the conference technical program committee, to help plan the technical program and to assist with the review and acceptance of contributed papers, procurement of special invited papers, and organization of panel discussions.

As appropriate and negotiated with the other cosponsor(s), the Society shall assume full fiscal and administrative responsibility for post-conference sales of the conference publications through the IEEE Book Broker Program. This will include the obligation of obtaining an assignment of an IEEE catalog number, leading to indexing of the conference publication, participation in the IEEE Book Broker Program, with listing in the IEEE Master Meeting Schedule and other related procedures, including budgetary reviews.

In addition to the financial implications above, the Society may share administrative and financial responsibilities, including a share of any net surplus or deficit resulting from the conference. Under such conditions, the Society shall have appropriate representation on the conference organizing committee.

For any degree of co-sponsorship, the appropriate form for publicity referring to IEEE shall be "Cosponsored by IEEE EMBS".

A.3 Boundaries

Sections have geographical boundaries and Groups/Societies have technical boundaries. A section or Group/Society is free to organize any sort of symposia or conference desired insofar as it remains within the prescribed boundaries. If the Section or Group/Society desires to extend these boundaries, special coordination and approval would be necessary.

A.4 Non-discrimination

When a non-IEEE organization, e.g. a university, is primary sponsor of a meeting or conference and applies to the Society for endorsement, the policy described in the previous paragraph shall apply. IEEE entities and their members wishing to participate shall be accorded treatment no different from that accorded members of the non-IEEE sponsoring entity.

A.5 Topics

A.5.1 Topics for Local Meetings may be either general or specialized.

A.5.2 Topics for Regional Meetings shall be in conformity with agreements made with the various organizations with which IEEE is affiliated.

A.5.3 Topics for National Meetings may be either general or specialized and must be in conformity with agreements which IEEE has established among its constituent entities or with other societies or organizations.

A.6 Policy

The Society may support national meetings which are judged by its ExCom not to be in direct conflict with the Society's Annual Conference, or are general meetings which are local in character or confined to a limited region.

A.7 Procedures

Applications for sponsorship or co-sponsorship of a meeting organized primarily by any local, regional or national group wishing to sponsor a meeting on some phase of engineering in medicine and biology shall be submitted in writing to the AdCom and presented in person at least one year in advance of the meeting before commitments for time and speakers have been made. Applications for cooperation or technical co-sponsorship shall be submitted in writing to the President at least six months in advance of the meeting. The application for sponsorship or co-sponsorship shall include a short statement on each of the following:

1. Local and/or national sponsoring groups
2. Organizing Committee
3. Time and Place
4. Topics to be included
5. Reasons for holding meeting
6. Methods of calling for papers
7. Criteria for attendance
8. Invited or submitted papers and screening methods
9. Program Format
10. Type of publication
11. Exhibits

12. Tours
13. Plans for publicity
14. Project planning time table
 - (a) Call for papers, announcements, etc.
 - (b) Budget and financial support
 - (c) Expected attendance

Applications for cooperation or technical co-sponsorship shall include the same headings but can exclude items 11.12 and 14b. In this case, the Vice-President for Conferences and ExCom are empowered to approve EMBS participation when appropriate, and inform AdCom at its next meeting.

AdCom, or the Society President if empowered by AdCom, shall determine at the time of an acceptable submission whether the proposed meeting conforms to this policy statement and shall determine the level of endorsement.

B The Annual International Conference

B.1 By statute, each conference has a Conference Chair and a Program Chair appointed by the President with the consent of AdCom. ExCom looks to the Program Chair for the creativeness and quality of the program and to the Conference Chair for all other aspects of the conference.

B.2 Conflicts in interpretation of these respective roles are to be resolved by ExCom.

B.3 In the interest of continuity for future years and recognizing that the conference represents a substantial portion of the Society's annual budget, ExCom affirms that it must take an active interest in the oversight of each annual conference. In view of this, ExCom requires that each Conference and Program Chair submit periodic reports to the Secretary for distribution to ExCom and the Conference Committee Chair with a reporting frequency and format to be determined by the Vice-President for Conferences. The contents of the report shall include general status, accomplishments, problems, innovations, and other items of specific relevance.

B.4 The point of contact for quality control and oversight shall reside with the Chair of the Conference Committee. All Conference and Program Chairs for current and future Conferences are ex-officio members of the Conference Committee.

B.5. As responsibility for the overall financial state of the Society rests with the VP for Financial Planning, he or she is responsible for oversight of the finances of the conference. Accordingly, this VP may impose certain auditing procedures to be followed for each conference and shall request periodic financial reports.

B.6 The ExCom recognizes that its conferences are possible only through dedicated volunteer effort and will attempt to provide the necessary resources to the extent possible, so as to enable all conference volunteers to carry out their respective roles.

C. AdCom Representation & Election

C.1 AdCom Representation

The regular elected members of AdCom will be drawn from the EMBS membership in 5 geographical zone allocations which approximate the membership distribution in each zone. They will have 3-year terms. Zone allocations may be reevaluated every 3 years by AdCom and altered, if warranted by Society priorities. Such 3-year reviews will be guided by the recommendations of the Nominating Committee.

The current allocation of 17 seats is

	# Reps
North America (<u>NA</u> Reg 1-7)	7
Latin America (<u>LA</u> Reg 9)	1
Europe (<u>EU</u> per World Health Org)	3

Middle East & Africa (<u>MEA</u>)	1
Asia-Pacific (<u>AP</u> , Reg 10)	3
Student Representative	1
GOLD Representative	1

The student member can be elected from any zone and will have a 2-year term. The zone allocation of regular AdCom representatives by membership distribution may be overridden if emphasis is desired to improve recruitment in certain areas.

The GOLD member can be elected from any zone and will have a 2 year term.

C.2. Election Schedule

Renewal of AdCom representatives for 3-year appointments will elect one-third of the AdCom members every year and attempt to distribute this renewal evenly across the zones. For example, with the above assignments, one could elect according to ending terms

- Every year:
 - 2 members from NA
 - 1 member from EU
 - 1 member from AP
 - 1 member rotating from MEA, NA or LA
- together with in Odd-numbered years
 - 1 Student Member
 - 1 GOLD Member

Hence a total of 5 AdCom members would be renewed every year and 1 student member and 1 GOLD member in alternate years. Election will be by plurality of votes as outlined in section 4.3 of the Bylaws, taking into account the restrictions on country/continent participation. For example, since zone AP includes two continents and several countries in each, the 3 members from that zone would have to include at least one from Australasia and the rest from different countries in Asia (e.g. New Zealand, Japan and China; or Australia, China and India; etc...). The paper ballots will recommend that EMBS members restrict their votes to selecting AdCom candidates in their own assigned zone, while electronic balloting will automate the same intent.

INDEX

	Page
CONSTITUTION	1-5
Article I: Name and Object	1
Article II: Membership	1
Article III: Field of Interest	1
Article IV: Financial Support	2
Article V: Management and Officers	2-3
Article VI: Election of Administrative Committee	3
Article VII: Meetings of the Administrative Committee	4
Article VIII: Meetings	4
Article IX: Amendments and Bylaws	4
Article X: Publications	4
Article XI: Mission	5
BYLAWS	5-15
1. Amendment Process	5
2. Membership:	5
2.1 Members	5
2.2 Affiliates	5
2.3 Students	5
3. Administrative Committee	5-6
4. Nomination and Election of the Administrative Committee	6-7
5. Officers	7-8
6. Meeting of Administrative Committee	8-9
7. Publications	9
8. Society Funds	10
9. Committee Chairs	10
10. Standing Committees	10-13
10.1 Awards	10
10.2 Clinical Engineering	10
10.3 Conference	10-11
10.4 Distinguished Lecturer Program	11
10.5 Education	11
10.6 Emerging Technologies	11
10.7 Ethics & Professional Responsibility Committee	11
10.8 Fellows	11
10.9 Finance	11
10.10 Industry Relations and Professional Activities	11
10.11 Member and Chapter Activities	12
10.12 Nominating	12

INDEX

10.13 Publications	12
10.14 Standards	12
10.15 Student Activities	12
10.16 Technical Activities	12
10.17 Constitution and Bylaws	12
10.18 History	13
10.19 Infostructure	13
10.20 Technical Committees (TCs)	13
10.21 Strategic Planning Committee	13
10.22 Member Recognition Committee	13
10.23 Chapter Development Committee	13
11. Special or Ad Hoc Committees	13
12. Policy Statements	13
13. Local, Regional, and National Meetings	14
14. Executive Office	14
POLICY STATEMENT	15-18
A. Endorsement of Meetings	15
A.1 Definitions/Types of Meetings	15
A.1.1 Local Meetings	15
A.1.2 Regional Meetings	15
A.1.3 National Meetings	15
A.2. Type of Endorsement	15
A.2.1 Cooperation	15
A.2.2 Participation	15
A.2.3 Co-Sponsorship or Sponsorship	15
A.3. Boundaries	16
A.4. Non-discrimination	16
A.5. Topics	16
A.6. Policy	16
A.7. Procedures	16-17
B. The Annual International Conference	17
C. AdCom Representation	17-18