

CONSTITUTION

- 12.1 - Urge the introduction of "promotion" for "transfer" in all documents relating to the SREE. In the event SREE does not materialize would recommend for AIEE.
- 12.3 - Reference should be made here to the definition of "voting member" in the Bylaw.
- 15.1 - According to members of the AIEE Four-Man Committee, this Assembly procedure is required by the laws of the State of New York. It is inferred that AIEE's method of electing officers is not in accordance with these laws. It was my impression that the Assembly method was resorted to for the purpose of making legal the election of Directors by the Board of Directors itself. The facts in this case should be determined. If AIEE is doing it wrong, it should be corrected, merger or not.
- 15.2 - Why specify that the Assembly can take place outside the State of New York. Why not specify that it shall take place wherever the Board of Directors chooses.
- 16.4 - Same as 15.2.
- 18.3 - It would appear from the arithmetic here that the Directors-at-Large, elected by the voting membership, might actually come down to one in number.
- 21.1 - Since the Board of Directors is also the source of nomination, the opportunity to be self-perpetuating to the extent of at least seventeen Directors could be maintained until a petition by 500 members intervened.
- 22.1 - In a constitution as brief as this one it would hardly seem necessary to specify that the President may visit groups and make speeches.
- 22.2, 3, 4, 5 - A more precise definition of the relationship of these corporate officers to the General Manager would seem desirable at some point, preferably in the Bylaws where there is some confusion.
- 22.6 - The need for these two signatures by Corporate Officers was found by AIEE to be cumbersome and was discarded at the insistence of Mr. Linder when he was Treasurer of AIEE.
- 23.2 - There are obviously words omitted here. It should probably end up with a sentence that starts, "Notification shall be"

10.53.467

BYLAWS

- 101.1 - In putting together the final revision of these Bylaws, there should be a reference to the precise number of the article and section of the Constitution whenever it is cited in the Bylaws for words to that effect.
- 101.1 - The adequacy of seven Regions for the United States will undoubtedly be a subject of considerable discussion before this matter is settled.
- 101 - The disclaimer appearing elsewhere in the connection with other units or groups of members to the effect that no group or officer thereof shall contract debts for or pledge the credit of, or in any way bind the organization, should be inserted.
- 102.7 - The desirable statement referred to above is to be found here.
- 104 - Consideration for the Blackmon-Weber suggestions of the grouping of PTG's should not be overlooked.
- 104.5 - This probably does not mean that the Executive Committee passes on the qualifications of Affiliates for PTG's.
- 105.1 - Why can't this subject be left just about here, or at least relegated to the PTG and Section Constitution of which models are provided? The same comment might have been made in connection with Subsections although there is a little difference in that the Subsection is allotted a definite geographical territory.
- 106 - It was my impression from the Eight-Man Committee reports that Student Branches in SREE were to be delegated to the Regions and Sections for administration. That impression does not ~~be seemed~~ to be born out by the detailed treatment given the subject under this head.
- 301.1g - I am personally glad that I will achieve Member-for-Life this year 1962. However, I see the advantage in withholding it to age 65. It is at this point that it seems appropriate to take advantage of the exemption. As the number of older members in the Society increases, the loss of dues between the minimum age of 56 and 65 will be appreciable. These men should all continue to pay dues rather than to depend on the generosity of a fraction of them to contribute voluntarily. This simplifies matters and eliminates the Members-for-Life Fund which has been a nuisance and has had a great deal of difficulty finding projects acceptable to the members for support. The headed income to the Society will enable the Society to do more and do it more equitably for the entire membership.
- 302.3 - Apparently the President of SREE need not be a Fellow. This will occasion some debate within AIEE. The thinking is divided on the subject, but whenever it has reached the Board of Directors, the Board of Directors has maintained the requirement. It might be argued that, if the recommended procedure and limit on the number of Fellows elected is to be maintained the list of Fellows will not be large enough to supply an adequate presidential pool. However, in an organization with the scientific and educational pretensions of SREE, it would seem to be desirable that its Presidents should have achieved "unusual distinction".

- 302.6 - I consider this distinctly undesirable. It is a relic of trade association practice, and its inforcement by any single officer will be extremely difficult.
- 302.10 - This is a matter that needs the most careful consideration. Its practicability is doubtful. It is not recommended by the Two-Man Committee. It was my impression that it was not favored by the AIEE Executive Committee. Trying to crowd all of the significant technical advances into one monthly magazine is subject to the same difficulties that trying to satisfy the membership with a single general meeting is subject to. The big question is whether two such magazines can be adequately supported by advertising. It may be assumed by those who have apparently taken a decision that "ELECTRICAL ENGINEERING" will prove economically unattractive because of the lack of advertising and will fall by the wayside leaving the single "PROCEEDINGS" as they are.
- 303.2,3- This question of "unusal distinction" vs. "distinction" should supply material for considerable debate. It may be assumed that the AIEE Board of Examiners will find this whole Section 303 very interesting.
- 303.6 - Why not really get behind ECPD and do a job of accrediting EE Curricular and limit Student membership and promotion accordingly? After all, SREE will be responsible through ECPD for the accrediting of EE Curricular and can impose a definition of a "school of recognized standing" which might do the whole profession a great deal of good.
- 304.2 - It is difficult to see how IRE manages its rapid acceptance of applications for membership if these rules are strictly applied.
- 305.2 - The answer to the last question may be in this procedure of "proposal" if all the work related to references can be disposed of in advance by "testimonials", and an invitation to accept membership has already been approved by the Executive Committee, the acceptance of the invitation by the invitee settles the matter and he gets the impression that a great degree of efficiency is associated with the procedure. The question is whether the proposal procedure with its "testimonials" is the equivalent of the application with references.
- 402.1 - It appears that the Executive Committee does a great deal which AIEE now delegates to Departments and Committees. However, for a tightly controlled organization of this size, to be efficient it seems to me quite desirable. However, the responsibilities and administrative duties of the Executive Committee as such do not leave much leeway for executive action on the initiative of the General Manager.
- 403 -
404 - Here again, the question of the definition of the responsibilities and authorities of the General Manager in relation to those of the Corporate Officers and the Executive Committee should be more sharply defined. It is my own opinion that a voluntary membership technical society cannot successfully operate through a General Manager of the type used by the trade associations. He cannot be the "spokesman" for the Society. His influence and authority will have to be exercised internally and through his guidance of the Corporate Officers and the Executive Committee. The few instances where the General Manager principle has been applied in membership organizations has not worked out well. It has usually been a carry-over from a proprietary situation in which the General Manager started the organization as an adjunct to his publication or exposition business and financed its early operation out of the profits of that business. In most of the cases of present membership societies that have

developed out of such situations, they have had to break lose from that kind of control in order to develop acceptability on the part of the professional community including their own members. In general, it can be observed that the General Manager will pretty much make his own job and determine the degree of his influence by the quality of his thought and his skill in dealing with the officers and membership. The degree of authority and influence of the Executive Officer of these organizations can also be observed to fluctuate with their financial position. An organization, camply financed by income in addition to member dues, is usually content to pay little attention to the management, at least, of its business affairs. I believe this is generally true of corporations and their stockholders also.

- 405.2 - I notice the insertion of the Student Branches Committee. There is no Sections Committee, or Regionsl Committee. See further comment under 405.16.
- 405.2 - Appointments to most of these committees are to be by the Executive Committee or the Board of Directors. No Committee or Board can make such appointments, without the responsibility for nominations. Who does this? The President?
- 405.8 - Is there a difference between the "Editorial Board" and the "Board of Editors"?
- 405.14 - It is not customary to appoint staff to Society Committees. Why should the General Manager and the Technical Secretary be appointed to a PTG Committee specifically? Staff assists and works with all committees, it should be assumed.
- 405.16 - Also the Committees have been defined as being "responsible" for". Here we have one with "general supervision" and "concern". It would seem to me that the Executive Committee could handle Student Branches problems if they get beyond or need to get beyond the Regional level. The effectiveness of the AIEE Student Branches Committee has not, in my opinion, justified the insertion of a similar organization in this Bylaw. It is likely to develop into nothing more than a professor's lobby.
- 405.17 - Here again, staff assistance could be assumed.
- 406.3 - The Board of Directors apparently nominates all officers, appoints all committees and actually elects seven Directors. Discussion of this can be expected.
- 501 - This matter of periodical is deserving of the most careful consideration. It is the most vital point in the life of any such organization as SREE to send monthly to all members a technical proceedings which seems to be extremely wasteful. The question is, of oourse, whether advertising will be attracted to the "ELECTRICAL ENGINEERING" type of publication to a necessary extent. The most expert advice and experience ought to be brought to play on this question. It was our original understanding from the Eight-Man Committee that the monthly publication would be of the "ELECTRICAL ENGINEERING" type.