

## ***IEEE Latin American Region Bylaws***

### SECTION 1 - NAME

The name of the organization is IEEE Latin America. It will also be known as Region 9 of the Institute of Electrical and Electronics Engineers, Inc., referred to as IEEE Region 9 or IEEE R9

IEEE is incorporated under the New York State Not-for-Profit Corporation Law. The content of that law changes from time to time; the IEEE Executive Director should be consulted prior to taking any action related to that law.

### SECTION 2 - TERRITORY

The IEEE Region 9 territory, as established by the IEEE Bylaw I-402.1, shall comprise the territory encompassing the Caribbean and Bahamas Islands, South America, Central America and Mexico (North America) as further specified in these Bylaw.

#### 2.1 COUNCILS

- 2.1.1 A Geographic Council, as established by the IEEE Bylaw I-402.3, may be formed by agreement of a group of contiguous Sections and it exists at their pleasure. It is intended to act as a subordinate committee of the Sections and they have the right to direct its operation. It is formed by the Sections to do only those delegated tasks that can be best done together by the Sections rather than singly by each Section. The Sections retain their recognition as the basic operating, executive, administrative geographic unit of IEEE. The Region Director and the Member & Geographic Activities Board shall approve the formation of a Council.
- 2.1.2 Councils are governed by and operate in accordance with IEEE MGA Operations Manual 9.3.
- 2.1.3 IEEE Region 9 has the following Councils:
- ANDEAN  
(Established: 2001. Sections: Bolivia, Colombia, Colombia Caribbean, Ecuador, Peru and Venezuela)
  - BRAZIL  
(Established: 1970. Sections: Centro Norte, Minas Gerais, Northeast Brazil, Rio de Janeiro and South Brazil)
  - CAPANA  
(Established: 1982. Sections: Costa Rica, El Salvador, Guatemala, Honduras, Nicaragua and Panama)
  - MEXICO  
(Established: 1977. Sections: Aguascalientes, Centro Occidente, Guadalajara, Guanajuato, Mexico, Monterrey, Morelos, Puebla,

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- Queretaro and Veracruz)
- SOUTHERN CONE  
(Established: 2013. Sections: Argentina, Chile, South Chile, Paraguay, Uruguay)

### 2.2 SECTIONS

- 2.2.1 A Section, as established by the IEEE Bylaw I-402.4, is a basic operating organizational unit of IEEE constituted by a minimum of fifty (50) voting members and established with the approval of the MGA Board (MGAB) by petition of those who live/work in relatively close proximity to be served by activities that meet their needs and further the missions of IEEE. The territory of the Section is approved by the MGA Board.
- 2.2.2 Sections are governed by and operate in accordance with IEEE MGA Operations Manual 9.4.

### 2.3 SUBSECTIONS

- 2.3.1 A Subsection, as established by the IEEE Bylaw I-402.5, shall be a part of a Section or Region, constituted by a minimum of twenty (20) IEEE voting members, and established with the approval of the MGA Board by petition to the Section Executive Committee, of those who live/work in relatively close proximity to be served by the activities that further the mission of IEEE.
- 2.3.2 Subsections are governed by and operate in accordance with IEEE MGA Operations Manual 9.5.

### 2.4 CHAPTERS

- 2.4.1 A Chapter, as established by the IEEE Bylaw I-402.6, shall be a technical subunit of a Region, one or more Sections, or a Geographic Council, constituted by a minimum of twelve (12) IEEE voting members of a Society or group of Societies in the case of a joint Chapter and shall be established by petition to the parent geographical and technical organization unit(s) concerned to fulfill the technical needs of the members and the mission of IEEE. A Chapter functions in a manner similar to that of a Section.
- 2.4.2 Chapters are governed by and operate in accordance with IEEE MGA Operations Manual 9.6.

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IEEE Region 9 is also comprised of Student Branches, Student Branch Chapters, Affinity Groups and Student Branch Affinity Groups, which are governed by and operate in accordance with IEEE MGA Operations Manual 9.7, 9.8, 9.9 and 9.10, respectively.

### SECTION 3 - PURPOSE

IEEE Region 9 is a basic operating organizational unit of IEEE established for management and administrative purposes to represent and fulfill the needs of the members and the missions of IEEE within the territory prescribed.

IEEE Region 9, as established by the IEEE MGA Operations Manual 9.1.F, shall have a Region Committee described in Section 5 hereto and a Region Executive Committee (ExCom), organized and operated in accordance with these Bylaws. The Region Director shall serve as the Region Committee Chair of both committees with full faculties to delegate duties to other Executive Committee members when necessary.

### SECTION 4 - OFFICERS

- 4.1 The Region Executive Committee (ExCom) shall consist of the Region Director; Region Director-Elect; Region Secretary; Region Treasurer and Immediate Past Region Director. The positions of Region Secretary and Region Treasurer can be occupied by the same person.
- 4.2 The term of office for the Region ExCom Officers shall be two years.
- 4.3 The term of office will begin on January 1 in even numbered years, but in any case, the outgoing officers will continue until their successors are duly elected or appointed and take office.
- 4.4 Any vacancy occurring in the offices of Region Director or Region Director-Elect shall be filled in accordance with IEEE Bylaw I-307. Any vacancy occurring in the office of Region Secretary or Treasurer shall be occupied by the Region Director.
- 4.5 The duties of the Region ExCom officers are:
  - 4.5.1 Region Director:

The Region Director shall serve as Chair of the Region Committee for a two-year term beginning January 1 in even-numbered years. The Region Director shall manage the operations of the Region to best serve the needs of the members and shall have general supervision of the affairs of the Region. The Region Director shall also provide primary interface between the members of the Region and the MGA Board and IEEE Board of Directors.

The Region Director will be the delegate of the Region to the IEEE Assembly.

4.5.2 Region Director-Elect:

The Region Director-Elect shall serve as Vice Chair and shall be elected by the Voting Members in Region 9 for a two-year term beginning January 1 in even-numbered years.

Functioning as Vice Chair, the Region Director-Elect shall chair meetings of the Region Committee in the absence of the Chair, conduct other Region Committee business in the absence or inability of the Chair to do so, and perform such other duties as assigned by the Region Chair. The Region Director-Elect shall also be responsible for chairing the Region Membership Development Committee. At the end of his/her two-year term the Director-Elect shall automatically become Region Director for a two-year term, without further election.

4.5.3 Region Secretary:

The Region Secretary shall be appointed by the Region Director. The term of office shall be one year with a possible reappointment for a second year, concurrent with that of the Director.

The Region Secretary shall be responsible for correspondence, mailing notices, preparing the Agenda for and recording the minutes of all meetings of the Region ExCom and Region Committee. He/she shall also be responsible for any other duties as assigned to him/her by the Region Director.

4.5.4 Region Treasurer:

The Region Treasurer shall be appointed by the Region Director. The term of office shall be one year with a possible reappointment for a second year, concurrent with that of the Director.

The Region Treasurer shall be responsible for handling regional funds, keeping financial records, submitting Financial Reports to IEEE Headquarters and such other duties as assigned to him/her by the Region Director.

4.5.5 Immediate Past Region Director:

At the end of his/her term, the Region Director shall serve on the Region Committee and Region ExCom as Immediate Past Region-Director for a two-year term.

The Immediate Past Region Director shall be responsible for chairing the Region Nominations and Appointments Committee, the Ex-Directors Council and such other duties as assigned to him/her by the Region Director.

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The Immediate Past Region Director shall chair the Region Committee and Region ExCom if the Region Director and the Region Director Elect cannot do so.

### SECTION 5 - MANAGEMENT

5.1 The Region Committee, as established by the IEEE MGA Operations Manual 9.1.F.3 shall consist of the following members:

5.1.1. Voting Members

- a. All Region ExCom members
- b. All Council Chairs
- c. All Section Chairs
- d. Region Student Activities Committee (R9-SAC) Chair
- e. Region Membership Development Committee (R9-MDC) Chair (Region Director-Elect, ex officio)
- f. Region Educational Activities Committee (R9-EAC) Chair
- g. Region Technical Activities Committee (R9-TAC) Chair
- h. Region Awards & Recognition Committee (R9-ARC) Chair
- i. Region Student Representative (R9-SR)
- j. Region Newsletter Committee (R9-NLC) Editor-in-Chief
- k. Region Information Management Committee (R9- IMC) Coordinator
- l. Region Latin American Transactions Committee (R9-LATC) Editor-in-Chief

5.1.2. Non-Voting Members

Other committees can be created by the Region ExCom, at its own convenience, and the chair appointed by the Region Director.

During a given period, the same person can chair more than one committee, or two committees can be merged to form one.

5.2 The management of the Region 9 shall be by the voting members of the Region 9 Committee, as specified in Section 5.1.1 hereto.

All of whom shall be of “Graduate Student Member” Grade or higher in IEEE, except the Region Director, Region Director-Elect and the past directors, who shall have the grade of "Senior Member" or higher in IEEE and the Student Representative who may have the grade of “Student” in IEEE.

5.3 The Region Committee shall coordinate all Section Activities within the Region.

5.4 The Region Chair, or in the event of his/her unavailability, the Region Vice Chair, shall be responsible for calling the Region ExCom and Region Committee meetings(s). The Region Committee shall hold at least one meeting face to face each year at an appropriate time and place. To approve action items at the Region 9 Committee meetings, at least a majority of

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- the Committee (or their alternates, if applicable), which includes at least half of the Section Chairs in the Region, must be present to constitute a quorum.
- 5.5 The Region Committee shall hold its annual meeting within the first one hundred and twenty days (120) of the calendar year. This meeting will be held in a place previously selected by the Region ExCom. Other Region Committee meetings could be held during the year if the Region Director or a majority of the Region Committee voting members so request.
- 5.6 In order to approve action items at Region Committee meetings a quorum must be present. Quorum in a Region Committee meeting shall consist of one half of the total membership of the Committee, provided that, at least 50% of the Section Chairs must be present in such a meeting.
- 5.7 The fiscal year of the region will be the calendar year.
- 5.2 There shall be an Ex-Directors Council, chaired by the Immediate Past Region Director and formed by all past Region Directors, which will serve as a consulting body to the Region Committee.
- 5.3 Except as otherwise set forth in these IEEE Region 9 Bylaws, the composition, membership requirements, reporting structure and financial and administrative considerations for the Region Operational Unit shall be included in Region 9 Operations Manual.

### SECTION 6 - NOMINATIONS AND ELECTIONS

- 6.1 There shall be a Region Nominations and Appointments Committee who shall prepare a slate of candidates for the office of Region Director-Elect, to be submitted to the Region Committee for approval. The slate shall include not fewer than two nor more than three candidates for that office in accordance with IEEE Bylaw I-307.6 for the election of the Region Director-Elect. The petition process defined by IEEE Bylaw I-307.10 for Region Director-Elect shall apply.
- 6.2 The Region Nominations and Appointments Committee shall consist of the three immediate Past Region Directors and two non-past directors who are members or ex-members of the Region Committee, elected by the vote of its members. The Chair shall be the Immediate Past Region Director.
- 6.3 The Region Committee through its Region Director, shall submit to the Board of Directors by March 15 of the Regional election year, its slate of candidates for Region Director-Elect. The slate shall include not fewer than two nor more than three qualified candidates for that office. To qualify, each candidate shall indicate to the Region Nominations and Appointments Committee acceptance of the nomination in writing.

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- 6.4 The Region Director-Elect elected by members in Region 9 shall reside in the Region and be of Senior Member Grade or higher in IEEE.
- 6.5 The Region Director-Elect shall have a term of office of two years before automatically becoming Region Director.
- 6.6 The Region Directorship has historically been rotated among the countries comprising Region 9. In selecting candidates for election of the Region Director-Elect, the Nominations and Appointments Committee will give preference to recommendations of candidates from countries that have not been represented in the direction of the Region or that have not been represented for many years in the direction of the Region. In order to allow for such rotation, members residing within the countries represented by the current Director-Elect, Director and immediate Past Director shall not be eligible as candidates.
- 6.7 The Region Nominations and Appointments Committee shall also be responsible for the annual solicitation within the Region of names of potential candidates to be considered by the IEEE Nominations and Appointments Committee and the MGA Nominations and Appointments Committee for service on IEEE Committees and Boards
- 6.8 After completion of the term of service as Region 9 Director, individuals shall be ineligible to serve a second full term.
- 6.9 Place the names of qualified nominees received in accordance with IEEE Bylaw I-307.3 into nomination. Due to the perceived conflict of interest, voting members of the Region Committee who have qualified shall leave the room and not participate in the vote.

### SECTION 7 - FINANCES

- 7.1 IEEE Latin America (Region 9) shall be funded in accordance with the provisions of IEEE MGA Operations Manual 9.1.I.
- 7.2 All funds of the Region shall be deposited in such a way that the funds can be withdrawn by either the Region Director or the Region Treasurer.
- 7.3 All expenditures shall be in accordance with the current annual budget. Withdrawals from the regional bank accounts shall require the signature of either the Region Director or the Treasurer.
- 7.4 The Treasurer shall submit in writing a financial statement and synopsis of the income and expense ledgers at each Region Committee meeting or ExCom meeting.

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- 7.5 An internal audit of financial records of the Region will be conducted annually by a minimum of two people as designated by the Region Director.

### SECTION 8 - RECORDS

- 8.1 The Region Treasurer shall maintain general ledgers, income and expense ledgers, financial statements, audit reports, etc. The Region Treasurer shall prepare the Annual Financial Report to the IEEE by January 15, for approval by the Region Director.
- 8.2 The Region Secretary shall maintain the Charter, Bylaws, Minutes, Etc. The Region Secretary shall prepare an Annual Activities Report by January 15, for the approval of the Region Director.

### SECTION 9 - AMENDMENTS

The Region Committee may amend these Bylaws and the Region 9 Operations Manual by a two-thirds majority of all votes cast at any properly constituted Region Committee Meeting. Proposed changes and reasons therefore, shall be in possession of the voting members at least ten days prior to the meeting at which the vote shall be taken.

Changes will not become effective until approved by the IEEE MGA Board in accordance with IEEE Bylaws.

*IEEE Latin America Region Bylaws  
Approved on September 26, 2020, Virtual Meeting.*

#### History:

- Approval by the Region 9 Regional Committee, during the Regional Meeting in Salvador, Bahia, Brazil, April 9, 2011
- Change on Section 6.6 approved by the Region 9 Regional Committee, during the Regional Meeting in Bogota, Colombia, March 29, 2014. MGA approval on June 21, 2014.
- Addition of Section 6.8 approved by the Region 9 Regional Committee, during the Regional Meeting in Amsterdam, The Netherlands, August 22, 2014. MGA approval on November 22, 2015.
- General revision approved by the Region 9 Regional Committee, during the Regional Meeting in Lima, Peru, March 14, 2020)
- Addition of Section 6.9 and update of Section 5.1.1.k approved by the Region 9 Regional Committee, during the Virtual Regional Meeting, September, 2020)