

2.0 MEMBER AND GEOGRAPHIC ACTIVITIES BOARD

(In the following sections, the functions, duties and responsibilities are not intended to be limiting.)

It is the intent of the Member and Geographic Activities Board, committees and staff to operate within an active strategic framework described by the following which is continuously monitored and may be updated as with all elements of this MGA Operations Manual.

2.1 VISION _____

Statement: Ensure Quality Member Opportunities for Continuous Engagement

Guiding Principles

- Membership is a core value of IEEE.
- Members shape IEEE's future.
- Members collaborate to create IEEE's future.
- IEEE enhances members' future.

2.2 MISSION _____

Statement: Inspire, Enable, Empower and Engage Members of IEEE

The IEEE Member and Geographic Activities Board serve the interest of IEEE and the members through the following:

Strategies

- Increase the value of IEEE membership.
- Utilize member life cycle concept.
- Provide a simple, consistent interface to members and prospective members.
- Track member involvement and development.
- Make the process of joining and maintaining membership simple and straightforward.
- Facilitate member collaboration.
- Become more transnational in look, feel and language, consistent with the IEEE Bylaws.
- Strengthen the relevancy of IEEE membership to industry.

Goals

- Increase member engagement.
- Improve relationships with and between members.
- Increase operational efficiency and effectiveness, within MGA and its interfaces.
- Enhance collaboration with other organization units. (MGA recognizes the intimate relationship between Sections and Societies and their Chapters and will work with other organizational units of the IEEE to foster improved interaction.)
- Increase membership
- Increase the collaboration and cooperation between Geographic Units
- Enhance the membership-related information available to the member and the geographic units

2.3 MEMBERSHIP _____

In accordance to Bylaw I-304.5, the Member and Geographic Activities Board shall consist of not more than 20 members including:

- Vice President - Member & Geographic Activities who shall be Chair
- Immediate Past MGA Chair
- MGA Treasurer
- 10 Region Directors
- Vice Chair, Member Development
- Vice Chair, Geographic Unit Operations
- Vice Chair, Information Management
- Vice Chair, Strategic Management & Analysis
- 2 Members appointed by the Vice President – Technical Activities
- Staff Secretary, ex-officio member without vote

MGA Board members shall be at IEEE Senior Member or Fellow grade. Individuals holding more than one office on the MGA Board shall be limited to one vote. A majority of MGA Board members will be directly elected by the IEEE membership.

The IEEE Assembly shall elect the Vice President, Member & Geographic Activities who shall also serve as MGA Chair.

2.4 OFFICERS

The officers of the MGA Board shall be the MGA Chair, the immediate Past MGA Chair and the MGA Treasurer. They shall serve as voting members of MGA Board and the MGA Operations Committee.

The MGA Secretary shall be an ex-officio Officer without vote on the MGA Board and the MGA Operations Committee.

MGA Officers are expected to attend all meetings of MGA Board and the MGA Operations Committee, to be informed on the issues and participate in the discussions.

A. Chair, Member and Geographic Activities Board. The MGA Chair shall serve a term of one year and may be re-elected (IEEE Bylaw 305.6). Upon completion of the term of office, the MGA Chair unless re-elected, shall serve as Past MGA Chair.

1. Responsibilities:

- a. Serve as Chair of the Member and Geographic Activities Board.
- b. Serve as a voting member, as Vice President – Member & Geographic Activities, of the IEEE Board of Directors.
- c. Serve as a voting member of the IEEE Executive Committee as coordinator of all Member and Geographic activities, and as liaison for the Member & Geographic Activities Department.
- d. Work with the Managing Director of the Member & Geographic Activities Department to provide advice and support for staff assistance on all regional operations; membership development; member application, admission and advancement; student activities including *IEEE Potentials* magazine and Geographic organizational unit operations and projects.
- e. Work with the Staff Director, Member Services, to provide advice and support for staff in member services, including the renewal process, customer services, etc. Be informed about matters of concern for the effective operation of the Department.
- f. Represent the IEEE on matters involving Member and Geographic Activities and Services, and when requested, on behalf of the IEEE President.
- g. Work with Regional Directors and Geographic organizational units on behalf of the IEEE, where necessary or appropriate.
- h. Oversee MGA financial operations. Work with the Managing Director, Member & Geographic Activities, where appropriate to coordinate the financial operation of the department.
- i. Chair meetings of the MGA Operations Committee and assist in the development of agendas for MGA and MGA Operations Committee meetings.
- j. Make such appointments to MGA committees as may be appropriate, such as ad hoc committees, MGA representatives to other Boards and Committees, etc.
- k. Carry out tasks assigned by the IEEE Board of Directors/IEEE Executive Committee and inform the MGA Board of appropriate matters.

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- B. Past Chair, Member and Geographic Activities. The Past Chair MGA will have just completed a term of office as Chair, Member and Geographic Activities Board. In the event of the unavailability of the immediate Past MGA Chair, the most recent past MGA Chair available and willing to serve shall serve as Past Chair, MGA.
1. Responsibilities:
 - a. Report administratively to the MGA Chair. Acts for MGA Chair in the absence of, or at the request of, the MGA Chair.
 - b. Shall normally serve as Chair of the MGA Nominations & Appointments (N&A) Committee. In accordance with the Committee Charter, preside over meetings of the MGA N&A Committee, report MGA N&A activities to MGA and oversee the MGA N&A Process.
 - c. Carry out other tasks assigned by MGA or the MGA Chair/Vice President, Member & Geographic Activities, as appropriate.
 - d. Bring appropriate Committee items to the attention of the responsible MGA Standing Committee or MGA.
 - e. Serve as a member of the IEEE N&A Committee.
- C. MGA Treasurer: Shall be appointed by the MGA Assembly and serve as the Chief Financial Officer of MGA and Chair of the MGA Finance Committee. The term of office shall be for one year. Having served one term, he/she shall be eligible to be re-appointed for up to two additional one-year terms, not to exceed 3 consecutive years of total service in this position.
1. Responsibilities:
 - a. Serve as a member and attend all meetings of the IEEE Finance Committee. Reports on the progress and activities of the MGA Finance Committee and IEEE Finance Committee to MGA and the MGA Operations Committee.
 - b. Report administratively to the MGA Chair.
 - c. Ensure sound financial management of MGA funds.
 - d. Work with the Managing Director of the Member and Geographic Activities Department to develop the MGA budget including the rolling three to five year financial plan.
 - e. Approve expenditures as necessary and appropriate.
 - f. Ensure compliance with IEEE policies and procedures in all financial matters relating to the MGA Board and MGA Standing Committees.
- D. Secretary: Shall be the Managing Director - Member and Geographic Activities Department who has been designated by the IEEE Executive Director and should have a broad knowledge of geographic volunteer leadership.
1. Responsibilities:
 - a. Serve as an ex-officio non-voting member of the MGA Board, MGA Operations Committee and other MGA standing committees as noted in the committee charter.
 - b. Organize, direct, and guide Member and Geographic Activities staff operations in support of the MGA Board.
 - c. Assist in the development of the agendas for the MGA Board and MGA Operations Committee meetings.
 - d. Be responsible for logistical and administrative support of the MGA Board and its Committees.
 - e. Assist the MGA Chair in determining the administrative needs of MGA and its organizational units.
 - f. Advise appropriate organizational units of MGA actions and plans. Ensure that the administrative needs of the MGA Board members are appropriately met.

- g. Attend appropriate meetings of the Regions to enhance their interface with MGA and the IEEE Operations Center.

2.5 MGA VICE CHAIRS

There shall be the following MGA Vice Chair positions:

- Vice Chair - Member Development
- Vice Chair - Geographic Unit Operations
- Vice Chair - Information Management
- Vice Chair - Strategic Management and Analysis

The MGA Assembly shall appoint the Vice Chairs. The term of office of Vice Chairs shall be for one year. A Vice Chair, having served one term, shall be eligible to be re-appointed for up to two additional one-year terms, not to exceed 3 years total service in this position. Vice Chairs shall fulfill the responsibilities as defined herein and report to the MGA Board on their committees' activities

Report administratively to the MGA Chair and are expected to attend all meetings of the MGA Board and the MGA Operations Committee, to be informed on the issues and participate in the discussions.

A. Common Characteristics

1. Must possess a willingness to develop an understanding of the Strategic Vision of MGA and commit to its implementation and operating principles.
2. Should have five to ten years of increasingly responsible management experience and excellent leadership qualities.
3. Should have experience in translating strategic vision into tactical action and providing direction and guidance to the design and implementation teams that carry out the mission.
4. Must be able to gain an understanding of the role of information technology in enabling MGA functions.

B. Common Skills

1. Demonstrated tactical management experience.
2. Demonstrated management skills in a volunteer led organization that operates by consensus. Negotiating skill a definite plus.
3. Demonstrated strong interpersonal skills with sensitivity to cross-cultural and transnational issues.
4. Demonstrated superior written and oral communication skills and organizational ability.
5. Demonstrated relationship and consensus building in a collaborative working environment
6. Understanding of remote / electronic working environments and associated tools. (Willingness to learn)

C. Vice Chair – Member Development

1. Responsibilities:
 - a. Responsible for the coordination of policy involving all aspects of the member experience, member engagement, growth and development throughout the member life cycle and throughout the IEEE.
 - b. Coordinating the requirements that IEEE has of the member.
 - c. The development, through shared responsibility, of supporting methodologies in the critical areas of member information, education and training.

2. Additional Skills:

- a. Proven success in a diverse team oriented environment.
- b. Supports "engagement" model and understands how to relate it to other organization units.
- c. Experience with Technical Activities is a plus.
- d. The ability to recognize and cultivate the diversity of member and member needs, varying member lifecycles, cultures, and have a collaborative spirit.

D. Vice Chair – Geographic Unit Operations

1. Responsibilities:

- a. Responsible for design, development, and implementation of the support model for the Geographic Units,
- b. Recommend policy for effective operation of the Geographic Units.
- c. Oversight of Geographic Unit operations and the support structures.
- d. The development of parameters to be included in the funding model for supporting the Geographic Units (for the MGA Finance Committee to use in allocating resources).
- e. The monitoring and promotion of Geographic Unit activities related to MGA objectives (Member Engagement, Professional Development, Public Imperatives, etc.)

2. Additional Skills:

- a. Familiarity with Geographic Unit Operations below MGA
- b. Ability to think creatively
- c. Familiarity with MGA Vision and Goals
- d. The ability to recognize and cultivate the diversity of member and member needs, varying member lifecycles, cultures, collaborative spirit

E. Vice Chair – Information Management

1. Responsibilities

- a. Works with MGA and IEEE IT staff in coordinating the coordination of architecture, development, timeline and other issues relative to electronic communication, information collection and automation for areas related to the MGA.
- b. Representation on the IEEE Information Technology Strategy Committee (ITSC)

2. Additional Skills:

- a. Ability to represent needs to ITSC to ensure appropriate prioritization, integration and implementation
- b. Ability to derive requirements from expressions of need.
- c. Ability to interface with the other MGA leaders to ensure that MGA information and IT needs are identified, prioritized and whenever possible met.

F. Vice Chair – Strategic Management and Analysis

1. Responsibilities
 - a. Development and maintenance of MGA Strategic Direction
 - b. Continual assessment of the strategic forces impacting the direction of the MGA
 - c. The development of the tactical objectives (12-24 month window) and monitoring the impact to the MGA direction.
 - d. The definition and monitoring of the “critical success factors” affecting the member and the operations of the geographic units.
 - e. Alignment of the MGA Strategic Direction and Objectives with those of the IEEE.
 - f. Dissemination of the Strategic and Vision to the Geographical Units and provide assistance in their planning activities.
2. Additional Skills
 - a. Ability to think outside of the box
 - b. Knowledge of the environmental factors affecting the member and the geographic units, ability to deal with a high level of abstraction.
 - c. Management skills associated with a matrix reporting and operating structure

2.6 REGION DELEGATE/ DIRECTOR _____

A. Qualifications:

1. The individual shall be an IEEE member of Senior Member or Fellow grade.
2. Be prepared to serve 6 years, in the positions of Director Elect, Director and Past Director.
3. Experienced in Section and Region Committee activities.
4. Reside in and be members of the Region electing them.

B. Functions:

1. Represents the membership of one of the ten geographic Regions.
2. Serves as a voting member of the IEEE Assembly and MGA Assembly as a delegate.
3. Serves as a voting member of the IEEE Board of Directors, and as such serves the interests of IEEE.
4. Serves as a voting member of the MGA Board.
5. May serve as a representative of the MGA to other IEEE organizational units.
6. May serve on MGA committees or other organizational units.
7. Regional Directors from Regions 1 -6 serve as members of the IEEE - USA Board.
8. Regional Directors from Regions 7-10 may serve as members of the Transnational Committee.
9. Serves as Chair of their respective Region Committee with responsibilities and authority in consonance in the Region Bylaws.

C. Duties and Responsibilities:

1. Have the duties, responsibilities, and authority as identified in the IEEE and Region Bylaws.
2. Appoints the Treasurer, Secretary, and such other Committee Chairs as may be specified in the Region Bylaws or identified in the MGA Operations Manual.
3. The Director will hold at least one Region meeting a year and may hold Region Executive Committee Meetings between the Region meetings if necessary, in accordance with Region Bylaws.
4. Encourage Section participation in the regional meetings and address problems faced by the sections.

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5. Encourage Section/Chapter interaction.
6. Develop an appropriate leadership development program and encourage Section Officers to participate.
7. Encourage student activities including the formation and successful operation of Student Branches and Student Branch Chapters.
8. Present recommendations for approval of Section and Geographic Council formations and forward petitions to MGA Secretary for ratification and transmission to the MGA Board.
9. Approve Technical Chapters, Affinity Group, Student Branch and Student Branch Chapter formations for transmission to the MGA Board.
10. Encourage membership development, including recruitment, retention and recovery.
11. Participate in and encourage Sections Congress.
12. Ensure that the Region financial statements and Region Committee roster reports are submitted to the Member and Geographic Activities Department in a timely manner.
13. Present to MGA Board any regional items that may require MGA Board action.
14. Submit a report of activities to the MGA Board before each MGA Board Meeting and a summary report for the MGA Annual Report.
15. Develop appropriate training curricula and materials for Region officers.

2.7 MGA STANDING COMMITTEE CHAIRS

A. Qualifications:

1. Must be of Graduate Student Member, Member, Senior Member or Fellow grade, unless chaired by the responsible Vice Chair, in which case must be of Senior Member or Fellow grade.
2. Previous experience as a member of the Committee is preferable.
3. Project and time management experience.
4. Willingness to change and quick to adopt new work methods
5. Access to personal computer, Internet connection and general purpose office software

B. Duties and Responsibilities:

1. Conduct the business of the Committee to achieve the purpose and functions of that Committee in accordance with its Charter.
2. Establish subcommittees and ad hoc committees as needed in accordance with the Committee Charter.
3. Call and chair meetings of the Committee in accordance with its Charter.
4. Provide for the recording and distribution of minutes for the meetings in accordance with the Committee Charter.
5. Recommend to the MGA Board (or other IEEE organizational unit) or the responsible MGA Vice Chair, proposed changes to the Committee Charter to ensure that the Charter meets the current needs and objectives of the Committee.
6. Carry out other tasks assigned to the Committee by the appropriate organizational unit, VP or the responsible MGA Vice Chair.
7. Bring appropriate Committee items to the attention of the MGA Board or the responsible MGA Vice Chair.
8. Report the status of Committee activity to MGA representative and other IEEE organizational unit.
9. Prepare and present Committee budgets to the MGA Board or the responsible MGA Vice Chair as appropriate.

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10. Approve and forward to the Member and Geographic Activities Department all Committee expenditures.
11. Maintain cognizance of Committee actual versus planned expenditure rates and associated work completed. Report through the Committee administrative chain budget status and recommendations for corrections.

2.8 MGA REPRESENTATIVES

A. Appointments:

The Member and Geographic Activities Board has representatives on the following Boards/Committees. Unless specified otherwise, they shall serve as voting members of the Board or Committee.

1. *IEEE Awards Board* - Two (2) representatives appointed in accordance with the Bylaws.
 - One representative, appointed by the Vice President – Member & Geographic Activities, who shall be a Region Director.
 - One representative who shall be the Chair of the MGA Awards & Recognition Committee, who shall be of Senior Member or Fellow grade.
2. *IEEE Educational Activities Board* – Two (2) representatives shall be appointed by the Vice President – Member & Geographic Activities, with the concurrence of the VP of EAB in accordance with the IEEE Bylaws.
3. *IEEE Finance Committee* -One (1) representative who shall be the MGA Treasurer.
4. *IEEE History Committee* - One (1) representative appointed by the Vice President – Member and Geographic Activities. This individual will be a non-voting member of the Committee.
5. *IEEE Individual Benefits and Services Committee* - One (1) representative appointed by the Vice President – Member and Geographic Activities may serve as a non-voting member. In addition the Vice Chair - Member Development may appoint an individual to serve as a non-voting member of the Committee.
6. *IEEE Publications Services and Products Board (PSPB)* - Two (2) representatives who shall be the Editor of *IEEE Potentials* and one representative appointed by the Vice President – Member & Geographic Activities .
7. *IEEE Technical Activities Board* - One (1) representative appointed by the Vice President – Member and Geographic Activities. This individual will be a non-voting member of the Board.
8. *TAB Conference Publications Committee* - One (1) representative appointed by the Vice President – Member and Geographic Activities.
9. *IEEE Conferences Committee* - (2) representatives appointed by the Vice President – Member and Geographic Activities, in accordance with IEEE Bylaws.
10. *IEEE United States of America (IEEE-USA)* - One (1) representative appointed by the Vice President – Member and Geographic Activities.

B. Qualifications:

1. Unless specified otherwise shall be of Graduate Student Member, Member, Senior Member or Fellow grade.

C. Functions:

1. Represent the interests of MGA on the assigned organizational unit.
2. Serve as the communication link between MGA and the other organizational unit.

D. Duties and Responsibilities:

1. Determine if the greater interests of MGA are addressed in the assigned body.
2. Keep the MGA Board informed of the important decisions made by the organizational unit.

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3. Attend the MGA Board meetings, when requested by the MGA Chair.
4. Help identify and clarify issues common to MGA and the other organizational units to ensure cooperation.

2.9 MGA BOARD MEETINGS

A. MGA Board Meeting Agenda

The Agenda shall be distributed to MGA Board members, as well as all Director-Elects, MGA Committee Chairs and MGA representatives, a minimum of 20 days before the MGA Board Meeting.

B. Meeting Minutes

The MGA Secretary (or their designee) shall provide record-keeping and secretarial functions. In the absence of the Secretary, the MGA Chair shall appoint a MGA Board member to perform this task. The minutes need not be verbatim, but a summary of the actions with a reasonable amount of detail to ensure the intent of the action taken. A meeting summary will be distributed to all MGA Board members normally within 2 weeks after the meeting. In addition, the minutes will be distributed to all MGA Board members normally no later than 45 days after the meeting

The MGA Secretary will maintain copies of all MGA Board Meeting Agendas, Minutes and Committee Meeting summaries.

C. Location of Meetings

The meetings of MGA Board will normally be held in conjunction with the meetings of the IEEE Board of Directors. The number of regular MGA Board meetings during the year shall normally be three. Except in executive session, MGA Board Meetings shall be open to all IEEE members.

1. Meeting Schedule Changes. Once scheduled, a meeting date or location may be altered or canceled only for sufficient cause by majority vote at a regularly constituted MGA Board meeting or by consent of a majority of MGA Board members secured by or transmitted to the Secretary, not less than thirty (30) days before the original date or the new date set for the meeting, whichever is the earlier. Notice of such approved change shall be distributed to all MGA Board voting members not less than fifteen (15) days before the original or the new date of said scheduled meeting, whichever is the earlier.
2. Special Meetings. Special meetings of MGA Board may be called by the MGA Chair or by one-third of MGA Board voting members on notice to all other MGA Board members. Notice of such special meetings, giving the time and place of the meeting, the purpose of the meeting and the names of the MGA Board voting members calling the meeting, shall be distributed to all MGA Board members not less than thirty (30) days before the date set for the special meeting.
3. Meetings Without Notice. A MGA Board meeting may be held without notice if waivers of notice signed by all MGA Board voting members are filed with the Secretary, with notation thereof entered in the minutes of the meeting.
4. Actions Without Meeting. Unless otherwise provided in the Certificate of Incorporation or Constitution, or the IEEE Bylaws, or the Not-for-Profit Corporation Law of the State of New York, any action required or permitted to be taken by the MGA Board may be taken without a meeting if all members vote unanimously on the action, with the vote to be promptly confirmed in writing. The written confirmation shall be filed with the minutes of the proceedings of MGA Board.
5. Meetings By Telecommunications. The MGA Board may meet and act upon the vote of its members through any means of telecommunication. The normal voting requirements shall apply when action is taken by means of telecommunications equipment allowing all persons participating in the meeting to hear each other at the same time. Given these conditions,

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normal MGA Board meeting procedures will apply. All actions shall be ratified at a duly constituted meeting. Minutes of such meetings shall be distributed to all members.

6. Notice of Meetings. Notices of meetings and any other documents required to be sent to MGA Board members pursuant to provisions of the Constitution, IEEE Certificate of Incorporation, IEEE Bylaws shall be sent by such routings as shall ensure prompt delivery.
7. Actions of the Member and Geographic Activities Board. In accordance with IEEE Bylaws, the vote of a majority of the voting members of the Member and Geographic Activities Board present at the time of the vote, if a quorum is present at such time, shall be the act of the Member and Geographic Activities Board.
8. Quorum. A majority of the voting members of the MGA Board, provided that a majority shall of the Regional Directors are present, shall constitute a quorum.

D. Proposed MGA Board Agenda Items

Proposed MGA Board Agenda items should be submitted electronically to MGA Administration along with a cover sheet summarizing the proposed item. MGA Admin will then forward the request to the MGA Chair for review and approval. Each item should be submitted with a cover sheet with the following information

1. Action Items require a summary of the item, the reason for its submission, the action proposed, plus any supporting documentation. Financial implications to MGA Board and the Regions must be included in every motion.
2. Discussion Items require a summary of the item, including questions to be resolved in discussion, plus any supporting documentation.
3. Information Items require purpose and documentation whenever possible.
4. Reports and items should be submitted in written form via e-mail or in electronic format to be included in the agenda.

2.10 PROCESS FOR ADDRESSING MEMBER/VOLUNTEER COMPLAINTS

- A. Complaints shall be sent to the Managing Director, Member and Geographic Activities. They will be logged and tracking of the item begins.
- B. The Vice-President, Member and Geographic Activities, can assign up to three members of the MGA Board or past Region Directors who are uninvolved with the complaint as an ad hoc team to address the claims. Each team will be assisted by staff who is not involved in the complaint.
- C. The Managing Director, Member and Geographic Activities and/or the ad hoc group would determine if there has been any wrong doing and recommend a course of action to the IEEE Ethics and Member Conduct Committee (EMCC).
- D. Report back the results to EMCC and/or the individual as appropriate depending on the nature of the situation