

## 6.0 MGA ASSEMBLY

### 6.1 COMPOSITION

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- A. Officers elected by Voting Members. The MGA Assembly shall consist of 11 delegates who shall be the ten Regional Delegates and the IEEE President.
- B. The presiding officer of the MGA Assembly shall be the IEEE President. In the absence of the President, the President-Elect shall preside and shall perform such tasks as are delegated by the President or as may be specified in the Bylaws.
- C. Grade. All Delegates shall be of Fellow or Senior Member grade.

### 6.2 FUNCTIONS

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- A. The MGA Assembly shall submit to the IEEE Assembly, no later than 15 August, two or three candidates for the position of Vice President, Member & Geographic Activities. The number of candidates on the slate shall be no less than three when the slate contains the names of one or more IEEE President-Elect candidates.
- B. The MGA Assembly shall appoint the voting members of the MGA Board who are not directly elected by the members of the IEEE.
  - Treasurer
  - Vice Chair, Geographic Unit Operations
  - Vice Chair, Member Development
  - Vice Chair, Strategic Management & Analysis
  - Vice Chair, Information Management
- C. The MGA Assembly shall receive from the MGA Nominations and Appointments Committee a list of not less than two nor more than three candidates, with biographies and position statements, for the MGA Treasurer and each MGA Vice Chair position.
- D. The MGA Assembly shall hold special meetings as needed to fill vacancies occurring on the MGA Board, except for the position of Vice President, Member and Geographic Activities, which shall be filled by the IEEE Assembly.
- E. For any circumstances under the purview of the MGA Board that have not been foreseen in the IEEE Bylaws or the MGA Operations Manual, the MGA Assembly shall resolve any personnel unavailability, which may consist of absence (temporary), incapacitation (known condition of limited duration) or vacancy (permanent).

### 6.3 MEETINGS

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- A. The MGA Assembly shall hold at least one meeting each year prior to 15 August.
- B. Notice of Special Meeting. Special meetings of the MGA Assembly may be called by the IEEE President, Vice President – Member & Geographic Activities or by any four delegates on notice to all other delegates. Notice of such special meetings giving the time and place of the meeting, the purpose of the meeting, and the names of those calling the meeting shall be sent to all the delegates not less than 20 days before the date set for the meeting. The place of such special meeting may be only at IEEE Headquarters unless otherwise authorized by a majority vote of all Delegates, such vote to be secured by or transmitted to the Secretary.

A special meeting of the MGA Assembly to fill a vacancy occurring to a MGA Assembly appointed position must be called within 90 days following existence of such a vacancy.
- C. Notice of Meetings. Any notice of meetings or other official business required by the Constitution or the IEEE Bylaws to be mailed to Delegates shall be sent by such routings as shall ensure prompt delivery.
- D. Waiver of Meeting Notice. A meeting of the MGA Assembly may be held without notice if waivers of notice signed by all of the Delegates are filed with the Secretary, with notation thereof entered in the minutes of the meeting

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- E. Reimbursement of Expenses. Expenses of the MGA Assembly and its meetings shall be included in the MGA budget. Reimbursement for actual and necessary expenses is authorized for Delegates for the purpose of attending any special or extraordinary meeting of the MGA Assembly not associated with a meeting of the Member and Geographic Activities Board held contiguously with it.
- F. Meeting Minutes. The MGA Secretary shall provide record-keeping and secretarial functions for the MGA Assembly, without vote. In the absence of the MGA Secretary, the IEEE President shall perform this task or appoint a member of the MGA Assembly to perform this task.

### 6.4 QUORUM/ACTIONS OF THE MGA ASSEMBLY \_\_\_\_\_

- A. A quorum shall be a majority of the voting members of the MGA Assembly.
- B. Action of the MGA Assembly. Unless otherwise provided in the Certificate of Incorporation, the Constitution, the IEEE Bylaws, or the Not-for-Profit Corporation Law of the State of New York, a majority of the votes cast at a meeting of the MGA Assembly by the members entitled to vote shall be the act of the Assembly.

### 6.5 MGA ASSEMBLY APPOINTMENT AND SELECTION PROCEDURES \_\_\_\_\_

- A. A candidate for a MGA Assembly appointed position can not be considered for another MGA Assembly appointed position. Any candidate nominated for an IEEE Assembly or an IEEE USA Assembly appointed position may not be considered for a MGA Assembly appointed position. In addition, a person who has been nominated to serve for the same year as IEEE-SA President, IEEE-USA President or Vice President-Technical Activities can not be considered for a MGA Assembly appointed position.
- B. There will be no nominations from the floor during the MGA Assembly meeting.
- C. Candidates, in addition to those on the MGA Nominations and Appointments Committee slate, can be nominated no later than ten days prior to the MGA Assembly meeting, if the signatures of five MGA Assembly members accompany the nomination. Biographies and position statements for such candidates should accompany the respective nominations. Nominations may be submitted by e-mail, fax, or written document to a designee specified by the MGA Assembly Chair who will promptly inform the MGA Assembly of nominees qualifying under this provision.
- D. The MGA Nominations & Appointments Committee Chair shall present the candidate's background and qualifications to the MGA Assembly.
- E. The MGA Assembly Chair may appoint a Parliamentarian.
- F. The MGA Assembly Chair shall appoint no fewer than two nor more than three Tellers.
- G. The order of the appointments of the various offices will be determined by a random drawing conducted at the MGA Assembly meeting.
- H. MGA Assembly appointment selection process shall be conducted by secret ballot. The Tellers will announce the outcome of votes without divulging tallies.
- I. A simple majority vote of those MGA Assembly members voting is required to declare a candidate successful. When there are three or more candidates for an office, approval plurality voting shall be used. Provided that a simple majority of the ballots cast is obtained, the candidate receiving the most votes shall be elected. Should no candidate receive a majority of the ballots cast, the two candidates with the most votes will be retained on the slate and a subsequent vote shall be taken. If the top two candidates cannot be determined because three or more candidates are tied for first place, an approval vote shall be taken to determine which two candidates remain on the slate. Similarly, if two or more candidates are tied for second place, an approval vote shall be taken to determine which candidate remains on the slate.
- J. The MGA Assembly may invite any individual to attend the MGA Assembly meeting on an ad hoc basis.

**6.6 ADMINISTRATIVE PROCEDURES**

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- A. The MGA Nominations and Appointments process is defined in Section 7 of the MGA Operations Manual.
  - 1. For the Vice President – Member & Geographic Activities position, the MGA Assembly Chair or their designee will inform the candidates of the results of their selection immediately following the MGA Assembly meeting.
  - 2. For the appointments of the MGA Treasurer and the Vice Chair positions, the MGA Assembly Chair or their designee shall inform each candidate of the results immediately following the MGA Assembly meeting. After the candidates have been notified, the current MGA Chair shall announce the appointments of the MGA Vice Chairs, and MGA Treasurer