IEEE Secretary
Position Description

OVERVIEW:
The Secretary guides the IEEE in good Governance practices. The Secretary, under the direction of the Board of Directors, shall have general supervision of the keeping of records of meetings, activities, membership and any other records required by law (IEEE Constitution, Article XIII - Management, Sec. 4).

In addition to the duties specified in the Constitution, the Secretary shall prepare an Annual Report on membership, meetings, and IEEE activities to be submitted to the Board of Directors, and chairs the IEEE Governance Committee.

The IEEE Secretary also serves as a member of the IEEE Board of Directors. For more details about serving as a Board member please see *Member, IEEE Board of Directors* Position Description.

TERM:
- One year;
- Re-election by the IEEE Assembly is permissible.

ROLES:
- Serves as a Corporate Officer of the IEEE;
- Serves as member of the IEEE Board of Directors;
- Chairs the IEEE Governance Committee;
- Serves on the Strategy and Alignment Committee.

DESCRIPTION OF RESPONSIBILITIES:
- Ensures all Board and/or Committee governing documents' proposed changes are reviewed by the Governance Committee for clarity and consistency prior to inclusion on the Board of Directors' agenda and in compliance with all applicable laws, rules and regulations;
- Ensures that the Governance Committee provides timely assistance to the Board of Directors on governance matters related to the effectiveness and efficiency of the IEEE;
- Works with the organizational units to provide advice and assistance on revisions to operations manuals and charters to assure compliance with the law and IEEE's governing documents;
- Facilitates meeting related materials and communication among Board members;
- Provides notice of meetings of the Board and/or of a committee when such notice is required;
- Reviews and recommends approval of minutes of the IEEE Board of Directors;
- Understands current issues and their complexities and provides advice and counsel to the IEEE President and other Board members;

- Supervises keeping of key corporate documents and records required by law;
- Ensures all Board and/or Committee documents are in compliance with the IEEE Information Disclosure Policy;
- Ensures the safe keeping and accuracy of all Board records;
- Prepares annual report on membership, meetings and IEEE activities;
- Identifies, encourages, nominates, and mentors candidates for higher volunteer positions within IEEE.

See also the Description of Responsibilities section of the *Member, IEEE Board of Directors* Position Description.

ELIGIBILITY:
- Must be an IEEE member in good standing;
- Must be of IEEE Senior Member grade or higher.

QUALIFICATIONS AND SKILLS:
- Knowledge and understanding of good governance principles;
- Experience at senior levels of IEEE, particularly the Board of Directors;
- Knowledge of the mandates and operations of the IEEE Board of Directors and IEEE Major Boards;
- Working knowledge of IEEE Constitution, Bylaws, Policies and the processes under which these are formed;
- Working knowledge of the IEEE and its mission, structure, goals, needs, and direction;
- Excellent judgment and communication skills to review submissions for revisions to IEEE Governing Documents for clarity and reasonableness, and to ensure that the submitting parties prepare workable board agenda items;
- Ability to view and discuss issues objectively;
- Excellent negotiation skills;
- Excellent presentation skills.

ESTIMATED TIME REQUIREMENTS:
Time is based on an eight-hour day; cumulative hours are rounded up to the next whole day. The times given below are estimates only and do not reflect additional time spent preparing, traveling, or participating in other IEEE activities. Actual time for these additional activities varies significantly depending on the activity and is subject to the interests and availability of the individual.

Item	Estimated Time Required: 28+ Days per Year
Material/Agenda Review • Governance Committee Meetings • May serve on additional committees	**TOTAL: 5+ Days** 12 hours (3/year) Varies

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In-Person Meetings	**TOTAL: 4+ Days**
• Governance Committee • IEEE Board of Directors Agenda Review • May serve on additional committees	10 hours (2/year) 1 hour (3/year) Varies
Web Conferences	**TOTAL: 7+ Days**
• Governance Committee • IEEE Board of Directors Agenda Review • Other meetings as needed involving Governance staff • May serve on additional committees	2-4 hours (2-4/year) 1 hour (7/year) 1 hour (weekly) Varies
Correspondence	**TOTAL: 12+ Days**

REIMBURSED EXPENSES:
Ordinary and necessary IEEE travel expenses are reimbursed in accordance with IEEE policies.

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January 2024