

IEEE Secretary

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.

The IEEE Secretary also serves as a member of the IEEE Board of Directors, the governing body of IEEE. See *Member, IEEE Board of Directors* Position Description for more detail of this position including responsibilities and additional time requirements.

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.

DESCRIPTION OF RESPONSIBILITIES:

- Assists President with meeting protocol;
- Reviews and recommends approval of minutes of the IEEE Board of Directors;
- Supervises keeping of key corporate documents and records required by law;
- Ensures the safe keeping and accuracy of all Board records;
- Provides notice of meetings of the Board and/or of a committee when such notice is required;
- Facilitates meeting related materials and communication among Board members
- Facilitate the orientation of new Directors and assist in Director education;
- Prepares annual report on membership, meetings and IEEE activities;
- Ensures all governing documents are in compliance with all applicable laws, rules and regulations;
- Ensures all Board and/or Committee documents are in compliance with the IEEE Information Disclosure Policy;

- Works with the organizational units on revisions to operations manuals and charters to assure compliance with the law and IEEE's governing documents;
- Understands current issues and their complexities and provides sound counsel to the IEEE President and other Board members;
- 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:

See Qualifications and Skills for Member, IEEE Board of Directors. In addition,

- Basic knowledge 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.

<u>Item</u>	<u>Estimated Time Required: 24-27 Days per Year</u>
Material/Agenda Review <ul style="list-style-type: none"> • Governance Committee Meetings • Other meetings as needed 	TOTAL: 5-6 Days (40-44 hours) 12 hours per meeting (3/year) 2 hours per meeting (2-4/year)
In-Person Meetings: (Not including travel time) <ul style="list-style-type: none"> • Governance Committee 	TOTAL: 2 Days 8 hours (2/year)
Teleconferences: <ul style="list-style-type: none"> • Governance Committee • Board of Directors Agenda Review • Weekly meetings with staff 	TOTAL: 5 Days (10-26 hours) 2-4 hours (2 - 4/year) 2 hours (3-5/year) 1 hour/week
Correspondence	TOTAL: 12 Days 1 day/month (spread out over month)
Travel: (does not include meeting time) <ul style="list-style-type: none"> • Governance Committee 	TOTAL: 2-4 Days * 1-2 days (2/year) *travel time depends on meeting venue and location of Secretary

[‡]Does not include time requirements for responsibilities as a member of the IEEE Board of Directors. See *Member, IEEE Board of Directors* Position Description.

REIMBURSED EXPENSES:

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

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