

# Articles of Association and Regulations of The Institute of Electronics, Information and Communication Engineers (IEICE)

*The Articles described in this English document have been translated for reference purposes.*

*The Japanese version is considered correct when questions of interpretation arise.*

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## Articles of Association of The Institute of Electronics, Information and Communication

### Engineers

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(Passed at an extraordinary general Assembly on October 23, 1926)  
(Fully amended at an extraordinary general Assembly on November 22, 1957)  
(Partially amended at the 36th general Assembly on May 19, 1962)  
(Partially amended at the 39th general Assembly on May 15, 1965)  
(Partially amended at the 40th general Assembly on May 14, 1966)  
(Partially amended at the 41st general Assembly on May 27, 1967)  
(Partially amended at the 42nd general Assembly on May 18, 1968)  
(Partially amended at the 44th general Assembly on May 16, 1970)

(Partially amended at the 45th general Assembly on May 15, 1971)  
(Partially amended at the 49th general Assembly on May 10, 1975)  
(Partially amended at the 50th general Assembly on May 15, 1976)  
(Partially amended at the 60th general Assembly on May 17, 1986)  
(Partially amended at the 64th general Assembly on May 19, 1990)  
(Partially amended at the 68th general Assembly on May 14, 1994)  
(Partially amended at the 73rd general Assembly on May 22, 1999)

### Section 1 General Provisions

- Article 1 This institute shall be known as The Institute of Electronics, Information and Communication Engineers.
- Article 2 The offices of the Institute shall be located at 5-8, Shibakoen 3-chome, Minato-ku, Tokyo 105-0011, Japan.
- Article 3 The Sections of the Institute shall be established in locations deemed necessary by way of a vote passed by the Board of Directors.
- Article 4 The Societies of the Institute shall be established after a vote is passed by the Board of Directors.

### Section 2 Aims and Activities

- Article 5 The aims of the Institute shall be to contribute substantial advancements of learning and technique in the area of electronic, information and communication engineering and associated activities in these fields, through means of scientific and technical researches, and exchanging researches and knowledges.
- Article 6 To achieve the above aims, the following activities shall be conducted by the Institute.
- (a) To issue the Institute Periodical Publications.
  - (b) To hold lectures, discussions, courses and study trips in the area of electronic, information and communication engineering.
  - (c) To conduct scientific investigations and researches on electronic, information and communication engineering.
  - (d) To establish standards and specifications for electronic, information and communication engineering equipments.
  - (e) To honor outstanding achievements in the area of electronic, information and communication engineering and associated activities in these fields.
  - (f) To encourage the spread of learning and advancement of science in the area of electronic, information and communication engineering.
  - (g) To publish books and periodic publications those are focused on the area of electronic, information and communication engineering.
  - (h) To conduct any other activities required to meet the aims mentioned in the previous articles.

### Section 3 Members

- Article 7 The members of the Institute shall be classified as outlined below.
- (a) Honorary Member: An individual who has shown outstanding achievements in the area of electronic, information and communication engineering through academic, technical or related activities, and has been recommended after a vote is passed by the Board of Directors.
  - (b) Member: An individual who possesses professional knowledge or considerable technical experiences in the area of electronic, information and communication engineering, and who supports the aims of the Institute and pays the membership fees prescribed separately.
  - (c) Student Member: An individual who is presently pursuing studies in the area of electronic, information and communication engineering at an educational institution that offers such courses, and who supports the aims of the Institute and pays the membership fees prescribed separately. Students pursuing postgraduate studies may make a choice to register their membership between a Member or a Student Member, in accordance with provisions prescribed separately.
  - (d) Affiliate Member: An individual who aims to acquire specialized knowledge or considerable technical experiences in the area of electronic, information and communication engineering, and who supports the aims of the Institute and pays the membership fees prescribed separately.
  - (e) Associate Supporting Member: An individual or organization that/which supports the aims of the Institute and pays the membership fees prescribed separately under a name that is not his/her own personal name.
  - (f) Supporting Member: An individual or organization that/which pays the membership fees prescribed separately to support the activities of the Institute, and has been recommended after a vote is passed by the Board of Directors.
2. All the Members, except Supporting and Associate Supporting Members, shall belong to one of the Institute's Societies.

- A member may belong to more than one Society when he/she so desires.
- Article 8 Individuals wishing to become Members, Student Members, and Affiliate Members shall obtain the approval of the Board of Directors by submitting the prescribed application form together with the enrollment fee prescribed separately.
2. Individuals wishing to become an Associate Supporting Member shall obtain the approval of the Board of Directors by submitting the prescribed application form.
- Article 9 Honorary Members, Members, Student Members, and Affiliate Members, shall be distributed with designated Institute Periodical Publications, and shall be allowed to exercise their rights according to their membership classification.
- Article 10 Associate Supporting Members shall be distributed with designated Institute Periodical Publications.
- Article 11 Supporting Members shall be distributed with designated Institute Periodical Publications, as well as receive reports on the results of activities supported by them.
- Article 12 Members shall forfeit their memberships in any of the following cases.
- (a) When a member withdraws his/her membership.
- (b) When a member is declared incompetent or quasi-incompetent.
- (c) When a member dies, is declared missing, or in the case of a group membership, when the group dissolves.
- (d) When a member is expelled from the Institute.
- Article 13 A member who wants to resign his/her membership shall make full payment of fees due and submit a withdrawal notice, outlining his/her reasons for the decision.
- Article 14 Members shall be expelled after a vote is passed by the Board of Directors when any of the following cases are applicable.
- (a) When membership fees are left unpaid.
- (b) When a member violates membership obligations.
- (c) When a member brings disgrace on the good name of the Institute or interferes with the activities of the Institute.
- Article 15 Persons who have withdrawn their membership or who have been expelled from the Institute may not receive any refundment of money already paid to the Institute.

#### Section 4 Executives, Councilors and Employees

- Article 16 There shall be the following number of Executives and Councilors:
- |                |                   |
|----------------|-------------------|
| (a) Directors  | Between 20 and 30 |
| (b) Auditors   | 2                 |
| (c) Councilors | Between 50 and 80 |
2. One President and up to 4 Vice Presidents shall be constituted. The President and Vice Presidents shall also be Directors.
- Article 17 The President shall oversee the activities of the Institute and shall be its main representative.
2. The Vice President preappointed by the President shall act on behalf of the President during his/her absence.
- Article 18 The Directors shall organize the Board of Directors who shall vote on and carry out the functions of the Institute.
- Article 19 The Auditors shall perform the duties outlined in Article 59 of the Civil Code.
- Article 20 The Councilors shall follow inquiries asked by the Board of Directors, and may express their opinion at the Board Meetings.
- Article 21 Executives and Councilors of the Institute shall be elected by, and from among Members and Honorary Members who were former Members.
- Article 22 In addition to those Councilors mentioned in the previous articles, the President shall appoint up to 20 Councilors from among Members and other Councilors prescribed in separate provisions.
- Article 23 An election of Executives and Councilors shall be held every March.

2. The Regulations being set out the elections and the appointments outlined in Article 22 shall be established separately by way of a vote passed by the Board of Directors.
- Article 24 Appointments of Executives and Councilors shall be approved at the regular General Assembly, and shall be sworn in at the conclusion of this Assembly.
- Article 25 One Section Chair for each Section shall be constituted, besides one President shall be constituted for each Society.
- Article 26 The term of office for Executives and Councilors, being elected as followed by Article 21, shall date from their assumptions, and the expiration of their term of office is the conclusion of the second regular General Assembly. Furthermore, haploid number of Councilors and Executives shall give up their post and alternatives shall be newly appointed annually. However, the President, Presidents-Elect, Society Presidents and Society Presidents-Elect shall be one-year term.
2. The term of office for Councilors elected as followed by Article 22 shall be between one year and two years, with the application of these terms established separately. Furthermore, on the condition of two-year terms, haploid number of Councilors shall give up their post and alternatives shall be newly appointed annually.
- Article 27 In the event that a position for an Executive or Councilor elected as followed by Article 21 becomes vacant during their tenure, this position shall be filled by the runner-up of the original election. Where there is no runner-up, a by-election shall be held.
2. The term of office for Executives and Councilors elected in a by-election shall be the period remaining on his/her predecessor's term.
- Article 28 Executives and Councilors may not hold other additional Executive or Councilor posts.
- Article 29 Retired ex-presidents may attend Board of Director for a two-year period after retirement.
- Article 30 One Executive Director and adequate number Headquarter office staff shall be appointed to deal with the administrative works of the Institute.

#### Section 5 Delegates

- Article 31 The Institute shall constitute between 160 and 200 Delegates. In accordance with the Civil Code, these Delegates shall be considered employees.
- Article 32 Executives and Councilors shall be regarded as Delegates.
- Article 33 Delegates shall be categorized as follows, the one is Delegate elected by mutual vote (hereinafter called "mutually elected Delegates"), those Delegates being elected mutually both by Members and by Honorary Members who were former Members. The other is Delegate being consist of Executives and Councilors (hereinafter called "appointed Delegates").
- Article 34 Regulations being set out the election and appointment of "mutually elected Delegates" shall be decided after a vote is passed by the Board of Directors, and established separately.
- Article 35 Appointments of Delegates shall be approved at the regular General Assembly.
- Article 36 The term of office for Delegates shall date from their assumptions, and the expiration of their term of office is the conclusion of the second regular General Assembly .
2. Even in the event that a position for a mutually elected Delegate becomes vacant during his/her tenure, any appointments to the vacancy for this position will not be assinged until the next regular General Assembly.
3. The term of office for the replacement mutually elected Delegate shall be the period remaining on his/her predecessor's term.

#### Section 6 Meetings

- Article 37 The Board of Directors and General Assemblies shall be

chaired by the President.

- Article 38 The Board of Directors shall be called by the President six or more times a year. However, in the case that the matter to need for discussions at the Board of Directors would be occurred, and more than a half of the sitting Directors would agree the requirement to call for a meeting, a Board Meeting should be held without any delay.
- Article 39 When less than half of the sitting Directors attend a Board Meeting, proceedings shall not be disclosed and any decisions shall not be passed. However, Absentee Directors who have stated their intentions in writing prior to the said proceedings shall be regarded as being in attendance.
- Article 40 Proceedings at a Board Meeting shall be approved in an election by an overall majority of voting by the attending Directors. In the event of split the vote, chairperson shall cast the deciding vote.
- Article 41 General Assemblies shall be called once a year within two months of the end of the financial year.
- Article 42 The President shall call an Extraordinary General Assembly without delay in the event that a written request, being outlined agenda and their reasons for calling the said meeting, is submitted by more than one-fifth of the total full-voting members.
- Article 43 The calling of a General Assemblies shall be publicize with the proposed agenda in writing or by notification in an Institute Publication, at the latest 10days prior to the date for a meeting to be held on.
- Article 44 The following items shall be submitted to the General Assembly for approval.
- (a)Activities plans and income and expenditure budgets
  - (b)Activities reports and income and expenditure accounts, as well as asset inventories and balance sheets
  - (c)Other items deemed to be needed for their approval by the Board of Directors
- Article 45 The General Assembly shall be composed of members.
2. When less than one-half of the full-voting members attend General Assembly, proceedings shall not be disclosed and any decisions shall not be passed. However, absentee full-voting members who have stated their intentions in writing of attorney prior to the said proceedings shall be regarded as being in attendance.
  3. Members and Honorary Members, who were former Members, may express their opinion at the General Assembly in the case that the request is made in writing prior to the meeting and approved by the Board of Directors.
- Article 46 Proceeding at a General Assembly shall be approved in an election by an overall majority of voting by the attending full-voting members. In the event of split the vote, chairperson shall cast the deciding vote.
- Article 47 Summary of the agenda and approved resolutions at a General Assembly shall be made a public announcement to Members.
- Article 48 Minutes of General Assemblies shall be prepared by the chairperson, and shall be signed and sealed both by the chairperson and by two or more persons attending the Meeting. These minutes shall be saved for later reference.

### Section 7 Assets and Accounts

- Article 49 The assets of the Institute shall be as outlined below.
- (a)Assets recorded on the inventory list
  - (b)Enrollment and membership fees
  - (c)Income from activities
  - (d)Profits from assets
  - (e)Donations
  - (f)Other income
- Article 50 Assets shall be classified into basic assets and working assets.
2. Basic assets shall comprise of those assets, being categorized and recorded as "basic assets" in the inventory list, and

would be incorporated into basic assets in the future.

3. Working assets shall be all other assets not designated basic assets.
  4. Donations shall be classified as specified by the donor.
- Article 51 The Board of Directors shall decide whether cash designated basic assets shall be used to purchase sound securities, deposited in a fixed deposit postal account, entrusted to a sound trust bank, or deposited in a fixed deposit account. The cash designated basic assets shall be kept in the custody of the President.
- Article 52 Basic assets shall not be spent or used as collateral. However, in the event of unforeseen circumstances arising from the performance of the Institute activities, part of these assets may be spent or used as collateral when passed after a vote is passed by the General Assembly and approved by the Minister of Education, Culture, Sports, Science and Technology.
- Article 53 Enrollment fees, membership fees, income from activities, profits from assets and any other working assets shall be used to defray expenses required to perform the activities of the Institute.
- Article 54 When wanting to take on new obligations or relinquish rights, excluding those items established in the income and expenditure budget, after a vote must be passed by the General Assembly and approved by the Minister of Education, Culture, Sports, Science and Technology.
2. Loans (except temporary loans repaid with income from the same financial year) shall be treated as prescribed in the preceding clause.
- Article 55 The Institute's financial year shall be started from every April 1 to next-coming March 31 of the following year.

### Section 8 Changes to the Articles of Association and Dissolution of the Institute

- Article 56 Changes to these Articles of Association shall be applied after a vote is passed at the Board Meeting and approved in an election by at least of two-thirds of the attendees at a General Assembly, and even after approved by the Minister of Education, Culture, Sports, Science and Technology.
- Article 57 Dissolution of the Institute shall be decided only in the case that after a vote is passed at the Board Meeting and approved in an election by at least of three-quarters of the attendees at a General Assembly, and even after approved by the Minister of Education, Culture, Sports, Science and Technology.
- Article 58 The assets remaining after dissolution of the Institute shall be donated to public works with similar aims to the Institute after a vote is passed by three-quarters of the attendees at a General Assembly and is approved by the Minister of Education, Culture, Sports, Science and Technology.

### Section 9 Supplementary Provisions

- Article 59 Regulations concerning the execution of these Articles of Association shall be established separately by way of a vote passed at a General Assembly.

### Additional Provisions

- 1 . These Articles of Association came into effect on January 13, 1927.
- 2 . The first year of activities had started from the day of establishment of the Institute.
- 3 . The retirement of haploid number of the original Secretaries and Regional Section Secretaries were decided by mutual vote, and the expiration of their term of office is the next General Assembly in the year following establishment of the Institute.
- 4 . The Institute shall take over the rights and obligations of the former Telegraph and Telephone Society.
- 5 . All of the members those who possess their eligibility as the Members, Honorary Members, Supporting Members and Affiliate Members of the former Telegraph and Telephone Society could be provided

corresponding membership of the Institute in accordance with each of their former membership.

- 6 . Former Presidents of the Telegraph and Telephone Society are regarded as former Presidents of the Institute.

#### **Additional Provisions**

- 1 . These Articles of Association came into effect on April 1, 1958.
- 2 . The actual term of office for Executives, Secretaries and Councilors, those who being in their post, shall be lasted until their term being expired that prescribed in the former Articles of Association.
- 3 . Elections for additional Executives and Secretaries were carried out in March 1958.
- 4 . The provisions of Article 25 notwithstanding, the term of office for the one Director, not including President nor Vice President, and one Director-Technical Relations selected from among the Executives, Secretaries and Councilors elected in accordance with the preceding clause, was from the 1958 General Assembly until the 1959 General Assembly.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association were enforced on September 19, 1968, but were applied from May 27, 1967.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association came into effect on August 1, 1976, but were applied from April 1, 1975.

#### **Additional Provisions**

- 1 . Changes to Article 6 (f) and membership fees for Supporting Members in these Articles of Association came into effect on July 27, 1976, but were applied from April 1, 1976.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association came into effect on December 5, 1986 (date of approval), and were applied from January 1, 1987. However, amended provisions concerning the advance of both of membership fees and enrollment fees, and amended provisions concerning the increase of the number of Directors, furthermore, the

abolishment of Secretaries came into effect on April 1, 1986, and May 16, 1987 (date of the next financial year General Assembly), respectively.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association came into effect, with the approval of the Minister of Education, Science, Sports and Culture (July 25, 1990), and were applied from April 1, 1991.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association came into effect, with the approval of the Minister of Education, Science, Sports and Culture (September 22, 1994), and were applied from April 1, 1995. However, amended provisions concerning membership, enrollment fees and annual subscription fees were came into effect on April 1, 1994. Revisions concerning the election of Executives and other positions were applied from the 1995 election for these positions.
- 2 . These Articles of Association and working Regulations based on these Articles of Association shall be tentatively revised every three years from enforcement of these Articles of Association.

#### **Additional Provisions**

- 1 . Changes to these Articles of Association came into effect on December 17, 1999, with the approval of the Minister of Education, Science, Sports and Culture. However, revisions related to the election of Executives shall be applied from the election of Executives in 2000, while revisions of provisions concerning the increase of the number of Members, Councilors or Board Directors shall be applied from the conclusion of the regular General Assembly in May 2000.
- 2 . The provision that Delegates shall be considered as Employees in accordance with the Civil Codes, and be regarded as Members prescribed in Articles 31 and 45, shall be applied from the conclusion of the regular General Assembly in May 2000. Until that time the former provisions pertaining to this matter shall be applied.
- 3 . The term of office for haploid number of mutually elected Delegates appointed at the General Assembly in May 2000 shall be lasted until the conclusion of the next General Assembly.