2.0 REGIONAL ACTIVITIES BOARD

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

2.1 RAB VISION

The RAB Vision Statement is "Through the leadership of its volunteers and by providing the very best management structure geographically, RAB will enable the 21st century IEEE to be a globally relevant organization in which members and nonmembers hold IEEE membership in the highest esteem."

2.2 RAB MISSION

In accordance to Bylaw I-304.5, the mission of the Regional Activities Board (RAB) is to fulfill IEEE's educational and scientific goals for the benefit of the public by maintaining, enhancing and supporting the geographic organizational units of the IEEE. RAB 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. RAB is also responsible for IEEE membership and membership development, including recruitment, administration of admissions, retention, elevation and service, as well as the related operational and budget issues.

2.3 RAB MEMBERSHIP

In accordance to Bylaw I-304.5, the Regional Activities Board shall consist of not more than 19 members including:

- Vice President- Regional Activities who shall be Chair
- Immediate Past RAB Chair
- RAB Treasurer
- 10 Region Directors
- Vice Chair, Member Activities
- Vice Chair, Region, Section and Chapter Activities
- Vice Chair, Student Activities
- Vice Chair, Strategic Planning
- Staff Secretary, ex-officio member without vote
- GOLD Committee Chair, ex-officio member without vote

A majority of RAB will be directly elected by the IEEE membership. With the exception of the GOLD Committee Chair, members or RAB shall be at IEEE Senior Member or Fellow grade. Individuals holding more than one office on RAB shall be limited to one vote.

The IEEE Assembly shall elect the Vice President, Regional Activities who shall also serve as RAB Chair.

2.4 RAB OFFICERS

The officers of RAB shall be the RAB Chair, the immediate Past RAB Chair and the RAB Treasurer. They shall serve as voting members of RAB and the RAB Operating Committee.

The RAB Secretary shall be an ex-officio Officer without vote on RAB and the RAB Operating Committee.

RAB Officers are expected to attend all meetings of RAB and the RAB OpCom, to be informed on the issues and participate in the discussions.

A. Chair, Regional Activities Board. The RAB Chair shall serve a term of one year and shall be eligible to serve one additional year as the RAB Chair, if re-elected. Upon completion of the term of office, the RAB Chair unless re-elected, shall serve as Past RAB Chair. Shall be elected by the IEEE Assembly.

1. Responsibilities:

   a. The Vice President, Regional Activities, serves as Chair of the Regional Activities Board, and is the highest IEEE Officer responsible for Regional Activities and Member Services.

   b. Serve as a voting member of the IEEE Board of Directors.

   c. Serve as a voting member of the IEEE Executive Committee as coordinator of all regional activities, and as liaison for the Regional Activities and Member Services Departments.

   d. Work with the Managing Director of the Regional 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 Regional Activities and Member Services activities, and when requested, on behalf of the IEEE President.

   g. Work with Regional Directors and RAB Geographic organizational units on behalf of the IEEE, where necessary or appropriate.

   h. Insure the integrity of Regional Activities financial operations. Work with the Managing Director, Regional Activities and the Staff Director, Member Services, where appropriate to coordinate the financial operation of the two departments.

   i. Chair meetings the RAB Operating Committee (OpCom) and assist in the development of agendas for RAB and RAB OpCom meetings.

   j. Make such appointments to RAB committees as may be appropriate, such as ad hoc committees, RAB representatives to other Boards and Committees, etc.

   k. Carry out tasks assigned by the IEEE Board of Directors/IEEE Executive Committee and inform RAB of appropriate matters.

   l. Serve as ex officio member of all RAB and RAB administered Committees, except the RAB Nominations & Appointments (N&A) Committee and RAB Assembly.

B. Past Chair, Regional Activities Board. The Past Chair RAB will have just completed a term of office as Chair, Regional Activities Board. In the event of the unavailability of the immediate Past RAB Chair, the most recent past RAB Chair available shall serve as Past Chair, RAB.

   1. Responsibilities:

      a. Report administratively to the RAB Chair. Acts for RAB Chair in the absence of or at the request of the RAB Chair.

      b. Serve as Chair of the RAB Nominations & Appointments Committee. In accordance with the Committee Charter, preside over meetings of the RAB N&A Committee, report RAB N&A activities to RAB and oversee the RAB N&A Process.

      c. Carry out other tasks assigned by RAB or the RAB Chair/Vice President, Regional Activities, as appropriate.

      d. Bring appropriate Committee items to the attention of the responsible RAB Standing Committee or RAB.

C. RAB Treasurer: Shall be elected by the RAB Assembly and serve as the Chief Financial Officer of RAB and Chair of the RAB Finance Committee. The term of office shall be for one year. Having served one term, shall be eligible to be re-elected for up to two additional one-year terms, not to exceed 3 consecutive years of total service in this position.

C. RAB Treasurer: (Continued)

1. Responsibilities:

a. Serve as a member and attend all meetings of the IEEE Finance Committee. Reports on the progress and activities of the RAB Finance Committee and IEEE Finance Committee to RAB & RAB OpCom.

b. Report administratively to the RAB Chair.

c. Ensure sound financial management of RAB funds.

d. Work with the Managing Director of the Regional Activities Department to develop the RAB 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 RAB and RAB Standing Committees.

D. Secretary: Shall be the Managing Director - Regional Activities Department and should have a broad knowledge of geographic volunteer leadership.

1. Responsibilities:

a. Serve as an ex-officio non-voting member of RAB, RAB Operating Committee, RAB standing committees and serve on other bodies as appropriate.

b. Organize, direct, and guide Regional Activities staff operations in support of RAB.

c. Assist in the development of the agendas for RAB and RAB OpCom meetings.

d. Be responsible for logistical and administrative support of RAB and its Committees.

e. Assist the RAB Chair in determining the administrative needs of RAB and its organizational units.

f. Advise appropriate organizational units of RAB actions and plans. Ensure that the administrative needs of RAB members are appropriately met.

g. Attend appropriate meetings of the Region to enhance their interface with RAB and IEEE Operations Center.

2.5 RAB VICE CHAIRS

The RAB Vice Chairs shall consist of the following positions:

- Vice Chair - Member Activities
- Vice Chair - Region, Section and Chapter Activities
- Vice Chair - Student Activities
- Vice Chair - Strategic Planning

The RAB Assembly shall elect the RAB 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-elected 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 RAB on their committees' activities

RAB Vice Chairs report administratively to the RAB Chair and are expected to attend all meetings of RAB and the RAB OpCom, to be informed on the issues and participate in the discussions.

A. Vice Chair - Member Activities: Previous experience, as a member of RAB, TAB or the IEEE Membership Development Committee is preferable. Should understand and support the collaborating of IEEE Geographic Organizational Units and the IEEE Technical Societies in Membership Development activities.

1. Responsibilities:

a. Assist the Vice President, Regional Activities as a representative of the IEEE in Member Activities and carry out additional ad hoc assignments.

b. Coordinate the activities and provide status reports to RAB, RAB OpCom and other IEEE organizational units if appropriate for the following committees:

- IEEE Membership Development Committee (MDC)
- IEEE Admission and Advancement Committee
- RAB Awards and Recognition Committee
- EAB/RAB Reference List of Educational Programs Committee

Ensure that issues in specific areas/committee actions related to the committees listed above are brought to other IEEE organizational units as appropriate.

c. Represent the functions and provide volunteer oversight of the following staff functions:

- Member Services
- Renewal Processing
- Regional Activities Information Technology
- Singapore Office

Ensure that the issues in specific areas related to those staff functions identified above are brought to the attention of RAB and the IEEE as appropriate

d. In consultation with the RAB Chair, the RAB N&A Committee and in accordance with the Committee Charter, appoint the Chair and the members of the RAB Awards & Recognition Committee.

e. In conjunction with the Vice President, Educational Activities appoint the Chair of the RAB/EAB Reference List of Educational Program Committee.

f. Participate in all meetings of MDC, the MD Advisory group.

g. Assist the RAB Chair, IEEE Membership Development Committee Chair and the IEEE Board of Directors in the coordination of all membership activities of the IEEE.

h. Assist the Vice President, Regional Activities and the Managing Director, Regional Activities on matters involving member services operations. Provide planning, leadership, and guidance for IEEE activities related to guidelines and programs for member services activities.

i. Promote Membership Development activities at the Region and Society level through liaisons with RAB, TAB, the IEEE Board of Directors, and Region and Society MDC representatives.

j. Provide planning, leadership, and guidance for IEEE activities related to IEEE programs for membership activities, in the areas of membership development, admission and advancement, awards and recognition and recognized educational programs, especially as they relate to recruitment, retention and recovery.

k. Participate in the preparation of the budget with the RAB Treasurer for the IEEE Membership Development, RAB Awards and Recognition, IEEE Admission and Advancement, and the RAB/EAB Reference List of Educational Programs Committees. In addition, review the budgets regarding Regional Activities Information Technology and the IEEE Asia Pacific Office. Report the status, including budget and goals, for the committees reporting to the Vice Chair to RAB and the RAB Finance Committee (all budgetary matters) as appropriate. Include deviations from planned and recommendations for corrective actions.

l. Actively monitor the tasking by the Vice President, Regional Activities, RAB and other IEEE organizational unites of the committees reporting to the Vice Chair for agreement with the scope, goals and budget of the impacted committees. Ensure the reporting of acceptance of tasking and the satisfactory resolution of conflicts.

m. Provide a mechanism for cooperative endeavor in matters involving volunteer input to Member Services operations.

n. Assist the Managing Director, Regional Activities to develop procedures in handling other matters of a transnational nature, especially in the operations of the Singapore office.

B. Vice Chair - Region, Section and Chapter Activities: Previous experience, as a member of RAB/TAB Section/Chapter Support Committee is preferable. Previous experience as a Section Chair and/or Chapter Chair is also desirable.

1. Responsibilities:

a. Assist the Vice President, Regional Activities as a representative of the IEEE in Region, Section and Chapter Activities.

b. Assist the RAB Chair in the coordination of all Region, Section and Chapter activities of the IEEE.

c. Chair the RAB/TAB Section/Chapter Support Committee.

d. In consultation with the RAB Chair, the RAB N&A Committee and in accordance with the Committee Charters, appoint the appropriate members of the following Committees:

- Graduates Of the Last Decade (GOLD) Committee
- Industry Relations Committee
- Section/Chapter Support Committee (RAB/TAB)

e. Coordinate the activities and provide status reports to RAB, RAB OpCom and other IEEE organizational units if appropriate for the following committees:

- Graduates Of the Last Decade (GOLD) Committee
- Industry Relations Committee
- Section/Chapter Support Committee (RAB/TAB)

Ensure that issues and actions in specific areas related to the committees listed above are brought to the attention of RAB, TAB and the IEEE as appropriate.

f. Provide planning, leadership, and guidance for RAB activities related to guidelines and programs for management and administration of Regions, Sections, and Chapters.

g. Ensure that the scope, goals and budget of each Committee assigned to the Vice Chair, Region, Section, and Chapter Activities, is in consonance with the tasks and charges assigned by the RAB Chair, RAB and other IEEE organizational units.

h. Participate in the preparation of the budget with the RAB Treasurer and appropriate Regional Activities Department staff for the RAB/TAB Section/Chapter Support Committee, RAB Industry Relations Committee and Graduates of the Last Decade (GOLD) Committee. Report the status, including budget and goals, for the committees reporting to the Vice Chair to RAB and the RAB Finance Committee (all budgetary matters) as appropriate. Include deviations from planned and recommendations for corrective actions.

C. Vice Chair - Student Activities: Previous experience on the Student Activities Committee is preferable. In addition, previous experience as a Regional Student Activities Committee Chair is desirable.

1. Responsibilities:

a. Assist the Vice President - Regional Activities as a representative of the IEEE in Student Activities and carry out additional ad hoc assignments.

b. Report administratively to the RAB Chair and assist the RAB Chair in the coordination of all student organizational units of the IEEE.

c. Chair the Student Activities Committee in accordance with the Committee Charter.

d. Coordinate the activities and provide status reports to RAB, RAB OpCom and other IEEE organizational units if appropriate for the following committees:

- Student Activities Committee
- *Potentials* Advisory Committee

Ensure that issues and actions in specific areas related to the committees listed above are brought to the attention of RAB, TAB and the IEEE as appropriate. Ensure that Committee goals are developed and work to facilitate the accomplishment of these goals.

e. Provide planning, leadership, and guidance for RAB activities related to guidelines and programs for the management and administration of Student member organizational units, program, and services.

f. Carry out other tasks assigned to SAC by RAB and the Vice President, Regional Activities.

g. Prepare and present SAC budget and ensure the preparation and presentation of budgets for other committees reporting to the Vice Chair.

h. Ensure the reporting of the status of each task and the satisfactory resolution of any conflicts.

i. Participate in the preparation of the budget with the RAB Treasurer for SAC. Report the status, including budget and goals, for the committees reporting to the Vice Chair to RAB and the RAB Finance Committee (all budgetary matters) as appropriate. Include deviations from planned and recommendations for corrective actions.

j. In consultation with the RAB Chair, the RAB N&A Committee and in accordance with the Committee Charter, appoint the appropriate Volunteer Editor of *IEEE Potentials*.

D. Vice Chair - Strategic Planning: Previous experience in IEEE strategic planning activities is desirable. Must be a current or past Regional Director.

1. Responsibilities:

a. Assist the Vice President, Regional Activities as a representative of the IEEE in Strategic Planning.

b. Serve as Chair the RAB Strategic Planning Committee (SPC).

c. Coordinate the activities and provide status reports to RAB, RAB OpCom and other IEEE organizational units if appropriate for the following committees:

- RAB Strategic Planning Committee
- Transnational Committee

Ensure that issues and actions in specific areas related to the committees listed above are brought to the attention of RAB, TAB and the IEEE as appropriate. Ensure that Committee goals are developed and work to facilitate the accomplishment of these goals.

d. In consultation with the RAB Chair, the RAB N&A Committee and in accordance with the Committee Charters, appoint the appropriate members of the following Committee:

- RAB Strategic Planning Committee

e. Report administratively to the RAB Chair. Assist the RAB Chair in the coordination of all strategic planning activities of Regional Activities and IEEE. Carry out additional ad hoc assignments.

f. Provide planning, leadership, and guidance for Regional and IEEE activities related to guidelines and programs for strategic planning activities.

g. Establish subcommittees and ad hoc committees reporting to the Vice Chair as needed.

h. Insure that the scope, goals and budget of each Committee assigned to the Vice Chair, Strategic Planning, is in consonance with the tasks and charges assigned by the Vice President, Regional Activities, and RAB and TAB.

i. Ensure the reporting of the status of each task and the satisfactory resolution of any conflicts.

j. Participate in the preparation of the budget with the RAB Treasurer for the RAB SPC. Report the status, including budget and goals, for the committees reporting to the Vice Chair to RAB and the RAB Finance Committee (all budgetary matters) as appropriate. Include deviations from planned and recommendations for corrective actions.

2.6 REGIONAL DIRECTOR

A. Functions:

1. A Regional Director represents the membership of one of the ten geographic Regions.
2. A Regional Delegate Director serves as a voting member of the IEEE Assembly and RAB Assembly.
3. A Regional Director is a voting member of the IEEE Board of Directors, and as such serves the interests of all IEEE members and the public.
4. A Regional Director serves as a voting member of RAB.
5. A Regional Director may serve as a representative of RAB to other IEEE organizational units.
6. A Regional Director may serve on committees of RAB 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. The Regional Director is the Chair of their respective Region Committee with responsibilities and authority as identified in the Region Bylaws.

B. 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 Section 9 of the RAB 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. As Chair of the Region Committee, shall cast a vote only when his or her vote would make a difference in the outcome.
5. Encourage Section participation in the regional meetings and address problems faced by the sections.
6. Encourage Section/Chapter interaction.
7. Shall develop an appropriate leadership development program and encourage Section Officers to participate.
8. Shall encourage student activities including the formation and successful operation of Student Branches and Student Branch Chapters.
9. Shall approve Section and Chapter formations and forward petitions to Vice President, Regional Activities for ratification and transmission to RAB.
10. Shall approve Student Branch and Student Branch Chapter formations and forward petitions to the Vice Chair, Student Activities for ratification and transmission to RAB.
11. Shall encourage membership development, including recruitment, retention and recovery.
12. It is expected that Directors participate in and encourage Sections Congress.
13. Shall ensure that the Region financial statements and Region Committee roster reports are submitted to the Regional Activities Department in a timely manner.
14. Present to RAB any regional items that may require RAB action.

15. Shall submit a report of activities to RAB before each RAB Meeting and a summary report for the RAB Annual Report.

16. Shall develop appropriate training curricula and materials for Region officers.

C. Qualifications:

1. In accordance to IEEE Bylaws, the individual must be an IEEE member of Senior Member or Fellow grade.

2. The person considering becoming a Director must be prepared to serve for a minimum period of 3 years, including 1 year as Director-Elect and 2 years as Director. NOTE: In every Region except Region 8, the term of Region Director-Elect is 2 years. In some Regions, the individual may serve an additional 1 or 2 years as Past Regional Director.

3. Candidates for Regional Delegate/Director-Elect should preferably have experience in Section and Region Committee activities.

4. Candidates for Regional Delegate/Director-Elect must reside in and be members of the Region electing them.

5. The individual must stand for election and be elected by the members of that Region in accordance with Region and IEEE Bylaws.

2.7 RAB STANDING COMMITTEE CHAIRS

A. Functions:

1. Chair the assigned Committee in accordance with the Committee Charter.

2. Represent the Committee on RAB or to the responsible RAB Vice Chair as specified in the RAB Operations Manual.

3. Report administratively as specified in the Committee Charter.

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. In accordance with the Committee Charter, provide for the recording and distribution of minutes for the meetings.

5. Recommend to RAB (or other IEEE organizational unit) or the responsible RAB 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 RAB Vice Chair.

7. Bring appropriate Committee items to the attention of RAB or the responsible RAB Vice Chair.

8. Report the status of Committee activity to RAB represenative and other IEEE organizational unit.

9. Prepare and present Committee budgets to RAB or the responsible RAB Vice Chair as appropriate.

10. Approve and forward to Regional 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.

12. If appropriate, attend RAB or RAB Standing Committee meetings, becoming informed on the issues, and participating in the discussions.

C. Qualifications:

1. Must be an IEEE member of Member, Senior Member or Fellow grade, except when the Committee is chaired by the responsible Vice Chair, in which case must be an IEEE member of Senior Member or Fellow grade.

2. Previous experience as a member of the Committee is preferable.

2.8 RAB LIAISON REPRESENTATIVE

A. Functions:

1. Represent the interests of RAB on the assigned organizational unit.

2. Serve as the communication link between RAB and the other organizational unit.

B. Duties and Responsibilities:

1. Determine if the greater interests of RAB are addressed in the assigned body.

2. Keep RAB informed of the important decisions made by the organizational unit.

3. Attend RAB meetings, only if requested by the RAB Chair.

4. Help identify and clarify issues common to RAB and the other organizational unit to ensure cooperation.

C. Qualifications:

1. Must be an IEEE member of Member, Senior Member or Fellow grade.

D. Appointments: The Regional Activities Board has liaison representatives on the following Boards/Committees.

1. *IEEE Awards Board* - Two (2) representatives appointed in accordance to IEEE Bylaw I-307.2. One representative is appointed by the VP-Regional Activities and must be a Region Director. The second representative is the Chair of the RAB Awards & Recognition Committee.

2. *IEEE Audit Committee* - Representatives appointed in accordance to IEEE Bylaw I-308.11 (Audit Committee)

3. *IEEE Corporate Communications Advisory Committee* - One (1) representative appointed by the VP-Regional Activities.

4. *IEEE Educational Activities Board* – Two (2) representatives appointed in accordance with IEEE Bylaw I-304.3 appointed by the VP-Regional Activities.

5. *IEEE Finance Committee* - One (1) representative. The RAB Treasurer serves as the RAB representative.

6. *IEEE History Committee* - One (1) representative appointed by the VP - Regional Activities.

7. *IEEE Individual Benefits and Services Committee* - One (1) representative appointed by the VP - Regional Activities.

8. *IEEE Publications, Products and Services Board (P2SB)* - Two (2) representatives. The Editor of *IEEE Potentials* and a representative appointed by the VP-Regional Activities.

9. *IEEE Technical Activities Board* - One (1) representative appointed by the VP - Regional Activities.

10. *TAB Conference Publications Committee* - One (1) representative appointed by the VP - Regional Activities.

11. *IEEE Meetings and Services Committee (MSC)* - Shall appoint two (2) representatives appointed by the VP-Regional Activities, in accordance with IEEE Bylaw I-306.15.

12. *IEEE United States of America (IEEE-USA)* - One (1) representative appointed by the VP-Regional Activities. It usually is a Region Director from Regions 1-6.

2.9 RAB MEETINGS

A. RAB Meeting Agenda

The Agenda must be distributed to RAB members, including all RAB Committee Chairs and liaison representatives, a minimum of 20 days before the RAB Meeting.

B. Meeting Minutes

At all RAB Meetings the minutes of the meeting shall be recorded. The RAB Secretary (or their designee) shall provide record-keeping and secretarial functions. In the absence of the Secretary, the RAB Chair shall appoint a RAB 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 RAB members within a reasonable amount of time after the meeting. In addition, the minutes will be distributed to all RAB members within a reasonable amount of time after the close of each meeting, but no later than 45 days there after.

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

C. Location of Meetings

The meetings of RAB will normally be held in conjunction with the meetings of the IEEE Board of Directors. The number of regular RAB meetings during the year shall normally be three. Except in executive session, RAB 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 RAB meeting or by consent of a majority of RAB 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 RAB 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 RAB may be called by the RAB Chair or by one-third of RAB voting members on notice to all other RAB members. Notice of such special meetings, giving the time and place of the meeting, the purpose of the meeting and the names of the RAB voting members calling the meeting, shall be distributed to all RAB members not less than thirty (30) days before the date set for the special meeting.

3. Meetings Without Notice. A RAB meeting may be held without notice if waivers of notice signed by all RAB 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 RAB, RAB OpCom or a RAB Committee may be taken without a meeting if all members of RAB, RAB OpCom or a RAB Committee 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 RAB, RAB OpCom, or a RAB Committee.

5. Meetings By Telecommunications. The Regional Activities Board or a RAB Committee 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, normal RAB 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 RAB 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 Regional Activities Board. In accordance with IEEE Bylaw I-300.4, the vote of a majority of the voting members of the Regional Activities Board present at the time of the vote, if a quorum is present at such time, shall be the act of the Regional Activities Board.

8. Quorum. In accordance with IEEE Bylaw I-304.5, a majority of the voting members of RAB, provided that a majority shall be Regional Directors, shall constitute a quorum.

D. Proposed RAB Agenda Items

RAB Agenda items should be submitted to the RAB Chair with a copy to the RAB Secretary. 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 of the item 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 documentation whenever possible.
4. Reports and items should be submitted in written form via e-mail or diskette to be included in the agenda.

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