

Minutes of the Special Meeting of the Voting Members of the SMPTE

29 December 1995, White Plains, New York

A special meeting of the Society of Motion Picture and Television Engineers, Inc., was held at 2:00 p.m. at SMPTE Headquarters, 595 West Hartsdale Avenue, White Plains, New York.

The purpose of the meeting was to vote on proposed amendments to the Society's Bylaws. These proposed amendments were discussed by the Board of Governors at its 19 May 1995 and 10 September 1995 meetings for submission to the membership. The Executive Director, having in his possession 1,063 signed proxies, declared a quorum to be present in person and by proxy.

The proposed amendments to the Bylaws were read and the meeting proceeded to vote. The approved amendments and the total votes follow:

1. Bylaws Article III, Board of Governors Sections 1, 2, 3, and 4.

Amended to read:

Sec. 1. Number and Term in Office. The Board of Governors shall consist of: (1) the elected officers; (2) the Past-President of the Society; (3) individuals elected by the membership as hereinafter prescribed; (4) not more than six Directors (See Administrative Practices Sec. III, D.10; E.8; H.16 and 17) appointed, two each by the Editorial Vice-President, the Engineering Vice-President and the Sections Vice-President, subject to approval of the Board of Governors for a term of one year; (5) **two individuals elected** by the Board of Governors for a term of one year when in the opinion of the Board such additional members will more adequately represent the interests and activities of the Society's members.

Sec. 2, Subsec. A. Regions. For the purpose of representation on the Board of Governors, the membership is divided into Regions, each Region having no less than 500 members of any grade. These Regions are as follows: (1) New York, (2) Southern, (3) Eastern, (4) Central, (5) Western, (6) Hollywood, (7) Canadian, (8) **Asia and Australia**, (9) **Europe, the Middle East, Africa, and Central and South America.** The Board of Governors will assign Sections to the Regions in which they are located geographically.

Sec. 2, Subsec. B. Representation. Each Region shall be represented on the basis of one Governor for each 500 members, or fraction thereof, of any grade. No one section within a Region shall have more than one Governor for each 500 Section members or fraction thereof, of any grade except by two-thirds vote of the Board of Governors. **Governors representing Regions shall be elected by the voting membership in their respective Region.**

Sec. 3, Subsec. A. Nominating Committee. Replace the words "National Nominating Committee" by the words "SMPTE Nominating Committee."

Subsec. B. Nominees. The Committee shall nominate one or more candidates for each office of the Society to be filled for the term beginning the following January 1. The Committee shall nominate at least two and not more than three candidates for each vacancy to be filled on the Board of Governors for the term beginning the following January 1. Individuals nominated must be in voting membership grades of the Society.

Sec. 4. Approval of Nominations. Replace the words "National Nominating Committee" by the words "SMPTE Nominating Committee" in all cases.

Sec. 6. International Governors. Amend by deleting and renumbering remaining Sections.

FOR: 1,029

AGAINST: 27

2. Bylaws Article V, Sec. 2, Subsec. D. International Relations Committee

Amended to read:

The President shall appoint at least three members to this committee. At least one of these members shall be from a country where there is a section of the Society outside the United States and Canada. All appointees must be voting members of the Society. The Committee shall advise the Board of Governors concerning matters involving the organizational relations of the Society with individuals or groups outside the United States and Canada. **The Committee shall also recommend to the SMPTE Nominating Committee candidates for Governor in Regions 8 and 9.**

FOR: 1,028

AGAINST: 30

3. Bylaws Article X, Student Chapters Sections 1, 2, 3, 4, 5, and 6.

Amended to read:

Sec. 1. Chapter Authorization. Following a written petition for a Student Chapter, the Board of Governors of the Society may authorize Student Chapters at a college, university, or technical institute. This petition must be signed by a minimum of 12 SMPTE student members who are currently enrolled and in good standing at the educational institution (application for Society membership may be included with the petition), an adviser (an active or higher grade member), and the dean or the department head of the institution.

Sec. 2. Chapter Membership. Attendance at Student Chapter events shall also be open to interested nonmembers who are students at the institution, and guests, as space and campus policy allow.

Subsec. A. All members of the Society in good standing who are attending the designated educational institution shall be eligible for membership in the Student Chapter, and when so enrolled they shall be entitled to all privileges that such Student Chapter may, under the Constitution and Bylaws, provide.

Subsec. B. Should the attendance at Student Chapter events fall to below ten, or the activity of the Student Chapter fall to fewer than four events in a school year, the Board of Governors may cancel the authorization.

Sec. 3. Chapter Officers. The officers of each Student Chapter shall be a Chairperson and a Secretary (not excluding holding both offices). Each Chapter officer shall hold office for one school year, or until a successor is chosen. The procedure for holding elections shall be by ballot vote during the first or second official meeting of the school year.

Sec. 4. Adviser. It shall be the Adviser's duty to advise the officers of the Chapter on its conduct and to approve its reports of activities.

Sec. 5. Chapter Expenses. Each Student Chapter shall be independently responsible for expenses incurred.

Sec. 6. Chapter Meetings. The Chapter shall hold at least four meetings per year. The Secretary shall forward to the Executive Director, Sections Vice-President, Society President and closest Section Chairperson of the Society at least quarterly reports of all activities for that period, giving the subject, speaker and attendance of each meeting or event.

FOR: 1,033

AGAINST: 25

There being no further business, the meeting was declared adjourned at 2:30 p.m.

Respectfully submitted,
Frederick C. Motts
Executive Director