

OPERATING AGREEMENT
For
IEEE International Conference on Multimedia and Expo (ICME)

GOAL AND VALUES:

The Conference goal is to promote the exchange of information on the latest results of multimedia technologies, systems, and application from both the research and development perspectives of the circuits and systems (CAS), communication (COM), computer (CS), and signal processing (SP) communities.

SPONSORSHIP BREAKDOWN:

IEEE CAS – 25% Financial

IEEE COM – 25% Financial

IEEE CS – 25% Financial

IEEE SP – 25% Financial

DURATION OF AGREEMENT:

This agreement shall apply to ICME 2023, 2024, 2025, 2026 and 2027.

MANAGEMENT RESPONSIBILITIES:

Signal Processing Society will be the Managing Partner and Administrative lead for ICME during the duration of this Operating Agreement.

The duties of the Managing Partner and Administrative Lead in working with the Steering Committee are as follows:

- Work with the Steering Committee Chair and sponsoring societies to obtain representatives on the Steering Committee;
- Provide financial sponsor(s) with Steering Committee rosters;
- Create an alias that includes all members of the Steering Committee for all ICME-related correspondence;
- Record, store and distribute the annual Steering Committee meeting notes;
- Prepare and distribute all materials for the Call for Proposals for future ICME conferences, with input and approval from the ICME Steering Committee;
- Review possible sites, as identified by the Steering Committee or by prospective conference organizing teams and provide advice to the Steering Committee to aid in their decision making;
- Provide financial sponsors with the ICME full conference site proposals, budget proposals

and updates to those documents from the Organizing Committee, Steering Committee notes, and organize a meeting with the Steering Committee and both sponsoring society leadership (Presidents, VP-Conferences, VP-Finance) to review the proposals and solicit feedback;

- Assist the Steering Committee with the review and selection of the final site proposal and request final approval from both financial sponsors via the IEEE Conference Application/Memorandum of Understanding prepared by IEEE Meetings, Conferences & Events.

The duties of the Managing Partner and Administrative Lead in working with the Organizing Committees are as follows:

- Ensure compliance with IEEE policy and submission of all required documents according to the recommended timeline including budgets, publication forms, invoices, payment, and final reports;
- Periodic communication with the Organizing Committee for status updates, ongoing support and general guidance;
- Collection and submission of contracts to IEEE Meetings, Conferences & Events in accordance with standard IEEE processes and procedures;
- Support the publicity efforts made by conference leaders and promote the conference through the sponsors' typical channels; **Lists used for publicity purposes are for that use only and may not be shared or disseminated without agreement of all sponsors of the conference.*
- Ensure financial sponsor(s) are provided with periodic status updates including budgets and key metrics (submissions, attendee detail and acceptance rates), upon receipt of the updates from the Organizing Committee;
- Maintain a roster of all past, current, and future ICME organizing committees and creation of e-mail alias addresses for ease of communication among members of the organizing committee as well as between the organizing committee, the staff, and the Steering Committee
- Respond to requests for information or assistance from the organizing committees and assure a flow of updated information to the Steering Committee on the status of those events for each meeting of the Steering Committee.
- Create surveys for ICME attendees to provide feedback, to assist the Steering Committee and sponsors' leadership in future program planning.
- Share the main conference planning materials with the financial sponsors on a shared drive, such as proposals, budgets, sleeping room pickup, F&B and AV expenditures, final reports, etc.

OPERATING PRINCIPLES:

Each instance of the Conference shall be governed by the policies and procedures of the Managing Partner and Administrative lead of that conference in so far that the policies and procedures do not contradict the goals and values of the conference or principles described in the original MoU or Operating Agreement.

RESPONSIBILITY OF CONFERENCE SPONSORS:

The duties of the Conference Sponsors are as follows:

- Loans - All Sponsoring Parties shall advance funds, for the operation of the Conference, in proportion to their respective financial ownership shares as outlined in Sponsorship Breakdown. Each Sponsoring Party agrees to make an advance after the budget is approved and upon request of organizing committee. All such advanced funds shall be considered a Conference obligation and shall be repaid after the conclusion of the Conference.
- Approve the conference budget in a timely manner
- Solicit Society members as part of organizing committees and proceedings reviewers
- Promote the conference through Societies' typical channels
- Ability to place conference videos in their own repositories with uniform pricing proposed by the Managing Partner and Administrative lead
- Maintain dialog with appointed Steering Committee representatives to keep Societies knowledgeable about ICME plans and issues

ICME STEERING COMMITTEE:

Management oversight of ICME will be undertaken by the ICME Steering Committee. Management of each event shall be as detailed below.

MEMBERS OF THE ICME STEERING COMMITTEE:

ICME will be guided by a committee comprising of eight (8) voting members and eight non-voting members. Effort should be placed on ensuring global, technical, and gender diversity within the Steering Committee members:

CHAIR:

The Chair of the Steering Committee shall be selected by the members of the Steering

Committee from among SC members retired during the past five years. Steering Committee chair votes only when there is a tie. The chair shall serve two calendar years and shall not be available for reappointment. The election will be held each odd year at the Steering Committee meeting held during the conference, or lacking a quorum, through email voting. The current Chair shall host the election.

An election is valid if more than $\frac{1}{2}$ of the voting members take part in the election and a candidate is supported by more than $\frac{1}{2}$ of the non-abstention votes. (A member may vote to abstain, i.e., cast a ballot with no candidate marked or with an explicit "abstain" category marked; this is an abstention vote. Other votes are non-abstention votes.) If there are more than two candidates in an election and no candidate is supported by more than $\frac{1}{2}$ of the non-abstention votes, then a second round of balloting is needed. The second round of balloting shall be limited to the two candidates with the most votes from the first round of ballots.

The Steering Committee Chair is expected to host the meetings and lead the Steering Committee with the interest of all sponsoring societies. If a society representative is elected as Chair, then the society needs to elect and appoint another person for his/her remaining term as a society representative.

MEMBERS OF THE STEERING COMMITTEE:

- Two (2) representatives, with vote, for each Partner Society;
- One (1) representative, without vote, who shall be the immediate past General Chair of ICME;
- One (1) Technical Committee (TC) Chair, without vote, who shall be the current chair of the primary relevant TC from each partnering society
- One (1) representative without vote, shall be the current Editor-in-Chief of the IEEE Transactions on Multimedia or his/her designee.
- One (1) Managing Partner staff executive director or his/her designee, without vote
- One (1) representative, without vote, who shall be current General Chair of ICME

Steering Committee members (voting) shall serve two (2) calendar years, renewable once for another term of two (2) calendar years. Newly appointed members of the Steering Committee shall take office the first day of a year (1 January). Each sponsoring Technical Committee shall host an election to replace representatives no later than three months before the end of the year. If a new representative is not elected within this three-month period, the relevant Society President shall directly appoint a new representative.

ROLE OF THE STEERING COMMITTEE:

The role of the ICME Steering Committee is to:

- Create, execute, and amend the ICME Guidelines documents;
- Oversee the details of current and future ICME programs (technical program, social program, registration, presentation stipulations, etc.);
- Provide guidance and problem resolution, when necessary, with the overall goal to ensure ICME remains a high-quality technical conference that returns a financial surplus to its financial co-sponsor Societies in compliance with IEEE guidelines and policies;
- Develop and maintain a dynamic website homepage with links featuring past, present, and future ICME events;
- Focus discussions and long-term planning efforts to grow the conference internationally, ensure even distribution globally, and focus on achieving diversity in all areas of ICME;
- Members of the Steering Committee are expected to be liaisons with their sponsoring Society to provide status reports and any necessary Society feedback.
- Seek and encourage strategic proposals for future ICME locations and organizing committees, to consist of:
 - Vetting the location and the organizing committee members during the proposal review process. Once approved by the Steering Committee, the ICME General Chair shall report to the Steering Committee on a periodic basis.
 - If it is deemed necessary to change key aspects of the conference, such as the location, dates, or members of the approved Organizing Committee due to exceptional circumstances, the Steering Committee Chair should be notified and approve the change.
 - For changes to the dates, location or to individuals in the roles of General Chair, Technical Program Chair, Industry Program & Exhibition Chair and Finance Chair, the full Steering Committee has to be notified of the change, vet the changes and conduct a vote to approve. These changes may not be made without approval of the Steering Committee. Following this approval, the Steering Committee shall notify all conference sponsors, and receive their approval as well.
- Assist Organizing Committee with special sessions, workshops, etc., to expand the

appeal of ICME

- Consultation with co-sponsoring Societies to ensure agreement of policy and procedures that are applicable to the conference (non-presented papers, visa letters, etc)
- Develop and maintain a strategic plan for ICME growth, approved by sponsoring Society Presidents

REGULARLY SCHEDULED MEETINGS OF THE STEERING COMMITTEE:

The Steering Committee will meet a minimum of four times per year and scheduled upon request of the Steering Committee Chair.

- 1) In person or virtually, during ICME annually;
- 2) By telephone conference call at least once in each of the remaining calendar quarters.

The expenses for the Steering Committee Meeting at ICME will be budgeted and paid for by the conference budget when they occur.

Travel support to ICME for Steering Committee members shall be handled directly between the Sponsoring Society and their appointed members.

Quorum

- Majority of voting members shall constitute a quorum of the body
- Majority of voting members, provided a quorum is present, shall be sufficient to vote upon motions/actions

Meeting Attendance

- Steering Committee members are expected to attend each Steering Committee meeting. If a society voting member cannot attend the Steering Committee on the ICME site, neither physically nor remotely dialing- in, then the TC Chair shall serve a proxy and inform the Steering Committee Chair a minimum of two months before the meeting starts. In the event that the TC Chair cannot serve, the Vice President of Technical Directors or his/he equivalent shall service as, or appoint, a proxy.
- Proxies count towards the quorum and have voting power for that meeting. In general, the proxy mechanism should be used only in emergencies. Proxies cannot be applied for both appointed voting members of a sponsoring society for the same meeting. Each appointment of a proxy shall be sent to the Chair and the member serving as the proxy via email or written communication from the member appointing the proxy. A proxy shall not be valid without written acknowledgment from the Chair and the member serving as proxy of receipt of the appointment.
- Members serving as proxies may only vote on agenda items announced through the distributed agenda prior to the meeting. If announced agenda items are amended or otherwise developed through the meeting process whereby the action being

proposed is significantly different in meaning from the original motion, the chair may determine that proxy votes shall no longer be allowed for that agenda item. The proxy voter himself or herself may also choose to abstain prior to any formal decision of the chair. A person appointed as proxy may not appoint another person to act in his or her stead.

- The sponsoring society VP-Conference and TC Chair shall be notified when a society voting member misses three consecutive meetings without giving sufficient cause. Such absence shall be considered withdrawal from the Committee, subject to the review by the Steering Committee (with consideration of the comments from the sponsoring society that the absent member(s) represent). The President of the corresponding society shall then appoint a replacement voting member.

CONFERENCE ORGANIZATION REQUIREMENTS:

BUDGETS AND FINANCIAL PERFORMANCE:

Each budget shall be prepared and approved following IEEE timelines and shall result in a surplus according to the existing guidelines of the IEEE; the sponsoring Societies agree that the ICME surplus shall be a minimum of 20% of total expense. Budgets must be approved by each Society designated representative (Society President, Treasurer, or VP-Conferences), and sent to IEEE for approval. If a budget is rejected by a non-managing society, the managing society must work with the organizing committee to revise and resubmit a budget. If the Society designated representatives are unable to mutually agree on a conference budget, the conflict resolution described below shall be enacted.

CONFERENCE BANK ACCOUNTS:

All conference funds shall be deposited in an IEEE Concentration Banking Account in the name of the conference. The Conference Bank Account shall be closed not later than one year after the Conference concludes or based on current IEEE Policy.

PUBLICATION:

The financial co-sponsors of ICME agree that the conference proceedings (conference record) shall be jointly owned and that each co-sponsor will derive 25% of any sales income generated by the proceedings, including package income or income from IEEE *Xplore*®.

Each financial co-sponsor may include the proceedings of ICME in its digital library; income from these separate digital libraries shall not be shared and shall accrue solely to the owner of that particular library.

RELATED CONFERENCE INTELLECTUAL PROPERTY (IP):

In the event of a virtual or hybrid conference, where videos or other conference materials are collected for potential use beyond the Conference, the materials can be requested and provided to each co-sponsor for use in their Resource Center or other archives, in alignment

with the usage outlined in the Copyright and Release Forms signed for each file. The Administrative Lead sponsor will work with the Conference organizers to prepare and package these files for use by the other sponsoring societies, upon request.

IEEE TAB CONFERENCE COMPLIANCE:

Financial co-sponsor Society staff shall be aware of and maintain compliance with current IEEE and TAB regulations and guidelines, finance matters, publications, contracts, insurance, approvals, etc., ISBI events to which they are assigned.

DECISION-MAKING:

Selection of the conference location, dates, organizing committee membership, and scope shall be recommended by the Steering Committee. Future ICME dates must not conflict with flagship conferences of the sponsors. The final approval of the aforementioned shall be that of the Presidents of the sponsoring Societies or their VP-Conferences, if so designated.

COMPLIANCE WITH LAWS:

The Sponsoring Parties shall ensure that the Conference is conducted in accordance with all applicable United States (U.S.) and non-U.S. laws. The Sponsoring Parties shall take all necessary corporate, tax, and other registrations and obtain all required licenses and permits, under the leadership of the managing partner.

CONFLICT RESOLUTION:

Conflicts arising between the signatories shall be resolved administratively between the Society Executive Directors. Absent agreement, dispute resolution shall be in accordance with procedures resolving disputes between organizational units within the IEEE.

IN WITNESS WHEREOF, this Operating Agreement is executed by the parties hereto by their respective undersigned and authorized officers as of the first date written above.

The Institute of Electrical and Electronics Engineers, Incorporated (acting through IEEE Signal Processing Society)



Athina P. Petropulu, President (2022-2023)
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The Institute of Electrical and Electronics Engineers, Incorporated (acting through IEEE Computer Society)

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**The Institute of Electrical and Electronics
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**The Institute of Electrical and Electronics
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Manuel Delgado-Restituto

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