

DEFINITIONS FOR BYLAWS

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“Accepted LOA” shall mean a Letter of Assurance that the IEEE-SA has determined is complete in all material respects and has been posted to the IEEE-SA web site.

“Affiliate” shall mean an entity that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with the Submitter. For the purposes of this definition, the term “control” and its derivatives, with respect to for-profit entities, means the legal, beneficial or equitable ownership, directly or indirectly, of more than fifty percent (50%) of the capital stock (or other ownership interest, if not a corporation) of an entity ordinarily having voting rights. “Control” and its derivatives, with respect to nonprofit entities, means the power to elect or appoint more than fifty percent (50%) of the Board of Directors of an entity.

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“Letter of Assurance” shall mean a letter stating the submitter’s position regarding licensing of Essential Patent Claims, for a specifically referenced IEEE Standard, submitted in a form acceptable to the IEEE.

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“Blanket Letter of Assurance” shall mean a Letter of Assurance that applies to all Essential Patent Claims that a Submitter may have the ability to license at the time of submitting the Letter of Assurance or in the future.

Deleted: own or control

“Enabling Technology” shall mean any technology that may be necessary to make or use any product or portion thereof that complies with the [Proposed] IEEE Standard but is not itself expressly set forth in the [Proposed] IEEE Standard (e.g., semiconductor manufacturing technology, compiler technology, object-oriented technology, basic operating system technology, and the like).

“Essential Patent Claim” shall mean any Patent Claim the use of which is necessary to create a compliant implementation of either mandatory or optional portions of the normative clauses of the [Proposed] IEEE Standard when, at the time of the [Proposed] IEEE Standard’s approval, there is no commercially and technically feasible non-infringing alternative. An Essential Patent Claim does not include any Enabling Technology nor any claim other than that set forth above even if contained in the same patent as the Essential Patent Claim.

“Submitter” when used in reference to a Letter of Assurance shall mean an individual or an organization that provides a completed Letter of Assurance. A Submitter may or may not hold Essential Patent Claims.

Deleted: a potential patent rights holder (either

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“Patent Claim(s)” shall mean one or more claims in issued patent(s) or pending patent application(s).

“Statement of Encumbrance” shall mean a specific reference to an Accepted LOA or a statement in the transfer or assignment agreement that the Patent Claim(s) being transferred or assigned are subject to any encumbrances that may exist as of the effective date of such agreement. An Accepted LOA is an encumbrance.