1. **Call to Order - King**  
A meeting of the Board of Governors of the IEEE Computer Society was held at 8:00 a.m. on 8 February 2002 at the Sheraton World Resort in Orlando, Florida USA. Willis K. King, president, chaired, with Deborah M. Cooper as secretary.

2. **Roll Call/Proxies - Cooper**  
A roll call was held as follows:

### A. Franchised Members
- Fiorenza C. Albert-Howard, present  
- Jean M. Bacon, absent, no proxy  
- Ricardo Baeza-Yates, absent, proxy to King  
- Manfred Broy, absent, no proxy  
- Alan Clements, present  
- George V. Cybenko, absent  
- Deborah M. Cooper, Secretary, present  
- Stephen L. Diamond, President-Elect, present  
- Wolfgang K. Giloi, Treasurer, present  
- Mark A. Grant, absent, proxy to Diamond  
- Gene F. Hoffnagle, present  
- Haruhisa Ichikawa, present  
- Lowell G. Johnson, absent, no proxy  
- Richard A. Kemmerer, present  
- Willis K. King, President, present  
- Susan A. Mengel, present  
- James W. Moore, present  
- Karl Reed, present  
- Deborah K. Scherrer, First VP for Technical Activities, present  
- Christina M. Schober, absent, no proxy  
- Kathleen M. Swigger, present  
- Benjamin W. Wah, Past President, present  
- Ronald Waxman, present  
- Michael R. Williams, present  
- Thomas W. Williams, present  
- Akihiko Yamada, present
B. Ex officio Members (without vote):
James H. Aylor, Computer EIC, absent
Carl K. Chang, VP, Educational Activities, present
James H. Cross II, VP, Chapters Activities, present
Gerald L. Engel, VP, Conferences & Tutorials, present
David W. Hennage, Executive Director, present
James D. Isaak, IEEE Division VIII Director-Elect, absent
Rangachar Kasturi, VP, Publications, present
Guylaine M. Pollock, IEEE Division V Director, present

3. Introduction of Guests - Wah

The following guests and staff were present:

Angela R. Burgess  Michel Israel
Robert G. Care  John C. Keaton
Violet S. Doan  Anne Marie Kelly
Debra P. Evans  David McKendry
Oscar N. Garcia  Richard A. Price
Gerald Gordon  Mary-Kate Rada
Lynne Harris  Murali Varanasi
James Herring

4. Approval of Agenda - King

Motion 4: Albert-Howard moved, Liu seconded, “MOVED, that the revised agenda be approved as is (see attachment 5R-1.” Motion carried by voice vote.

5. BLANK

6. Approval of Minutes of the 9 November 2001 Meeting - Cooper

Motion 6: Giloi moved, “MOVED, that the minutes of the 9 November 2001 Board of Governors meeting be approved with one minor correction in item 51 (meeting ended at noon, not 5:00pm).” Motion carried by voice vote.

7. Report of the President - King

President King gave an oral report in addition to his written report (see attachment 7).

8. Report of the Treasurer - Giloi

Giloi gave the report of the treasurer (see pages 8-1 and 8-34 of the Agenda Book).

9. Report of the Executive Director – Hennage

Hennage reported on recent activity in the society (see pages 9-1 through 9-6 of the Agenda Book) and also noted the executive staff reports in section 44.
10. Status of Action Items - Cooper

The secretary reviewed the status of action items as of 1 January 2002 (see page 10-1 through 10-2). Items 2, 3, and 17 remains open.

ACTION ITEMS

11. Consent Agenda - Cooper

A. Second Approval of Bylaws Amendment, Article VI

BYLAWS ARTICLE VI – CONFERENCES AND TUTORIALS

Section 1: Conferences and Tutorials Board

The Conferences and Tutorials Board (C&T) shall oversee and set policy for the society’s meetings, conferences, symposia, workshops and tutorials (Meetings). The Conferences and Tutorials Board shall be chaired by the vice president for conferences and tutorials and shall have additional voting members as follows: vice chairs of standing committees and ad hoc committees, the Secretary and Treasurer, and 4-7 additional members as specified in the Policies & Procedures Manual. All of these members shall be appointed by the vice president for conferences and tutorials. The most recent past vice president for conferences and tutorials and a member of the society’s professional staff appointed by the chief staff executive are ex-officio, voting members without vote. The Conferences and Tutorials Board shall create ad hoc committees as it shall deem appropriate. The standing committees shall be the Operations Committee and Planning Committee.

Section 2: Operations Committee

The Operations Committee shall perform the day-to-day tasks that support the meetings of the society. The Operations Committee is chaired by the vice chair for operations. The functions and composition of this committee shall be set forth in the Policies & Procedures Manual.

Section 3: Assessment and Planning Committee

The Assessment and Planning Committee is responsible for the strategic planning and ongoing assessment of the meetings of the society. The Assessment and Planning Committee is chaired by the vice chair for assessment and planning. The functions and composition of this committee shall be set forth in the Policies & Procedures Manual.

Section 4: Periodic Conferences and Tutorials Steering Committees

There shall be a Steering Committee and charter for each of the society’s sponsored or cosponsored periodic meetings. The details of the functions and composition of these committees shall be set forth in the Policies & Procedures Manual. The term ‘periodic’ in this context signifies a meeting cycle of not greater than two years.

Section 5: Preparation and Amendment of Meeting Charters

The duties and composition of each Periodic Conferences and Tutorials Steering Committee are defined in each meeting’s charter. This charter must be approved by the Conferences and Tutorials Board, reviewed by the Assessment and Planning Committee and kept on file in the IEEE Computer Society’s Headquarters Office. Amendments to the charter must also be approved by the Operations Assessment and Planning Committee of the Conferences and Tutorials Board.
B. Second Approval of Bylaws Amendment, Article XII, Section 13

BYLAW ARTICLE XII

Section 13: Personnel and Compensation Committee

The Personnel and Compensation Committee shall monitor compliance with the human resources, personnel and compensation policies of the society, and bring any needed changes in such policies to the Board of Governors. The committee shall be chaired by the past president-elect and shall include as additional members the president, the past president-elect, and the first and second vice presidents. The chief staff executive and a member of the executive staff appointed by the chief staff executive shall be ex officio, non-voting members of this committee.

12. BLANK

13. BLANK

14. BLANK

15. Approval of ITC’02 Budget - Engel

Motion 15: Engel moved for the Conferences & Tutorials Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the ITC’02 budget as proposed.” Motion approved by voice vote.

16. Approval of SC’02 Budget- Engel

Motion 16: Engel moved for the Conferences & Tutorials Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the SC’02 budget as proposed.” Motion approved by voice vote.

17. BLANK

18. 2002 Budget Amendments – Giloi

None brought forward.

EXECUTIVE SESSION BEGINS

19. Board of Governors Consent to Presidential Appointment of Editor(s)-in-Chief – Kasturi

A. IEEE Transactions on Knowledge & Data Engineering

Motion 19A. Kasturi moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society consent to the presidential approval of the reappointment of the editor-in-chief of the IEEE Transactions on Knowledge & Data Engineering.” Motion carried.

Action: President. Due: ASAP. BOG 02/02. 19A. Notify the editor-in-chief of the IEEE Transactions on Knowledge & Data Engineering of his reappointment with a term of 1 January 2003 through 31 December 2004.
B.  *IEEE Transactions on PAMI*

Motion 19B. Kasturi moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society consent to the presidential approval of the reappointment of the editor-in-chief of *IEEE Transactions on PAMI.*” Motion carried.

Action: President. Due: ASAP. BOG 02/02. 19B. Notify the editor-in-chief of *IEEE Transactions on PAMI* of his reappointment with a term of 1 January 2003 through 31 December 2004.

20. **Selection of 2003 Division V Director-Elect candidates – Wah**

Motion 20: Wah moved for the Nominations Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the candidate slate of Gene F. Hoffnagle and Willis K. King for 2003 Division V Director-Elect:” Motion carried.

Action: Executive Director. Due: ASAP. BOG 02/02. 20-1. Notify IEEE of the board-approved 2003 election slate for IEEE Division Director-elect candidates.

21. **Election of Nominations Committee Member – Wah**

The Nominations Committee brought forth Susan Mengel and Alan Clements as candidates for the 2002 board elected member to the 2002 Nominations Committee to replace Michel Israel. Susan Mengel and Alan Clements was elected.

Action: Secretary. Due: ASAP. BOG 02/02. 25. Notify Susan Mengel and Alan Clements of their election as the board elected members to the 2002 Nominations Committee with a term commencing 1 January 2002 and ending 31 December 2002. Clements and Mengel were present and were notified after the vote.

22. **Approval of Award Recipients - Garcia**

A. **2002 Harlan D. Mills**

Motion 22A: Garcia moved for the Awards Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the recommendation of the Awards Committee for the recipient of the 2002 Harlan D. Mills Award.” Motion carried.

Action: President. Due: ASAP. BOG 02/02. 22A-1. Notify the recipient of the 2002 Harlan D. Mills Award.

Action: Awards Chair. Due: After President notifies recipient. BOG 02/02. 22A-2. Notify the nominator and subcommittee of the 2002 Harlan D. Mills Award recipient.

B. **2002 Computer Pioneer**

 Motion 22B: Garcia moved for the Awards Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the recommendation of the Awards Committee for the recipient of the 2002 Computer Pioneer Award.” Motion carried.

Action: President. Due: ASAP. BOG 02/02. 22B-1. Notify the recipient of the 2002 Computer Pioneer Award.
Action: Awards Chair. Due: After President notifies recipient. BOG 02/02. 22A-2. Notify the nominator and subcommittee of the 2002 Computer Pioneer Award recipient.

EXECUTIVE SESSION ENDS

23. Amendments to the Society Bylaws – Diamond

A. Certification - Professional Practices Committee (Article VII)

Motion 23A: Diamond moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the following amendments to bylaws Article VII, Educational Activities.” Motion carried.

Article VII – EDUCATIONAL ACTIVITIES

Section 1: Educational Activities Board

The Educational Activities Board (EAB) shall develop, implement, and evaluate all polices and programs with respect to educational activities in the computer field at all levels. It shall be chaired by the vice president for educational activities and shall consist of the following members: the chairperson of Curriculum Development Committee, Accreditation Guideline Committee, Curriculum Assistance Committee, Professional Certification Committee, Certified Software Development Professional (CSDP) Training Committee, and Continuing Education Committee, and additional members appointed by the vice president for educational activities. The chairpersons of these committees shall be appointed by the president with the recommendation of the vice president for educational activities. The president may delegate authority for such appointments to the vice president.

Section 5: Professional Certification Committee

The Professional Certification Committee shall study, evaluate, and recommend policies and programs regarding computer professional certification and related activities.

Section 6: Continuing Education Committee

B. Certification - Professional Practices Committee (Article XII, Section 15)

Article XII – STANDING COMMITTEES

Section 15: Professional Practices Committee

There shall be a Professional Practices Committee with the mission of coordinating, in collaboration with relevant Computer Society boards, the society’s participation in the development and maintenance of software engineering as a professional discipline, such as computer engineering, computer science, and information technology, and software engineering, including: body of knowledge identification, curriculum, certification, examination development, administration, and recertification; ethics; and performance norms and terminology. The committee chair shall be appointed annually by the president. The chair shall appoint the members of the committee, including representatives of relevant program boards, as provided in the Policies & Procedures Manual.
The Certified Software Development Professional (CSDP) Certification Committee shall plan, direct, and administer the CSDP certification examination and recertification process. The chairperson of the CSDP Certification Committee shall be appointed by the president with the recommendation of the chair of the Professional Practices Committee.


A. Section 13.5.5, Harry Hayman Award for Distinguished Staff Achievement

Motion 24A: Diamond moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the following amendments to the Policies & Procedures Manual, Section 13.5.5, Harry Hayman Award for Distinguished Staff Achievement.” Motion carried by voice vote.

SECTION 13, AWARDS

13.5.5 Harry Hayman Award for Distinguished Staff Achievement

Contribution: Long and distinguished service of an exemplary nature in the performance of duties over and above those called for as a regular employee of the society.

Eligibility: Current IEEE Computer Society staff members of long standing.

Nominator: Anyone can nominate.

Award: Plaque and a $2,500-$5,000 honorarium. A brochure featuring each recipient's contributions shall be produced for the award ceremony.

Presentation: At an appropriate function specified by the president.

Administration: This award is an exception to general awards practices in that nominees are considered and approved by the society's Executive Committee. Nominations should be made to that body through the president. However, the Awards Committee will assist in the logistics of the process, including the preparation of the brochure.

B. Section 13.5.6, Richard E. Merwin Award for Distinguished Service

Motion 24B: Wah moved, Kasturi seconded, “MOVED, that the Board of Governors of the IEEE Computer Society approves the following amendments to the Policies & Procedures Manual, Section 13.5.6, Richard E. Merwin Award for Distinguished Service.” Motion carried by voice.

SECTION 13 AWARDS

13.5.6 Richard E. Merwin Award for Distinguished Service

Contribution: Outstanding volunteer service to the profession at large, including significant service to the IEEE Computer Society or its predecessor organizations. The award is for service as opposed to technical achievement.
Eligibility: The Richard E. Merwin Award is the highest level volunteer service award of the society, and the highest selection criteria are to be maintained. No current or past society president shall be eligible until four years after completion of presidential service.

Nominator: Anyone can nominate.

Award: Bronze medal and honorarium of $5,000. A brochure featuring each recipient's contributions shall be produced for the award ceremony. Funds for travel to the presentation site, if necessary, will be provided for the awardee and one companion.

Administration: A subcommittee of the Awards Committee solicits candidates and makes the preliminary selection. The prospective candidate(s) will be presented to the Awards Committee for discussion and recommendation, and to the board for approval.

Funding: Awards Committee budget.

C. Section 27, Professional Practices

The draft Policies & Procedures Manual revisions for Section 27 (reprinted below) were circulated to the board for review and comment.

Section 27 PROFESSIONAL PRACTICES

27.0 PROFESSIONAL PRACTICES COMMITTEE

27.1 Membership

The president shall appoint the chair of the committee annually. The Vice Presidents for Educational Activities, Publications, Standards, and Technical Activities shall each appoint one (1) member of the committee. Up to four (4) additional members may be appointed by the chair as required to obtain the appropriate balance of technical, geographic, or other appropriate representation. The Computer Society representative to the IEEE Licensure and Registration Committee shall be a member of this committee ex-officio, with vote.

27.2 Duties and Responsibilities

The duties of the committee shall be responsible for coordinating the society’s participation in the development and maintenance of software engineering as a professional discipline as provided in the bylaws, such as computer engineering, information technology, test technology, software engineering, and other appropriate specialty or applications areas. Its activities shall include: body of knowledge identification, curriculum, ethics, performance norms and terminology. This involves recruiting participants for professional practices and standards committees.

27.3 Certified Software Development Professional (CSDP) Certification Committee

27.3.1 Duties and Responsibilities

The committee shall plan, direct, and administer the CSDP examination and CSDP recertification process. The committee shall present annual budgets, including examination fees and examination frequencies, to the Board of Governors for approval. The committee will maintain test materials, administer the recertification program, identify topic areas not covered by the certification examination, recommend necessary changes to existing examinations, and recommend termination...
or development of the examination. The committee will also review the certification program once every 4 years.

27.3.2 Membership

The CSDP Certification Committee is a formal subcommittee of the Professional Practices Committee. The CSDP Certification Committee will consist of seven members. For the initial two years, seven members will be appointed by the chair of the Professional Practices Committee with the concurrence of the Board of Governors. The seven positions shall have staggered one- and two-year terms, with all subsequent terms being two years. The officers of the committee shall be a chair, vice-chair, secretary and a treasurer. After two years, the committee will elect its officers.

After the initial two years, four committee positions shall be elected by CSDP certificate holders in good standing. Candidates shall be CSDP certificate holders in good standing and shall be nominated by the Professional Practices Committee Chair with the concurrence of the Board of Governors. The Professional Practices Committee Chair shall nominate three additional members with the concurrence of the Board of Governors, and the approval of the Professional Practices Committee. The additional committee members shall include one member to bring viewpoints from the public, one member to bring viewpoints from employers, and one Professional Practices Committee member. Members may serve no more than two consecutive terms. With the concurrence of the Board of Governors, the Professional Practices Committee shall elect a member to fill the unexpired part of the term of any office that may become vacant.

The Professional Practices Committee may terminate the membership of a CSDP Certification Committee member for cause as described in the CSDP Certification Committee.

27.4 Appeals Panel

An Appeals Panel shall be appointed by the Professional Practices Committee, and shall consist of not fewer than three nor more than five members. All of the Appeals Panel members must be certificate holders in good standing. At least one member should not be a member of the CSDP Certification Committee. The appeals process shall be described in the CSDP Certification Handbook.

27.5 CSDP Certification Handbook

The CSDP Certification Committee shall create and maintain the CSDP Certification Handbook, which sets forth procedures for the operation of the CSDP program. The CSDP Certification Committee may modify its procedures without Board of Governors approval provided that its procedures are consistent with society and IEEE policies and procedures and approved by the Professional Practices Committee. However, any change to certification program procedures shall be published in the Agenda Book prepared for the next Board of Governors meeting following the change. The chair of CSDP Certification Committee is responsible for ensuring that a copy of the then-current handbook is distributed to the Professional Practices Committee and the Board of Governors at the beginning of each calendar year. This handbook will be maintained by the Volunteer Services Staff and periodically reviewed by legal counsel.

27.2.2 The committee chair shall solicit nominations for two of the three Computer Society members of the Software Engineering Coordinating Committee (SWECC) from the TCSE, SESC, and other interested society groups. The third candidate will be recommended by the chair of the TCSE. The committee will recommend three candidates to the president who shall make the appointments. Should the president decline to appoint one or more of the recommended candidates, the committee
or the chair of the TCSE, as appropriate to the source of the recommending alternate candidates until the president has accepted and appointed persons to all three vacancies.

The initial three appointments shall be made for staggered one-, two-, and three-year terms, with all subsequent terms being three years. Individuals may be appointed to no more than two consecutive three-year terms. Individuals who initial terms is for less than three years may be appointed to a third term at the discretion of the president. If exceptional circumstances arise where it is in the society’s interest to do so, the president may appoint an individual to a third three-year term with the consent of the Board of Governors. One of the three CS members will serve as the SWECC chair or co-chair as provided in the SWECC charter.

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DISCUSSION ITEMS

35. BLANK

36. BLANK

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REPORTS

40. AD HOC COMMITTEES

No reports.

41. EXECUTIVE COMMITTEE MEMBERS

41A. President-Elect - Diamond

No report.

41B. Vice President, Chapters Activities - Cross

(See pages 41B-1 and 41B-2 of the Agenda Book.)

41C. Vice President, Conferences & Tutorials - Engel

(See page 41C-1 through 41C-3 of the Agenda Book.)

41D. Vice President, Educational Activities - Chang

(See pages 41D-1 and 41D-2 of the Agenda Book.)

41E. Vice President, Publications - Kasturi

(See pages 41E-1 and 41E-2 of the Agenda Book.)

41F. Second Vice President, Standards Activities – Johnson, L.

(See pages 41F-1 through 41F-7 of the Agenda Book.)

41G. First Vice President, Technical Activities - Scherrer

(See pages 41G-1 through 41G-4 of the Agenda Book.)

41H. Secretary – Cooper

No report

41I. Past President - Wah

No report.

41J. IEEE Division V/VIII Directors - Pollock/Williams, T.

No report.

41K. Computer Editor-in-Chief - Aylor

No report.
42. STANDING COMMITTEES

42A. Audit – Albert-Howard

No report.

42B. Awards - García

No report.

42C. Computer Society International Design Competition - Clements

(See pages 42C-1 through 42C-2 of the Agenda Book.)

42D. Constitution and Bylaws - Diamond

No report.

42E. Elections – Williams, M.

No report.

42F. Electronic Products and Services - Hoelzeman

No report.

42G. Fellows – Carver

No report.

42H. Finance - Giloi

No report.

42I. History – Liu

No report.

42J. Intersociety Cooperation – Wah

Neural Networks Council Representative Report
No report.

Sensors Council Representative Report
No Report.

42K. Membership – Wah

No report.

Ombudsman/Member Services Report – Mengel

(See attachment 42K)
42L. **Nominations - Wah**

No report.

42M. **Personnel and Compensation - Diamond**

No report.

42N. **Planning - Diamond**

No report.

42O. **Professional Practices Committee – Tripp**

(See pages 42O-1 thru 42O-4 of the *Agenda Book.*

43. **OTHER**

44. **STAFF**

44A. **Publisher - Burgess**

(See pages 44A-1 thru 44A-6 of the *Agenda Book.*

44B. **Director, Information Technology - Care**

(See pages 44B-1 thru 44B-4 of the *Agenda Book.*

44C. **Acting Director Volunteer Services – Kelly**

(See pages 41C-1 and 41C-2 of the *Agenda Book.*

*Technical Meetings Final Reports Received Since Last Agenda Book*  
(See pages 41C-3 thru 41C-6 of the *Agenda Book.*

*Technical Meetings Approved Since Last Agenda Book*  
(See pages 41C-7 thru 41C-8 of the *Agenda Book.*

*Technical Meetings Final Reports Overdue*  
(See pages 41C-9 thru 41C-12 of the *Agenda Book.*

*Technical Meetings Schedule*  
(See pages 41C-13 thru 41C-36 of the *Agenda Book.*

44D. **Director, Finance & Administration - Doan**

(See pages 44D-1 thru 44D-2 of the *Agenda Book.*

*December 2001 Membership Report*  
(See pages 44D-3 and 44D-4 of the *Agenda Book.*

*Asia/Pacific Office Report*  
(See pages 44D-5 and 44D-6 of the *Agenda Book.*
45. **SPECIAL ORDERS**

None.

46. **UNFINISHED BUSINESS OR GENERAL ORDERS**

None.

47. **NEW BUSINESS**

None.

48. **GOOD OF THE ORDER**

None.

49. **ANNOUNCEMENTS**

None.

50. **NEXT MEETING**

The next meeting will be held at 4:00 p.m. on Friday, 10 May 2002 in Portland, Oregon USA.

51. **ADJOURNMENT**

The meeting adjourned at 11:00 a.m.

**LIST OF ATTACHMENTS**

Attachment 5  Revised Agenda
Attachment 7  Report of the President
Attachment 42K  Ombudsman Report