

**APPROVED MINUTES
IEEE COMPUTER SOCIETY
BOARD OF GOVERNORS MEETING**

*10 May 2003
Sheraton Wall Centre
Vancouver BC CANADA*

1. Call to Order - *Diamond*

A meeting of the Board of Governors of the IEEE Computer Society was held at 8:00 a.m. on 10 May 2003 at the Sheraton Wall Centre in Vancouver, BC Canada. Stephen L. Diamond, president, chaired, with Carl K. Chang as secretary in the absence of Secretary Garcia.

2. Roll Call/Proxies – *Chang for Garcia*

A roll call was held as follows:

A. Franchised Members

Fiorenza C. Albert-Howard, present
Jean M. Bacon, present
Ricardo Baeza-Yates, absent, no proxy
Manfred Broy, present
Carl K. Chang, President-Elect, present
Alan Clements, present
George V. Cybenko, present
Deborah M. Cooper, present
Stephen L. Diamond, President, present
Oscar N. Garcia, Secretary, absent, proxy to King
Wolfgang K. Giloi, Treasurer, absent, no proxy
Mark A. Grant, present
Haruhisa Ichikawa, absent, proxy to Israel
Michael Israel, present
Lowell G. Johnson, present
Richard A. Kemmerer, absent, proxy to King
Willis K. King, Past President, present
Susan A. Mengel, absent, proxy to Swigger
James W. Moore, VP, Standards Activities, present
Deborah K. Scherrer, First VP for Educational Activities, present
Christina M. Schober, VP, Conferences & Tutorials, present
Stephen Seidman, present
Kathleen M. Swigger, present
Makato Takizawa, absent, proxy to Chang
Michael R. Williams, present
Thomas W. Williams, present

B. Ex officio Members (without vote):

Doris L. Carver, *Computer* EIC, absent
David W. Hennage, Executive Director, present
Gene F. Hoffnagle, Division V Director-Elect, present
James D. Isaak, IEEE Division VIII Director, present
Rangachar Kasturi, VP, Publications, present
Guylaine M. Pollock, IEEE Division V Director, present
Murali R. Varanasi, VP, Chapters Activities, present
Yervant Zorian, VP, Technical Activities

3. Introduction of Guests - *Diamond*

The following guests and staff were present:

Angela R. Burgess	Debra P. Evans
Robert G. Care	John C. Keaton
Robert Desoff	Roy Mangum
Violet S. Doan	Richard A. Price
Michael Elliott	Slawo Wesolkowski

4. Approval of Agenda - *Diamond*

Motion 4: Diamond moved, "MOVED, that the agenda be approved as amended:" Motion carried.

Item 15A	Move to 47A
Item 15B	Move to 47B
Item 15C	Move to 47C

5. BLANK**6. Approval of Minutes of the 22 February 2003 Meeting –*Chang***

Motion 6: Bacon moved, Mengel seconded "MOVED, that the minutes of the 22 February 2003 Board of Governors meeting be approved with the following corrections:" Motion carried by voice vote.

Item 2A	Move Zorian and Varanasi to the list of <i>ex officio</i> members (2B)
Item 4	Giloi moved, not Diamond
Item 42J	King is the chair of ICC, not Chang
Item 50	The next meeting is on Saturday, 10 May, not Friday

7. Report of the President - *Diamond*

President Diamond gave an oral report in addition to his written report on pages 7-1 thru 7-3.

8. Report of the Vice President for Finance & Treasurer – *Giloi*

(See pages 8-1 thru 8-37 of the *Agenda Book*).

9. Report of the Executive Director – *Hennage*

Hennage reported on recent activity in the society (see pages 9-1 thru 9-6 of the *Agenda Book*) and also noted the executive staff reports in section 44.

10. Status of Action Items – *Chang for Garcia*

The secretary reviewed the status of action items as of 25 April 2003 (see pages 10-1 and 10-2). Item 2 remains open.

ACTION ITEMS**11. Consent Agenda – *Garcia***

All items on the Consent Agenda are carried with the approval of the Consent Agenda.

A. Second Reading of Bylaws Amendment, Article XIII, EPSB

B. Confirmation of 2004 Board of Governors Meetings and Election Schedule**12. Periodical Page Budgets, Frequencies and Prices for 2004 – *Kasturi for Giloi***

Motion 12: Kasturi moved for the Finance Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the 2004 periodical page budgets, frequencies, prices, and digital library prices as recommended by the Treasurer, as proposed.” Motion carried by voice vote.

13. Member Fee for 2004 – *Hennage for Giloi*

Motion 13: Hennage moved for the Finance Committee, “MOVED, that the Board of Governors of the IEEE Computer Society sets the society membership fee for 2004 at \$42.00.” Motion carried by voice vote.

14. Endorsement of the Bylaws for the Coalition for Diversity in Computing – *King*

Motion 14: King moved for the Intersociety Cooperation Committee, “MOVED, that the Board of Governors of the IEEE Computer Society endorse the Bylaws for the Coalition for Diversity in Computing.” Motion carried with two (2) abstentions, not recorded.

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EXECUTIVE SESSION BEGINS**19. Selection of Officer and Board Candidates for 2004 – *King***

Thomas W. Williams was presented as a petition candidate.

Motion 20: King moved for the Nominations Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the slate as presented.” Motion carried.

Action: Executive Director. Due: ASAP. BOG 02/02. 20. Notify IEEE of the board-approved 2004 election slate for IEEE Computer Society officer and board candidates.

2004 President-Elect (2005 President)

Gerald L. Engel
Rangachar Kasturi

2004 First Vice President

James H. Cross II *Lowell G. Johnson*

2004 Second Vice President

Richard A. Kemmerer *Yervant Zorian*

2004-2006 Terms on the Board of Governors

<i>Mark Christensen*</i>	<i>Susan Mengel</i>
<i>Alan Clements</i>	<i>James W. Moore</i>
<i>Annie Combelles*</i>	<i>Sorel Reisman</i>
<i>Ann Gates</i>	<i>Bill Schilit</i>
<i>Sumi Helal</i>	<i>Zhiwei Xu</i>
<i>Rohit Kapur</i>	

20. Board of Governors Consent to Presidential Appointment of Editor(s)-in-Chief – *Kasturi*
A. CS Press

Motion 20A.1. 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 Michael R. Williams as the editor-in-chief of CS Press.” Motion carried.

Action: President. Due: ASAP. BOG 05/03. 20A.2. Notify Michael R. Williams of his reappointment as editor-in-chief of CS Press with a term of 1 January 2004 through 31 December 2005.

21. Approval of Award Recipients - *Garcia*

None brought forward.

EXECUTIVE SESSION ENDS

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23. 2003 Budget Amendments - *Giloi*

None brought forward.

24. BLANK

25. Amendments to the Society Bylaws - *Chang*

A. Article XII, Section 1, Audit Committee

Motion 25A.1: Chang moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the Bylaws amendments to Article XII, Section 1.” Motion failed.

Motion 25A.2: Pollock moved, Seidman seconded, “MOVED, that the Board of Governors of the IEEE Computer Society send the original amendment back to committee.” Motion carried by voice vote.

ARTICLE XII - STANDING COMMITTEES**Section 1: Audit Committee**

The Audit Committee shall be appointed by the Board of Governors with the recommendation of the Nominations Committee. It shall review the society's policies, procedures, and practices, including finance, and recommend such changes as it considers desirable. The Audit Committee shall consist of ~~not fewer than three nor more than~~ five franchised members of the Board of Governors, none of whom shall be a society officer. The Audit Committee shall select its own chairperson.

B. Article X, Standards Activities

Motion 25B.1: Chang moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the Bylaws amendments to Article X, Standards Activities Board.” Motion carried.

Motion 25B.2: Kasturi moved, Albert-Howard seconded, “MOVED, that the Board of Governors of the IEEE Computer Society approves an amendment to the original motion changing Standard to Standards (underlined in Motion 25B.1).” Motion carried.

ARTICLE X - STANDARDS ACTIVITIES**Section 1: Standards Activities Board**

The Standards Activities Board shall formulate the policies and practices with respect to standards and other consensus documents and agreements, and monitor all such activities to assure conformance to approved policies and practices. It shall be chaired by the vice president for standards activities.

Section 2: Membership

The SAB shall have three classes of membership as defined in the IEEE Computer Society *Policies & Procedures Manual*.

Section 2.1: Sponsor Representatives

Sponsor representatives are defined in the IEEE Computer Society *Policies & Procedures Manual*.

Section 2.2 Members-at-Large

Members-at-large are defined in the IEEE Computer Society *Policies & Procedures Manual*.

Section 2.3 Ex-officio Liaison Members

Ex-officio liaison members are defined in the IEEE Computer Society *Policies & Procedures Manual*.

Section 3: Standing Committees

Standing Committees to advise and to implement the policies of the Standards Activities Board shall be as defined in the Computer Society *Policies & Procedures Manual*.

Section 4: Appointments

From the voting membership, the vice president for standards shall appoint the chairs of standing committees, SAB representatives to other Computer Society program boards and committees, Computer Society representatives to other standards developing organizations, and the Computer Society representative to the IEEE Standards Association.

Action: Executive Director. Due: 22 Oct 03. BOG 05/03. 25B. Publish the amendment to Article X, Standards Activities in *Computer* magazine for member comment and place on the 22 November meeting agenda for a second reading.

C. Article XII, Section 1, Audit Committee

Motion 25C: Chang moved for the Constitution & Bylaws Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the Bylaws amendments to Article XII, Section 1." Motion carried by voice vote.

ARTICLE XII - STANDING COMMITTEES**Section 1: Audit Committee**

The Audit Committee shall be appointed by the Board of Governors with the recommendation of the Nominations Committee. It shall review the society's policies, procedures, and practices, including finance, and recommend such changes as it considers desirable. ~~The Audit Committee shall consist of not fewer than three nor more than~~ The Board of Governors shall appoint five of its franchised members, none of whom shall be a society officers. The Audit Committee shall select its own chairperson.

Action: Executive Director. Due: 22 Oct 03. BOG 05/03. 25C. Publish the amendment to Article XII, Section 1 in *Computer* magazine for member comment and place on the 22 November meeting agenda for a second reading.

26. Policies & Procedures Manual Revisions - Chang

None brought forward. Chang reported on the Executive Committee's approval of PPM revisions to Section 25, Electronic Products & Services Board and Section 10, Standards Activities.

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DISCUSSION ITEMS

35. BLANK

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39. BLANK

REPORTS

40. AD HOC COMMITTEES

No reports.

41. EXECUTIVE COMMITTEE MEMBERS

41A. President-Elect - *Chang*

No report.

41B. Vice President, Chapters Activities - *Varanasi*

(See pages 41B-1 thru 41B-3 of the *Agenda Book*.)

41C. Vice President, Conferences & Tutorials - *Schober*

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

41D. First Vice President, Educational Activities - *Scherrer*

(See pages 41D-1 thru 41D-3 of the *Agenda Book*.)

41E. Vice President, Publications - *Kasturi*

(See pages 41E-1 thru 41E-5 of the *Agenda Book*.)

41F. Vice President, Standards Activities – *Moore*

(See page 41F-1 of the *Agenda Book*.)

41G. Vice President, Technical Activities - *Zorian*

No report.

41H. Secretary – Garcia

No report

41I. Past President - King

No report.

41J. IEEE Division V/VIII Directors - Pollock/Isaak

No report.

41K. Computer Editor-in-Chief - Carver

No report.

42. STANDING COMMITTEES**42A. Audit – Albert-Howard**

No report.

42B. Awards - Garcia

(See pages 42B-1 and 42B-2 of the *Agenda Book*.)

42C. Computer Society International Design Competition – Clements

(See page 42C-1 of the *Agenda Book*.)

42D. Constitution and Bylaws - Chang

No report.

42E. Elections – Williams, M.

No report.

42F. Electronic Products and Services - King

(See pages 42F-1 thru 42F-3 of the *Agenda Book*.)

42G. Fellows – Aylor

No report.

42H. Finance - Giloi

No report.

42I. History – Liu

No report.

42J. Intersociety Cooperation – King

(See page 42J-1 of the *Agenda Book*.)

IEEE Sensors Council Representative Report - Schober

(See pages 42J-3 and 42J-4 of the *Agenda Book*.)

IEEE Nanotechnology Council Representative Report - Kapur

(See pages 42J-5 and 42J-6 of the *Agenda Book*.)

42K. Membership – King

(See page 42K-3 of the *Agenda Book*.)

Ombudsman/Member Services Report – Johnson, L.

(See page 42K-3 of the *Agenda Book*.)

42L. Nominations - King

No report.

42M. Personnel and Compensation - Chang

No report.

42N. Planning - Chang

No report.

42O. Professional Practices Committee – Tripp

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

CSDP Training Committee – Seidman

(See pages 42O-7 and 42O-8 of the *Agenda Book*.)

CSDP Certification Committee – Bagert

(See pages 42O-9 and 42O-10 of the *Agenda Book*.)

43. OTHER**44. STAFF****44A. Publisher - Burgess**

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

44B. Director, Information Technology - Care

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

44C. Director, Administration - Doan

(See pages 44C-1 and 44C-2 of the *Agenda Book*.)

February 2003 Membership Report

(See pages 44C-3 and 44C-4 of the *Agenda Book*.)

Asia/Pacific Office Report

(See page 44C-5 of the *Agenda Book*.)

Beijing Service Center Report

(See pages 44C-6 and 44C-7 of the *Agenda Book*.)

Budapest Service Center Report

(See pages 44C-8 and 44C-9 of the *Agenda Book*.)

Proposal for CS Local Presence in Europe

(See pages 44C-10 and 44C-11 of the *Agenda Book*.)

Moscow Service Center Report

(See page 44C-12 of the *Agenda Book*.)

44D. Director, Volunteer Services – Kelly

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

Technical Meetings Final Reports Received Since Last Agenda Book

(See pages 44D-3 thru 44D-5 of the *Agenda Book*.)

Technical Meetings Approved Since Last Agenda Book

(See pages 44D-6 thru 44D-9 of the *Agenda Book*.)

Technical Meetings Final Reports Overdue

(See pages 44D-10 thru 44D-13 of the *Agenda Book*.)

Technical Meetings Schedule

(See pages 44D-14 thru 44D-37 of the *Agenda Book*.)

45. SPECIAL ORDERS

None.

46. UNFINISHED BUSINESS OR GENERAL ORDERS

None

47. NEW BUSINESS**New Publications Proposals - Kasturi****A. *IEEE Transactions on Computational Biology & Bioinformatics***

Motion 47A: Kasturi moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposal for a new publication, *IEEE Transactions on Computational Biology & Bioinformatics*.” Motion carried with one abstention (Scherrer recorded).

B. *IEEE Transactions on Dependable & Secure Computing*

Motion 47B: Kasturi moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposal for a new publication, *IEEE Transactions on Dependable and Secure Computing*.” Motion carried.

C. *IEEE Distributed Systems Online*

Motion 47C: Kasturi moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposal for a new publication, *IEEE Distributed Systems Online*.” Motion carried.

48. GOOD OF THE ORDER**49. ANNOUNCEMENTS**

None.

50. NEXT MEETING

The next meeting will be held at 8:00 a.m. on Saturday, 22 November 2003 in Tampa, Florida USA.

51. ADJOURNMENT

The meeting adjourned at 2:00 p.m.

LIST OF ATTACHMENTS

IEEE Press Release Unemployment Rates for Electrical Engineers