

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

16 May 2008

*Rio All Suites Hotel & Casino
Las Vegas, Nevada USA*

1. Call to Order – Kasturi

A meeting of the IEEE Computer Society Board of Governors was held at 8:30 a.m. Pacific time on 16 May 2008 at the Rio Hotel, Las Vegas, Nevada. Rangachar Kasturi, president, chaired with Michel Israel serving as secretary.

2. Roll Call/Proxies –Israel

A roll call was held as follows:

A. Franchised Members

George V. Cybenko, 1st VP, Electronic Products & Services Board, present

Robert Dupuis, present

Richard H. Eckhouse, present

Van L. Eden, present

Frank E. Ferrante, present

Roger U. Fujii, present

Ann Q. Gates, present

Juan E. Gilbert, present

James D. Isaak, present

Michel Israel, 2nd VP and Secretary, present

Andre Ivanov, present

Rangachar Kasturi, 2008 President, present

Susan K. (Kathy) Land, 2009 President-Elect, present

Phillip A. Laplante, present

Gary McGraw, absent, proxy to Cybenko

Itaru Mimura, present

James W. Moore, present

Jon G. Rokne, present

Christina M. Schober, present

Donald F. Shafer, Treasurer, present

Robert H. Sloan, present

Ann E. K. Sobel, present

Makoto Takizawa, absent, proxy to Mimura

Jeffrey M. Voas, absent

Stephanie M. White, present

Michael R. Williams, 2007 President, present

B. Ex officio Members (without vote):

Joseph R. Bumblis, VP, Technical & Conference Activities Board, present

Angela R. Burgess, Executive Director, present

Carl K. Chang, *Computer* EIC, absent

Deborah M. Cooper, 2008-2009 IEEE Division V Director, present

Stephen L. Diamond, 2008 IEEE Division VIII Director-Elect, present

Antonio Doria, VP, Chapter Activities Board, absent

Sorel Reisman, VP, Publications Board, present

Stephen B. Seidman, VP, Educational Activities Board, present

John W. Walz, VP, Standards Activities Board, present

Thomas W. Williams, 2007-2008 IEEE Division VIII Director, present

3. Introduction of Guests – Kasturi

The following guests and staff were present:

Violet S. Doan	Brandon Berg (Intercall)
Susan Hayden	Corey Murphy
Anne Marie Kelly	Dick J. Price
Neal Linson	John G. Miller
Iwao Hyakutake	Alan Clements
Audrey Kremer	Cecelia Huffman
Pamela Jones	

4. Approval of Agenda – Israel

Motion 4: Seidman moved, Ferrante seconded, “MOVED, that the agenda be approved.” Motion carried by voice. President Kasturi noted two changes: Item 12A and 13 will not be discussed.

5. BLANK**6. Approval of Minutes of the 8 February 2008 Teleconference – Israel**

Motion 6: Land moved, Dupris seconded, “MOVED, that the minutes of the 8 February 2008 IEEE Computer Society Board of Governors meeting be approved as is.” Motion carried by voice vote.

7. Report of the President – Kasturi

President Kasturi gave an oral report in addition to his written report in the *Agenda Book*.

8. Report of the Treasurer – Shafer

Shafer gave an oral report and made note of his written report in the *Agenda Book*.

9. Report of the Executive Director - Burgess

Burgess reported on the state of the society in addition to her written report in the *Agenda Book*.

10. Status of Action Items – Israel

Israel reviewed the status of action items as of 1 May 2008, which can be found in the *Agenda Book*. Items 4, 5, 6 were closed at this meeting.

ACTION ITEMS**11. Consent Agenda – Israel****12. Approval of 2009 Periodical Page Budgets, Frequencies and Prices – Shafer**

Motion 12: Shafer moved for the Finance Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the 2009 Periodical Page Budgets, Frequencies and Prices as recommended by the Publications Board (attachment A).” Motion carried by voice vote.

A. Approval of 2009 Computer Society Digital Library Prices

The approval of 2009 Computer Society Digital Library Prices for 2009 was deferred until additional price competitiveness research has been received. The proposed fee will be placed on the agenda for the Board of Governors teleconference scheduled for June 2008.

B. Approval of 2009 Computer Society Digital Library Nonmember Prices

Motion 12B: Shafer moved for the Finance Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the 2008 Digital Library Prices for nonmembers, as recommended by the Publications Board.” Motion carried by voice vote.

Nonmember	2008	2009
Computer Society Library Subscription Plan (CSLSP) -- Print	\$14,095	\$14,945
CSDL	\$16,395	\$17,135
CSLSP & CSDL	\$21,835	\$22,815
IEL/ASPP Subscriber Price for CSDL	\$7,706	\$ 8,055
Magazine Package	\$6,295	\$ 6,575

Pick5 Package	\$3,145	\$ 3,295
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13. Approval of 2009 Member Fee – Israel

Approval of the 2009 member fee was deferred until the conclusions of the price study analysis are received. The proposed fee will be placed on the agenda for the Board of Governors teleconference scheduled for June 2008.

14. BLANK**15. SC2008 Budget – Bumblis/Kelly**

Motion 15: Bumblis moved for the Technical and Conferences Board, “MOVED, that the Board of Governors of IEEE Computer Society approves the 2008 budget as presented. Motion carried by voice vote.

16. BLANK**17. BLANK****EXECUTIVE SESSION BEGINS****18. Approval of 2009 Officer and Board Candidates**

Motion 18: M. Williams moved for the Nominations Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed slate of Officer and Board Candidates.” Motion carried by voice vote.

2009 President-Elect (2010 President)

James D. Isaak

Sorel Reisman

2009 First Vice President

Jon Rokne

John Walz

2009 Second Vice President

Alan Clements

Antonio Doria

2009-2011 Terms on the Board of Governors

Elisa Bertino

Fernando Bouche

Ernesto Cuadros-Vargas

George Cybenko

Ann DeMarle

David Ebert

David Grier

Hironiori Kasahara

S.V. Sankaran

Steve Tanimoto

Wenping Wang

Xindong Wu

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

Motion 19: Reisman moved for the Publications Board, “MOVED, that the Board of Governors of the IEEE Computer Society approves the presidential appointment of proposed Editors-in-Chief for the following publications:

A. *Computer*

- B. *IEEE Internet Computing*
- C. *IEEE Micro*
- D. *IEEE Security & Privacy*
- E. *IEEE Software*
- F. *IEEE Transactions on Computers*
- G. *IEEE Transactions on Visualization and Computer Graphics*
- H. *IEEE Intelligent Systems*
- I. *IEEE Transactions on Knowledge and Data Engineering*
- J. *IEEE Transactions on Pattern Analysis and Machine Intelligence.*” Motion carried by voice vote.

Action 19: President. Due: ASAP. BOG 05/08 19. Notify the EICs of *IEEE Internet Computing*, *IEEE Micro*, *IEEE Security & Privacy*, *IEEE Software*, *IEEE Transactions on Computers*, *IEEE Transactions on Visualization and Computer Graphics*, *IEEE Intelligent Systems*, *IEEE Transactions on Knowledge and Data Engineering*, *IEEE Transactions on Pattern Analysis and Machine Intelligence* of their (re)appointments for a term starting 1 January 2009 and ending 31 December 2010.

- 20. Approval of Awards Recipients**
- A. 2007 Harry H. Goode Memorial Award**
 - B. 2007 W. Wallace McDowell Award**
 - C. 2007 Tsutomu Kanai Award**
 - D. 2008 Technical Achievement Awards**

Motion 20A-D Sloan moved for the Awards Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the recipients of the awards as presented.” Motion carried by voice vote.

- 21. Approval of Draft 2009 Board of Governors Meetings and Election Schedule – Land/Williams, M.**

Motion 21: M. Williams moved for the Elections Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed 2009 Meetings and Election Schedule.” Motion carried by voice vote.

FINAL

2009 Board of Governors Meetings and Election Schedule

	EVENT	DATE
1.	Executive Committee Meeting and First Board of Governors Meeting, Sheraton Gateway Hotel, Los Angeles Airport, Los Angeles, CA, USA Thursday, 5 February: ExCom Meeting 8:30 a.m. – 2:00 p.m., BoG Caucus: 2:00 p.m. – 5:00 p.m.; Friday, 6 February: BoG Meeting 8:30 a.m. – 5:00 p.m.	5 – 6 February
2.	Schedule and call for board/officer recommendations to Nominations Committee	February issue
3.	Schedule and call for 2010 IEEE Division VIII Delegate-Director-Elect recommendations to Nominations Committee published in Computer	February issue
4.	2010 IEEE Division V Delegate-Director-Elect slate approved by BoG telecon meeting to meet IEEE deadline	week of 8-12 February
5.	Recommendations from membership for board/officer nominees mailed to Nominations Committee	4 weeks prior to board meeting
6.	Nominations Committee slate of officer and board candidates due to Board of Governors	3 weeks prior to board meeting
7.	Last day for board/officer petition candidates to be submitted to Board secretary	10 days prior to board meeting
8.	Computer Society Administrative Meeting Series and Second Board of Governors Meeting, venue TBD. Thursday, 4 June: FinCom Meeting 8:00 a.m. – 10:00 a.m., BoG Caucus: 10:00 a.m. – 2:00 p.m., ExCom Meeting 3:00 p.m. – 5:00 p.m. Friday, 5 June: BoG Meeting 8:30 a.m. – 5:00 p.m.	1 – 5 June
9.	Periodical page budgets, prices and board/officer candidates approved at second Board of Governors Meeting, venue TBD	TBD
10.	Last day for 2010 IEEE Division V Delegate-Director-Elect petition candidates to be submitted to IEEE	13 June (Friday preceding 15 June)
11.	Board-selected candidate statements, biographies and pictures due in the Publications Office	27 June
12.	Board-approved slate and call for petition candidates published in <i>Computer</i>	July Issue
13.	Last day for members to submit board/officer petition candidates (with statements/biographies and pictures)	31 July
14.	Schedule and call for 2010 IEEE Division VIII Delegate-Director-Elect recommendations to Nominations Committee	August Issue
15.	Ballots mailed	TBD (early August)
16.	Candidate statements/biographies published in <i>Computer</i>	September Issue
17.	Ballots returned and tabulated	TBD (early October)
18.	Nominations Committee makes recommendations to Board of Governors for 2010 IEEE Division VIII Delegate-Director-Elect	4 weeks prior to third BoG meeting

19.	Executive Committee Meeting and Third Board of Governors Meeting, Hyatt Regency, New Brunswick, NJ, USA (IEEE Meetings: 17-22 November 2009) Monday, 16 November: FinCom Meeting 8:00 a.m. – 10:00 a.m., BoG Caucus: 10:00 a.m. – 2:00 p.m., ExCom Meeting, 3:00 p.m. – 5:00 p.m. Tuesday, 17 November: BoG Meeting 8:30 a.m. – 5:00 p.m.	16-17 November
20.	Election results published in <i>Computer</i>	December Issue

22. Ken Kennedy Award Proposal – Hoffnagle/Sloan

Motion 22: Sloan moved for the Awards Committee, “MOVED that the Board of Governors approve in principle the proposal for the Ken Kennedy Award. Motion passed on voice vote.

Action 22: Awards Committee Chair. Due: 5 August 2008. Recommend revised wording on the award statement to the SC proposers. Work with the ACM Awards Committee and IEEE TAB Awards and Recognition Committee Awards Committee to finalize the details for the award implementation and bring the final awards proposal back to the Board of Governors.

23. 2008 Budget Amendments – Israel**A. Capital Budget**

None

B. Operating budget

None

24. BLANK**25. Amendments to the Society Bylaws – Kasturi****A. Article III Section 5 – Board of Governors**

Motion 25A: Land moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed Bylaws amendments to Articles III Section 5 – which would limit to one vote on each matter for individuals holding more than one position on either the board or a committee. Proxy voting is disallowed. The motion carried by voice vote.

Action 25A: ED. Due: 11/08. BOG 05/08. 25A. Publish the proposed amendments to Article III in *Computer* magazine for member comment. Place on the 18 November 2008 Consent Agenda for a second reading.

ARTICLE III - BOARD OF GOVERNORS**Section 1: Board of Governors Responsibility**

The Board of Governors is responsible for providing guidance, at the policy level, to all of the organizational entities within the Society. The Board should set direction and strategy for the Society, and should review the performance of the program boards and other committees and entities to assure compliance with its policy directions.

Operational issues should not normally be considered by the Board except in exceptional cases, or when there are requests for policy clarification or change related directly to operational or other program board matters.

Section 2: Officers

The officers of the Board shall be the Society's president, president-elect, first vice president, second vice president, and secretary. The secretary shall be elected by the Board at its annual meeting

from the franchised Board members for the following year.

Section 3: Meetings

The Board shall hold its annual meeting during September, October, November, or December of each year. Additional meetings shall be held each year as required. The Board of Governors meeting and election schedule for each year shall be approved at or before the annual Board of Governors meeting of the preceding year.

Section 4: Notice of Meetings

No meeting of the Board shall be held to transact business unless each Board member has been notified of the time and place of the meeting 20 days prior to the scheduled date of the meeting by the secretary or his/her designee. Notice of Board

meetings shall be published in a Society publication that nominally reaches the entire membership.

Section 5: Quorum

A roll call shall be taken at the beginning of each Board meeting. The secretary shall record the names of those franchised members present and announce whether a quorum exists. If less than a quorum attends a duly called meeting, tentative actions may be taken which will become effective upon subsequent ratification, either at a future meeting, or by an electronic ballot by a majority of all the franchised members of the Board.

Individuals holding more than one position on the Board or any committee thereof, shall be limited to one vote on each matter being considered by the Board or committee.

Proxy voting is not allowed.

Minutes of such a meeting, with a separate ballot for each question to be ratified by electronic balloting, shall be sent by the secretary to each member of the Board. Ballots must be returned within 30 days to be counted.

~~Written proxies given to a franchised Board member shall be permitted for the purpose of voting and shall be counted in the base for all votes. No more than two proxies may be held by an individual. Proxies are only to be used in voting at physical face to face meetings and are not allowed for electronic balloting.~~

Section 6: Change of Meetings

Meetings of the Board may be advanced, postponed, or canceled only by consent of a majority of all the voting members of the Board not less than 14 days before the original date or the new date set for the meeting, whichever is earlier. The annual meeting cannot be canceled.

Section 7: Recording of Board Activities

The secretary shall cause to be transmitted in writing within 20 days after their adoptions all motions, directives, and orders of the Board to the persons or members affected. He/she shall transmit a complete and accurate copy of the minutes of each meeting of the Board to all members of the Board and designated IEEE groups, Boards, and committees within 30 days after the meeting.

Section 8: Policies and Procedures

Policies and procedures, including the Society dues and fees, may be established by a majority vote of the franchised members of the Board (not simply a majority of those present at a particular meeting). Policies and procedures shall be codified in the appropriate manuals of the Society.

Section 9: Parliamentary Authority

Parliamentary authority, procedure and conduct of the Board meetings shall be governed by Robert's Rules of Order insofar as they are applicable and not inconsistent with the Society Constitution and Bylaws, Policies & Procedures Manual, or the Constitution, Bylaws and Policies of the IEEE.

Section 10: Suspension of Rules

Any provision in these Bylaws relating to the transaction of business may be temporarily suspended by the unanimous vote of the Board present consisting of not less than two-thirds of franchised Board members.

Section 11: Vacancies and Removal from Office

If for any reason the best interests of the Society require a change in the officers or the Board members during the year, the matter shall be duly and carefully considered by the Board. A majority vote of the entire Board or a petition signed by two percent of the members of the Society and submitted to the Board shall be necessary to call a Board meeting, denoting the purpose of the meeting in a meeting notice, or to consider and vote upon a recommended change. A two-thirds vote of the entire voting membership of the Board shall be required to declare an office vacant. The vacant office is filled as defined in the governing documents of the Society, or if not so defined, may be filled for the unexpired term upon nomination from the floor. Positions for which the Board has the privilege of consent may be declared vacant at a meeting of the Board providing the procedures above are followed.

Section 12: Executive Committee

Executive Committee members shall be *ex officio* members of the Board, without vote, unless otherwise holding a vote as a franchised Board member.

Section 13: Franchised Members of the Board

Franchised members of the Board are the primary policy makers of the Society and, thus, shall have access to information relative to proposing and altering policy, and determining the adequacy of

procedures that implement existing policy. Members of the Board shall respect the confidentiality of sensitive or personal information made known to them in executive session or other circumstances. Members of the Board must have access to appropriate means of contact by electronic communication.

When voting matters are before the Board by means other than at a physical face to face meeting or before the membership by electronic ballot, such as for a constitutional amendment, the opportunity for presenting an opposing view shall be provided. The IEEE Computer Society *Policies & Procedures Manual* (PPM) may prescribe the conditions and procedures for presenting opposing views.

Section 14: Position Statements

B. Article V Section 1 – Powers and Duties

Motion 25B: Land moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed amendment to Bylaws Article V Section 1 – Powers and Duties, delegating the authority to the President, in the absence of established procedures, to be the point of conflict resolution and as required, has powers to appoint an ad-hoc conflict resolution committee.” Motion carried by voice vote.

Action 25B: ED. Due: 11/08. BOG 05/08. 25B. Publish the proposed amendments to Article V in *Computer* magazine for member comment. Place on the 18 November 2008 Consent Agenda for a second reading.

ARTICLE V - POWERS AND DUTIES

Section 1: Presidential Duties

The president shall be an *ex officio* member, without vote, of all Boards and standing committees, except the audit, awards, elections, fellows, and nominations committees, and also of the committees and boards of the IEEE and other organizations as designated by the Board. The president shall appoint the vice presidents, other than the first and second vice presidents, with the advice and consent of the Board of Governors, and shall appoint the Board and standing committee chairpersons unless otherwise specified herein. The president may appoint such ad hoc committees as he/she may deem desirable. The president shall appoint representatives to duly constituted organizations as may be provided for by the Society or the IEEE. The president may, with the consent of the Board, designate these representatives as *ex officio* non-voting members of the Board. The president may declare vacant positions for which the president has sole power of appointment, or for which the president delegates the authority to appoint-

In the absence of established procedures, the president serves as a point of conflict resolution

for the society. When conflicts are brought to the attention of the president, the president appoints an ad hoc conflict resolution committee consisting of at least three disinterested members who have no prior involvement in the issue. Additional experts can be added to the committee as needed. All deliberations of the committee shall be handled in a confidential manner. The conflict resolution committee shall make a recommendation on the conflict resolution to the president in 30 days from the time they receive their charge. Questions involving the president shall be referred to the first vice president who will form the ad hoc committee and receive the recommendation.

Section 2: Past President Duties

Duties of the past president shall be as stipulated in the IEEE Computer Society *Policies & Procedures Manual* or assigned by the president or by the Board. The past president shall be the individual who was president the year previously. The past president shall serve as a franchised member *ex officio* of the Board of governors and chairs various committees as stipulated in the Standing Committees section of these Bylaws.

C. Article XI – Electronic Products and Services Committee

Motion 25C: Land moved for the Constitution & Bylaws Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed Bylaws amendments to Articles XI, which

would eliminate the Electronic Products and Services Board and instead create the Electronic Products and Services Committee.” The motion carried by voice vote.

Action 25C: ED. Due: 11/08. BOG 05/08. 25C. Publish the proposed amendments to Article XI in *Computer* magazine for member comment. Place on the 18 November 2008 Consent Agenda for a second reading.

~~ARTICLE XI—ELECTRONIC PRODUCTS & SERVICES BOARD~~

~~Section 1: Electronic Products & Services Board.~~

~~The Electronic Products & Services Board shall formulate the policies related to the creation, and packaging of all IEEE Computer Society electronic products and services. This Board shall advise and monitor its subcommittees on the execution of these policies. The Board has the responsibility for recommending new electronic products and services, coordinating and encouraging efforts to provide electronic products and services, monitoring the quality of present electronic products, reviewing the scope of new and existing electronic products, recommending changes in the scope of electronic products and making budgetary recommendations. It is also the responsibility of the Board to acquire and develop electronic tools and technologies to facilitate the development of~~

~~new products or improve the production of current products. The policies related to the intellectual property of electronic products shall be formulated by the originating board. The policies related to periodicals and press products shall be the responsibility of the Publications Board. The Electronic Products & Services Board shall be chaired by the Vice President for Electronic Products & Services and shall consist of the following voting members: the chairpersons of the operations committees, a representative from each IEEE Computer Society program board, and additional members as defined in the IEEE Computer Society Policies & Procedures Manual.~~

Section 2: Operations Committees

~~Operations committees to recommend and to implement the policies of the Electronic Products & Services Board shall be defined in the IEEE Computer Society Policies & Procedures Manual.~~

~~The chairs and members of the committees shall be appointed as defined in the IEEE Computer Society Policies & Procedures Manual.~~

-ARTICLE XII - STANDING COMMITTEES

Standing Committee Organization

The Standing Committees shall include the following:

1. Audit Committee
2. Awards committee
3. IEEE Computer Society International Design Competition
4. Constitution & Bylaws Committee
5. Elections Committee
6. Fellows Committee
7. Finance Committee
8. History Committee
9. Intersociety Cooperation Committee
10. Membership Committee
11. Nominations Committee
12. Personnel and Compensation Committee
13. Planning Committee

14. Professional Practices Committee

15. Electronic Products and Services Committee

Unless otherwise specified, each committee chairperson shall appoint the members of his/her committee and designate a member as vice chairperson who shall act for the chairperson at his/her request.

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 or 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.

Section 2: Awards Committee

The Awards Committee shall have the responsibility for:

1. selecting and recommending recipients for awards administered by the Society in accordance with applicable policies and procedures established by the Board of Governors; and
2. nominating and recommending candidates for IEEE administered awards.

Section 3: IEEE Computer Society International Design Competition (CSIDC)

The CSIDC Committee shall be responsible for defining, planning and executing the annual design competition.

Section 4: Constitution & Bylaws Committee

The Constitution & Bylaws Committee shall be responsible for reviewing, evaluating, and formulating changes in the Constitution, Bylaws and Policies & Procedures Manual of the Society.

Section 5: Elections Committee

The Elections Committee shall be responsible for developing the timetable for implementing the Society's nominations and elections process, notifying the Board of Governors, the Nominations committee, the candidates, and the

appropriate staff members of the required actions in a timely and appropriate manner, and implementing and monitoring the execution of election policies and procedures established by the Board of Governors and ruling on questions and issues that arise. The Elections Committee shall consist of a minimum of three Society members, each with at least full member grade, none of whom will be a candidate for elected office during the term of that Elections Committee.

Section 6: Fellows Committee

The Fellows Committee shall assist the IEEE Fellows Committee in recognizing IEEE members who, in its opinion, meet the qualifications for the grade of fellow because of contributions to the areas of interest to the Society. The Fellows Committee shall consist of at least seven Society members chosen from among those of fellow grade within the IEEE.

Section 7: Finance Committee

The Finance Committee, in cooperation with the treasurer, shall develop and analyze the budget using information provided by the vice presidents and chairs of each board and standing committee. The Finance Committee shall be comprised of the treasurer (chair), the president, president-elect, immediate past president, and the secretary. The chief staff executive and the appropriate finance and accounting staff member will be *ex officio*, non-voting members of the committee. Vice presidents or their representatives are *ex officio*, non-voting members of the committee, and as such are not required to attend extraordinary meetings of the committee.

Section 8: History Committee

There shall be a History Committee with the mission of assisting existing IEEE Computer Society, IEEE, national and international organizations in preserving and documenting the history of computing, with particular attention to the history of the IEEE Computer Society.

Section 9: Intersociety Cooperation Committee

The Intersociety Cooperation Committee shall be a standing committee for interacting with other organizations to study, plan, and coordinate actions which lead to mutually acceptable cooperative activities.

Section 10. Membership Committee

The Membership Committee is charged with the initiation of, and the planning and development of, programs designed to promote membership growth, and advocating member interests across all Society programs. It shall be chaired by the past president and shall consist of vice presidents of each of the program boards or his/her designee, and three at-large members appointed by the chair. The program boards representatives shall act as membership advocates, seek to coordinate Society membership programs, and resolve membership related issues with and between each program board. The ombudsman will report to this committee administratively, and subcommittees may be established in the IEEE Computer Society *Policies & Procedures Manual*.

Section 11: Nominations Committee

The Nominations Committee shall consist of six members of the Society, selected according to the following procedures and criteria, and selected or appointed in the order specified:

1. The immediate past president of the Society shall be a member of the committee and shall serve as its chair.
2. One franchised member of the Board of Governors elected by the immediately previous Board of Governors.
3. The president-elect or his/her designee.
4. Two members appointed by the president, one of whom shall be a franchised member of the Board of Governors, and the other of whom shall not be a member of the Board of Governors. In addition, if at least two of the members determined by steps 1-3 do not reside outside IEEE Regions 1-7, one of these two members appointed by the president shall reside outside IEEE Regions 1-7.
5. One member appointed by the past president. If at least two of the members determined by steps 1-4 do not reside outside IEEE Regions 1-7, the member appointed by the past president shall reside outside IEEE Regions 1-7.

A member of the Nominations Committee cannot be a candidate in any of the slates submitted by the Nominations Committee.

Section 12: 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 will produce an evaluation of the Executive Director once each year as part of the IEEE staff evaluation process. The committee shall be chaired by the past president and shall include as additional members the president, the president-elect, and the first and second vice presidents. A member of the executive staff, other than the Executive Director, shall be appointed by the chair and shall be an *ex officio*, non-voting member of this committee.

responsibility of the committee to acquire and develop electronic tools and technologies to facilitate the development of new products or improve the production of current products. The policies related to the intellectual property of electronic products shall be formulated by the originating board. 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 IEEE Computer Society Policies & Procedures Manual.

Section 13: Planning Committee

The Planning Committee shall continuously attempt to identify potential new activities of interest to the Society, modify existing activities, and initiate, promote, and develop plans for such activities in conjunction with the appropriate committees. The president-elect shall chair the Planning Committee and shall appoint its members.

Section 14: Professional Practices Committee

There shall be a Professional Practices Committee with the mission of coordinating, in collaboration with relevant IEEE Computer Society boards, the Society's participation in the development and maintenance of professional disciplines such as computer engineering, computer science, information technology, and software engineering, including: body of knowledge identification, curriculum, ethics, 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 IEEE Computer Society *Policies & Procedures Manual*.

Section 15: Electronic Products & Services Committee.

The Electronic Products & Services Committee shall formulate the policies related to the creation, and packaging of all IEEE Computer Society electronic products and services. The committee has the responsibility for recommending new electronic products and services, coordinating and encouraging efforts to provide electronic products and services, monitoring the quality of present electronic products, reviewing the scope of new and existing electronic products, recommending changes in the scope of electronic products and making budgetary recommendations. It is also the

26. Policies & Procedures Manual Modifications – *Kasturi*

Land reported on the modifications that were approved by the Executive Committee on 15 May 2008.

27. CSDP Eligibility Requirements – *Moore*

Motion 27: Moore moved for the Professional Practices Committee, “MOVED, that the Board of Governors of the IEEE Computer Society directs staff to modify the qualifications for the CSDP certification as follows:

- Simplify the application process to make it easier for candidates to provide experience data;
 - Provide a mechanism to waive or reduce the experience requirement for licensed software engineers, those with additional relevant education, and those who can demonstrate professional accomplishments similar to that expected of a Senior Member of IEEE;
 - Provide a mechanism to waive or reduce the education requirement for licensed software engineers, full members of IEEE, CSDA holders, and those who are educators at the university level;
 - Provide a provisional certification for candidates who achieve the other requirements but fall short on experience or education, with the requirement that the shortcomings are remedied prior to recertification;
- Staff is also directed to maintain data that will support analysis to determine if waived applicants achieve significantly different scores when taking the examination.” Motion carried by hand count: 18 yes, 1 no and 3 abstentions (Dupuis, Eden).

Action 27: ED. Due: Immediately. BOG 05/08. Staff will prepare a revised application form to be circulated to the Professional Practices Committee for comment.

28. BLANK

29. BLANK

30. BLANK

31. BLANK

DISCUSSION ITEMS**32. computer.org Relaunch– *Linson***

Linson gave a presentation of the relaunch of computer.org.

33. Sales & Marketing Status Report – *Price*

Price gave a presentation concerning recent activities of the Sales & Marketing Department.

34. Educational Activities Board – *Seidman*

Seidman gave a presentation concerning recent activities of the Educational Activities Board.

35. Standards Activities Board – *Walz*

Walz gave a presentation concerning recent activities of the Standards Activities Board.

36. Certification Business Plan Updated – *Burgess*

Burgess gave an update on the certification business plan.

37. BLANK

38. BLANK

39. BLANK**REPORTS****40. AD HOC COMMITTEES****41. EXECUTIVE COMMITTEE MEMBERS****41A. President-Elect - *Land***

No report.

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

No report.

41C. Vice President, Technical & Conference Activities - *Bumblis*

The T&C report is in the *Agenda Book*.

41D. Vice President, Educational Activities - *Seidman*

The EAB report is in the *Agenda Book*.

41E. First Vice President, Electronic Products & Services - *Cybenko*

The EPSB report is in the *Agenda Book*.

41F. Vice President, Publications - *Reisman*

The Publications report is in the *Agenda Book*.

41G. Vice President, Standards Activities – *Walz*

The SAB report is in the *Agenda Book*.

41H. Second Vice President, Secretary – *Israel*

No report.

41I. Past President – *Williams, M.*

No report.

41J. IEEE Division V/VIII Directors – *Cooper/Williams, T.*

No report.

41K. Computer Editor-in-Chief – *Chang*

No report.

42. STANDING COMMITTEES**42A. Audit – *White***

The Audit Committee report is in the *Agenda Book*.

42B. Awards -*Hoffnagle*

No report.

42C. Computer Society International Design Competition – *Clements*

No report.

42D. Constitution & Bylaws – *Land*

The Constitution & Bylaws report is in the *Agenda Book*.

42E. Elections – *Williams, M.*

No report.

42F. Fellows – Ivanov

Ivanov gave a brief oral report on the status of the Fellows nominations. .

42G. Finance – Shafer

The Finance Committee report is in the *Agenda Book*.

42H. History – King

No report.

42I. Intersociety Cooperation – Williams, M.

Williams gave a brief oral report on an agreement with the Canadian Association for the Advancement of Science.

International Federation for Information Processing (IFIP) – Engel

No report

IEEE Sensors Council – Schober/Varanasi

The IEEE Sensors Council report is in the *Agenda Book*.

IEEE Technology Management Council

IEEE Technology Management Council is in the *Agenda Book*.

42J. Membership – Williams, M./Garcia

Violet Doan gave a brief oral report about an IEEE grant to support better promotion of IEEE societies.

Ombudsman/Member Services – O’Connell

No report.

42K. Nominations – Williams, M.

No report.

42L. Personnel and Compensation – Williams, M.

No report.

42M. Planning – Land

The Planning Committee report is in the *Agenda Book*.

42N. Professional Practices Committee – Moore

No report.

43. OTHER**44. STAFF****A. Director, Products and Services - Butterfield**

The Products and Services report is in the *Agenda Book*.

B. Director, Information Technology & Services - Linson

Linson gave a brief oral report in addition to his written IT&S report is in the *Agenda Book*.

C. Director, Membership – Doan

The Membership report with attachments is in the *Agenda Book*.

Asia/Pacific Office Report**D. Associate Executive Director, Director of Governance – Kelly**

The Governance report is in the *Agenda Book*.

E. Associate Publisher, Sales and Marketing -- Price

The Sales & Marketing report is in the *Agenda Book*.

F. Director, Business and Product Development – Vacant

No report.

45. SPECIAL ORDERS

None.

46. UNFINISHED BUSINESS OR GENERAL ORDERS

None.

47. NEW BUSINESS

None.

48. GOOD OF THE ORDER

Kasturi thanked the Board of Governors for their assistance. He thanked Roger Fujii and the track leaders for organizing the Tech Summit and also thanked Carl Chang for organizing the Advanced Technology Executives Forum.

49. ANNOUNCEMENTS

None.

50. NEXT MEETING

The next meeting will be held on Tuesday, 18 November in New Brunswick, New Jersey USA.

51. ADJOURNMENT

The meeting adjourned at 3:30 pm Pacific Time.

ATTACHMENTS

- A. 2009 Periodical Page Budgets, Frequencies and Prices
- B. 26A Section 3, Board of Governors modifications
- C. 26B Section 5.12 – Executive Committee modifications
- D. 26C Section 24 – Electronic Products & Services Board modifications