APPROVED MINUTES IEEE COMPUTER SOCIETY BOARD OF GOVERNORS MEETING

18 May 2007 Sheraton Gateway Los Angeles, California USA

1. Call to Order – Williams, M.

A meeting of the IEEE Computer Society Board of Governors was held at 8:30 a.m. Pacific time on 18 May 2007 at the Sheraton Gateway, Los Angeles, California USA. Michael R. Williams, president, chaired with Christina M. Schober serving as secretary.

2. Roll Call/Proxies – Schober

A roll call was held as follows:

A. Franchised Members

Jean M. Bacon, absent, proxy to White

Deborah M. Cooper, Past President, present

George V. Cybenko, present

Antonio Doria, VP, Chapters Activities Board, present

Robert Dupuis, present

Richard H. Eckhouse, present

Van L. Eden, present

Frank E. Ferrante, absent, proxy to Kasturi

Roger U. Fujii, present

Ann Q. Gates, present

Juan E. Gilbert, present

James D. Isaak, present

Rangachar Kasturi, 2008 President, present

Richard A. Kemmerer, present

Susan K. Land, First VP, Conferences & Tutorials Board, present (proxy to Kasturi after 11:00a.m.)

Gary McGraw, present

Itaru Mimura, present

James W. Moore, present

Brian M. O'Connell, absent, proxy to Eckhouse

Sorel Reisman, Second VP, Electronic Products & Services Board, present

Christina M. Schober, Secretary, present

Donald F. Shafer, present

Robert H. Sloan, present (proxy to Eckhouse after 3:45p.m.)

Makoto Takizawa, absent, proxy to Mimura

Stephanie M. White, VP, Technical Activities Board, present

Michael R. Williams, 2007 President, present

B. Ex officio Members (without vote):

Angela R. Burgess, Acting Co-Executive Director, present

Carl K. Chang, Computer EIC, present

Oscar N. Garcia, 2006-2007 IEEE Division V Director, present

Michel Israel, Treasurer, present

Anne Marie Kelly, Acting Co-Executive Director, present

Jon G. Rokne, VP, Publications Board, present

Stephen B.Seidman, VP, Educational Activities, present

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

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

3. BLANK

4. Approval of Agenda – Schober

Motion 4: Reisman moved, Doria seconded, "MOVED, that the agenda be approved as revised." Motion carried by voice vote.

Add item 28: Conferences Staff Motion – Williams/Eckhouse

Add item 36: MOU status report – Diamond

EXECUTIVE SESSION BEGINS

A. Board of Governors Consent to Presidential Appointment of Editor(s)-in-Chief - Rokne

B. Selection of 2008 Officer and Board Candidates - Cooper

EXECUTIVE SESSION ENDS

5. Introduction of Guests – Williams, M.

The following guests and staff were present:

Marc Apter Willis King
Alan Clements John G. Miller
Violet S. Doan Corey Murphy
Gerald L. Engel Richard J. Price
Lynne Harris Bill Pitts
Iwao Hyakutake Peter Staecker

Neal Linson

6. Approval of Minutes of the 9 February 2007 Meeting – Schober

Motion 6: Kasturi moved, Doria seconded, "MOVED, that the minutes of the 9 February 2007 IEEE Computer Society Board of Governors meeting be approved as is." Motion carried by voice vote.

7. Report of the President – Williams, M.

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

8. Report of the Treasurer – *Israel*

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

9. Report of the Acting Co-Executive Directors - Burgess/Kelly

Burgess and Kelly reported on recent activity in the society. Their report is in the Agenda Book.

10. Status of Action Items – Schober

Schober reviewed the status of action items as of 1 May 2007, which can be found in the *Agenda Book*. Item 5 was closed at this meeting.

ACTION ITEMS

11. Consent Agenda – Schober

A. Confirmation of Email Ballot Approval of the Conferences Department and Certification Transition Plan

The Board of Governors approved the transition plan for the conferences department and certification program via electronic mail ballot on 19 April 2007. Confirmation of the approval is hereby acknowledged so that it may be recorded in the minutes.

12. Approval of 2008 Periodical Page Budgets, Frequencies and Prices – Israel

Motion 12: Israel moved for the Finance Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the 2008 Periodical Page Budgets, Frequencies and Prices as recommended by the Publications Board (attachment 12)." Motion carried by voice vote.

A. Approval of 2008 Computer Society Digital Library Prices

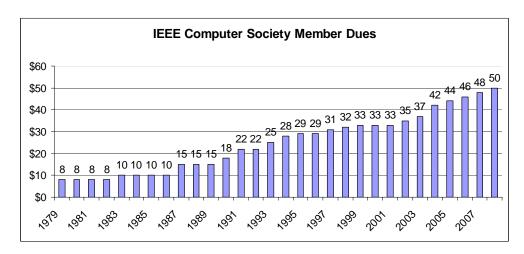
Motion 12A: Israel moved for the Finance Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the 2008 Digital Library Prices for members and nonmembers, as recommended by the Publications Board." Motion carried by voice vote.

Member	2007	2008
Professional Member	\$119	\$121
Computer Society Digital Library (CSDL)		
Student Member	\$60	\$61
Computer Society Digital Library (CSDL)		

Nonmember		2008
Computer Society Library Subscription Plan (CSLSP) Print	\$13,395	\$14,095
CSDL	\$15,695	\$16,395
CSLSP & CSDL	\$20,995	\$21,835
IEL/ASPP Subscriber Price for CSDL	\$7,395	\$7,706
Magazine Package	\$5,995	\$6,295
Pick5 Package	\$2,995	\$3,145

13. Approval of 2008 Member Fee – Israel

Motion 13: Israel moved for the Finance Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approve the 2008 Member fee as recommended by the Membership and Finance committees." Motion carried by voice vote.



14. Publications Board Presentation and Approval of New Publications – Rokne

A. Transactions on Learning Technologies

Motion 14A: Rokne moved for the Publications Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the new publication proposal for *IEEE Transactions on Learning Technologies.*" Motion carried by voice vote.

B. Transactions on Haptics

Motion 14B: Rokne moved for the Publications Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the new publication proposal for *IEEE Transactions on Haptics*." Motion carried by voice vote.

C. Transactions on Services Computing

Motion 14C: Rokne moved for the Publications Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the new publication proposal for *IEEE Transactions on Services Computing*." Motion carried by voice vote.

15. SC2007 Budget and Funding Requests – *Land/Kelly*

A. Approval of SC2007 Budget

Motion 15: Land moved for the Conferences & Tutorials Board, "MOVED, that the Board of Governors of IEEE Computer Society approves the funding requests of \$98,051 for the SC07 Pathways to Education program, \$157,500 for SC07 Education, \$92,675 for SC07 Broader Engagement, \$56,500 for SC07 Cluster Challenge for a total of \$354,726." Motion carried by voice vote.

16. Approval of the TC on Autonomous and Autonomic Systems - White

- Motion 16: White moved for the Technical Activities Board, MOVED, that the Board of Governors of the IEEE Computer Society approves the formation of the Technical Committee on Autonomous and Autonomic Systems (formerly a task force)." Motion carried by voice vote.
- Motion 16.1: Williams moved, White seconded, "MOVED, that the Board of Governors of the IEEE Computer Society strongly objects to the proposed formation of an IEEE Transactions on Biometrics and the IEEE Council on Biometrics on the basis of significant overlap with existing activities already in place with the IEEE Computer Society and in particular IEEE Transactions on Pattern Analysis and Machine Intelligence." Motion carried by voice vote with two oppositions recorded (Cooper, McGraw).
- Action 16.1: President. Due: 11/07. BOG 05/07. 16.1. Inform IEEE TAB that the Society strongly objects to the proposed formation of an *IEEE Transactions on Biometrics* and the IEEE Council on Biometrics on the basis of significant overlap with existing activities already in place with the Society and in particular *IEEE Transactions on Pattern Analysis & Machine Intelligence*.

17. BLANK

18. Approval of 2008 Officer and Board Candidates

Motion 18: Cooper 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 hand count.

2008 President-Elect (2009 President)

James D. Isaak Susan K. (Kathy) Land

2007 First Vice President

George V. Cybenko Sorel Reisman

2007 Second Vice President

Antonio Doria Michel Israel

2007-2009 Terms on the Board of Governors

Alfredo Benso
Fernando Bouche
Joseph R. Bumblis
Andre Ivanov
Hai Jin
Philip A. LaPlante
Gerard Medioni
Itaru Mimura
Raghavan Muralidharan
John G. Rokne
Christina M. Schober
Ann E.K. Sobel
Jeffrey Voas

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

Motion 19: Rokne 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:" Motion carried by voice vote.

- A. IEEE Annals of the History of Computing
- B. IEEE Distributed Systems Online
- C. IEEE Transactions on Dependable and Secure Computing
- D. IT Professional
- E. IEEE Design & Test of Computers
- F. IEEE Pervasive Computing
- G. IEEE MultiMedia
- H. IEEE Transactions on Parallel & Distributed systems
- I. IEEE Transactions on Software Engineering
- J. IEEE Computer Architecture Letters.

Action 19: President. Due: ASAP. BOG 05/07. 19. Notify the EICs of IEEE Annals of the History of Computing, IEEE Distributed Systems Online, IEEE Transactions on Dependable & Secure Computing, IT Professional, IEEE Design & Test of Computers, IEEE Pervasive Computing, IEEE MultiMedia, IEEE Transactions on Parallel & Distributed systems, IEEE Transactions on Software Engineering and IEEE Computer Architecture Letters of their (re)appointments for a term starting 01/01/2008and ending 12/31/2009.

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21. Approval of Draft 2008 Board of Governors Meetings and Election Schedule - Kasturi/Grant

Motion 21: Kasturi moved for the Elections Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed 2008 meetings and election Schedule." Motion carried by voice vote.

DRAFT
2008 Board of Governors Meetings and Election Schedule

	EVENT	DATE
1	Schedule and call for board/officer recommendations to	February issue
	Nominations Committee	-
2	Schedule and call for 2010 IEEE Division VIII Delegate-	February issue
	Director-Elect recommendations to Nominations Committee	
	published in Computer	
3	2009 IEEE Division V Delegate-Director-Elect slate approved	15 March
	by email vote to meet IEEE deadline	
4	Recommendations from membership for board/officer	4 April
	nominees mailed to Nominations Committee	
5	Nominations Committee slate of officer and board candidates	18 April
	due to Board of Governors	
6	Last day for board/officer petition candidates to be submitted	6 May
	to Board secretary	
7	First BOARD OF GOVERNORS MEETING, Hotel TBD,	16 May
	Las Vegas, Nevada, USA	
8	Periodical page budgets, prices and board/officer candidates	16 May
	approved at first BOARD OF GOVERNORS MEETING,	
	Hotel TBD, Las Vegas, Nevada, USA	
9	Last day for 2009 IEEE Division V Delegate-Director-Elect	13 June
	petition candidates to be submitted to IEEE	
10	Board-selected candidate statements, biographies and pictures	27 June
	due in the Publications Office	
11	Board-approved slate and call for petition candidates	July Issue
	published in <i>Computer</i>	
12	Last day for members to submit board/officer petition	31 July
	candidates (with statements/biographies and pictures)	
13	Schedule and call for 2010 IEEE Division VIII Delegate-	August Issue
	Director-Elect recommendations to Nominations Committee	
14	Ballots mailed	5 August
15	Candidate statements/biographies published in Computer	September Issue
16	Ballots returned and tabulated	6 October
17	Nominations Committee makes recommendations to Board of	4 weeks prior to second
	Governors for 2010 IEEE Division VIII Delegate-Director-	BoG meeting
10	Elect	10.33
18	Second BOARD OF GOVERNORS MEETING, Location	18 November or
	TBD. Options:	5 December
	Outside North America, 1-5 December or	
	17 November (FinCom/ExCom/BoG Caucus);	
10	18 November, BoG, New Brunswick, NJ, USA	18 November or
19	2010 IEEE Division VIII Delegate-Director-Elect slate	
	approved at second BOARD OF GOVERNORS MEETING,	5 December
20	Location TBD Election results published in Computer	December Issue
	Election results published in Computer	December issue

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23. 2007 Budget Amendments – Israel

A. Capital Budget

None

B. Operating budget

None

24. BLANK

25. Amendments to the Society Bylaws – Kasturi A. Article VI: Technical & Conference Activities

- Motion 25A: Kasturi moved for the Constitution & Bylaws Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed Bylaws amendments to Articles VI and XI by deleting Article IX, Technical Activities, in its entirety and replacing Article VI, Conferences & Tutorials, with new Article VI, Technical & Conferences Activities:" Motion carried by voice vote.
- Action 25A: ED. Due: 11/07. BOG 05/07. 25A. Publish the proposed amendments to Article VI in *Computer* magazine for member comment. Place on the 9 November 2007 Consent Agenda for a second reading.

ARTICLE VI – TECHNICAL AND CONFERENCE ACTIVITIES

Section 1: Technical and Conference Activities Board

The Technical and Conference Activities (T&C) Board shall oversee and set policy for the Society's task forces (TFs), technical committees and technical councils (together, TCs), conferences, symposia, workshops and tutorials which shall be in accordance with the IEEE conference policies and procedures. The T&C Board shall be chaired by the vice president for technical and conference activities and consist of the following members: officers, committee chairs, and additional members as defined in the IEEE Computer Society *Policies & Procedures Manual*.

Section 2: Committees

Committees to advise and to implement the policies of the Technical and Conference Activities Board shall be defined in the IEEE Computer Society *Policies & Procedures Manual*. The vice president of technical and conference activities shall appoint the chairs of these committees.

Section 3: Appointments

The vice president for technical and conference activities shall appoint liaisons to other Computer Society program boards and committees as defined in the IEEE Computer Society *Policies & Procedures Manual*.

B. Electronic Products & Services Board, Article XII – Kasturi

- Motion 25B: Kasturi moved for the Constitution & Bylaws Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approves the proposed amendment to Bylaws Article XII, Electronic Products & Services Board. "Motion carried by voice vote.
- Action 25B: ED. Due: 11/07. BOG 05/07. 25B. Publish the proposed amendments to Article XII in *Computer* magazine for member comment. Place on the 9 November 2007 Consent Agenda for a second reading.

ARTICLE XII - 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 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 program board, and additional members as defined in the 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 Computer Society Policies & Procedures Manual. The chairs and members of the committees shall be appointed as defined in the Computer Society Policies & Procedures Manual.

Section 3: Editor-in-Chief Appointment and Terms

- 3.1 There shall be an Editor in Chief appointed for the Computer Society web who will chair the Web Operations Committee, as provided in the Computer Society Policies & Procedures Manual. The Board of Governors may designate other chairs of committees of the Electronic Products & Services Board as being editors in chief.
- 3.2 The Electronic Products & Services Board shall recommend to the President, candidates for each Editor in Chief position, as specified in the Computer Society Policies & Procedures Manual, at various times as required.
- 3.3 The President, with the advice and consent of the Board of Governors, shall appoint each Editor in Chief for a term not to exceed two years. In the case of a new electronic product or service, the initial appointment may be for a maximum of three years.
- 3.4 Editors in Chief may serve a maximum of two consecutive terms in a given position.

26. Policies & Procedures Manual Modifications – Kasturi

No PPM modifications were brought forward. Kasturi reported to the board that the Executive Committee approved two modifications at its 17 May meeting:

- A. Section 7, Educational Activities (attachment 26A)
- B. Section 25, Electronic Products & Services (attachment 26B)

27. Strategic Planning Motions – Isaak

- Motion 27A: Isaak moved, Reisman seconded, "MOVED, that the Board of Governors of the IEEE Computer Society directs the Executive Staff to develop a 2008 staffing plan and budget by August 2007 that includes a marketing function and observes the staffing limits of the "Get Well Plan". Motion carried by voice vote.
- Action 27A: ED. Due: 08/07. BOG 05/07. 27A. Develop a 2008 staffing plan and budget by August 2007 that includes a marketing function and observes the staffing limits of the "Get Well Plan".

- Motion 27B: Isaak moved, Reisman seconded, "MOVED, that the Board of Governors of the IEEE Computer Society requests the Finance Committee to develop a budget that provides overhead targets for the CS and specifies initial margin targets for each program board and standing committee." Motion carried by voice vote.
- Action 27B: FinCom. Due: 11/07. BOG 05/07. 27B. Develop a budget that provides overhead targets for the CS and specifies initial margin targets for each program board and standing committee.
- Motion 27C: Isaak moved, Reisman seconded, "MOVED, that the Board of Governors of the IEEE Computer Society assigns a priority task to the new Executive Director to develop by November 2007 a three-year recovery plan for restoring the Society to viability." Motion carried by voice vote.
- Action 27C: ED. Due: 11/07. BOG 05/07. 27C. Develop by November 2007 a three-year recovery plan for restoring the Society to viability.
- Motion 27D: Isaak moved, Reisman seconded, "MOVED, that the Board of Governors of the IEEE Computer Society instructs the Planning Committee to develop a plan for restructuring the governance of the Society by 2010. A draft report is to be provided by February 2008 and a final report by May 2008." Motion carried by voice vote.
- Action 27D: Planning Committee Chair. Due: 02/08. BOG 05/07. 27D. Develop a plan for restructuring the governance of the Society by 2010. A draft report is to be provided by February 2008 and a final report by May 2008
- Motion 27E: Isaak moved, Reisman seconded, "MOVED, that the Board of Governors of the IEEE Computer Society The IEEE CS BOG instructs the Planning Committee to initiate the development of a strategic plan with an initial draft requested by November 2007." Motion was withdrawn.

28. Staffing Motion - Williams, T./Eckhouse

- Motion 28: Eckhouse moved, Sloan seconded, "MOVED, that the Board of Governors of the IEEE Computer Society direct staff that any funds used for creating marketing expertise between now and December 2008 should come from the funds currently being allocated to moving the conference business from Washington, DC to Los Alamitos, CA." Motion withdrawn.
- 29. BLANK
- 30. BLANK
- 31. BLANK

DISCUSSION ITEMS

32. Electronic Products & Services Board Presentation – *Reisman*

Reisman gave a presentation of recent activities of EPSB.

BMS Update – Linson

Linson gave a presentation on the status of the IEEE BMS project.

33. Professional Practices Committee Presentation – *Moore*

Moore gave a presentation of recent activities of the Professional Practices Committee and the CSDP program.

34. Washington Office Facilities – Williams

President discussion the Washington, DC building and reported to the board that IEEE-USA has an interest in co-locating with the society in Washington. Additional discussions are planned with IEEE-USA and IEEE.

35. Membership Survey – Cooper

A. New Membership Business Model

Motion 35.A: Cooper moved for the Membership Committee, "MOVED, that the Board of Governors of the IEEE Computer Society approve the development of a business model reflecting membership value cited by Computer Society members in the Membership Survey (attachment 35)." Motion carried by voice vote.

B. Limits on Membership Increases

Motion 35.B: Cooper moved for the Membership Committee, "MOVED, that the Board of Governors of the IEEE Computer Society allow increases in membership dues that do not exceed the CPI (attachment 35)." Motion carried by voice vote.

36. IEEE MOU – Diamond

Diamond gave an update on the status of the society's request to become an IEEE MOU.

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- 38. BLANK
- 39. BLANK

REPORTS

40. AD HOC COMMITTEES

40A. Executive Director Search Committee - *King* No report.

41. EXECUTIVE COMMITTEE MEMBERS

41A. President-Elect - Kasturi

No report.

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

The CAB report is in the Agenda Book.

41C. First Vice President, Conferences & Tutorials - Land

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

41D. Vice President, Educational Activities - Seidman

The EAB report is in the *Agenda Book*.

41E. Second Vice President, Electronic Products & Services - Reisman

The EPSB report is in the *Agenda Book*.

41F. Vice President, Publications - Rokne

The Publications report is in the *Agenda Book*.

41G. Vice President, Standards Activities – Walz

The SAB report is in the *Agenda Book*.

41H. Vice President, Technical Activities – White

The TAB report is in the Agenda Book.

41I. Secretary – Schober

No report.

41J. Past President - Cooper

No report.

41J. IEEE Division V/VIII Directors – Garcia/T. Williams

Garcia and Williams gave brief oral reports.

41K. Computer Editor-in-Chief - Chang

No report.

42. STANDING COMMITTEES

42A. Audit – O'Connell

No report.

42B. Awards - Gates

The Awards Committee report is in the Agenda Book.

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

No report.

42D. Constitution & Bylaws – Kasturi

No report.

42E. Elections – Grant

No report.

42F. Fellows – Kurdahi

No report.

42G. Finance – Israel

Israel

42H. History – King

No report.

42I. Intersociety Cooperation – Cooper

No report.

International Federation for Information Processing (IFIP) - Engel

The IFIP report is in the Agenda Book.

Latin America Initiatives - Barbacci

The Latin America Initiatives report is in the Agenda Book.

42J. Membership – Cooper

No report.

Ombudsman - Clements

The Ombudsman report is in the Agenda Book.

42K. Nominations – Cooper

No report.

42L. Personnel and Compensation – Cooper

No report.

42M. Planning – Kasturi

No report.

42N. Professional Practices Committee – Moore

The PPC report is in the Agenda Book.

43. OTHER

44. STAFF

A. Publisher - Burgess

The Publications Office report is in the Agenda Book.

B. Acting Director, Information Technology & Services - Linson

The IT&S report is in the Agenda Book.

C. Director, Administration - Doan

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

- a. March 2007 Membership Report
- b. Asia/Pacific Office Report
- c. Beijing Service Center Report
- d. Moscow Service Center Report

D. Associate Executive Director, Volunteer Services – Kelly

The Volunteer Services report with attachments is in the *Agenda Book*.

- a. Meetings Final Reports Received Since Last Agenda Book
- b. Technical Meetings Approved Since Last Agenda Book
- c. Technical Meetings Final Reports Overdue
- d. Technical Meetings Schedule

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 on Thursday, 9 November in Cancun, Mexico.

51. ADJOURNMENT

The meeting adjourned at 5:00pm Pacific Time.

ATTACHMENTS

- 12 2008 Frequencies, Page Budgets and Prices Presentation
- 26A Section 7. Educational Activities modifications
- 26B Section 25, Electronic Products & Services modifications
- 41A Audit Committee White Paper