1. Call to Order - Engel

A meeting of the IEEE Computer Society Board of Governors was held at 8:30 a.m. on 4 November 2005 at the Sofitel Hotel, Philadelphia, Pennsylvania USA. Gerald L. Engel, president, chaired, with Stephen B. Seidman serving as secretary.

2. Roll Call/Proxies - Seidman

A roll call was held as follows:

A. Franchised Members
Jean M. Bacon, present
Carl K. Chang, Past President, present
Mark J. Christensen, present
Alan Clements, present
Annie Combelles, present
Deborah M. Cooper, President-Elect, present
George V. Cybenko, present
Gerald L. Engel, President, present
Oscar N. Garcia, present
Ann Q. Gates, present
Mark A. Grant, present
James D. Isaak, present
Michel Israel, present
Rohit Kapur, present
Richard A. Kemmerer, present
Susan K. Land, VP Standards Activities, present
Susan A. Mengel, absent, no proxy
Itaru Mimura, present
James W. Moore, Second VP, Electronic Products & Services, present
Brian M. O'Connell, present
Bill N. Schilit, absent, no proxy
Christina M. Schober, VP Chapters Activities, present
Stephen B. Seidman, Secretary, present
Kathleen M. Swigger, absent, no proxy
Makoto Takizawa, present
Michael R. Williams, First VP Publications, present

B. Ex officio Members (without vote):
Doris L. Carver, Computer Editor-in-Chief, present
Stephen L. Diamond, 2005-2006 IEEE Division VIII Director, present
David W. Hennage, Executive Director, present
Gene F. Hoffnagle, 2004-2005 IEEE Division V Director, present
Rangachar Kasturi, Treasurer, present
Murali R. Varanasi, VP Educational Activities, present
Stephanie M. White, VP Technical Activities, present
Yervant Zorian, VP Conferences & Tutorials, present
3. **Introduction of Guests - Engel**

The following guests and staff were present:

- Angela Burgess
- Robert G. Care
- Violet S. Doan
- John Harauz
- Desmond Harris
- Lynne Harris
- Reiner Hartenstein
- Iwao Hyakutake
- Lowell G. Johnson
- Anne Marie Kelly
- Naotaka Owada
- Richard Price
- David Schultz
- Robert H. Sloan
- Pradip K. Srimani
- Peter Turner
- John Walz
- Don Wright

4. **Approval of Agenda - Engel**

Motion 4: Seidman moved, Grant seconded, “MOVED, that the agenda be approved, as revised:” Motion carried by voice vote.

Add item 27: Audit Committee Motion

5. **BLANK**

6. **Approval of Minutes of the 10 June 2005 Meeting - Seidman**

Motion 6A: Seidman moved, “MOVED, that the minutes of the 10 June 2005 Meeting Board of Governors meeting be approved with the following correction.” Motion carried.

Item 2A: Susan Mengel was present, not absent

Motion 6B: Seidman moved, “MOVED, that the minutes of the 9 August 2005 Meeting Board of Governors teleconference meeting be approved as is.” Motion carried.

7. **Report of the President – Engel**

President Engel gave an oral report in addition to his written report on page 7-1 of the Agenda Book.

8. **Report of the Treasurer - Kasturi**

Kasturi gave the report of the Treasurer. (See pages 8-1 thru 8-49 of the Agenda Book and Attachment 8, revised budget.)

9. **Report of the Executive Director - Hennage**

Hennage reported on recent activity in the society (see pages 9-1 through 9-3 of the Agenda Book) and made note of the Executive Staff reports in section 44.

10. **Status of Action Items - Seidman**

The secretary reviewed the status of action items as of 11 October 2005 (see page 10-1 of the Agenda Book). Items 1, 2 and 9 remain open.
ACTION ITEMS

11. Consent Agenda

A. Confirmation of Email Ballot:
   Approval of 2005 Sidney Fernbach Award Recipient

B. Confirmation of Email Ballot:
   1. 2006 Operating Budget
   2. 2006 Capital Budget
   3. 2006 Staffing Plan

C. Second Reading of Bylaws Amendment: Article XIII, Section 3

D. Confirmation of Email Ballot:
   Modification to Policies & Procedures Manual Section 13.3

E. Confirmation of Final 2006 Meetings & Election Schedule

F. Confirmation of Email Ballot:
   Approval of 2005 Seymour Cray Award Recipient

12. Elections to Fill Board Vacancies – Chang

A. Election to Fill Board Vacancy Created by Susan K. (Kathy) Land

The Nominations Committee brought forth Donald Bagert, Michael Blaha, Antonio Doria, and Robert Colwell as candidates for the board vacancy created by Land. An additional nomination of Karl Reed was submitted from the floor. Doria was elected.

Action: Secretary. Due: ASAP. BOG 11/05. 12A. Notify Doria of his election to a Board of Governors term commencing 1 January 2006 and ending 31 December 2007.

B. Election to Fill Board Vacancy Created by Susan A. Mengel

The Nominations Committee brought forth Donald Bagert, Michael Blaha, Antonio Doria, and Robert Colwell as candidates for the board vacancy created by Mengel’s resignation. An additional nomination of Karl Reed was submitted from the floor. Colwell was elected.

Action: Secretary. Due: ASAP. BOG 11/05. 12B. Notify Colwell of his election to a Board of Governors term commencing 1 January 2006 and ending 31 December 2006.

13. Election of the 2006 Secretary - Chang

The Nominations Committee brought forth Ann Q. Gates as sole candidate for 2006 secretary. Gates was elected by voice vote.

Action: Secretary. Due: ASAP. BOG 11/05. 13. Notify Gates of her election as 2006 Secretary with a term commencing 1 January 2006 and ending 31 December 2006.

14. Election of the 2005 Board of Governors Member to the 2006 Nominations Committee – Chang

The Nominations Committee brought forth Makoto Takizawa as sole candidate for the 2005 board elected member to the 2006 Nominations Committee. Takizawa was elected by voice vote.

15. **Election of the 2006 Ombudsman – Chang**

The Nominations Committee brought forth **Michel Israel** as sole candidate for 2006 Ombudsman. Israel was elected by voice vote.

Action: Secretary. Due: ASAP. BOG 11/05. 15. Notify Israel of his election as 2006 Ombudsman with a term commencing 1 January 2006 and ending 31 December 2006.

16. **Election of the 2006 Audit Committee – Chang**

The Nominations Committee brought forth the following candidates for the 2006 Audit Committee: **Richard H. Eckhouse**, **Richard A. Kemmerer**, **Itaru Mimura** and **Brian M. O’Connell**. Eckhouse, Kemmerer, Mimura and O’Connell were elected by voice vote.

Action: Secretary. Due: ASAP. BOG 11/05. 16. Notify Eckhouse, Kemmerer, Mimura and O’Connell of their election to the 2006 Audit Committee with a term commencing 1 January 2006 and ending 31 December 2006.

17. **Election of the 2006 Member of the IEEE Publications Board - Chang**

IEEE *PPM* provides that one member of the Publications Board be a current or past member of the IEEE Computer Society Board of Governors, to be selected by that board. The Nominations Committee brought forward **Jon Rokne** as sole candidate. Rockne was elected by voice vote.

Action: Secretary. Due: ASAP. BOG 11/05. 17. Notify Rokne of his election to the IEEE Publications Board with a term commencing 1 January 2006 and ending 31 December 2006.

18. **Board of Governors Consent to Presidential Appointments to the Executive Committee – Cooper**

Motion 18: Chang moved, Seidman seconded, “MOVED, that the Board of Governors of the IEEE Computer Society consents to the appointments of 2006 officers as listed below:” Motion approved by acclamation.

*First Vice President for Conferences & Tutorials* .................... Rangachar Kasturi  
*Second Vice President for Standards Activities* ..................... Susan K. (Kathy) Land  
*Vice President for Chapters Activities* ............................ Christina M. Schober  
*Vice President for Electronic Products & Services* .......... Sorel Reisman  
*Vice President for Educational Activities* ........................ Murali R. Varanasi  
*Vice President for Publications* ...................................... Jon Rokne  
*Vice President for Technical Activities* ............................. Stephanie M. White  
*Treasurer* ................................................................. Stephen B. Seidman

Action: President-elect. Due: ASAP. BOG 11/05. 18. Notify the 2006 Executive Committee members of their appointments, each with a term commencing 1 January 2006 and ending 31 December 2006.

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

A. **IEEE MultiMedia – Term beginning 1 January 2005 and ending 31 December 2006.**

Motion 19A: M. Williams moved for the Publications Board, "MOVED, that the Board of Governors of the IEEE Computer Society consents to the presidential appointment of **Sethuraman Panchanathan** as editor-in-chief of *IEEE MultiMedia*:" Motion carried.

Action: President. Due: ASAP. BOG 11/05. 19A. Notify the editor-in-chief of *IEEE MultiMedia* of his appointment with a term of 1 January 2006 through 31 December 2007.

Motion 19B: M. Williams moved for the Publications Board, "MOVED, that the Board of Governors of the IEEE Computer Society consents to the presidential appointment of Jean Luc Gadiot as editor-in-chief of IEEE Computer Architecture Letters.” Motion carried.


20. Approval of Award Recipients – Gates

A. 2005 Richard E. Merwin Award

Motion 20A: Gates 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 2005 Richard E. Merwin Award.” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 20A-1 Notify the recipient of the 2005 Richard E. Merwin Award.


B. 2005 Hans Karlsson Award

Motion 20B: Gates 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 2005 Hans Karlsson Award.” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 20B-1. Notify the recipient of the 2005 Hans Karlsson Award.

Action: Awards Chair. Due: After President notifies recipient. BOG 11/05. 20B-2. Notify the nominator and subcommittee of the 2005 Hans Karlsson Award recipient.

C. 2005 Tsutomu Kanai Award

Motion 20C: Gates 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 2005 Tsutomu Kanai Award” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 20C-1. Notify the recipient of the 2005 Tsutomu Kanai Award.

Action: Awards Chair. Due: After President notifies recipient. BOG 11/05. 20C-2. Notify the nominator and subcommittee of the 2005 Tsutomu Kanai Award.

D. 2006 W. Wallace McDowell Award

Motion 20D: Gates 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 2006 W. Wallace McDowell Award.” Motion carried.
Action: President. Due: ASAP. BOG 11/05. 20D-1. Notify the recipient of the 2006 W. Wallace McDowell Award.

Action: Awards Chair. Due: After President notifies recipient. BOG 11/05. 20D-2. Notify the nominator and subcommittee of the 2006 W. Wallace McDowell Award recipient.

E. 2006 Harry H. Goode Award

Motion 20E: Giloi 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 2006 Harry H. Goode Award.” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 20E-1. Notify the recipient of the 2006 Harry H. Goode Award.

Action: Awards Chair. Due: After President notifies recipient. BOG 11/05. 20E-2. Notify the nominator and subcommittee of the 2005 Harry H. Goode Award recipient.

EXECUTIVE SESSION ENDS

21. Approval of MOU with Associazione Italiana per l’Informatica ed il Calcolo Automatico (AICA) – Chang

Motion 21: Chang moved for the Intersociety Cooperation Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the MOU with Associazione Italiana per l’Informatica ed il Calcolo Automatico (AICA), as recommended by the Intersociety Cooperation Committee.” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 21. Proceed with and conclude the MOU with Associazione Italiana per l’Informatica ed il Calcolo Automatico (AICA).

22. Approval of Affiliate Agreement with the Bangladesh Computer Society (BCS) - Chang

Motion 21: Chang moved for the Intersociety Cooperation Committee, “MOVED, that the Board of Governors of the IEEE Computer Society approves the MOU with the Bangladesh Computer Society (BCS), as recommended by the Intersociety Cooperation Committee, subject to editing for appropriate language translation corrections.” Motion carried.

Action: President. Due: ASAP. BOG 11/05. 21. Proceed with and conclude the MOU with the Bangladesh Computer Society (BCS).

23. 2005 Budget Amendments – Kasturi

A. Capital Budget
   None brought forward.

B. Operating Budget
   None brought forward.

24. BLANK

25. Amendments to the Society Bylaws - Cooper

None brought forward.
26. **Policies & Procedures Manual Revisions - Cooper**

None brought forward. Cooper reported on the following PPM revision that was passed by the Executive Committee at its 3 November 2006 meeting:

**13.4.11 Hans Karlsson Award**

Funding: Honorarium will be funded by the SAB budget. Awards Committee budget covers the honorarium and all expenses incurred, including travel funds to ensure that the recipient and one companion can attend the presentation ceremonies.

27. **Audit Committee Motion – Grant**

Motion 27: Grant moved for the Audit Committee, “MOVED, that the Board of Governors of the IEEE Computer Society distribute the *Agenda Book* in electronic format. As part of the transition, beginning with the March 2006 meetings week, distribute *Agenda Book* materials on a USB drive and thereafter in electronic format. Keep the current formatting for those who wish to print a copy.” Motion carried.

Action: Executive Director. Due: 1 March 2006. BOG 11/05. 27. Purchase USB drives for 2006 ExCom and BoG members to distribute the March 2006 *Agenda Book* on.

28. BLANK

29. BLANK

30. BLANK

31. BLANK

32. BLANK

33. BLANK

34. BLANK

**DISCUSSION ITEMS**

35. BLANK

36. BLANK

37. BLANK

38. BLANK

39. BLANK

**REPORTS**

40. **AD HOC COMMITTEES**

40A. **SEPOC – Chang**

No report.
40B. **60th Anniversary – Aylor/Hoelzman**

No report.

**41. EXECUTIVE COMMITTEE MEMBERS**

**41A. President-Elect - Cooper**

No report.

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

(See pages 41-B-1 thru 41-B-4 of the Agenda Book.)

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

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

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

(See pages 41-D-1 thru 41-D-4 of the Agenda Book.)

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

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

**41F. First Vice President, Publications - Williams**

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

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

(See pages 41-G-1 and 41-G-2.)

**41H. Vice President, Technical Activities - White**

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

**41I. Secretary – Seidman**

No report.

**2005 Election Results – Doan**

(See pages 41I-1 thru 41I-7 of the Agenda Book.)

**41J. Past President - Chang**

No report.

**41J. IEEE Division V/VIII Directors – Diamond/Hoffnagle**

Diamond and Hoffnagle gave oral reports.

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

No report.
42. **STANDING COMMITTEES**

42A. **Audit – Grant**

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

42B. **Awards - Gates**

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

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

(See pages 42-C-1 and 41-C-2 of the Agenda Book and Attachment 42C: 2006 CHC Flyer.)

42D. **Constitution & Bylaws – Cooper**

No report.

42E. **Elections – Johnson**

No report.

42F. **Fellows – Tripp**

No report.

42G. **Finance – Kasturi**

(See Treasurer’s Report in section 8 of the Agenda Book.)

42H. **History – Liu**

No report.

42I. **Intersociety Cooperation – Chang**

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

*International Federation of Information Processing (IFIP) – Engel*

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

*IEEE Nanotechnology Council – Kapur*

(See page 42-I-5 of the Agenda Book.)

*Latin America – Barbacci*

(See page 42-I-7 of the Agenda Book.)

42J. **Membership – Chang**

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

*Ombudsman/Member Services Report – Albert-Howard*

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

42K. **Nominations – Chang**

No report.
42L. Personnel and Compensation – Chang

No report.

42M. Planning – Cooper

No report.

42N. Professional Practices Committee – McConnell

(See page 42-N-1 thru 42-N-3 of the Agenda Book.)

43. OTHER

None

44. STAFF

44A. Publisher - Burgess

(See pages 44-A-1 thru 44-A-5 of the Agenda Book.)

44B. Director, Information Technology - Care

(See pages 44-B-1 thru 44-B-3 of the Agenda Book.)

44C. Director, Administration - Doan

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

August 2005 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-7 thru 44C-9 of the Agenda Book.)

Moscow Service Center Report

(See pages 44C-11 and 44C-12 of the Agenda Book.)

44D. Director, Business & Product Development – Turner

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

44E. Director, Volunteer Services – Kelly

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

Technical Meetings Final Reports Received Since Last Agenda Book

(See pages 44E-3 thru 44-E-6 of the Agenda Book.)
Technical Meetings Approved Since Last Agenda Book
(See pages 44E-7 thru 44E-11 of the Agenda Book.)

Technical Meetings Final Reports Overdue
(See pages 44E-13 thru 44E-19 of the Agenda Book.)

Technical Meetings Schedule
(See pages 44E-21 thru 44E-44 of the Agenda Book.)

45. SPECIAL ORDERS

None.

46. UNFINISHED BUSINESS OR GENERAL ORDERS

None.

47. NEW BUSINESS

None.

48. GOOD OF THE ORDER

Motion 48A: Engel moved, "MOVED, that the Board of Governors of the IEEE Computer Society extends its sincere thanks to Mark Grant, Michel Israel, Kathleen Swigger, and Susan Mengel, whose terms on the Board of Governors will end on 31 December 2005. The board thanks them for their dedicated service as board members and looks forward to their continuing contributions to the society." Motion carried by acclamation.

Motion 48B: Engel moved, "MOVED, that the Board of Governors of the IEEE Computer Society extends its sincere thanks to Carl Chang, Gene Hoffnagle and Yervant Zorian, whose terms on the Executive Committee will end on 31 December 2005. The board thanks them for their dedicated service as board members and looks forward to their continuing contributions to the society." Motion carried by acclamation.

Motion 48C: Diamond moved, "MOVED, that the Board of Governors of the IEEE Computer Society unanimously commend President Engel for his dedicated service to the society, going above and beyond, building bridges with outside organizations and furthering the ideals and goals of the society during his presidency." Carried by acclamation.

49. ANNOUNCEMENTS

None.

50. NEXT MEETING

The next meeting will be held at 8:30 a.m. on Friday, 10 March 2006 in San Francisco, California.

51. ADJOURNMENT

The meeting adjourned at 5:00 p.m.

ATTACHMENTS

Attachment 8: Revised Budget
Attachment 41F: 2005 Transactions Review Summary
Attachment 42-C: 2006 CS History Competition Flyer