1. **Call to Order – Grier**

A meeting of the IEEE Computer Society Board of Governors was held at 8:30 a.m. PST on 8 February 2013 at the Renaissance Long Beach Hotel, Long Beach, California. David Alan Grier, president, chaired with David Ebert serving as secretary.

2. **Roll Call – Ebert**

A roll call was held as follows:

**A. Franchised Members**

- Pierre Bourque, present
- Elizabeth L. Burd, 2nd VP, Member and Geographic Activities, present
- José-Ignacio Castillo-Velázquez, present
- Thomas M. Conte, 1st VP, Publications, present
- David S. Ebert, Secretary present
- Hakan Erdogmus, absent
- Dennis J. Frailey, present
- Jean-Luc Gaudiot, VP, Educational Activities, present
- Atsuhiro Goto, present
- David Alan Grier, President, present
- Harold Javid, present
- Paul K. Joannou, Treasurer, present
- Hironori Kasahara, present
- Gargi Keeni, present
- Philip Laplante, present
- Fabrizio Lombardi, present
- Cecilia Metra, present
- Dejan Milojicic, President-Elect, present
- Paolo Montuschi, present
- Nita Patel, present
- Arnold N. Pears, present
- Jane Chu Prey, present
- Diomidis Spinellis, present
- Charlene (Chuck) Walrad, VP, Standard Activities, absent
- John W. Walz, Past President, present
- Stefano Zanero, present

**B. Ex officio Members (without vote):**

- Angela R. Burgess, Executive Director, present
- Paul R. Croll, VP, Technical & Conference Activities, absent
- Roger U. Fujii, IEEE Division VIII Director, present
- Paul K. Joannou, Treasurer
- Donald F. Shafer, VP, Professional Activities
- Susan K. (Kathy) Land, IEEE Division V Director-elect, present
- James W. Moore, Division V Director, present

3. **Introduction of Guests – Grier**

The following guests and staff were present:

- Michael Bennett
- Hilda Carman
- Evan M. Butterfield
- Violet S. Doan
- Chris Jensen
- Ray Kahn
4. Approval of Agenda – Grier
Motion 4: Conte moved, seconded, “MOVED, that the agenda be approved.” Motion passed by voice vote.

5. ACTION ITEMS
Consent Agenda* – Grier
A. Approval of Minutes for 6 November 2012
B. Approval of 2013 Hans Karlsson Award Recipient

These items were approved with the approval of the agenda.

6. Report of the President – Grier
Grier gave a presentation and noted his written report attached to the Electronic Agenda book.

7. Report of the Executive Director – Burgess
Burgess gave a presentation and noted her written report attached to the Electronic Agenda Book.

8. Future Technologies and STCs
Presentations were given by Fujii for Smart Grid, Goto for Cloud Computing, Walz for Life Science, and Kasahara for Multicore. Reports were given for the Thursday discussions on future technologies and STCs.

A. New Publication Proposals- Phase II

1. IEEE Transactions on Network Science and Engineering (TNSE)
Motion 9A, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase II of the proposed *IEEE Transactions on Network Science and Engineering*, to launch in 2014.” Motion passed by voice vote.

2. Internet of Things Journal (IoT)- Phases I&II
Motion 9B, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase II of the proposed *Internet of Things Journal*, to launch in 2014.” Motion passed by voice vote.

New Publication Proposals - Phase 1
3. IEEE Transactions on Computational Social Systems (TCSS)
Motion 9C, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase I of the proposed *IEEE Transactions on Computational Social Systems*, to launch in 2014.” There was discussion about the proposal. Laplante moved to amend the original motion to change "approve" to "disapprove", seconded by Conte, “Moved, that the Board of Governors of the IEEE Computer Society disapproves Phase I of the proposed IEEE Transactions on Computational Social Systems, to launch in 2014.” The motion passed by voice vote. Pears requested that minutes document the reasons for objecting to the proposal: the Board disagrees with the claim made on the proposal slides that there is limited overlap with existing publications.

4. Big Data Magazine
Motion 9D, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase I of the proposed *IEEE Big Data Magazine*, to launch in 2014 with technical cosponsorship.” Motion passed by voice vote.

5. IEEE Transactions on Mesoscopic Communications and Computing (TMCC)
Motion 9D, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase I of the proposed IEEE Transactions on Mesoscopic Communications and Computing, to launch in 2014.” Motion passed by voice vote.

6. Life Sciences Letters
Motion 9E, Conte moved on behalf of the Publications Board, “Moved, that the Board of Governors of the IEEE Computer Society approves Phase I of the proposed Life Sciences Letters, to launch in 2014.” Motion passed by voice vote.

B. Report from Thurs. Conferences and Pubs Discussion
Reports were given on the Thursday discussions on conferences and publications.

10. Treasurer’s Report – Joannou
Joannou gave a presentation.

EXECUTIVE SESSION BEGINS

11. EIC Appointments/Reappointments – Conte

EXECUTIVE SESSION ENDS

12. Approval of EIC Appointments/Reappointments – Conte
2. Computer Architecture Letters
Motion 12: Conte moved on behalf of the Publications Board, “MOVED, the Board of Governors of the IEEE Computer Society accepts the recommendations of the Editor-in-Chief appointment committees and the consents to the Editor-in-Chief appointment decisions of the President for Annals of the History of Computing and Computer Architecture Letters.”
Action: President. Due: ASAP. BOG 02/13 21A-G. Notify EICs of the appointment decisions beginning 1 January 2014 through 31 December 2013.

13. ACM/IEEE CS George Michael HPC Fellowship Donation – Croll
Motion 13, Croll moved on behalf of the Technical & Conference Activities Board, ”Moved, that the Board of Governors of the IEEE Computer Society approves the $100,000 contribution derived from the remaining balance of SC 2011’s Special Projects funds to the ACM/IEEE-CS High Performance Computing Ph.D. Fellowship Program.” Motion passed by voice vote.

14. Amendments to the Society Bylaws
Second Reading
A. Article IX Publications
Motion 14A: Milojicic moved on behalf of the Constitution & Bylaws Committee, “MOVED, that the IEEE Computer Society approves the amendments to Article IX Publications.” Motion passed by voice vote.
Action: Executive Director. Due: ASAP. BOG 02/13 14A. Notify IEEE of BoG approval of amendments.
ARTICLE IX - PUBLICATIONS

Section 1: Publications Board

The Publications Board shall formulate the policies for IEEE Computer Society publications and shall advise and monitor its operations committees which are charged with the execution of these policies. The Publications Board has the responsibility for recommending new periodicals publications, monitoring the quality of present publications, altering the scope and direction of present publications, recommending termination of publications and making budgetary recommendations to the Finance Committee and Board of Governors. The Publications Board shall be chaired by the vice president for publications.

Section 2: Membership

The Publications Board shall have membership as defined in the IEEE Computer Society Policies & Procedures Manual.

Section 3: Operations Committees

The Publications Board shall have operations and ad hoc committees to advise and to implement the policies of the Publications Board as described in the IEEE Computer Society Policies & Procedures Manual.

Section 4: Appointments

Except as otherwise provided in the IEEE Computer Society Policies & Procedures Manual, the vice president for publications shall appoint the chairs of its operating and ad hoc committees, members-at-large, and representatives of the Publications Board to other Computer Society program boards and committees.

Section 5: Editor in Chief Appointments and Terms

1. There shall be an editor in chief appointed for each periodical publication. There shall be one or more editors in chief appointed for the IEEE Computer Society Press, as provided in the IEEE Computer Society Policies & Procedures Manual.

2. The Publications Board shall recommend to the president candidates for each editor in chief position, as specified in the IEEE Computer Society Policies & Procedures Manual, at various times as required.

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 periodical, the initial appointment may be for a maximum of three years.

4. Editors in chief may serve a maximum of two consecutive terms in a given position.

B. Article XII Standing Committees, Section 11 Electronic Products and Services Committee

Motion 14B: Milojicic moved on behalf of the Constitution & Bylaws Committee, “MOVED, that the IEEE Computer Society approves the amendments to Article XII Standing Committees, Section 11 Electronic Products and Services Committee.” Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BOG 02/13 14B. Notify IEEE of BoG approval of amendments.
ARTICLE XII - STANDING COMMITTEES

Standing Committee Organization

The Standing Committees shall include the following:

1. Audit Committee
2. Awards Committee
3. Constitution & Bylaws Committee
4. Elections Committee
5. Fellows Committee
6. Finance Committee
7. History Committee
8. Intersociety Cooperation Committee
9. Nominations Committee
10. Planning Committee
11. Electronic Emerging Products & Services Committee

Section 11: Electronic Emerging Products & Services Committee.

Each board and committee of the Computer Society is responsible for developing new products and services that fall within its scopes. The Emerging Products and Services Committee shall assist in this work at the request of a board, committee, or the president of the society. Thereupon the Emerging Products and Services Committee may agree to such requests to take responsibility for:

- Evaluating and recommending changes to the scope of new products or services;
- Coordinating and encouraging efforts to develop and provide new products or services;
- Evaluating and recommending new tools and technologies that facilitate the development or improve the production and delivery of existing and emerging products or services;
- Recommending new products or services;
- Monitoring the quality of new products or services;
- Recommending policies for intellectual property that come from new or existing products or services.

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 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 EPSC membership shall be defined in the IEEE Computer Society Policies & Procedures Manual.

First Reading

C. Article II Nominations and Elections

Section 2 Nomination to the Board of Governors

Motion 14C: Milojicic moved on behalf of the Constitution and Bylaws Committee: "MOVED, that the IEEE Computer Society Board of Governors approves the proposed amendments to Bylaws Article II – Nominations and Elections Schedule 2 Nomination to the Board of Governors and Section 5 Board Elections." The motion passed by voice vote.

ARTICLE II - NOMINATIONS AND ELECTIONS

Section 2: Nomination to the Board of Governors

Annually the Nominations Committee shall provide a list of proposed nominees for Board positions. This list of proposed nominees shall be submitted to the current Board of Governors at least four weeks prior to the Board meeting at which the Board shall select nominees. Additional proposed nominees may be submitted by written Board petition signed by one-third of the franchised Board members and received by the secretary at least 10 days prior to the above meeting. The Board shall select by secret ballot not less than eleven
nine
seven
five annually elected Board member positions, and the names of those nominees shall be published at least 60 days prior to the first published day of the election in a Society publication nominally reaching the entire membership. In the same publication there shall be a request for petitions for additional nominees. Nominations from the floor shall not be permitted during the Board meeting at which the selection occurs. Additional nominees may be named by petition of the voting members of the Society, with each member eligible to sign one petition for each office. The number of signatures required is specified in Bylaws Article II, Section 1.

Section 3: Board of Governors Candidates

The Nominations Committee shall be directed to solicit the membership at large for suitable Board nominees and shall consider in its proposals those factors which will promote the equitable representation of the Society's technical, diversity and geographic interests.

Section 4: Board of Governors Qualifications

In order to be qualified as a candidate for an elected Board position, a nominee must meet all constitutional and the following requirements:

1. His/her vita must be submitted for publication in a Society publication nominally reaching the entire membership in a timely manner.

2. The nominee must affirm willingness and availability to serve.

3. A Board member shall not be elected to a third full consecutive term. For this purpose, the occupying of a Board position for a period of less than eighteen months shall not be construed as serving a term.

4. In addition, each nominee must agree to seek significant involvement in Society activities.

Section 5: Board Elections

1. Election to the Board shall be by secret ballot of the Society membership.
2. *Five candidates* Candidates shall be elected to the Board in the order of their plurality, the largest plurality being first.

3. In the case of a tie vote for the final position, the Board shall select the winner by secret ballot.

4. Board position vacancies due to current Board members being elected to Society officer positions of president-elect, first vice president and second vice president, shall be treated as normal Board vacancies.

5. The top two runners-up for Board positions from the most recent election, along with other nominees to be selected by the Nominations Committee, shall form a roster of candidates to fill vacancies on the Board. The Board shall vote by secret ballot to fill vacancies.

**D. Bylaws Article III Board of Governors Section 2 Officers**

Motion 14D: Milojicic moved on behalf of the Constitution and Bylaws Committee: “MOVED, that the IEEE Computer Society Executive Committee endorses the proposed amendments to Bylaws Article III Board of Governors Section 2 Officers.” The motion passed by voice vote.

**ARTICLE III - BOARD OF GOVERNORS**

**Section 1: Board of Governors Responsibility**

The Board of Governors shall be responsible for providing guidance, at the policy level, to all of the organizational entities within the Society. The Board shall set direction and strategy for the Society, and shall 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, *past president*, 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.

Milojicic noted those modifications to the *Policies and Procedures Manual* passed by the Executive Committee.

A. PPM Section 24 Emerging Products & Services Committee

16. *Educational and Professional Development – Grier*  
Reports were given for the Thursday discussions on professional education and services and education.

17. *Outreach & Engagement*  
Walz reported on the Sister Society Associate Program and the Intersociety Cooperation Committee. A report was given for the Thursday discussion on outreach.

18. *Approval of 2013 Meetings and Elections Schedule*  

<table>
<thead>
<tr>
<th>EVENT</th>
<th>DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Staff works with new leaders to familiarize them with the goals and initiatives of their boards from the current year, and funds available for first quarter projects</td>
<td>1 Jan</td>
</tr>
<tr>
<td>New Board of Governors and Executive Committee are seated</td>
<td>1 Jan</td>
</tr>
<tr>
<td>Event Description</td>
<td>Date</td>
</tr>
<tr>
<td>------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>------------</td>
</tr>
<tr>
<td>Committee/board heads review current year goals, status and budget, and with staff assistance, reports goal-related initiatives via Balanced Scorecard.</td>
<td>By 1 Feb</td>
</tr>
<tr>
<td><strong>First BOARD OF GOVERNORS MEETING, Renaissance Long Beach, Long Beach, CA, USA (BoG Caucus/ExCom Meeting 7 Feb; BoG meeting 8 Feb)</strong></td>
<td>5-8 Feb</td>
</tr>
<tr>
<td>Committee/board heads may submit First Quarter Project Initiation Forms (PIFs) requesting budget additions/changes in current year, to Planning Committee (PlanCom).</td>
<td>By 15 Feb</td>
</tr>
<tr>
<td>PlanCom determines alignment of new PIF requests to current short- and long-term goals. Passes recommendation to FinCom.</td>
<td>By 22 Feb</td>
</tr>
<tr>
<td>Schedule and call for CS board/officer recommendations to Nominations Committee (NomCom) in <em>Computer</em></td>
<td>Mar issue</td>
</tr>
<tr>
<td>FinCom (in consultation with ED) reviews and approves/rejects new PIF requests</td>
<td>By 20 Mar</td>
</tr>
<tr>
<td>Annual Operations Plan is finalized and distributed, including new projects approved by FinCom.</td>
<td>By 31 Mar</td>
</tr>
<tr>
<td>Recommendations from membership for board/officer nominees mailed to NomCom</td>
<td>15 May</td>
</tr>
<tr>
<td>NomCom slate of Computer Society officer and board candidates due to Board of Governors</td>
<td>17 May</td>
</tr>
<tr>
<td>Last day for board/officer petition candidates to be submitted to Board secretary</td>
<td>4 June</td>
</tr>
<tr>
<td>Committee/board heads review/revise their short-term goals and related initiatives to take effect in current year, and long-term goals to begin in next year.</td>
<td>By 11 June</td>
</tr>
<tr>
<td><strong>Second BOARD OF GOVERNORS MEETING, Renaissance Seattle, Seattle, WA USA</strong> (BoG Caucus/ExCom Meeting 13 June; BoG Meeting 14 June)</td>
<td>11-14 June</td>
</tr>
<tr>
<td>Committee/board heads submit to PlanCom PIFs for budget additions/changes for next year’s new initiatives.</td>
<td>11-15 June</td>
</tr>
<tr>
<td>Last day for 2013 IEEE Division VIII Delegate-Director-Elect petition candidates to be submitted to IEEE</td>
<td>14 June</td>
</tr>
<tr>
<td>PlanCom determines alignment of PIF requests to strategic goals. Passes recommendation to FinCom, and consideration for the subsequent budget.</td>
<td>28 June</td>
</tr>
<tr>
<td>FinCom (in consultation with ED) reviews and approves/rejects PIF requests, and if approved, budgeted initiatives become part of next year’s budget.</td>
<td>20 July</td>
</tr>
<tr>
<td>Board-approved slate and call for petition candidates published in <em>Computer</em></td>
<td>July Issue</td>
</tr>
<tr>
<td>Candidate statements/biographies published in <em>Computer</em></td>
<td>Aug Issue</td>
</tr>
<tr>
<td>FinCom presents next year’s budget to ExCom and BoG</td>
<td>By 7 Aug</td>
</tr>
<tr>
<td><strong>Executive Committee Telecon to receive the 2014 Staffing Plan</strong></td>
<td>10 Sept</td>
</tr>
<tr>
<td><strong>Board of Governors Telecon to approve the 2014 Operating and Capital Budgets</strong></td>
<td>11 Sept</td>
</tr>
<tr>
<td>CS Ballots mailed</td>
<td>5 Aug</td>
</tr>
<tr>
<td>CS Ballots returned and tabulated</td>
<td>7 Oct</td>
</tr>
<tr>
<td>PlanCom reviews current set of short- and long-term strategic goals and revises and consolidates as necessary – to become effective in the next year.</td>
<td>By 15 Oct</td>
</tr>
<tr>
<td>PlanCom submits new/revised goals to BoG for approval. PlanCom documents changes to goals, revises the current year’s “handbook,” and issues next year’s revised handbook.</td>
<td>By 18 Nov</td>
</tr>
<tr>
<td><strong>Third BOARD OF GOVERNORS MEETING, Heldrich Hotel, New Brunswick, NJ, USA</strong> (BoG Caucus/ExCom Meeting Sun, 17 Nov; BoG Meeting Mon., 18 Nov)</td>
<td>17-18 Nov</td>
</tr>
<tr>
<td>CS Election results published in <em>Computer</em></td>
<td>Dec Issue</td>
</tr>
</tbody>
</table>

19. **Audit Committee - Castillo**  
Castillo gave brief remarks and asked Board members to send suggestions for 2013 Audit Committee projects.
20. **Special Orders**
None.

21. **Unfinished Business or General Orders**
None.

22. **Good of the Order**
None.

23. **New Business**
None.

24. **Announcements**
None.

25. **Next Meeting**
The next meeting will be held at 8:30 a.m. on Friday, 14 June 2013 in Seattle, Washington USA.

26. **ADJOURNMENT** – Grier
The meeting adjourned at 4:00 p.m. PST.

**REPORTS**

**AD HOC COMMITTEES**

**EXECUTIVE COMMITTEE MEMBERS**

A. President-Elect - Milojicic
No report.

B. Vice President, Educational Activities – Gaudiot
The EAB report is attached to the Electronic Agenda.

C. Vice President, Member and Geographic Activities - Burd
The MGAB report is attached to the Electronic Agenda.

D. Vice President, Professional Activities – Shafer
The PAB report is attached to the Electronic Agenda.

E. First Vice President, Publications - Conte
The Pubs report is attached to the Electronic Agenda.

G. Vice President, Standards Activities – Walrad
The SAB report is attached to the Electronic Agenda.

H. VP, Technical & Conference Activities – Croll
The T&C Report is attached to the Electronic Agenda.

I. Secretary – Ebert
No report.

J. Past President – Walz
No report.

K. IEEE Division V/VIII Directors – Fuji/Moore
No report.

L. Ombudsman – Dupuis
No report.

**STANDING COMMITTEES**

A. Audit – Castillo
No report.

B. Awards - Belgard
No report.

C. Constitution & Bylaws – Milojicic
No report.

D. Elections – TBA
No report.

E. Electronic Products & Services – Cortada
No report.

**F. Fellows – Prasanna**
No report.

**G. Finance – Joannou**
The Finance report is attached to the Electronic Agenda.

**H. History – Yost**
No report.

**I. Intersociety Cooperation – Walz**
No report.

**J. Nominations – Walz**
No report.

**K. Planning – Milojicic**
No report.

**OTHER**

**STAFF REPORTS**

**A. Director, Products and Services - Butterfield**
The Products and Services report is attached to the Electronic Agenda.

**B. Director, Information Technology & Services - Kahn**
The IT&S report is attached to the Electronic Agenda.

**C. Director, Membership - Doan**
The Membership report is attached to the Electronic Agenda.

**D. Associate Executive Director, Director of Governance – Kelly**
The Governance report is attached to the Electronic Agenda.

**E. Marketing and Sales – Jensen**
The Marketing & Sales report is attached to the Electronic Agenda.