

APPROVED
IEEE COMPUTER SOCIETY
BOARD OF GOVERNORS MEETING

14 November 2011
The Heldrich Hotel
New Brunswick, New Jersey USA

1. Call to Order – Reisman

A meeting of the IEEE Computer Society Board of Governors was held at 8:00 a.m. EST on 14 November 2011 at the Heldrich Hotel, New Brunswick, New Jersey. Sorel Reisman, president, chaired with Jon G. Rokne serving as secretary.

2. Roll Call – Rokne

A roll call was held as follows:

A. Franchised Members

Elisa Bertino, absent
Pierre Bourque, present
Elizabeth L. Burd, VP, Educational Activities, present
Ignacio Castillo, present
Thomas M. Conte, present
George V. Cybenko, absent
Ann DeMarle, present
David S. Ebert, present
Frank E. Ferrante, present
Dennis J. Frailey, present
Jean-Luc Gaudiot, present
Atsuhiko Goto, present
David Alan Grier, 1st VP, Publications, present
James D. Isaak, Past President, present
Andre Ivanov, present
Paul K. Joannou, VP, Professional Activities, present
Hironori Kasahara, present
Luis Kun, present
Dejan Milojicic, present
James W. Moore, Treasurer and Division V Director-Elect, present
Jane Chu Prey, absent
Sorel Reisman, President, present
Jon G. Rokne, 2nd VP and Secretary, present
Steven L. Tanimoto, present
Charlene “Chuck” Walrad, present
John W. Walz, President-Elect, present

B. Ex officio Members (without vote):

Angela R. Burgess, Executive Director, present
Paul R. Croll, VP, Technical & Conference Activities, present
Roger U. Fujii, VP, Standards Activities, present
Rangachar Kasturi, VP, Member and Geographic Activities, present
Susan K. (Kathy) Land, 2011 IEEE Division VIII Director, absent
Michael R. Williams, 2010-2011, IEEE Division V Director, present

3. Introduction of Guests – Reisman

The following guests and staff were present:

Michael Bennett
Evan M. Butterfield
Violet S. Doan
Susan Hayden
Chris Jensen
Gargi Keeni
Anne Marie Kelly
Fabrizio Lombardi
John G. Miller

Arnold Pears
Jane Chu Prey
Mary Ward-Callan

4. **Approval of Agenda – Rokne**
Motion 4: Ebert moved, Frailey seconded, “MOVED, that the agenda be approved as is.” Motion carried by voice vote.
5. **Approval of Minutes – A. 27 May 2011 and B. 2 August 2011– Rokne**
Motion 5A: Williams moved, Burd seconded, “MOVED, that the minutes of the 27 May 2011 IEEE Computer Society Board of Governors meeting be approved as is.” Motion passed by voice vote.
Motion 5B: Williams moved, Burd seconded, “MOVED, that the minutes of the 2 August 2011 IEEE Computer Society Board of Governors meeting be approved as is.” Motion passed by voice vote.

ACTION ITEMS

6. **ACTION ITEMS**
Consent Agenda* – Reisman
A. 2011 Sidney Ferbach Award Recipient
B. 2011 Seymour Cray Award Recipient
C. 2011 B. Ramakrishna Rau Award Recipient
D. Approval of the Partnership Agreement with the Advanced Computing and Communications Society (ACCS)
E. Approval of the Memorandum of Understanding with the Institute of Information and Computing Machinery (IICM)

These items were approved with the approval of the agenda.
(*The Consent Agenda is approved with the approval of the Agenda.)

EXECUTIVE SESSION BEGINS

7. **Elections and Appointments Election to fill 2012 Board Vacancies – Isaak**
8. **Election of the 2012 Secretary – Isaak**
9. **Election of the 2011 Board of Governors member to the Nominations Committee – Isaak**
10. **Appointment of the 2012 Ombudsman – Isaak**
11. **Appointment of the 2012 Audit Committee – Isaak**
12. **Appointment of the 2012 Member of the IEEE Publication Services & Products Board – Isaak**
13. **Board of Governors Consent to Presidential Appointments to the 2012 Executive Committee – Isaak**
14. **Relationship with ACM – Reisman**
15. **TC Relationships – Reisman**

EXECUTIVE SESSION ENDS

16. **Elections and Appointments – Isaak**
A. 2012 BoG Vacancies
The Nominations Committee brought forward three candidates for the two Board of Governors vacancies – David J. Schultz, William (Bill) Pitts and Paolo Montuschi. The recent election of Board of Governors members Thomas M. Conte and André Ivanov to the position of 1st Vice President and Second Vice President respectively has created two vacancies on the Board. Paolo Montuschi was elected by secret ballot to replace André Ivanov for a two-year term, and William (Bill) Pitts was elected by secret ballot to replace Thomas M. Conte for a one-year term.

Action: President. Due: ASAP. BOG 11-11-16A. Notify Paolo Montuschi of his election to the IEEE Computer Society Board of Governors with a term commencing 1 January 2012 and ending 31 December 2013, and William (Bill) Pitts of his election to the IEEE Board of Governors with a term commencing 1 January 2012 and ending 31 December 2012.

B. Election of the 2012 Secretary

The Nominations Committee brought forward André Ivanov as the sole candidate for Secretary. Ivanov was elected by voice vote.

Action: President. Due: ASAP. BOG 11-11-16B. Notify Ivanov of his election as 2012 Secretary with a term commencing 1 January 2012 and ending 31 December 2012.

C. Election of Board of Governors Member to the 2012 Nominations Committee

The Nominations Committee brought forward Gargi Keeni as the sole candidate for the Nominations Committee for a term 1 January 2012 through 31 December 2012. Keeni was elected by voice vote.

Action: President. Due: ASAP. BOG 11-11-16C. Notify Keeni of her election as a member of the 2012 Nominations Committee with a term commencing 1 January 2012 and ending 31 December 2012.

D. Election of the 2012 Ombudsman

The Nominations Committee brought forward Robert Dupuis as the sole candidate for Ombudsman. Robert Dupuis was elected by voice vote.

Action: President. Due: ASAP. BOG 11-11-16D. Notify Dupuis of his election as 2012 Ombudsman with a term commencing 1 January 2012 and ending 31 December 2012.

E. Election of the 2012 Audit Committee

The Nominations Committee brought forward the following candidates to be considered for the Audit Committee: Jose Ignacio Castillo-Velazquez, Frank E. Ferrante, Jean-Luc Gaudiot and Atsuhiko Goto. The candidates were elected by voice vote.

Action: President. Due: ASAP. BOG 11-11-16E. Notify Castillo, Ferrante, Gaudiot and Goto of their election to the 2012 Audit Committee for a term commencing 1 January 2012 and ending 31 December 2012.

F. Election of the 2012 Member of PSPB

The Nominations Committee brought forward Thomas M. Conte as the sole candidate. Conte was elected by voice vote.

Action: President. Due: ASAP. BOG 11-11-16F. Notify Conte of his election as 2012 IEEE Computer Society member to the IEEE Publication Services & Products Board member for a term commencing 1 January 2012 and ending 31 December 2012.

G. Board of Governors Consent to Presidential Appointments to 2011 Executive Committee

Motion 16.G: Isaak brought forth a motion to approve the president-elect appointments to the 2012 Executive Committee, "MOVED, that the Board of Governors of the IEEE Computer Society consents to the appointments of 2012 officers as listed below." Motion passed by voice vote.

Action: President. Due: ASAP. BOG 11-11-16G. Notify Walrad, Burd, Sankaran, Conte, Joannou, Croll and Moore of their appointments for a term commencing 1 January 2012 and ending 31 December 2012.

Vice President for Standard Activities

Vice President for Educational Activities

Vice President for Member and Geographic Activities

First Vice President for Publications

Vice President for Professional Activities

Vice President for Technical & Conference Activities

Treasurer

Charlene (Chuck) Walrad

Elizabeth L. Burd

Sattupathu V. Sankaran

Thomas M. Conte

Paul K. Joannou

Paul R. Croll

James W. Moore

17. Report of the President – Reisman

Reisman highlighted activities this year including discussions with ACM to improve cooperation between the organizations, efforts to improve the relationship with PAMI, and the launching of Special Technical Communities (STCs). He noted his written report in the *Electronic Agenda Book*.

18. Report of the Treasurer – Miller

Miller gave an oral report and noted his written report in the *Electronic Agenda Book*.

19. Report of the Executive Director – Burgess

Burgess gave an oral report, which included an update on computer.org, and made note of her written report in the *Electronic Agenda Book*.

Action: Executive Director. Due: ASAP. 11-11-19. Reach out to VPs to recruit volunteers representing a broad diversity of computer.org users willing to be interviewed by the information architect consultant hired to enhance computer.org design.

20. Status of Action Items – Rokne

Rokne reviewed the status of action items as of 14 November 2011, which can be found in the *Electronic Agenda Book*. Item 1-9 were closed at this meeting.

21. BREAK – Reisman

22. Approval of IEEE Computer Society Strategic Plan 2011 – Walz

Motion 21: Walz moved on behalf of the Planning Committee, “MOVED, that the IEEE Computer Society Board of Governors endorses Strategic Plan 7.” Motion passed by voice vote.

23. Amendments to the Society Bylaws

2nd Reading

A. Bylaws Article IV Section 1 and 2

Motion 23A: Walz moved on behalf of the Constitution and Bylaws Committee, “MOVED, that the IEEE Computer Society approves the proposed amendments to Article IV Section 1 and 2.” Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BoG 11-11-23A. Notify IEEE of bylaws amendment.

ARTICLE IV - EXECUTIVE COMMITTEE

Section 1: Composition

The president shall chair the Executive Committee; other members shall be the president-elect, all the vice presidents, the secretary, the treasurer, the immediate past president (hereinafter referred to as the past president), the ~~chief-staff-executive~~Society Executive Director, the IEEE division directors and division director-elect elected by the Computer Society. The IEEE directors, director-elect, and the ~~chief-staff-executive- Society Executive Director~~ shall be *ex officio* members, without vote, unless otherwise holding a vote as a franchised member of the Executive Committee.

Section 2: Office Operations

~~The Executive Committee shall serve as the volunteer oversight body for staffing, facilities, capital expenditures, and other matters relating to the operation of the Society's offices.~~

The headquarters office of the IEEE Computer Society shall be located in the Washington, D.C. metropolitan area.

Section 3: Delegation of Authority by the Board of Governors

The Executive Committee shall act for the Board on subjects for which it has been authorized by the Board.

Section 4: Recommendations to the Board

The Executive Committee may make recommendations to the Board on matters which require Board approval.

Section 5: Quorum

A quorum shall consist of a majority of the Executive Committee members. A majority vote of those present is required to transact business. Proxies shall not be allowed.

Section 6: Conduct of Business

Meetings of the Executive Committee shall be open to Board members and others on the invitation of the president. The president shall have the sole power to call a meeting of the Executive Committee.

B. Bylaws Article XII Section 9

Motion 23B: Walz moved on behalf of the Constitution and Bylaws Committee, "MOVED, that the IEEE Computer Society approves the proposed amendments to Article XII Section 9." Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BoG 11-11-23B. Notify IEEE of bylaws amendment.

ARTICLE XII

Section 9: 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. In the case where the past president is unable or unwilling to serve as chair, then the chair shall be the most recently available past chair of the Nominations Committee.

Comment [I1]: Proposed Bylaws revision .
Scheduled for 2nd reading in Nov.

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.

C. IEEE CS Constitution

Motion 23C: Walz moved on behalf of the Constitution and Bylaws Committee "MOVED that the IEEE Computer Society Board of Governors approves the proposed amendments to the IEEE Computer Society Constitution." Motion passed by voice vote. (No number given.). Three voted no, one abstained. (No name noted.)

Action: Executive Director. DUE: ASAP. BoG 11-11-23C. Forward to IEEE for approval.

ARTICLE I - NAME, PURPOSE, AND SCOPE

Section 1:

The name of this organization shall be the IEEE Computer Society, hereinafter referred to as "the Society."

Section 2:

The purposes of the Society shall be scientific, literary, and educational in character. The Society shall strive to advance the theory, practice, and application of computer and information processing science and technology and shall maintain a high professional standing among its members. The Society shall promote cooperation and exchange of technical information among its members and to this end shall hold meetings for the presentation and discussion of technical papers, shall support development of lifelong professional education and certification, shall develop standards, shall publish technical journals, shall provide shall develop technical and professional products and services, and shall through its organization and other appropriate means provide for the needs of its members.

Section 3:

The scope of the Society shall encompass all aspects of theory, design, practice, and application relating to computer and information processing science and technology.

ARTICLE II - ORGANIZATION**Section 1:**

The Society shall be organized within the Institute of Electrical and Electronic Engineers, Inc., hereinafter referred to as the IEEE. It shall operate within the IEEE constitution and bylaws and within such other policies and procedures that are authorized under these documents.

Section 2:

The grades of membership of the Society, the member transfer, and severance pertaining to each grade shall be as specified in the Society bylaws.

Section 3:

The Society shall be governed by a Board of Governors, hereinafter referred to as "the Board."

Section 4:

Officers of the Society shall be as specified in Article IV and the bylaws.

Section 5:

The organizational structure of the Society shall be as specified in this constitution and the bylaws.

ARTICLE III - BOARD OF GOVERNORS**Section 1:**

The Society shall be governed by the Board. All members of the Board must be members of the Society. The franchised members of the Board shall be the Society president, president-elect, first and second vice presidents, the immediate past president, and twenty-one other elected board members as specified in the Bylaws~~selected members of the Board~~. *Ex officio* members of the Board may be designated in the bylaws. The *ex officio* members of the Board shall have no vote unless they hold one as a franchised member of the Board.

Section 2:

The term of office for an elected member of the Board shall be three years. Within-term vacancies shall be filled as specified in the bylaws. Seven elected members of the Board shall be elected annually.~~The~~

[number of Board members elected annually shall be as specified in the Bylaws.](#) All Board members shall continue to serve until their successors take office.

Section 3:

Nomination and election of the members of the Board shall be by the method prescribed in the Society bylaws and shall include provision for nomination by petition by the Society members.

Section 4:

Meetings of the Board shall be held as prescribed in the bylaws. ~~Additional~~Other meetings of the Board shall ~~may~~ be called at the ~~request~~discretion of the ~~Presiding~~ Officer of the Board ~~or or at the request of~~ four franchised members of the Board.

Section 5:

The officers of the Board shall be as specified in the bylaws.

Section 6:

The presence of a majority of the franchised Board members shall constitute a quorum. ~~Proxies shall not be used to constitute a quorum.~~ When a quorum is present at a meeting, a majority vote shall be necessary for the conduct of business except as otherwise provided in the Society's constitution and bylaws. The presiding officer may vote only when a secret ballot is called for or [if the chair's vote can change the outcome of the vote.](#) ~~to resolve ties.~~

Section 7:

The business of the Board may be handled by means other than a formally called meeting where in the opinion of the presiding officer of the Board matters requiring action can be adequately handled in that manner. A majority vote of all franchised members of the Board is necessary for approval of actions handled in that manner, except as otherwise provided.

Section 8:

The Board may by a two-thirds vote of the entire franchised Board delegate its powers not specifically assigned to it in this constitution to its committees or to officers of the Society.

ARTICLE IV - OFFICERS

Section 1:

The elected officers of the Society shall be the president, the president-elect, the first and second vice presidents, and the secretary. Other officers may be provided for in the bylaws. The president-elect and first and second vice presidents of the Society shall be elected annually. The election procedures shall be as specified in the bylaws. These elected officers must hold member grades or higher in the IEEE and have been Society members for the preceding three years. When taking office as president, president-elect, or first or second vice president, such officers of the Society vacate their elected Board positions if they currently hold one. The president shall with advice and consent of the Board appoint all non-elected officers. These appointed officers must hold the member grade or higher in the Society.

Section 2:

The president, under the direction of the Board, shall be responsible for general supervision of the affairs of the Society. The president shall have such other powers and perform such other duties as may be provided in the Society bylaws or which may be delegated by the Board.

Section 3:

The president-elect shall perform such duties as specified in the bylaws or assigned by the president or the Board. The president-elect shall become president the following year. The president-elect shall act for the president should that office be vacated or in the event of the absence or incapacity of the president. In so doing, the president-elect does not vacate the office of president-elect. Should the office of president-elect become vacant, the Board shall fill the vacancy. In the interim, the first vice president shall act for the president-elect, but shall not assume the office of president-elect.

Section 4:

The first vice president shall act for the president in the event of the absence or incapacity of both the president and president-elect, and shall perform such duties as specified in the bylaws or assigned by the president.

Section 5:

The second vice president shall act for the president in the event of the absence or incapacity of the president, the president-elect, and the first vice president, and shall perform such duties as specified in the bylaws or assigned by the president.

Section 6:

The secretary is responsible for keeping the required records of the Society and submitting reports to the IEEE and others as required and shall perform such other duties as required in the bylaws or assigned by the president.

Section 7:

The treasurer, an appointed officer, is responsible for the financial affairs of the Society and shall make reports to the Board on the financial status of the Society and shall perform such other duties as required in the bylaws or as assigned by the president.

Section 8:

The Board is responsible for determining vacancies or temporary absences in office positions. In situations for which no succession procedure is described, or for which the procedure fails, the Board shall appoint a successor in the case of a vacancy, or an acting officer in the case of a temporary absence.

ARTICLE V - FINANCES**Section 1:**

All assets held by or for the Society are vested in the IEEE. All funds shall be handled according to the rules established by the IEEE Board.

Section 2:

The Board shall have the sole authority to obligate the funds and assets of the Society for all purposes necessary to promote its objectives, and any authorized officer or representative thereof may make such obligations and commitments provided they are within the terms of a properly approved budget. Neither the Society nor any officer, member, employee, or representative thereof shall have any authority to contract debts for, pledge the credit of, or in any way financially bind the IEEE for purposes prohibited by the IEEE.

Section 3:

The Society budget must be approved by the Board. Any changes to the budget or expenditures in excess of budgeted amounts or for unbudgeted items must be approved in accordance with the provisions in the bylaws.

Section 4:

The Society may collect Dues from its members and fees for publications and services it provides.

Section 5:

The Society may raise revenue by other means provided such means are consistent with IEEE policy. Any new revenue means not explicitly covered by IEEE rules and regulations must be reviewed by the IEEE ~~general manager~~ Executive Director before being adopted by the Society.

ARTICLE VI - AMENDMENTS**Section 1:**

Amendments to this constitution may be proposed initiated either by ~~(1) a~~ a petition signed by ~~two percent of the at least 1000~~ voting members of the Society or ~~(2) by~~ a two-thirds vote of the franchised members of the Board. ~~Such a~~ The proposed amendment shall be submitted to the IEEE Technical Activities Board (TAB) for administrative approval. After IEEE TAB approval, the proposed amendment shall be published in a Society publication which nominally reaches the entire Society membership distributed to all Society members eligible to vote through appropriate electronic or print media. A ballot with the proposed amendment shall be distributed to all Society members eligible to vote at least 60 days before the date appointed for return of the ballots or in conjunction with the annual election ballot. A copy of the proposed amendment shall also be electronically mailed with a ballot to all members of the Society at least 30 days before the date appointed for return of the ballots. Approval of the amendment by at least two-thirds of ~~those voting ballots legally cast~~ shall be necessary for its enactment.

Amendments will become effective 60 days after all necessary notifications and approvals.

Section 2:

Amendments to the bylaws require five successive steps:

1. They must be initiated at a regular Board meeting.
2. They must be approved at a regular Board meeting by a two-thirds vote of the franchised Board members.
3. They must be published, together with an announcement soliciting membership comments, in a Society publication that nominally reaches the entire membership.
4. They must again be approved at a Board meeting by a two-thirds vote of the franchised Board members. Such meeting must occur not less than 30 days or more than one year following publication.
5. They must be accepted by ~~the~~ IEEE TAB.

*1st Reading***D. Bylaws Article II Section 6 Officer Nominations**

Motion: 23C: Walz moved on behalf of the Constitution and Bylaws Committee, 'MOVED, that the IEEE Computer Society approves the proposed amendments to Article II Section 6.' Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BoG 11-11-23D. Publish Bylaws in *Computer Magazine* form member comment.

ARTICLE II - NOMINATIONS AND ELECTIONS**Section 6: Officer Nominations**

Annually the Nominations Committee shall provide a list of proposed nominees for positions of president-elect, first vice president, and second vice president, at least four weeks prior to the Board meeting at which the Board shall select nominees. ~~One-Two~~ or more nominees shall be proposed for each of these offices. Additional proposed nominees for any position may be nominated by written petition of one-third

of the franchised Board members. Such nominations must be received by the secretary at least 10 days prior to the above meeting. ~~Nominations from the floor shall not be permitted during the Board meeting at which the selection occurs.~~ The Board shall select by secret ballot ~~nominees-a slate of candidates~~ for the positions of president-elect, first vice president, and second vice president and the names of those ~~nominees-candidates~~ shall then be published in a Society publication nominally reaching the entire membership. In the same publication there shall be a request for petitions for additional ~~nominees~~candidates. ~~Nominations from the floor shall not be permitted during the Board meeting at which the selection occurs.~~ Additional ~~nominees-candidates~~ 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.

E. Bylaws Article II Section 10 IEEE Delegate Director-Elect Nominations

Motion 23E: Walz moved on behalf of the Constitution and Bylaws Committee, "MOVED, that the IEEE Computer Society approves the proposed amendments to Article II Section 10 IEEE Delegate Director-Elect Nominations." Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BoG 11-11-23E. Publish in *Computer Magazine* for member comment.

ARTICLE II NOMINATIONS AND ELECTIONS

Section 10: IEEE Delegate-Director-Elect Nominations

In accordance with IEEE Bylaws, IEEE Computer Society members annually elect a Division Delegate-Director-Elect. This individual shall automatically become Delegate-Director after serving a one year term as Division Delegate-Director-Elect.

When an IEEE Division that represents the IEEE Computer Society is to elect a Division Delegate-Director-Elect, the Nominations Committee shall recommend candidates in compliance with IEEE Bylaws. The timing of IEEE Board of Directors elections requires that the Board of Governors provide nominations early in the year. Therefore, the Nominations Committee shall prepare a list of two or more proposed nominees. To solicit names of potential nominees for presentation to the incoming Nominations Committee, the president may appoint an ad hoc committee as described in the IEEE Computer Society *Policies and Procedures Manual*. The list of candidates shall be submitted to the Board of Governors at least four weeks prior to the Board meeting at which the selection is to occur. Additional proposed nominees may be submitted by written petition signed by one-third of the franchised Board members and received by the secretary at least 10 days prior to the Board meeting. The Board of Governors shall select by secret ballot a slate of ~~one~~ two or more than three ~~candidates~~nominees from the proposed nominees. Nominations from the floor shall not be permitted during the Board meeting at which the selection occurs. The approved name(s) shall be transmitted as required by IEEE Bylaws, as Society ~~candidate(s)~~nominee(s).

A notice that nominations for the position of Delegate-Director by petition shall be published in a Society publication normally reaching the entire membership. This shall be done sufficiently in advance of the IEEE deadline for receipt of petitions to allow a reasonable time to obtain the necessary signatures. Petitions shall be submitted to the IEEE in accordance with IEEE Bylaws and Policies.

F. Bylaws Article I – Membership

Motion 23F: Walz moved on behalf of the Constitution and Bylaws Committee, "MOVED, that the IEEE Computer Society approves the proposed amendments to Article I – Membership." Motion passed by voice vote.

Action: Executive Director. Due: ASAP. BoG 11-11-23F. Publish in *Computer Magazine* for member comment.

ARTICLE I - MEMBERSHIP

Section 1: Membership Grades

The classes of membership are:

- Member;
- 2. Society affiliate;
- 3-Associate

- ~~4. Student.~~
- [5. Graduate student.](#)

Section 2: Rights and Privileges

Members, affiliates and associates shall be entitled to all rights and privileges of the Society.

Section 3: Qualifications

1. For admission or transfer to the class of member, a candidate shall either:
 - a. be a member (or higher grade) of the IEEE,
or
 - b. be qualified as an IEEE affiliate.
2. The associate class is open to IEEE associate members.
3. ~~The Student and graduate student classes are open class is open~~ to IEEE student members.

Section 4: Applications and Admissions

1. Each application for admission to membership or for transfer to a different class shall include sufficient evidence of eligibility.
2. ~~The Admissions Committee shall recommend a list of societies whose members may be qualified as affiliates for approval by the Board of Governors and submission to the IEEE.~~

Section 5: Terminations

Members who become delinquent in the payment of fees shall be treated in accordance with pertinent IEEE rules and procedures.

24. Policies and Procedures Manual Modifications Report

Reisman noted those amendments to the *Policies and Procedures Manual* passed by the Executive

A. PPM Section 9.2.9 Editorial Board Member Selection

B. PPM Section 15 Finances

C. PPM Section 12 Awards

D. PPM Section 4 Executive Committee

E. PPM Section 5 Members of the Executive Committee

F. PPM Section 14 Elections

25. Approval of 2012 Computer Society and Board of Governors Schedule

Burd moved and Frailey seconded, "MOVED, that the IEEE Computer Society Board of Governors approve an updated 2012 Computer Society and Board of Governors Schedule." Motion passed by voice vote.

2012 Computer Society and Board of Governors Schedule

EVENT	DATE
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	1 Jan
New Board of Governors and Executive Committee is seated	1 Jan
Schedule and call for CS board/officer recommendations to Nominations Committee (NomCom) in <i>Computer</i>	Feb issue
Committee/board heads review current year goals, status and budget, and with staff assistance, reports goal-related initiatives via Balanced Scorecard.	By 1 Feb

IEEE COMPUTER SOCIETY BOARD OF GOVERNORS MEETING

14 November 2011

First BOARD OF GOVERNORS MEETING, Renaissance Long Beach, Long Beach, CA, USA (BoG Caucus/ExCom Meeting 2 Feb; BoG meeting 3 Feb)	1-3 Feb
Committee/board heads may submit First Quarter Project Initiation Forms (PIFs) requesting budget additions/changes in current year, to Planning Committee (PlanCom).	By 15 Feb
PlanCom determines alignment of new PIF requests to current short- and long-term goals. Passes recommendation to FinCom.	By 22 Feb
FinCom (in consultation with ED) reviews and approves/rejects new PIF requests	By 27 Mar
Annual Operations Plan is finalized and distributed, including new projects approved by FinCom.	By 31 Mar
Recommendations from membership for board/officer nominees mailed to NomCom	15-May
NomCom slate of Computer Society officer and board candidates due to Board of Governors	22-May
Last day for board/officer petition candidates to be submitted to Board secretary	5 June
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.	By 11 June
Second BOARD OF GOVERNORS MEETING, Renaissance Seattle, Seattle, WA USA Including approval of Periodical page budgets, prices and board/officer candidates (BoG Caucus/ExCom Meeting 14 June; BoG Meeting 15 June)	11-15 June
Committee/board heads submit to PlanCom PIFs for budget additions/changes for next year's new initiatives.	11-15 June
Last day for 2011 IEEE Division VIII Delegate-Director-Elect petition candidates to be submitted to IEEE	22 June
PlanCom determines alignment of PIF requests to strategic goals. Passes recommendation to FinCom, and consideration for the subsequent budget.	6 July
FinCom (in consultation with ED) reviews and approves/rejects PIF requests, and if approved, budgeted initiatives become part of next year's budget.	20 July
Board-approved slate and call for petition candidates published in <i>Computer</i>	July Issue
FinCom presents next year's budget to ExCom and BoG	By 7 Aug
Candidate statements/biographies published in <i>Computer</i>	Aug Issue
Executive Committee Telecon to receive the 2013 Staffing Plan	6 Aug
Board of Governors Telecon to approve the 2013 Operating and Capital Budgets	7 Aug
CS Ballots mailed	6 Aug
CS Ballots returned and tabulated	8 Oct
PlanCom reviews current set of short- and long-term strategic goals and revises and consolidates as necessary – to become effective in the next year.	By Oct 15
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.	By 5 Nov
Third BOARD OF GOVERNORS MEETING, Hyatt Regency, New Brunswick, NJ, USA (BoG Caucus/ExCom Meeting 5 Nov; BoG Meeting 6 Nov)	5-6 Nov
CS Election results published in <i>Computer</i>	Dec Issue

26. LUNCH

27. Technical Committee and Task Force Dissolution

- Conte moved and Frailley seconded, to amend the motion, "MOVED, that the Board of Governors of the IEEE Computer Society dissolves the following eight Technical Committees based on review of their vitality and history: TCCE, TCCGM, TCCL, TCCSP, TCHAP, TCNANO, TCOS, and TCSST" by deleting TCOS from the list.
- Unanimous agreement to withdraw motion.

- c. Isaak moved and Walrad seconded, to amend the motion, “MOVED, that the Board of Governors of the IEEE Computer Society dissolves the following eight Technical Committees based on review of their vitality and history: TCCE, TCCGM, TCCL, TCCSP, TCHAP, TCNANO, TCOS and TCSST. The IEEE Computer Society would welcome revitalization of activities in these areas.”
- d. Bourque moved and Grier seconded to call the question to vote on amended motion. Motion passed by a vote of 17 yes, 5 no, 3 abstained - Conte, Kun and Tanimoto.
- e. Frailey moved and Tanimoto seconded, to amend the motion to table the motion until the February 2012 Board of Governors meeting.” The motion did not pass by a vote of 7 yes, 15 no, 0 abstains.
- f. Isaak moved to call the question. Unanimous agreement to withdraw motion.
- g. Bourque moved, DeMarle seconded an amended motion, to include “will encourage revitalization” “MOVED, that the Board of Governors of the IEEE Computer Society dissolves the following eight Technical Committees based on review of their vitality and history: TCCE, TCCGM, TCCL, TCCSP, TCHAP, TCNANO, TCOS and TCSST. The IEEE Computer Society will encourage revitalization of activities in these areas.” There were no objections to revising the wording.
- h. Isaak moved to call the question. Passed by show of hands. 17 yes, 0 no.
- i. Motion 29i: ““MOVED, that the Board of Governors of the IEEE Computer Society dissolves the following eight Technical Committees based on review of their vitality and history: TCCE, TCCGM, TCCL, TCCSP, TCHAP, TCNANO, TCOS and TCSST. The IEEE Computer Society will encourage revitalization of activities in these areas.” Motion passed by show of hands. Two abstained – Tanimoto wished to be recorded.

28. Relationship with IFIP

Motion 28: Isaak moved on behalf of the Intersociety Cooperation Committee, “MOVED, that the IEEE Computer Society terminates its IFIP (International Federation for Information Processing) General Assembly full member status, as of December 31, 2011.” Motion passed by voice vote.

Action: President. Due: ASAP. BoG 11-11-28. Notify IFIP of IEEE Computer Society’s intention to withdraw.

29. CSDL to Xplore Integration.

Motion 29: Grier moved on behalf of the Publications Board, “MOVED, that the IEEE Computer Society Board of Governors authorizes the Computer Society staff to negotiate the transfer of CSDL onto the Xplore platform in accordance with the criteria recommended by the Publications Board and the Digital Library Operating Committee. The final agreement will be approved by the Board of Governors.” Motion passed by voice vote.

Action: President. Due: ASAP. BoG 11-11-29. Begin negotiations to transfer CSDL to Xplore platform.

30. Approval of IEEE Computer Society Co-Sponsorship of the “IEEE Innovation in Societal Infrastructure Award (ISI Award)”

Conte moved on behalf of the Awards Committee, “MOVED, that the IEEE Computer Society Board of Governors approves IEEE Computer Society co-sponsorship of the ‘IEEE Innovation in Societal Infrastructure Award’ as proposed for a ten year commitment beginning in 2014, with an annual contribution of \$500.” Motion passed by show of hands.

Action: President. Due: ASAP. BoG 11-11-30. Notify IEEE of IEEE Computer Society Board of Governors approval to co-sponsor this award.

31. History Committee Presentation

Walden highlighted the History Committee activities during 2011, which included focus efforts to produce a historical document on the IEEE 802 standards efforts, enhancing the History website to include archiving of committee’s work, and identifying current or new projects to support or initiate in 2012.

32. SPECIAL ORDERS

None.

33. UNFINISHED BUSINESS OR GENERAL ORDERS

None.

33. GOOD OF THE ORDER

A. Good of the Order for Elisa Bertino, George V. Cybenko, Ann DeMarle, Steven L. Tanimoto

“MOVED, that the Board of Governors of the IEEE Computer Society extends its sincere thanks to Elisa Bertino, George V. Cybenko, Ann DeMarle, and Steven L. Tanimoto whose terms on the Board will end on 31 December 2011. The Board thanks them for their dedicated service as Board members and looks forward to their continuing contributions to the Society.”

B. Good of the Order for Michael R. Williams

“MOVED, that the Board of Governors of the IEEE Computer Society extends its sincere thanks and gratitude to Michael R. Williams whose term as IEEE Division V Director will end on 31 December 2011, for his service as a true advocate for the Society within the IEEE, and for his invaluable support of Society initiatives.”

C. Good of the Order for James D. Isaak, Rangachar Kasturi, and Jon Rokne

“MOVED, that the Board of Governors of the IEEE Computer Society extends its sincere appreciation to 2011 Executive Committee members James D. Isaak, Rangachar Kasturi, and Jon Rokne. The Board thanks them for their contributions and service as officers of the Society and looks forward to their continuing contributions to the Society and the profession at large.”

D. Good of the Order for Sorel Reisman

“WHEREAS our esteemed colleague Sorel Reisman has given unstintingly of his time and energy, providing invaluable guidance for many programs and projects over the years; and

WHEREAS Sorel has served with dedication, providing strong leadership to encourage member engagement and strengthen the Society’s relationships with ACM, global organizations and technical communities; and

WHEREAS Sorel has worked tirelessly to create a social networking-based technology infrastructure that future CS volunteer leaders can use to reach out to computing professionals worldwide;

WHEREAS Sorel has served as an advocate for the Society’s strategic planning process activities to guide the Society’s future direction;

THEREFORE, BE IT RESOLVED THAT the Board of Governors of the IEEE Computer Society commends President Sorel Reisman for his outstanding service, and extends its heartfelt wish for success in all of his future endeavors. We look forward to working with him for many years to come.”

34. NEW BUSINESS

A. Gaudiot requested and was provided clarification on the BoG vacancies.

B. Reisman announced that the 2012 Nominations Committee was soliciting candidates for the Division V Director-Elect position for 2012 elections.

35. ANNOUNCEMENTS

None.

36. NEXT MEETING

The next meeting will be held at 8:30 a.m. on Friday, 3 February 2012 in Long Beach, California USA.

37. ADJOURNMENT – Reisman

The meeting adjourned at 2:36 p.m. EST.

REPORTS

AD HOC COMMITTEES

EXECUTIVE COMMITTEE MEMBERS

A. President-Elect - Walz

No report.

B. Vice President, Educational Activities – Burd

The EAB report is attached to the Electronic Agenda.

C. Vice President, Member and Geographic Activities - *Kasturi*

The MGAB report is attached to the Electronic Agenda.

D. Vice President, Professional Activities – *Joannou*

The PAB report is attached to the Electronic Agenda.

E. First Vice President, Publications - *Grier*

The PUBs report is attached to the Electronic Agenda.

G. Vice President, Standards Activities – *Fujii*

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. Second Vice President, Secretary – *Rokne*

No report.

J. Past President – *Isaak*

No report.

K. IEEE Division V/VIII Directors – *Williams/Land*

No report.

L. Ombudsman – *White*

No report.

STANDING COMMITTEES

A. Audit – *Ferrante*

No report.

B. Awards - *Conte*

No report.

C. Constitution & Bylaws – *Walz*

The Constitution & Bylaws Committee report is attached to the Electronic Agenda.

D. Elections – *Diamond*

No report.

E. Electronic Products & Services – *Ferrante*

No report.

F. Fellows – *Conte*

No report.

G. Finance – *Moore*

No report.

H. History – *Walden*

The History Committee report is attached to the Electronic Agenda.

I. Intersociety Cooperation – *Isaak*

No report.

J. Nominations – *Isaak*

No report.

K. Planning – *Walz*

No report.

OTHER

STAFF REPORTS

A. Director, Products and Services - *Butterfield*

The Products and Services report is in the Electronic Agenda.

B. Director, Information Technology & Services - *Kahn*

The IT&S report is in the Electronic Agenda.

C. Director, Membership – *Doan*

The Membership report is in the Electronic Agenda.

D. Associate Executive Director, Director of Governance – *Kelly*

The Governance report is in the Electronic Agenda.

E. Associate Publisher, Sales and Marketing – *Rozolis/Ruoff*

The Sales & Marketing report is in the Electronic Agenda.

