

IEEE COMMUNICATIONS SOCIETY
Board of Governors
Special Meeting - SM200509-2 – August 2005
Via Email, from NYC IEEE ComSoc offices

MINUTES

Participating in at least some aspect of the meeting:

* counted as constituting the initial quorum.

Officers (voting)

Siller, Curtis*
Cheung, Nim*
Freeman, Harvey*
Gelman, Alex*
Saracco, Roberto*
Zuckerman, Doug*

Officers (non-voting)

Blank, Howard
Howell, Jack
Karol, Mark

Members-at-Large (voting)

Atkinson, T. Scott*
Blake, Bob
Blank, Howard*
Cimini, Len*
Gibson, Jerry
Greenstein, Larry*
Li, Chung-Sheng*
Liebeherr, Jorg
LoCicero, Joe*
Moyer, Stan*
Ohta, Naohisa*
Stuetngen, Heinrich

Directors (non-voting)

Goyal, Shri
Taylor, Des
Shapiro, Bob
Veiga, Ricardo
Trantor, Bill
Perra, Pierre

IEEE Div III Dir. (voting)

De Marca, Roberto*
Karol, Mark (Director-Elect)*

Recording Secretary

Jack Howell

Schedule per ComSoc Bylaws on e-meetings and e-mail voting

25 July 2005: Nim, on behalf of Curtis called for a special meeting via email.

16 August 2005: Quorum was established at 9:30am, EDT; Curtis announced that a quorum was present, the meeting was open for a motion and a second, discussion would proceed for five business days, (until close of business, Monday 15 August.), and that all email would be addressed to BoG2005@comsoc.org, using SM200508-2 in the subject line. A copy of recently approved E Meeting procedures was attached to the message from Curtis. **(Attachment 1)**

The following motion was made by Jack on behalf of Howard, and seconded by Doug:

Moved, that the Board approve the acquisition of up to 32 LCD projectors needed to support any ComSoc owned conference; the ~ \$67K to be capitalized over three years at \$22.5/year. The total needed is 42 machines (34 plus 8 spares), 10 of which have already been purchased. Further that the Board approve the acquisition of wireless connectivity routers and servers to provide a low cost option at our conference venues where such service must be purchased from the venue. The cost for basic coverage is in the \$5 - 10K range, depending on the configuration, equipment costs etc. Additional coverage will be based on the outcome of a trial at SECON and will be covered in a separate motion.

A list of related questions and answers and the business plan spread sheet were attached. **(Attachments 2 - 3.)**

Discussion:

Approximately 115 messages were exchanged using the meeting designator in the subject line. The vast majority were related to the cost recovery projections in the business plan. A revised business plan, taking into account all the discussion, was requested by Roberto de Marca from Jack and Howard. **(Attachments 4 - 5.)**

At the end of the 5 day discussion period, Curtis called for a vote, noting that the two reports would be attached to the minutes of this "meeting" that both saw a benefit, but differed as to how much, and if the motion passes, these differences should be reconciled. Following IEEE Bylaw I-300.4, a majority of all BoG voting members is required for a motion to pass in the case of e-meetings. The ComSoc BoG has 20 voting members; thus 11 Yes votes are required for an e-motion to pass.

Roberto de Marca raised a point of order, requesting that the motion be divided into two motions, one on the LCD projectors and one on the wireless routers. In keeping with Roberto's request, Curtis requested that the BoG vote individually on both the issue of the LCD projectors and wireless routers.

For example, a vote would be:

LCD Projectors: _____

Wireless Routers: _____

Voting:

Curtis requested that votes be sent to Curtis, Jack and Joe and stated, per the policy, voting would open 24 August for 4 business days and would end at midnight EDT, Monday, 29 August 2005.

Heiner Stuetgen sent an email with his vote just before the deadline, but due to server problems, the message had to be sent again after the deadline. The parliamentarian was asked to rule on the admissibility. Joe ruled that because our procedures don't specify, IEEE procedures (used in the elections) govern. Heiner's votes were not "received" prior to the end of voting, so they do not count.

This being the case Curtis's vote instructions were to cast a yes vote if needed to change the result**. As noted in the tally sheet, attachment 6, the President following Robert's rules, chose not to vote on the projectors, and to vote yes on the wireless routers. **The Vote:**

LCD Projectors: 1 Abstention, 2 No, 15 Yes, 2 Not- voting;

Motion passes

Wireless Routers: 0 abstentions, 8 No, 11 Yes, 1 Not- voting;

Motion passes

**** From Robert's rules: 58. Chairman or President, paragraph 5:**

If a member of the assembly, he is entitled to vote when the vote is by ballot (but not after the tellers have commenced to count the ballots), **and in all other cases where the vote would change the result.** Thus, in a case where a two-thirds vote is necessary, and his vote thrown with the minority would prevent the adoption of the question, he can cast his vote; so, also, he can vote with the minority when it will produce a tie vote and thus cause the motion to fail; but he cannot vote twice, first to make a tie, and then to give the casting vote.

The meeting was adjourned, 1:50 PM EDT, 31 August 2005 with thanks to all for their participation.

ATTACHMENTS

- Attachment 1 E Meeting procedures
- Attachment 2 Questions and Answers on the proposal
- Attachment 3 Initial business plan
- Attachment 4 Howell: most conservative case
- Attachment 5 Blank: most conservative case
- Attachment 6 Vote tally