Attendees at the meeting were:

**Board of Governors**

- R.L. Pickholtz
- T.A.C.M. Claasen
- P.E. Green, Jr.
- C. Lof
- J.C. McDonald
- L.B. Milstein
- D.L. Solomon
- H Murata
- S. Tashiro
- F. Tosco

**Officers**

- A.S. Acampora
- C. Desmond
- R.G. DeWitt
- D. Dodd
- I.T. Frisch
- E.J. Glenner
- V.B. Lawrence
- F. Magee
- S. Rappaport
- R.P. Skillen

**Members at Large**

- M. Friduss
- R.E. Mosher
- R. Slayton
- D. Ucci
- S.B. Weinstein
- R. Slayton
- C.M. Swaim
- R. Slayton

**Directors**

- M. Friduss
- R.E. Mosher
- R. Slayton
- D. Ucci
- S.B. Weinstein

**Governors Elect**

- F. Magee
- S. Rappaport
- R.P. Skillen

**Parliamentarian**

- R. Slayton

**Recording Secretary**

- C.M. Swaim

**Absent**

- J.N. Daigle
- G.H. Estes, Jr.

**Invited Guests**

- I. Engelson
- P. Hall
- R.J. Jaeger
- J. Kugler
- A. Lazar (for J.N. Daigle)
- H.T. Nagle

**Observers**

- W. Anderson
- E. Brady
- A. Cherin
- R. de Marca
- P. Fire
- R. Laane

- J. Lemp
- J. LoCicero
- R. Rao
- J. Ryan
- T. Varetoni
- B. Yokelson

1. Opening Remarks and Approval of Minutes

   Pickholtz convened the Board at 9:50 a.m. Milstein corrected the minutes of April 18 to reflect that Radio Communication and Transmission Systems committees were listed as coming up for review but that these had already been recertified. Frisch moved that the minutes be accepted as amended; Skillen seconded; approved unanimously. Desmond moved that the minutes from the July 18 OpCom and the October 12 OpCom be approved. Milstein seconded; approved unanimously.

2. Consent Agenda

   Pickholtz stated the purpose of a consent agenda--having items to be approved without discussion--and reviewed the three items on the agenda:
   - 1991 Operating Plan
   - Sister Societies
   - Scholarship Revision.
These were accepted as presented. Claasen will augment sister societies list.

3. Action Items
   A. Scholarship -- Ucci (Attachment 1)
      Ucci discussed the scholarship program approved in the Consent Agenda. Green moved that "Whereas the Communications Society considers as a high priority to wholeheartedly support the education of communication-oriented students, it is heretofore resolved that a modified Communications Society Scholarship Program be approved at the level of $16,000 per year for the next three years." Milstein seconded; Skillen proposed a friendly amendment that the last sentence in IV of the Proposal for the Revision of the ComSoc Scholarship Program which states: "In addition, the awardee must be a citizen of a country in the region of the study" be deleted. Passed, as amended, unanimously. The program will be implemented by Ucci and Prasada. (action)

   B. IEEE USA -- Skillen (Attachments 2a and 2b)
      Skillen reviewed the 1989 and 1990 volunteer restructuring programs goals, what USAB has become defacto; and the Comunications Society's resolution from October 12 OpCom. Green moved "The Communications Society Board of Governors requests that TAB appoint a subcommittee, to which the Communications Society will contribute constructively, to examine the unbundling of USAB dues." Magee amended the motion to include "and review the assessments for all regions." McDonald seconded; unanimously approved. Pickholtz will appoint a delegate from Communications Society to follow up with TAB.

   C. Financial -- Friduss (Attachment 3)
      • 1990 will have the highest surplus in history despite a seven-hundred page overrun in Transactions because of higher income from meetings and conferences than anticipated.
      • IEEE Network and IEEE Communications Magazine are both "better than budget" while IEEE LCS is on track.
      • A 1991 objective is better coordination of cash accounting and books' accounting with IEEE.
      • Pickholtz emphasized the need to follow set procedures with memorandums on all finances sent to Friduss and Solomon, who must work more closely with Meetings and Conferences.
      • The budget approved at the July OpCom is in jeopardy because of page overruns.
      • Pickholtz charged Solomon to get all accounting facts on paper and include as part of the Treasurer's report in the Operating Plan. (action)
      • We are currently using two accounting systems (IEEE and Friduss' Operating plan) which must be reconciled. Engelson suggested meeting with Friduss and discussing corrective actions. Friduss agreed. (action)

   D. Publications -- Weinstein (See Operating Plan)
      1. Transactions
         Weinstein addressed the issue of Transactions and JSAC page overruns which alleviate the backlog of pages. A study by Green revealed that in Transactions:
         a. The average length of the papers has increased over the years;
b. Certain papers appearing in Transactions could be published elsewhere;  
c. Norms and standards for Transactions must be applied;  
d. Fifty people report directly to the editor-in-chief.  

Green proposed a more hierarchical editorial staff structure and suggested that a  
steering committee be set up to form guidelines and an archive balance.  

Lawrence is surveying lapsed subscribers.  

Pickholtz summed up areas in which content can be controlled: decrease page length,  
increase quality, reduce turnaround, issue controls, bring in new ideas.  

2. Weinstein will appoint a committee and report to the next Board of Governors  
regarding the future of Publications. (action) He requested an increase in the page  
count authorized from 1600 to 1800 for Transactions; the financial impact would be  
$60,000 He wants JSAC increased from 1600 to 1700 pages, a cash impact of  
$30,000.  

3. Weinstein discussed the IEEE LCS lawsuit stating that we had decided to change the  
name to IEEE LTS, The Magazine of Lightwave Telecommunication Systems. A title  
search was done and there is a conflict with Rockwell, which has no problem with  
our using the name.  

4. Acampora moved that "The Board approve the report of the Director of Publications,  
authorize presentation of the topical book proposal to the IEEE Publications Board,  
and increase the Publication Department's 1991 expenses by $111,000 for increased  
pages in the Transactions and JSAC, discretionary funds for Publications Editors-in-  
chief, and maintenance and consulting expenses for the Society's computer systems."  
Green seconded. "Increased pages" was amended by Kugler to read "additional  
expense of overrun pages." Motion, as amended, passed unanimously.  

E. Student Activities--Student on Board of Governors -- Frisch (See Operating Plan)  
Frisch moved "That:  
1. The Board of Governors have a member of student grade;  
2. The student grade member be a voting member of the Board;  
3. The student grade member be elected from at least two candidates nominated  
   by Nominations Committee, based upon selections from Student Chapters;  
4. Student grade members be elected for a tenure of one year. (Otherwise seniors  
could not be elected;  
5. The Board of Governors allocate the appropriate funds for the student member  
to attend Board meetings;  
6. The constitution be amended to allow a voting student member;  
7. The student member be on the Board on or before 1993."  
Rappaport seconded; unanimously approved.  

F. Chapters Meeting -- Green (Attachment 4)  
Green reviewed Varetoni's Chapters Workshop and moved that "A funding of $5,000  
be allocated for development production and distribution of operation manuals for  
Communications Society Chapters and for contingencies connected with new chapters.  
Reliance on input from successful existing chapters should keep these costs down.  
Emergence of new chapters and struggling chapters would benefit from these manuals."  
Motion seconded by Desmond; unanimously approved.
Pickholtz emphasized that the Board is taking a serious initiative to get the chapters actively involved in the Society.

G. International Activities -- Claasen
1. Claasen defined the Asian Pacific Committee's mission statement for internationals: namely, that all members of Communications Society have equal opportunities to participate in conferences (as participant, speaker, or chairman), to participate in Technical Committees and to develop chapters. They also want to receive mail in a timely fashion.
2. Achievements in 1990
   a. ITS '90 in Brazil was very successful. Chapters meetings will be followed up at ITS '94 and Globecom and ICC '97.
   b. Seven international students received stipends to present papers at Globecom and four at ICC '90.
3. Two problems for increasing membership overseas are low wages of electrical engineers from developing countries and currency exportation.
   a. Claasen proposed the idea of "twinning" Communications Society chapters and/or IEEE sections. Dues could be paid in local currency to local bank accounts. The twin chapter would pay the dues to IEEE. Engineers from the twin chapters could be invited to come and present their papers at local meetings.
   b. IEEE should check out the mail situation since mailing costs practically exceed the cost of Transactions.

Claasen will work with Lof on these issues. (action)
Hall of IEEE expressed interest in authored books from Eastern Europe and will follow up with Claasen. Pickholtz asked for an acceptance of the international activities report; Tosco and Murata concurred with the report.

H. Mini Conferences -- Milstein (Attachment 5)
Milstein discussed running mini-conferences in parallel, and co-located with, various Globecoms and ICCs, initially totalling four sessions per conference. He had presented this proposal at the TAC and GICB meetings.

Milstein moved "That the Board of Governors of the Communications Society authorize any technical committee to co-sponsor, together with suitable cooperating societies, mini-conferences to be co-located with various Globecom's and ICC's" Seconded by DeWitt. Motion carried with eleven for and three against.

McDonald immediately proposed a resolution directing how this issue be administered. McDonald moved "Considering the resolution that the Board just passed, I move that GICB have the responsibility of resolving conflict that may result from a number of mini-conferences held in parallel with Globecom and ICC." Seconded by Green; passed unanimously. Pickholtz summarized that the logistics should be run by the local committee, but if there is competition or conflict, there should be a place to resolve them.

There could be difficulties if multiple committees decided to hold meetings. TAC approved the proposal because some committee members had similar intentions. Milstein did not anticipate these sessions expanding into a conference but they are a means of getting more sessions created. They would have their own technical committee
chairman and local chairman, having a minimum effect on the Communications Society conferences.

McDonald felt the co-location idea was excellent, but saw difficulties with the parallel/competing aspect. LoCicero sees this as experimental and will be happy to work with the conference people in order to resolve the logistics. Milstein emphasized that the Theory Committee originally envisioned these sessions not being in every conference. Weinstein felt only two or three technical committees would try this and that appropriate hot topics should be discussed. Pickholtz noted that one of Globecom's Sunday workshops, Passive Optical Networks for the Local Loop, was run along the lines proposed; it had real proceedings and could be used as a role model.

I. Facilities Plan

Pickholtz opened the discussion of moving to larger quarters and buying real estate. The proposal from OpCom was that we start the process by appointing a subcommittee to assess opportunities. Pickholtz authorized the long-range planning committee to continue researching this and have a subcommittee look into relocating. (action)

J. Fiscal Control and Audits

Pickholtz, after relinquishing the chair to Green, moved: "Herewith, the Executive Director is directed to maintain fiscal control and audits for all publications, conferences and other Communications Society projects where the Society may be at financial risk. This is to include but not be limited to: overseeing publication page budgets and signatory requirement for all contracts with financial obligation for the Communications Society." Green seconded; passed unanimously.

Pickholtz warned against running the Society without auditors and would like to change the structure at some point to include a Society auditor as well as a Treasurer.

K. Enlarging Volunteer Organizations (Attachment 6)

• Pickholtz stated that in the US and Canada we must be more diligent in reporting our activities, and that there should be more collaborative arrangements within IEEE societies; we should keep records and encourage joint arrangements.
• Standards: The Board would like people to be aware that we are taking interest in this area, as we are viewed as a disinterested society with much talents.

L. SUPERCOMM '92 (Attachment 7 -- ICC/SUPERCOMM survey)

Cherin reviewed the success of ICC/SUPERCOMM '90 with 2700 attendees, 125 new Communications Society members, a record for surplus, and highly successful technical programs. They are proceeding with ICC/SUPERCOMM'S in '92 and '94.

4. IEEE Issues -- Jaeger, Nagle (Attachment 8)

Jaeger gave a brief overview of IEEE issues. Fernando Aldana is 1991 Vice President of TAB, the first from outside North America. The 1991 budget was settled without G&A and shows a deficit of $600,000. The 1991 Colloquium will be in Eastern Europe (Region 8) and there will be TAB meetings in Italy. The new IEEE President, Eric Sumner, sees his challenges as being Institute finances and growing membership throughout Eastern Europe now that the iron curtain is down.
Nagle reviewed the changes and new structure in TAB with the benefits of close controls. He mentioned new ventures and new periodicals. Members want more information on application and design which does not fit properly into our current structure of periodicals; a new publication would fill that void.

Nagle wanted our input on Colloquium '91 and asked if the Communications Society was interested in participating. Claasen and Tosco will attend and should be notified on all correspondence regarding this.

McDonald requested that the Communications Society be given a Division similar to the Computer Society's. The Computer Society has two divisions, while Communications Society has none. Green motioned that "It is the sense of the Communications Society Board of Governors that the Communications Society should have its own Division." Acampora seconded; passed unanimously. Pickholtz tasked Jaeger to bring this forward to IEEE.

5. New Business

- **Policies and Procedures Manual -- Slayton** (Attachment 9)
  Rappaport moved "That the Board of Governors give our approval of the new Section I of IEEE Communication Society's Policy and Procedures Manual entitled 'Introduction' dated October 8, 1990." (See attachment letter to Lof dated October 8, 1990.) Green seconded the motion; approved unanimously. Slayton will implement.

- **Resignation due to Illness:**
  Glenner announced with regret that Ed Elowe from the Department of Meetings and Conferences is resigning his duties due to illness. Pickholtz proposed a resolution "That the Board of Governors send our best wishes for a speedy recovery to Ed." Glenner seconded; unanimously approved.

- **Recertification:**
  Milstein moved "That the Board recertify the Optical Communications, Satellite and Space Communication, and Signal Processing and Communication Electronics committees." Seconded by Acampora; unanimously approved.

- **Support for Graduate Students who are Session Chairmen -- Frisch** (Attachment 10)
  Frisch requested funds for graduate students who are session chairmen. Frisch will bring this up in his subcommittee. (action)

Final Comments:
Pickholtz formally thanked McDonald for all his work on the Board of Governors as well as outgoing Board members Desmond, DeWitt, Magee, and Rappaport. Pickholtz welcomed the new Board members Frank, Murata, Tosco, and Tashiro adding that he would be suggesting assignments to them shortly.

Glenner motioned to adjourn the meeting at 2:55 p.m.

**LIST OF ATTACHMENTS**

- Attachment 1 Scholarship
- Attachment 2a IEEE USA Overview
- Attachment 2b Opcom Resolution Letter to Carleton Bayless
- Attachment 3 Financial Report
- Attachment 4 Chapters
LIST OF MOTIONS WHICH PASSED

1. Scholarship
   "Whereas the Communications Society considers as a high priority to wholeheartedly support the education of communication-oriented students, it is heretofore resolved that a modified Communications Society Scholarship Program be approved at the level of $16,000 per year for the next three years."

2. IEEE USA
   "The Communications Society Board of Governors requests that TAB appoint a subcommittee, to which the Communications Society will contribute constructively, to examine the unbundling of USAB dues and review the assessments for all regions."

3. Publications
   "The Board approve the report of the Director of Publications, authorize presentation of the topical book proposal to the IEEE Publications Board, and increase the Publication Department's 1991 expenses by $111,000 for additional expense of overrun pages in the Transactions and JSAC, discretionary funds for Publications Editor-in-chief, and maintenance and consulting expenses for the Society's computer systems."

4. Student Activities
   "That:
   1. The Board of Governors have a member of student grade;
   2. The student grade member be a voting member of the Board;
   3. The student grade member be elected from at least two candidates nominated by Nominations Committee, based upon selections from Student Chapters;
   4. Student grade members be elected for a tenure of one year. (Otherwise seniors could not be elected;)
   5. The Board of Governors allocate the appropriate funds for the student member to attend Board meetings;
   6. The constitution be amended to allow a voting student member;
   7. The student member be on the Board on or before 1993."

5. Chapters
   "A funding of $5,000 be allocated for development production and distribution of operation manuals for Communication Society Chapters and for contingencies connected with new chapters. Reliance on input from successful existing chapters should keep these costs down. Emergence of new chapters and struggling chapters would benefit from these manuals."

6. Mini Conferences
   "That the Board of Governors of the Communications Society authorize any technical committee to co-sponsor, together with suitable cooperating societies, mini-conferences to be co-located with various Globecom's and ICC's."

7. Mini Conference/GICB
"Considering the resolution that the Board just passed, I move that GICB have the responsibility of resolving conflict that may result from a number of mini-conferences held in parallel with Globecom and ICC."

8. Fiscal Control and Audits
"Herewith, the Executive Director is directed to maintain fiscal control and audits for all publications, conferences and other Communications Society projects where the Society may be at financial risk. This is to include but not be limited to: overseeing publication page budgets and signatory requirement for all contracts with financial obligation for the Communications Society."

9. IEEE Division for Communications Society
"It is the sense of the Communications Society Board of Governors that the Communications Society should have its own Division."

10. Policies and Procedures
"That the Board of Governors give our approval of the new Section I of IEEE Communications Society's Policy and Procedures Manual entitled "Introduction" dated October 8, 1990."

11. Resignation
"That the Board of Governors send our best wishes for a speedy recovery to Ed."

12. Recertification
"That the Board recertify the Optical Communications, Satellite and Space Communication, and Signal Processing and Communication Electronics committees."

LIST OF ACTION ITEMS

1. Ucci and Prasada will implement scholarship program.
2. Pickholtz will appoint a delegate to follow up with TAB.
3. Solomon will get accounting facts into the Operating Plan Treasurer's report.
4. Friduss, Kugler, and Engelson will meet to discuss corrective action regarding the accounting systems.
5. Weinstein will appoint a committee to address the future of Publications and report to the next Board of Governors.
6. Claasen and Lof will work international issues.
7. The long-range planning committee will continue researching the buying of real estate and relocating.
8. A subcommittee will look into relocating.
9. Jaeger will bring the Communications Society's request for its own division to IEEE.
10. Frisch will bring up funding for graduate students who are session chairmen before his subcommittee.

Respectfully submitted,

Carol Lof
Secretary