IEEE COMMUNICATIONS SOCIETY BOARD OF GOVERNORS MEETING
ORLANDO, FLORIDA
DECEMBER 9, 1992

MINUTES

Attendees at the meeting were:

<table>
<thead>
<tr>
<th>Board of Governors</th>
<th>Absent</th>
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<td>Officers</td>
<td>Members-at-Large</td>
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<tr>
<td>Green, Jr., P.E.</td>
<td>Acampora, A.S.</td>
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<td>Friduss, M.J.</td>
<td>Cherin, A.H.</td>
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<td>Frisch, I.T.</td>
<td>Daigle, J.N.</td>
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<td>Personick, S.D.</td>
<td>Dodd, D.</td>
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<td>Rowbotham, T.R.</td>
<td>Laane, R.R.</td>
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<td>Pickholtz, R.L.</td>
<td>Murata, H.</td>
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<td>Lof, C.</td>
<td>Skillen, R.P.</td>
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<td>Tashiro, S.</td>
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<td>Tosco, F.</td>
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<tr>
<td>Division III</td>
<td>Observers</td>
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<tr>
<td>Andrews, F.T.</td>
<td>Costa, J.M.</td>
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<td>De Marco, J. R.</td>
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<td>Directors</td>
<td>Invited Guests</td>
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<tr>
<td>Atkin, G.</td>
<td>Decina, M.</td>
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<td>Desmond, C.L.</td>
<td>Engelson, I.</td>
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<td>Glenner, E. J.</td>
<td>Knight, I</td>
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<td>Laane, R.R.</td>
<td>Kugler, J.</td>
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<td>Weinstein, S.B.</td>
<td>McDonald, J</td>
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<td>Parliamentarian</td>
<td>Prasad, B.</td>
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<td>Recording Secretary</td>
<td>Robrock, A.</td>
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<td>Rudin, H.</td>
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1. Opening Remarks/Approval of Agenda and Consent Agenda (Attachments 1-9)
   Green convened the Board at 8:30 a.m.. He stated that the new Constitution had been
   approved by the Board of Governors via mail ballot and that it has been printed in December's
   issue of IEEE Communications Magazine. Frisch moved "that the Board accept the agenda and
   the consent agenda, moving Attachment 4 to Action Items." Andrews seconded; all approved.

2. Action Items
   A. International Affairs -- Rowbotham
      Two types of travel grants are awarded; one to students from countries outside the
      region in which the conference is being held who are presenting papers and the other to non
      students. Recipients are chosen as follows:
      • Endorsement by the Vice President International Affairs and Regional Committee
        Chairman.
      • Individuals with a low income (although not predetermined) are selected, who without
        this award would be unable to attend the conference;
      • Preference is given to authors submitting papers.
      • Proposals are made to the Regional Committee Chairman.
      Rowbotham and Engelson will discuss specific criteria to see that they concur with
      IEEE policy. Rowbotham moved "that travel grants for 1993 be set at the same levels as
      1992: $20,000 for students, $10,000 for non students." Andrews seconded. Personick
      emphasized that North American students traveling to conferences outside the US are also
      considered for grants. Friduss stated that the budget for 1993 has been set with a projected
      surplus of $49,000. Laane moved that the motion be tabled pending the financial report;
      Tashiro seconded; majority approved; three opposed. (Reference 5.D.)
B. Member Affairs -- Personick (Attachment 10)
- A "technical expert presentation" by Decina is to be video taped in December. Personick expects 100 copies of such video tutorials to be sold each year; the expected lifetime of a video is three-to-four years.
- Personick moved "that the Board allocate $10,000 in 1993 for start-up expenses to establish a new product line of tutorial video tapes. Expectation is that this new product line will return revenues of more than cost in 1993 and thus produce a net profit." The motion was amended "with the proviso that OpCom approve a business plan to be submitted in March." McDonald seconded; all approved.

C. Technical Affairs -- Frisch (Attachment 11)
- Frisch moved "that the Board approve the formation of a technical committee on Personal Communication Services." Green seconded; all approved.
- Frisch moved "that the Board approve the formation of a technical committee on Data Networking Software and Protocols." Green seconded; majority approved; one opposed. The committee will be chaired by S. Wecker.
- Frisch moved "that the Technical Affairs Council be given an annual budget to be administered by the Vice President, Technical Affairs. Some or all of the budgeted amount is to be allocated to individual technical committees based upon budget request submissions to the Vice President, Technical Affairs. The total amount budgeted the first year should be $20,000, which is equivalent to $1,000 per committee." Acampora seconded; Andrews moved that the motion be tabled; Cherin seconded. (Reference S. D.)
- Skillen moved "that all newly created technical committees be assigned a facilitator, who is a member of the Board of Governors, whose function would be to maximize the likelihood of the committee's success until such time as the committee is fully established, usually a period of one year." Andrews seconded; all approved. (action)

D. Meetings and Conferences Report -- Laane (Attachment 12)
- The projected surplus for the Communications Society is close to zero; to "break even" the Society needs a surplus of $340,000 from both Meetings & Conferences and Publications in 1993.
- Laane recommended establishing a task force to get an accurate picture of where the money is going.
- Laane moved "that the Board approve establishing the following minimum conference fees for advance registration and conference proceedings no later than 1995:
  - Member--$300 per three-day conference
  - Non-member--$400 per three-day conference
  - Tutorials--$200 per full day."
  Andrews seconded; majority approved; one opposed.
- The Society should take advantage of its prestige to increase membership. New revenue opportunities could include tutorial presentations during "off years" at SUPERCOMM and UNICOM '93. Laane moved "that the Board approve pursuing opportunities for Communications Society tutorials and workshops at trade shows." Acampora seconded; all approved. (action)

E. Publications Report -- Weinstein (Attachment 13)
- Weinstein noted the $220,000 surplus in 1992.
- *IEEE/ACM Transactions on Networking* is getting off the ground and will be covering a computer science perspective with communications networking. A target of 4,500 subscribers has been set for 1993. A total loss of $45,000 is expected for 1993; this includes a $15,000 loss for the Communications Society.
• Weinstein moved "that the Board approve an additional $7,500 publications expense for 1993." Andrews seconded and moved that the motion be tabled; Cherin seconded; all approved. (Reference 5.D.)
• Weinstein presented a new "Statement of Interest" for Communications Society journals and magazines. The Board proposed that suitable minor modifications to this text be worked out by Weinstein in time for the first issue of IEEE/ACM Transactions on Networking staying within the official scope of the Communications Society. (action)
• Weinstein moved "that Nicholas Maxemchuk, Jon Mark, and S. Weinstein be ratified as Communications Society members on the InterSociety Steering Committee of the IEEE/ACM Transactions on Networking." Prasada seconded; all approved.
• Weinstein proposed that the Society continue the editorial projects connected with the CD-ROM project, track the market, and develop a series concept, and recommended deferring a publications decision due to many business issues that must be addressed.

F. Chapters -- Desmond (Attachment 14)
• Desmond moved "that the Board approve an incremental budget of $7,000 for Chapters Activities for 1993." Andrews seconded; Laane moved that the motion be tabled; Tashiro seconded. (Reference 5.D.)

G. Staff Rental Space/Lease Negotiations -- McDonald
• The Facilities and Investments Committee has begun the process of determining space requirements for the Communications Society headquarters, as the lease expires in April, 1994.
• Relocating to Piscataway, New Jersey, will not be considered since it is not a major city readily accessible to airports.
• Lof will investigate renewing the current lease at 305 East 47 Street and obtaining additional space from the adjacent office; the possibility of relocating to 345 East 47th Street will also be investigated. (action)
• Lof will coordinate with IEEE space planners and report back to the committee. Facilities and Investments prefers to have negotiations begun without commitment at this time. (action)
• The Communications Society has $2,000,000 in reserves, placing reserves approximately at the 40% level determined by the Board.
• Green asked Friduss to make the amount of IEEE Communications Society reserves part of the Treasurer's routine financial report. (action)

3. DISCUSSION ITEMS
A. Utilizing Past Presidents effectively -- McDonald
• McDonald recommended that the Board identify past presidents' areas of interest and talent. Past presidents should be asked to suggest areas where they would like to work, and the president should assign them special projects in these areas. (action)
• McDonald recommended that the Policy Board not be reinstated and recommended that "new blood" run the Society.
• Skillen suggested that each immediate past president be made custodian of the talent data bank and that it include younger members. Technical chairmen, etc., should be encouraged to recommend people with future potential and pass their suggestions to the Talent Data Bank and the Nominations and Elections Board.

B. Recognition for volunteers and staff -- Green
• Green will develop a plan to recognize volunteers and staff. (action)

4. INFORMATION ITEMS Nominations and Elections Board Ballot -- McDonald
Andrews moved "that the scope of the Nominations and Elections Board be expanded to include the nomination of candidates for IEEE Director, Division III, Communications Technology." Rowbotham seconded; all approved.

The Society's Strategic Planning Committee should reconsider the position/function of Vice President, International Affairs. Rowbotham agreed there would be less need for this office by 1997; the Society should consider separate Vice Presidents of Technical Affairs for the US, Asia and Europe.

McDonald recommended that a student not be appointed to the Board of Governors until 1994; Desmond will assign a volunteer to work with her on student issues. (action)

Green will contact D. Solomon, Chairman of the Audit Committee, regarding a meeting of his committee before the March OpCom. (action)

5. REPORTS
A. Standards Process Update -- Knight

I. Knight, the Communications Society representative to the IEEE Standards Board, reported meeting with the heads of the European Telecommunications Standards Institute (ETSI), Telecommunication Technology Committee (ITC), and Committee T1 to ascertain their views on how the Communications Society can facilitate the standards process. He reported that interest was expressed in having the Communications Society play a role. Although the consensus of the Board in June was not to become active, the scope and intelligence of the Communications Society should be utilized to facilitate and help design standards; the Society would not become proactive.

B. Treasurer's Report -- Friduss (Attachment 15)

- Communications Society has a projected 1992 surplus of $142,000; a surplus of $49,000 is projected for the end of 1993.
- Surpluses from Meetings & Conferences and Publications should total $600,000 at year end. Meetings & Conferences projects a $200,000 surplus in 1993; and Publications projects a surplus of $340,000.
- Increased subscription prices in 1992 did not affect demand.
- In 1993 the staff pro-rate expense will be allocated to the various conferences providing a more accurate picture of the actual costs for each conference.

Friduss moved "that the Board approve increasing the percent of cash reserves invested in long-term investments from 10% to 25%." Andrews seconded; Pickholtz moved that the motion be tabled until Engelson provided the Board with more information; Green seconded; all approved. Engelson later reported that IEEE's long-term investments yielded 6.01% in October; 8%, in November, and will have yielded 10-11% by year end and based on this information, Friduss' motion was unanimously approved.

C. Publications Report -- Weinstein (Attachment 16)

- Weinstein highlighted 1992 accomplishments and presented 1993 plans, which include exploring new opportunities for better service worldwide and a long-term strategy study to aid the Publications Department's transition into the future.
- Electronic Information Services Trial is operational.
- A proposal by N. Kuroyanagi was presented to translate IEEE Communications Magazine into Japanese. Murata said membership would increase if the magazines were translated into Japanese and consideration should also be given to translating Japanese publications into English. Skillen suggested giving "rights" to countries to publish Communications Society magazines in their individual languages.

D. Action Taken on Tabled Motions -- Green (Attachment 17)

Personick moved "that the Board of Governors approve an unbudgeted 1993 request for $64,500 subject to a) a maximum expenditure of $16,000 during the first quarter of
1993, and b) OpCom approval of any further expenditures at its March meeting based on increased revenues." Laane seconded; all approved. Included in this motion are the tabled motions:

- $30,000 for Travel Grants (International Affairs Report)
- $20,000 for Technical Committees (Technical Affairs Report)
- $7,500 for Publications (Publications Report)
- $7,000 for Chapters (Chapters Report)

These expenditures will come from a projected 1993 surplus of $49,000.

E. Executive Director's Report -- Lof -- (Attachment 18)

- On-time delivery of magazines have consistently improved.
- Publications' subscriptions are up.
- Pages are at/under budget.
- Advertising revenue increased from $100,000 in 1986 to nearly $700,000 in 1992.
- Net advertising revenue increased 14% from 1991.
- Membership growth is aggressive; globalization efforts show that 72% of Communications Society members were from the US in 1986, 63% are from the US in 1992, and 50% is projected to be from the US in 1996. The Society is not prepared for this change and it was recommended that a task force evaluate its impact; this question will be addressed at the management retreat. (action)

F. Regionalization of ballots -- Rowbotham

This issue will be addressed by the International Activities Council.

G. Report on TAB/USAB Ad Hoc Committee -- Green (Attachment 19)

- An Ad Hoc IEEE Committee has been established consisting of four members from the Technical Activities Board and four members from USAB to consider long-term changes that should be made regarding USAB and TAB.
- Agreement was reached on a statement to be placed at the beginning of USAB Entity Position Statements and written testimony clearly indicating the source of the statement.

H. Nonvoting seat for the Computer Society on the Board -- Green

The consensus of the Board was that the Computer Society should be invited to Board of Governors meetings when agenda items of mutual interest are to be addressed.

I. Future role of Technical Committees -- Decina (Attachment 20)

The role of technical committees is changing; committees must provide strategic direction in each technical area and give leading edge visions on the development of old/new technologies and their expected future impact.
- Committees are technical centers of expertise and should be better utilized; suggestions should be directed to Decina.
- Younger resources must be encouraged to become active in technical committees.
- Rejected papers are returned indicating reasons for rejection.

J. Chapters Manual -- Desmond


K. OFC Participation Agreement Proposal -- Laane (Attachment 21)

Laane moved "that the Board approve the suggested modifications of the Optical Fiber Communication (OFC)/IEEE Communications Society Participation Agreement." Andrews seconded; all approved.

L. Meetings & Conferences Task Force -- Cherin, Laane (Attachment 22)
• A task force chaired by Cherin has been formed to determine the impact of distributing conference locations throughout the world and to evaluate impact on Society headquarters and volunteers. Criteria will be established for overseas conferences for site selection, financials and conference support infrastructure.
• It was proposed that a GICB administrative fee be added to GLOBECOM and ICC budgets covering expenses such as software development and limited support for GICB Board members such as travel; this would not exceed 5% of surplus or $15,000. Formal approval or disapproval by the Board of Governors will await a detailed proposal. (action)
• An agenda item for the Management Retreat in January is to evaluate the Society from the perspective of having 30% US membership and 70% non-US membership in the year 1997.
• Lof is investigating linking Society conferences with communications trade shows. (action)
• Laane proposed restructuring the Meetings & Conferences Department as follows:
  a.) General Conference Board (to govern ICC, GLOBECOM, MILCOM and miniconferences)
  b.) Focused Conference Board (for INFOCOM NOMS and PCS)
  c.) Special Conference Board (for conferences like OFC)
  d.) Tutorials
• Laane announced his retirement from Director of Meetings and Conferences effective December 31, 1992. Laane will remain on the Board as a Member-at-Large. Skillen replaces Laane as Director of Meetings and Conferences effective January 1, 1993.

M. TAB Review -- Andrews
The IEEE Communications Society is scheduled for review by the Technical Activities Board (TAB) by June, 1993.

N. LEOS proposal -- Weinstein
Weinstein did not recommend pursuing the joint-venture proposal of LEOS for a new "Journal of Communications and Networking Letters."

O. Staff appreciation
• Green moved "that Judy Raposa Keller be given a vote of appreciation and thanks from the Board for her many years of service with the IEEE Communications Society." Desmond seconded; all approved. J. Keller is an outstanding employee and a true friend; she continually receives outstanding personnel evaluations and is very much appreciated.
• Pickholtz moved "that the Board authorize the disbursement of up to $1,000 in appreciation to the staff; the president will determine how this is to be disbursed." Laane seconded; Kugler amended "that the Society 'gross' it up and pay the tax;" all approved. (action)
At 4:00 p.m. McDonald moved "that the meeting be adjourned." Andrews seconded; all approved.

LIST OF ATTACHMENTS
Attachment 1  Agenda
Attachment 2  President's Report
Attachment 3  International Affairs Report
Attachment 4  Member Affairs Report
Attachment 5  Chapters Report
Attachment 6  Education Report
LIST OF MOTIONS WHICH PASSED

92:15. Agenda and Consent Agenda
"that the Board accept the agenda and the consent agenda, moving Attachment 4 to Action Items."

92:16. Travel Grants
"that travel grants for 1993 be set at the same levels as 1992: $20,000 for students, $10,000 for non students."

92:17 Tutorial Video Tapes
"that the Board allocate $10,000 in 1993 for start-up expenses to establish a new product line of tutorial video tapes with the proviso that OpCom approve a business plan to be submitted in March. Expectation is that this new product line will return revenues of more than cost in 1993, and thus produce a net profit."

92:18. Personal Communication Services
"that the Board "approve the formation of a technical committee on Personal Communication Services."

"that the Board approve the formation of a technical committee on Data Networking Software and Protocols."

92:20. Technical Affairs Budget
"that the Technical Affairs Council be given an annual budget to be administered by the Vice President, Technical Affairs. Some or all of the budgeted amount is to be allocated to individual technical committees based upon budget request submissions to the Vice President, Technical Affairs. The total amount budgeted the first year should be $20,000, which is equivalent to $1,000 per committee."

92:21. Technical Committee Facilitator
"that all newly created technical committees be assigned a facilitator, who is a member of the Board of Governors, whose function would be to maximize the likelihood of the committee's success until such time as the committee is fully established, usually a period of one year."

92:22. Minimum Conference Fees
"that the Board approve establishing the following minimum conference fees for advance registration and conference proceedings no later than 1995:
Member--$300 per three-day conference
Non-member--$400 per three-day conference
Tutorials--$200 per full day."
92:23. Tutorials and Workshops at Trade Shows
"that the Board approve pursuing opportunities for Communications Society tutorials and workshops at trade shows."

92:24. Publications Expense
"that the Board approve an additional $7,500 publications expense for 1993."

92:25. IEEE/ACM Transactions on Networking
"that Nicholas Maxemchuk, Jon Mark, and S. Weinstein be ratified as Communications Society members on the Internsociety Steering Committee of the IEEE/ACM Transactions on Networking."

92:26. Chapters Activities Budget
"that the Board approve an incremental budget of $7,000 for Chapters Activities for 1993."

92:27. Nominations and Elections
"that the scope of the Nominations and Elections Board be expanded to include the nomination of candidates for IEEE Director, Division III, Communications Technology."

92:28. IEEE Communications Society Cash Reserves
"that the Board approve increasing the percent of cash reserves invested in long-term investments from 10% to 25%.

92:29. Tabled Motions Approved
"that the Board of Governors approve an unbudgeted 1993 request for $64,500 subject to a) a maximum expenditure of $16,000 during the first quarter of 1993, and b) OpCom approval of any further expenditures at its March meeting based on increased revenues."

92:30. OFC/IEEE Communications Society Participation Agreement
"that the Board approve the suggested modifications of the Optical Fiber Communication (OFC/IEEE Communications Society Participation Agreement."

92:31. Vote of Appreciation
"that Judy Raposa Keller be given a vote of appreciation and thanks from the Board for her many years of service with the IEEE Communications Society."

92:32. Staff Appreciation
"that the Board authorize the disbursement of up to $1,000 in appreciation to the staff; the president will determine how this is to be disbursed; the Society will 'gross' it up and pay the tax."

LIST OF ACTION ITEMS

92:51. Frisch will assign a facilitator from the Board of Governors to new technical committees.

92:52. Skillen will pursue opportunities for Communications Society tutorials and workshops at trade shows.

92:53. Weinstein will work out suitable minor modifications to the text of the new "Statement of Interest" in time for the first issue of IEEE/ACM Transactions on Networking staying within the official scope of the Communications Society.

92:54. Lof will investigate renewing the current lease at 305 East 47 Street and obtaining additional space from the adjacent office; the possibility of relocating to 345 East 47th Street will also be investigated.

92:55. Lof will coordinate with IEEE space planners and report back to the committee.

92:56. Friduss will make the amount of IEEE Communications Society reserves part of the Treasurer's routine financial report.

92:57. Green will ask past presidents to suggest areas where they would like to work, and assign them special projects in these areas.

92:58. Green will develop a plan to recognize volunteers and staff.

92:59. Desmond will assign a volunteer to work with her on student issues.

92:60. Green will contact D. Solomon, Chairman of the Audit Committee, regarding a meeting of his committee before the March OpCom.
92:61. **Green** will lead a discussion at the Management Retreat regarding globalization efforts and its impact on the Society.

92:62 **Skillen** will develop a proposal regarding a GICB administrative fee to be added to GLOBECOM and ICC budgets covering expenses such as software development and limited support for GICB Board members such as travel, which will not exceed 5% or $15,000.

92:63. **Lof** is investigating linking Society conferences with communications trade shows.

92:64. **Green** will disburse up to $1,000 in appreciation to the staff.

Respectfully submitted,

[Signature]

Carol Lof
Secretary