Attendees at the meeting were:

**Officers (voting)**
- Desmond, Celia
- Siller, Curtis
- Clarkson, Trevor
- Gelman, Alex
- Saracco, Roberto
- Tranter, Bill

**Members-at-Large (voting)**
- Aghvami, Hamid
- Anderson, Ross
- Bernstein, Larry
- Bhargava, Vijay
- Blank, Howard
- Bradlow, Hugh
- Freeman, Harvey
- Freeman, Harvey
- Livneh, Jorge

**Directors & CIO (non-voting)**
- Blank, Howard
- Chen, K.C.
- Cohen, Robbie
- Fonseca Nelson
- Hedderwick, Jorge
- Harris, Dale
- I, Chih-Lin
- I, Chih-Lin
- Lee Byeong

**Division III (voting)**
- Liebeherr, Jorge
- LoCicero, Joe
- Sobol, Hal

**Officers (non-voting)**
- Freeman, Harvey
- Howell, Jack

**Invited Guests**
- Livneh, Adam
- LoCicero, Joe
- Pakstas, Algirdas
- Perra, Pierre
- Sengupta, Bhaskar
- Siller, Curtis

**Recording Secretary**
- Zuckerman, Doug
- Absent
- Peterson, Jerry

1. **Opening Remarks - Celia Desmond (Attachment 1 - Agenda)**
   
   Celia called the Board of Governors to order at 1:35 p.m., welcoming officers and guests to her final meeting as President of the Society.

   Meeting agenda was approved; consent agenda was approved. The BoG minutes (May 2003) and the OpCom minutes (September 2003) were approved.

2. **Officer Reports and Issues**

   **A. Executive – Staff & Facilities – Jack Howell (Attachment 2)**
   
   ComSoc headquarters has moved into currently-leased (but vacant) IEEE space; offices are expected to be operational December 8; the decision saves ComSoc $250K annually and an additional $250K saving for IEEE.

   After OpCom, Harvey moved “that the BoG authorize funding for the relocation to and outfitting of ComSoc’s new headquarters at 3 Park Avenue, matching the IEEE Board of Directors’ authorization of up to $240K in IEEE funds. **(motion 03:33)** Approved via e-mail prior to the BoG meeting.

   **B. Society Relations Council – Alex Gelman (Attachment 3)**
   
   Within two years, five sister-society agreements were signed with developing countries in Eastern Europe; many societies worldwide renewed sister-society agreements with us.
Curtis pursued new strategic directions with related societies (complementary to ComSoc in scope) including powerline communications, home & consumer networking, and an initiative with WWRF to create a ComSoc-sponsored series of standards.

**Sister Societies**
The first Global Sister Society Summit took place December 1. Discussions centered on joint conferences, summer/winter school for post-graduate students, use of ComSoc distinguished lecturers. Nim Cheung, incoming VP-Society Relations, will follow up.

**Related Societies**
- Curtis met with President/CEO of Internet Society to re-establish collaboration (posting ComSoc/Internet related articles on our respective web sites, etc.).
- Worked with Alex and Harvey opening a dialogue with Wireless World Research Foundation (WWRF) on standards activity;
- Established dialogue with IEEE CES and CEA (Consumer Electronics Association) for 2005 and beyond.
- Established contact with Power Engineering Society and agreed in principle to collaborate in the area of power line communications.

C. **Membership Development – Trevor Clarkson (Attachment 4)**

The Membership Development Council met to facilitate transition of officers and capture issues going forward.

Pierre moved “that the chapter funding program be modified in 2004 as presented; namely, that chapters requesting funding be required to state their funds or bank balances to be considered for funding.” **(motion 03:34) Approved.**

D. **Membership Services – Roberto Saracco (Attachment 5)**

Roberto summarized his priorities for Membership Services going forward: targeting industry via marketing, targeting students via On-Line Services (On-Line Content), working closely with Membership Development.

**E-Journal on Network Management**

Roberto proposed that a special electronic journal on network management be introduced during NOMS 2004 (April) in Seoul. Starting with 2 issues the first year, he proposed that the $25 subscription cost be incorporated into the NOMS registration fee.

After extended discussion, Celia asked Roberto to bring the BoG a revised proposal.

Roberto moved (in his revision) “that the BoG approve in principle publishing an e-journal addressing network management topics. The market for this e-pub shall be tested with a 2-issue publication in 2004--with the first issue to appear within the NOMS 2004 time frame and to include the subscription fee ($25) within the registration fee. Within the next week Raouf Boutaba will circulate a complete proposal for the 2004 test journal and Celia will call for approval by an e-mail vote. In parallel, a proposal to continue the new journal beyond 2004 will be submitted to the Publication Board.” **(motion 03:35) Approved; 10 in favor, 5 opposed.** Doug Zuckerman, as incoming VP-Membership Services, will follow up and report back to the Bog. **(action 03:20, new)**

To be an IEEE publication, proposed journals must first be approved by the IEEE BoD. Since the earliest this can occur is 2005, this “journal” cannot be considered an “IEEE journal” in 2004.
**Note:** A policy and procedure for launching new journals was passed at the May BoG. The “JSAC incubator policy” (motion 03.23) ensures there will be sufficient quantity of material for the journal to continue, quality control, and a team to carry it forward. (Currently “incubator procedures” are for print publications - not electronic-only pubs.)

**Publications** – Joe LoCicero

Joe presented final policies & procedures for “technical co-sponsorship of sister society journals” to the Publications Board at Globecom (attached).

Joe confirmed that ComSoc (as a non-profit organization) cannot offer technical co-sponsorships to “for-profit journals”.

**Online Services** – Nelson Fonseca

**Notification Modules**

Notification of published articles within a subscriber’s scope of interest is in beta test (available 4th quarter); Nelson strongly recommends including the personal ontology.

**Patent Module**

Parity Inc. will develop the patent module linking ComSoc publications to patents that cite them. (A corresponding budget allocation—motion 03.31—for this project was approved today via consent agenda.)

**Virtual Communities**

IEEE has a Communications Forum available; Nelson recommends creating other virtual communities with a special focus.

**Education** – Dale Harris (Attachment 6)

**Third-Party Online Courses**

At OpCom’s request, Dale brought a full presentation on third-party online courses to the BoG, complete with a business case, recommendations as to vendor, costs, and a plan to move forward.

Dale moved (and Steve amended) “that the Board agree in principal to partner with the University of Washington and to authorize the negotiation of a contract (including partnership concepts and current long-term objectives); also that the Board approve the potential expenditure of $50K to initiate and carry out the Online Education Program.” (motion 03:36) All approved.

**Electronic Lecturers & Tutorials Committee** - Howard Blank (Attachment 7)

The ELT Ad Hoc Committee was also requested by OpCom2 to bring business plans and content recommendations to the BoG.

**Enhanced Conference Tutorials (Tutorials Now)**

ELT recommends proceeding, expanding program to as many “enhanced tutorials as appropriate” and to associated services. Howard moved “that the BoG continue the electronic conference tutorial program (Tutorials Now) with oversight by the ETL Committee and periodic progress reports to the BoG.” (motion 03:37) Approved.

**Short Course Modules:**

ELT recommends proceeding and expanding the program to include 3 additional courses (total 4). Howard moved “that the Board approve preparation of four electronic short courses on timely subjects.” (motion 03:38)* All approved. Development of these 4
courses (encompassing online and CD-ROM) will be overseen by the ELT Committee and managed within the original $19,300 budget.

*Note: Motion 03:37 supplements motion 03:11 that the BoG approve a budget of $19,300 for the creation of a CD-ROM course dealing with software radio. It replaces motion 03:28 “that OpCom authorize Curtis and Bill to develop four tutorial short courses….developed using new materials, rather than material previously developed for conference tutorials.

**Developing OnLine Tutorials**
ETL recommends proceeding with the University of Washington upon the development of a strategic mission statement for ComSoc on long-term and short-term goals. Howard moved (and Pierre amended) “that the Board approve initiating discussions on online tutorials with other potential partners.” *(motion 03:39)* Approved. 11 in favor; 2 opposed. Howard will develop a “strategic imperative” for such potential partners and bring vendor objectives/goals to the BoG for review.

**Distinguished Lectures**
Howard moved “that the Board approve adding ‘selected’ presentations from the Distinguished Lecture series to ComSoc’s online product offerings.” *(motion 03:40)* Approved; 11 in favor; 2 opposed. Bill, Harvey and Howard will be responsible for managing this set of products.

**Marketing and Future**
- ETL recommends proceeding as planned—to spend $40K in 2004 and expand the marketing of “Tutorials Now” to cover other ComSoc online products.
- Howard foresees the potential to “partner” with someone to manage/provide capital for this “online business”.
- He recommended continuing the ELT Committee to investigate such issues and bring policy actions to the BoG.
- Howard’s committee will bring regular status reports to the BoG on all online education products. *(action 03:21 new)*

**E. IEEE Update and Review – Celia Desmond/Steve Weinstein/Robbie Cohen** *(Attachment 8)*

Key issues in IEEE/TAB for 2002-2003:
- Bring IEEE back to financial responsibility (targeted to break in 2004).
- Improve trust and communications (via increased transparency within IEEE).
- BOD Seidman study.
- Focus on strategic planning (i.e., “new technologies” initiative, etc.).
- Government restrictions in specified countries (Iran, Cuba, North Korea, etc.).
- Services in such countries are limited to protect IEEE from possible prosecution.
- There are no restrictions on reviewing/accepting papers or advising authors; but IEEE cannot make revisions.
- Allocating publication revenues - TAB publications recommends a 3-year transition to usage-based distribution of IEL revenues (beginning in 2005).

**F. Strategic Planning – Doug Zuckerman** *(Attachment 9)*

Accomplishments over two years include:
- New strategy to have TCs act as “incubators” for potential new technical committees and
- Revision of the ComSoc scope or “fields of interest”
• SPC Chair is a member of the Board – with the decision (motion 02:27) that the Chair position be assigned to the Past President (even years) and President-Elect (odd years).

G. Finance – Harvey Freeman/Bruce Worthman (Attachment 10)

Harvey reviewed the financial events of 2002-2003:
• 2002 TAB surplus requirement
• 2002-03 Significant reduction in all revenues
• 2003 ComSoc placed on the “watch list” by TAB FinCom
• 2003 ComSoc provided TAB FinCom with “get well” plan (for 2004), and status update on the implementation of that plan

Actual financial results for 2002 were reviewed and financial results forecasted for 2003 (including comparisons to budget). Harvey presented a product profitability (performance) point of view of the 2002 and 2003 results.

Harvey presented a final look at the 2004 budget (which included some risks), which showed a $129K deficit. The BoG felt we were getting over the recession and requested that the 2004 budget be adjusted to show a surplus; as a result, advertising revenue projections have been upgraded to reflect this recommendation.

A five-to-ten year historical analysis of ComSoc finances was presented, highlighting the depletion of reserves and causes (introduction of IEEE Infrastructure charges and revenue reduction).

Lastly, Harvey predicted a positive outlook (2005-2007) - assuming membership and subscription revenue growth, a favorable change in distribution of ASPP/IEL proceeds (for ComSoc), a recovery in the telecom industry (advertising, patronage), tutorial/educational product momentum, expense maintenance, and reduced IEEE Infrastructure charges.

H. Meetings & Conferences – Chih-Lin I (Attachment 11)

Long range goals:
• The Internet (paper downloaded for pennies) forces ComSoc to restructure technical presentations, introduce more panels, add more value to tutorials.
• Focused on re-entering industry market – via Designers & Developers Forum, etc.

Conferences are “holding up” financially (without including OFC); liabilities have been reduced from $317K to $60K.

Requests for sponsorship – 48 conferences were approved this year (with smaller conferences advised to collocate with larger events).

In Anchorage, Chih-Lin asked for BoG direction on a student registration policy. The following policy was passed by M&C during Globecom:

“Every paper accepted for an IEEE ComSoc financially-sponsored M&C event (with a profit/loss investment of 50% or greater) must have attached to it at least one full/limited conference registration at either the member or nonmember rate.”

Chih-Lin reported another major decision passed by M&C:

“For any event that is financially co-sponsored by IEEE ComSoc (including internal events e.g. BoG, OpCom, etc.) all conference planning committee members, staff and
meeting participants are required to stay in the headquarters hotel (or any other venue represented within the ComSoc and/or co-sponsor’s contracted room block)” to qualify for room-expense reimbursement by ComSoc.”

China Initiative
Since 1999, M&C has worked towards sponsoring a major conference in China. At Globecom a Chinese delegation presented GICC with their proposal to host ICC 08 in Beijing. Ultimately, other locations were chosen over Beijing (for ICC 07 and ICC 08). Chih-Lin viewed this as detrimental to both M&C strategic goals and the efforts of the Chinese delegation.

Chih-Lin, therefore, moved “in light of ComSoc strategic goals, our previous investment at ComSoc Presidents’ level, and respect for the extensive efforts done by the Chinese engineers and government, that the decision on site selection for ICC 2008 be reconsidered and that GICC submit recommendations to the BoG, who will make a final decision (on selecting the ICC 2008 location) at the Paris meeting.” (motion 03:41) Approved (after intense discussion); 10 in favor; 4 opposed.

I. Certification Committee – Pierre Perra (Attachment 12)

After reviewing a request from the Chinese government regarding an International Communications Engineer Certification program, Pierre moved “that the BoG direct the Certification Committee to develop an outline and business plan for a professional certification program by March OpCom 2004.” (motion 03:42) All approved.

J. President-Elect - Curtis Siller (Attachment 13)

Curtis moved “that the appointed officers presented in this meeting be approved.” (motion 03:43) All approved. (see attachment 13 - transition team)

Regarding On-Line Services, Curtis moved (and Pierre amended) “that the ComSoc Bylaws be changed as follows:

- Section 3.5.3 – Replace “Director - On-Line Services” with “Director – On-Line Content”
- Section 6.1 – Replace “On-Line Services” with “On-Line Content”
- Section 6.1.1 – Replace current text with: “This Board is responsible for initiating, assessing and overseeing on-line content in support of or as enhancements to technical committee activities, new-on-line services and existing publication, conference and education products. Membership includes representatives from the M&C Board, Magazines and Journals Boards, Education Board, Technical Activities Council, Membership Development Council, CIO, and up to three additional members. The Board is chaired by the Director - On-Line Content.”

And that the On-Line Content position description be as follows:

- Initiating and assessing opportunities to offer on-line content in support of or as enhancements to
  - Technical committee activities
  - New on-line services
  - Existing publications, conference and educational products
- Providing strategies, policies and procedures for on-line content oversight, including
  - Integration across TC activities, new on-line services and existing products
    - Peer review, as appropriate, and other quality control functions
- Chairing and leading an On-Line Content Board having representatives from at least
Meetings & Conferences Board
Publications (Magazines and Journals) Boards
Education Board
Technical Activities Council
Membership Development Council
CIO

- Serving as a member of the Board of Governors and Membership Services Council

(motion 03:44) All approved.

K. Marketing – John Pape (Attachment 14)

* IEEE All Society 2003 Member Survey
John compared data with surveys from the past 7 years, highlighted the changing demographics of membership and provided current approval rates for ComSoc programs.

He noted important membership trends --increased education level; importance of non-North American membership; more academic nature of papers, and the desire for more educational opportunities and more practice-oriented publications.

3. Future Meetings
Management Retreat – Friday (all day) – Saturday (morning.) 9 – 10 January 2004 – Las Vegas, Nevada, USA.
OpCom – Tuesday (p.m.) – Wednesday (a.m.), 9 – 10 March 2004, Hong Kong
BoG – Tuesday (p.m.) – Wednesday (a.m.), 22 - 23 June 2004 – Paris, France

4. Closing Remarks - Celia Desmond and Curtis Siller (Attachment 15)
Appreciation plaques were handed out to the 2002-2003 BoG and a photograph taken. Celia thanked the members of her team for the huge accomplishments “through two years of very tough times when everyone pulled together”. “My experience as President of the Communications Society will stay with me forever… and, although there is sadness mixed with gladness, it will be a pleasure to continue working on the Board with Curtis who now gets the ‘big’ globe and the ‘big’ responsibility.” The Board gave Celia a standing ovation.

Curtis expressed how much he enjoys working with Celia – going back twenty years! He thanked her for being an exceptional mentor - as he follows her into the position of President of the Society. Many members on Celia’s team will be returning to the BoG, and Curtis solicited their help and contributions during his term in office.

Meeting adjourned at 12:40 p.m. followed by lunch.

Respectfully submitted,

Carole Swaim

ATTACHMENTS

Attachment 1a-i Agenda, President Reports
Attachment 2a-f Executive – Operating Plan/Reports
MOTIONS PASSED VIA CONSENT AGENDA

**Headquarters Relocation**
03:27 passed August 4 via e-mail: Moved “Based on the site inspection and other negotiations by Howard and Celia, that the attached sublease agreement should be approved as drafted; and that the SFC be delegated approval authority for the leasehold improvements and other expenses associated with the relocation, subject to a maximum of US$150,000.00 in total relocation costs. If there is a need for a relocation budget overrun the SFC will ask the BoG for the additional authorization.”

**RFP for Third-Party Courses**
03:29 Not approved: “that OpCom drop the RFP process and not seek a vendor.”

**Gigabit Networking TC Name Change**
03:30 “that the Technical Committee on Gigabit Networking be renamed the Technical Committee on High-Speed Networking.”

**Patent Module**

**DL Online Tutorials**
03:32 “that OpCom move ahead with the Distinguished Lecture online tutorial initiative and that the committee on Electronic Tutorials & Lectures develop a format to facilitate this.”

**OpCom Motion Removed from consent agenda: Tutorial Short Courses**
03:28 “that OpCom authorize Curtis and Bill to develop four tutorial short courses (8 hours of instruction). The courses will be developed using new materials, rather than material previously developed for conference tutorials.”

**MOTIONS PASSED**

**Staff Move**
03:33 “that the BoG authorize funding for the relocation to and outfitting of ComSoc's new headquarters at 3 Park Avenue, matching the IEEE Board of Directors' authorization of up to $240K in IEEE funds.

**Chapter Funding**
03:34 “that the chapter funding program be modified in 2004 as presented; namely, that chapters requesting funding be required to state their funds or bank balances to be considered for funding.”

**E-Journal on Network Management**
03:35 The revised motion follows: “that the BoG approve in principle publishing an e-journal addressing network management topics. The market for this e-pub shall be tested with a 2-issue publication in 2004--with the first issue to appear within the NOMS 2004 time frame and to include the subscription fee ($25) within the registration fee. Within the next week Raouf Boutaba will circulate a complete proposal for the 2004 test journal and Celia will call for approval by an e-mail vote. In parallel a proposal to continue the new journal beyond 2004 will be submitted to the publication Board.”

**Third-Party Online Courses**
03:36 “that the Board agree in principal to partner with the University of Washington and to authorize the negotiation of a contract (including partnership concepts and current long-term objectives); also that the Board approve the potential expenditure of $50K to initiate and carry out the Online Education Program.”

**Enhanced Conference Tutorials (Tutorials Now)**
03:37 “that the BoG continue the electronic conference tutorial program (Tutorials Now) with oversight by the ETL Committee and periodic progress reports to the BoG.”

**Short Course Modules**
03:38 “that the Board approve preparation of four electronic short courses on timely subjects.”

**Developing OnLine Tutorials**
03:39 “that the Board approve initiating discussions on online tutorials with other potential partners.

**Distinguished Lectures**
03:40 “that the Board approve adding ‘selected’ presentations from the DL series to the ComSoc online product offerings.”

**ICC 08 China**
03:41 “in light of ComSoc’s strategic goals, our previous investment at ComSoc Presidents’ level, and respect for the extensive efforts done by the Chinese engineers and government, that the decision on site selection for ICC 2008 be reconsidered and that GiCC submit recommendations to the BoG, who will make a final decision (on selecting the ICC 2008 location) at the Paris meeting.”

**Certification Program**
03:42 “that the BoG direct the Certification Committee to develop an outline and business plan for a professional certification program by March OpCom 2004.”
**Appointments**

03:43 “that the appointed officers presented in this meeting be approved.”

**On-Line Content Position**

03:44 “that the ComSoc Bylaws changed as follows:

- Section 3.5.3 – Replace “Director - On-Line Services” with “Director – On-Line Content”
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- Section 6.1.1 – Replace current text with: “This Board is responsible for initiating, assessing and overseeing on-line content in support of or as enhancements to technical committee activities, new-on-line services and existing publication, conference and education products. Membership includes representatives from the M&C Board, Magazines and Journals Boards, Education Board, Technical Activities Council, Membership Development Council, CIO, and up to three additional members. The Board is chaired by the Director - On-Line Content.”

And that the On-Line Content position be as follows:

- Initiating and assessing opportunities to offer on-line content in support of or as enhancements to
  * Technical committee activities
  * New on-line services
  * Existing publication, conference and educational products
- Providing strategies, policies and procedures for on-line content oversight, including
  * Integration across TC activities, new on-line services and existing products*
    * Peer review, as appropriate, and other quality control functions
- Chairing and leading an On-Line Content Board having representatives from at least
  * Meetings & Conferences Board
  * Publications (Magazines and Journals) Boards
  * Education Board
  * Technical Activities Council
  * Membership Development Council
  * CIO
- Serving as a member of the Board of Governors and Membership Services Council

**ACTION ITEMS**

03:20 **new:** Doug Zuckerman, as incoming VP-Membership Services, will follow up and report back to the Bog on the e-journal on network management.

03:21 **new:** Howard will bring regular status reports to the BoG on all online education products

03:13 **continuing:** Bill will bring a revised charter to the BoG reflecting the scope of the Technical Committee on High-Speed Networking.

03:15 **continuing:** Going forward, the new VP - Membership Development (Alex) and his Council will reassess which conferences should have STG assistance and revise the policies and procedures accordingly.

03:18 **continuing:** Pierre will work with Brian Bigalke (staff) on a ComSoc Executive Round Table program to determine a topics, speakers, etc., reporting to the BoG in December.
02:20 continuing: Bill will work with Standards Chair, Ray Hapeman, and bring a mission statement and charter identifying a potential standard to be pursued.

02:2 continuing: Trevor will work with Regional Directors and bring a proposal to the BoG to increase comSoc Senior membership.

03:10 closed: Howard (Chair of ad hoc committee) will bring a recommendation to the next BoG covering "online education products", their development (across individual directorships) and delivery – and to include marketing within the "big picture".

03:11 closed: Dale will continue with the RFP, developing a business case for the ad hoc committee to review including a recommendation as to vendor, costs, RFP, and a plan to move forward.

03:12 closed: Howard chair of ad hoc committee will bring a business plan and content recommendation to the BoG with regard to the RFP for Self-Study Online Courses.

03:14 closed: Student Travel Grant funds for 2004 will be realigned so that $6K in grant money is ear-marked for CCNC ‘04 (to "assist" students with "accepted papers" to attend the conference--providing they reside outside the North America Region. This is a one-time exception to be coordinated by Bhaskar and Trevor (conference occurring early in 2004).

03:16 closed: Alex and Bill Tranter (who chairs the Internet Impact & Visibility ad hoc committee ) agreed to allocate $3K for the WWRF workshop out of the $9K budgeted for Bill’s committee for a joint wireless workshop.

03:17 closed: Celia, Pierre, Dale and Nelson will examine a Chinese request that we support a Chinese certification program and bring their recommendation to the December BoG.

03:19 closed: moving ahead with the Distinguished Lecture online tutorial initiative and that the committee on Electronic Tutorials & Lectures develop a format for facilitating this.” The committee chair (Howard) will report to the Board at Globecom.

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02:21 closed: The Allocations Task Force (chaired by Roberto Saracco) will look into the allocation of money from IEEE to Societies for Society material included in the IEL and prepare an “allocation algorithm” for Celia to bring to appropriate TAB committees.

02:23 closed: Directors will review their existing Policies and Procedures and include “generic procedures” covering “loopholes”.

02:11 closed: Joe will look into “recognition” for reviewers to help “speed up” the review process and encourage quick turnaround; Joe will report back to the BoG.