Attendees at the meeting were:

**Board of Governors**
- Green, Jr., P.E.
- Decina, M.
- Friduss, M.J.
- Frisch, I.T.
- Pickholtz, R.L.
- Lof, C.
- Andrews, F.T.
- Tashiro, S.
- Desmond, C.L.
- Glenner, E. J.
- Skillen, R.P.
- Weinstein, S.B.

**Officers**
- Green, Jr., P.E.
- Decina, M.
- Friduss, M.J.
- Frisch, I.T.
- Pickholtz, R.L.
- Lof, C.

**Members-at-Large**
- Cherin, A.H..
- Gitlin, R.D.
- Murata, H.
- Prasada, B.
- Rudin, H.
- Skillen, R.P.
- Tosco, F.

**Absent**
- Daigle, J.
- Gitlin, R.
- Laane, R.R.
- Milstein, L.
- Personick, S.D.
- Slayton, R.
- Ucci, D.R.
- Rowbotham, T.R.

**Directors**
- Desmond, C.L.
- Glenner, E. J.
- Skillen, R.P.
- Weinstein, S.B.

**Invited Guests**
- Aldana, F.
- Bolle, D.
- Crane, G.
- Nagle, T.

**Observers**
- Anderson, R.
- Costa, J.M.
- De Marco, J. R.
- Murano, K.
- Oberto, P.
- Stevenson, T.

**Recording Secretary**
- Swaim, C.M.

1. **Welcoming Remarks**
   Green convened the Board at 8:30 a.m. welcoming all present and making special note of the IEEE Delegation visiting Region 8.

2. **Review and Adoption of Agenda -- Green (Attachment 1)**
   Frisch requested that the Technical Affairs Report be moved from Reports to Action Items. All approved.

3. **Consent Agenda -- Green**
   Frisch moved "that the Board of Governors minutes of December 9, 1992, be approved." All approved. Frisch moved "that the Board of Governors OpCom minutes of March 1, 1993, be approved." All approved.

4. **IEEE Delegation**
   A. **Division III Report -- Andrews (Attachment 2)**
      • Andrews reported briefly on IEEE globalization, *IEEE Spectrum* issues, and financial incentives to IEEE members to join societies.
      • Andrews will continue serving as a member of the Strategic Planning Committee and as Chairman of TAB Products Council when his term as Division III Director expires.
   B. **Report by Troy Nagle, IEEE President-Elect (Attachments 3a and 3b)**
TAB/USAB Committee must determine ways to reduce friction between USAB and the societies.

C. Report by Donald Bolle
IEEE must move increasingly to electronic dissemination of technical material.

5. Action Items
   A. Technical Affairs -- Frisch (Attachment 4)
Frisch moved "that the Board approve the formation of a technical committee on Cable Television Systems (with the attached charter)." All approved. Jack Terry will act as chairman.

B. Member Affairs -- (Attachment 5)
The Communications Society has signed an agreement with IEEE to market video tutorials set up by the Society. Personick requested that a copy of the agreement be attached.

C. Treasurer's Report (Attachments 6a, 6b, 6c)
1) The total Society surplus for 1992 is $436,200.
2) A projected loss of $178,000 is expected in 1993 for the Society due to Meetings & Conferences surpluses being overbudgeted.
3) A projected loss of $279,000 is expected in 1994.
4) In 1994 staff expense will be allocated back to Publications and Meetings & Conferences.
5) A new magazine is planned with start up costs of $75,000; the magazine is expected to show a loss for about three years. (This has been included in the above figures.)
6) Action plans to reduce the 1993 budget deficit ($70K) are as follows: (action)
   - Defer planned hire of an information services person until 1994 ($30K).
   - No separate membership drive ($20K).
   - Tighten staff and administration expense ($20K).
7) Action plans for 1994 which would turn the negative to a $250,000 surplus: (action)
   - Increase all publication rates (see motion below) ($290K).
   - Increase Meetings & Conference fees. ($100K).
   - Possible move of Communications Society to Piscataway in April, 1994 ($75K).
   - Allow for no growth in staff expense ($44K).
   - Increased interest due to long-term investment ($24K).
8) Lof proposed indicating on the dues renewal invoices that postage be unbundled from the subscription rate; Green will bring this to the IEEE Technical Activities Board (TAB) in June. (action)
Decina moved "that the Communications Society adopt the new pricing for the publications as shown in the table for 1994." All approved. New pricing is as follows:

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<thead>
<tr>
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<tbody>
<tr>
<td>Transactions on Communications</td>
<td>$22</td>
<td>$27</td>
<td>$235</td>
<td>$255</td>
</tr>
<tr>
<td>JSAC</td>
<td>$20</td>
<td>$25</td>
<td>$205</td>
<td>$225</td>
</tr>
<tr>
<td>Communications Magazine</td>
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<td>$23</td>
<td>$125</td>
<td>$135</td>
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<tr>
<td>Network</td>
<td>$20</td>
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<td>$115</td>
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<tr>
<td>ACM Transactions on Networking</td>
<td>$22</td>
<td>$25</td>
<td>$235</td>
<td>$255</td>
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</tbody>
</table>
9) Skillen reviewed the major conference fee structure *(Attachment 7b)*

10) Staff Growth

Lof stated that a non-growth status in the Communications Society staff in order to save $88,000 will significantly impact projects currently in progress such as the distinguished lecturers program, policies & procedures and bylaws, video tutorials, future chapter manuals, the awards/grants process, maintenance of the executive roster and data base, and the processing of monies coming out of the treasury. Therefore, Frisch moved "that the Board decrease staff administration and committee expense by $44,000 from the 1994 budget." All approved. Lof will work out the details and implement the motion.

11) Friduss moved "that the Board increase the Communications Society investment in the IEEE long-term investment option by $300,000 as soon as possible." All approved. This investment is projected to generate $24,000 additional interest income in 1993.

12) Lof presented a proposal to move the Society staff to Piscataway in April, 1994.

- Lof proposed that this move would control expenses, the staff could be run as efficiently from Piscataway, and suggested that the move would benefit the Society in the long term.
- Decina emphasized this was an identity/people issue. Concern was voiced that the Society would lose good people and be unable to replace them.
- A Board delegation will visit Piscataway July 9 to evaluate the proposal. *(action)*

D. Meetings and Conferences Report -- Skillen *(Attachment 7a, 7b, 8)*

1) Conference Surpluses were overbudgeted and are currently expected to show a shortfall.

2) General Conference Board

- A task force will meet at GLOBECOM '93 to discuss aspects of globalization such as site selection, financials, conference support and impact on headquarters staff, Meetings & Conferences and the general membership.
- Cherin reviewed the new organization of Conference Boards consisting of a General Conference Board and three Regional Boards. This structure will allow for regional control, permitting local conference boards more flexibility. Procedures for making the transition will go into place at GLOBECOM '93; the actual transition could extend several years.
- By year 2000 Cherin projected that 50% of the membership would come from Region I (Americas), 25% from Region II (Europe and Africa), 25% from Region III (Asia and Pacific).
- Preliminary recommendations of the Globalization Task Force are:
  a) Pursue impact studies (on staff and attendees).
  b) Establish the General Conference Board in 1993 and define its role.
  c) Establish the Regional Boards in the first quarter of 1994.
- Murata expressed concern about moving too rapidly with the three Regional Boards. He felt the present degree of representation in Japan was not large enough to use this structure effectively; he will bring a proposal of "practical application" from the Japanese to the Board of Governors in December. *(action)*
- Tosco said the General Conference Board would propose a structure for the regional boards in December, emphasizing that this structure could be successful only if the Society were to get the anticipated growth overseas.
3) Green proposed that he resume his position as OFC representative and move towards equal participation when his term as president ends.

E. Publications Report -- Weinstein (Attachment 9a, 9b)

- Weinstein proposed a fast start up and strong marketing of a personal communications magazine starting with four issues per year (260 pages), noting that personal communications would be of paramount importance during the next two decades.
- Weinstein moved "that the Communications Society begin publication of IEEE Personal Communications Magazine in 1994 with anticipation of a $75,000 startup expense, of which no more than $30,000 will be incurred in 1993." All approved.
- Skillen moved "that, if the IEEE does not meet the schedules it has given the Society, a plan be implemented to edit and produce transactions out of house." All approved.
- After Lof's suggestion, Prasada moved "that in order to eliminate the IEEE Transactions on Communications backlog, all authors be polled on the following two options: 1) authors submit a camera-ready version of their papers which will be published as IEEE Transactions on Communications in January '94. (The IEEE Transactions on Communications will be archived and indexed as normally done); 2) authors may choose to wait for the normal process which may entail a delay of 12 to 18 months before the papers are published." All approved. This will be a 1900-page issue.
- Tosco brought a proposal from International Activities Council (IAC) for establishing an international newsletter insert in the IEEE Communications Magazine as a means of informing its members about non-technical issues. It was suggested that a volunteer be selected to oversee and write the articles.

F. Technical Affairs Committee -- Frisch

- Frisch assigned Prasada to serve as the Board liaison for the new Cable Television Systems Committee.
- 81 distinguished lecturers are now compiled into a database.

6. DISCUSSION ITEMS

A. Executive Director Report -- Lof (Attachment 10)

1) Staff update
   - The Managing Editor and Sales Manager now report to the Executive Director.
   - The cost of magazine production by the Communications Society staff is $210 per page with editing; it would cost $252 per page (without editing) if produced by the IEEE staff.
   - Advertising revenue increased 490% between 1987 and 1992; net surplus for the Society in 1992 was $672,000.

2. Membership Development Plan
   - IEEE has agreed to underwrite the cost of mailing and divide the proceeds; a 50,000-piece mailing will cost the Society $2,000.
   - Pickholtz moved "that Lof and her staff receive a vote of confidence for the skill with which she and her staff managed to raise the revenue of advertising in IEEE Communications Magazine during a very difficult economic period." All approved.
B. Chapters -- Desmond (Attachment 11)
Changes in the IEEE Section Rebate Structure are having a negative impact on motivating the formation and activity of local chapters. Sections are collapsing chapters; i.e., consolidating to allow for fewer meetings per year.
• The rebate structure will be addressed at the IEEE Sections Congress in July; Green, Andrews, Desmond and Lof will attend; Desmond will take part on the study team.
• Bolle agreed this issue needs correction; the team will meet by year end but, if no solution is reached, IEEE will return to the previous way of handling chapters.

C. Bylaws and Policy & Procedures Manual -- Green
• A policies and procedures manual is targeted for completion by the end of December; Dodd is chairing a committee with Slayton, Lof, and Green to facilitate this.
• Bylaws have been drafted and are targeted for completion by OpCom in October.

D. Electronic Access Experiment -- Weinstein
• Electronic access to information through the Internet in cooperation with IEEE and the Computer Society is giving timely information to members.
• Peter Mausey is heading up this Communications Society initiative which is currently a trial and free experiment.
• Advanced abstracts are in the database; work is being done to develop online registration for conferences and workshops.

7. REPORTS
A. Education Report -- Green (Attachment 12)
With the resignation of D. Ucci, J. Daigle has accepted the position of Director of Education.

• The Communications Society is up for review in June.
• A 15-section questionnaire is to be filled out; Lof will get Board members to fill out appropriate sections. (action)
• Andrews will act as consultant.

9. Next Meetings
• The next OpCom is scheduled for October 4.
• The Board of Governors will convene in Houston, Texas, December 2.

10. Adjournment
At 2:15 p.m. Andrews moved "that the meeting be adjourned." All approved.

LIST OF ATTACHMENTS

Attachment 1  Agenda
Attachment 2  Division III Report
Attachment 3a  IEEE Strategic Plan
Attachment 3b  IEEE Report
Attachment 4  Cable Television Systems Committee Draft Charter
Attachment 5  IEEE/Communications Society Video Tutorials Contract
Attachment 6a  Financial Report
LIST OF MOTIONS WHICH PASSED

93:2. Board of Governors Minutes
"that the Board of Governors minutes of December 9, 1992, be approved."

93:3. OpCom Minutes
"that the Board of Governors OpCom minutes of March 1, 1993, be approved."

93:4. Cable Television Systems Committee
"that the Board approve the formation of a technical committee on Cable Television Systems (with the attached charter.)"

93:5. New Pricing for Publication
"that the Communications Society adopt the new pricing for the publications as shown in the table for 1994."

93:6. Staff Expense
"that the Board decrease staff administration and committee expense by $44,000 from the 1994 budget."

93:7. Society Investments
"that the Board increase the Communications Society investment in the IEEE long-term investment option by $300,000 as soon as possible."

93:8. New Magazine on Personal Communications
"that the Communications Society begin publication of IEEE Personal Communications Magazine in 1994 with anticipation of a $75,000 startup expense, of which no more than $30,000 will be incurred in 1993."

93:9. Transactions Schedules
"that, if the IEEE does not meet the schedules it has given the Society, a plan be implemented to edit and produce transactions out of house."

93:10. IEEE Transactions on Communications Backlog
"that in order to eliminate the IEEE Transactions on Communications backlog, all authors be polled on the following two options: 1) authors submit a camera-ready version of their papers which will be published as IEEE Transactions on Communications in January '94. (The IEEE Transactions on Communications will be archived and indexed as normally done); 2) authors may choose to wait for the normal process which may entail a delay of 12 to 18 months before the papers are published."

93:11. Staff Appreciation
"that Lof and her staff receive a vote of confidence for the skill with which she and her staff managed to raise the revenue of advertising in IEEE Communications Magazine during a very difficult economic period."

LIST OF ACTION ITEMS

93:9. Action plans to reduce the 1993 are as follows:
   • Defer planned hire of an information services person until 1994 (30K).
   • No separate membership drive ($20K).
   • Tighten staff and administration expense (20K).

93:10. Action plans for 1994 for consideration
   • Increase all publication rates ($290K).
   • Increase Meetings & Conference fees ($100K).
   • Move Communications Society to Piscataway in April, 1994 ($75K).
   • Allow for no growth in staff expense ($44K).
   • Increased interest due to long-term investment ($24K).

93:11. Green will bring a proposal to the IEEE Technical Activities Board (TAB) in June regarding unbundling postage from the subscription rate on dues renewal invoices.

93:12. Murata will bring a proposal of "practical application" from the Japanese to the Board of Governors in December regarding the new regional boards.

93:13. Lof will organize the filling out of a 15-section questionnaire for the TAB Review in June.

Respectfully submitted,

Carol Lof
Secretary