

Memorandum of Understanding for Financial Co-Sponsorship of the IEEE Transactions on Cloud Computing June 2012

Introduction

This document serves as an agreement between the IEEE Computer Society, the IEEE Communications Society, the IEEE Power & Energy Society, the IEEE Consumer Electronics, and the IEEE Systems Council (here out called "Partners") for Financial Co-sponsorship

Periodical Scope

The proposed journal, called **the IEEE Transactions on Cloud Computing (TCC)**, will address the most important and highest impact research ideas and applications in all areas relating to cloud computing. The scope of this title is as follows:

The *IEEE Transactions on Cloud Computing* will publish peer reviewed articles that provide innovative research ideas and applications results in all areas relating to cloud computing. Topics relating to novel theory, algorithms, performance analyses and applications of techniques relating to all areas of cloud computing will be considered for the transactions. The transactions will consider submissions specifically in the areas of cloud security, tradeoffs between privacy and utility of cloud, cloud standards, the architecture of cloud computing, cloud development tools, cloud software, cloud backup and recovery, cloud interoperability, cloud applications management, cloud data analytics, cloud communications protocols, mobile cloud, liability issues for data loss on clouds, data integration on clouds, big data on clouds, cloud education, cloud skill sets, cloud energy consumption, cloud applications in commerce, education and industry. This title will also consider submissions on Infrastructure as a Service (IaaS), Platform as a Service (PaaS), Software as a Service (SaaS), and Business Process as a Service (BPaaS).

Implementation

This Agreement shall be acted upon by the Presidents of the Financial Sponsors with the approval of their respective Board of Governors (BoGs) or Administrative Committees (AdCom). All changes to this Agreement shall require consensus of all Financial Sponsors. This Agreement, upon approval by the appropriate IEEE Technical Activities or other IEEE Boards, shall become a part of the records of the IEEE Technical Activities Board (TAB).

Administrative Partner (IEEE Computer Society, Partner A)

One of the **PARTNERS** will be designated as the Administrative Partner (Partner A) of the Periodical at the inception of this Agreement and shall provide the manuscript handling system for receiving, logging, filing, and delivering submitted manuscripts to associate editors and reviewers in fulfillment of peer-review process. The Administrative Partner is responsible for the finance accounting and the financial reporting to IEEE. It is recommended that the Administrative Partner has a significant % of Financial Ownership of the IEEE Transactions on Cloud Computing (hereafter called the *Periodical* or *TCC*).

Financial

The **Periodical** shareholder ownership will be as follows:

Partner A shall be the Administrative Partner

Financial % ownership:

(Administrative) Partner A: IEEE Computer Society (IEEE CS), 51%

Partner B: IEEE Communications Society (IEEE ComSoc), 20%

Partner C: IEEE Power & Energy Society (IEEE PES), 15%

Partner D: IEEE Consumer Electronics Society (IEEE CES), 7%

Partner E: IEEE Systems Council (IEEE SC), 7%

The Financial Sponsors are responsible for all financial and technical obligations of the Periodical. Compliance with financial and technical responsibilities entitles Financial Sponsors to voting privileges on the Steering Committee outlined below. Financial ownership of the Periodical requires that all Shareholders accept the responsibility of the expenses of the Periodical throughout the year and share in the potential profit or loss of the Periodical according to the percentage of shareholder ownership as noted above. Annual distribution of the Profit/Loss will be completed by IEEE in accordance with its established practices for year-end reconciliations. The Administrative Partner will provide oversight of IEEE to ensure the distribution occurs in a timely fashion.

Administration

TCC will be administered by a Steering Committee comprised of representatives of the Financial Sponsors, including a chair, plus the Editor-in-Chief (EIC).

Steering Committee

The Steering Committee shall act as Trustees for the publication and shall have administrative responsibility for the Periodical such as:

- Monitor quality and timeliness of the Transaction with the assistance of IEEE Computer Society staff
- Verify the technical content of the Transaction is in accordance with the established scope and areas of interest
- Approve the periodical budget (page count, subscription rates, etc)
- Work with the EIC to establish operating policies and procedures for the Transactions

The Steering Committee shall meet **at least once per year, usually via teleconference**, to review the progress of the TCC and prepare the budget of the TCC. The membership of the Steering Committee shall consist of 10 members, all of whom have voting rights. The Chair appointed from among this group will only vote to break a tie.

PARTNER A: four voting members on the Steering Committee

PARTNER B: two voting members on the Steering Committee

PARTNER C: two voting members on the Steering Committee

PARTNER D: one voting member on the Steering Committee

PARTNER E: one voting member on the Steering Committee

Each Society delegate must be appointed by his/her Society President, shall serve a two-year appointment commencing Jan. 1, and may be re-appointed for one additional term. Sponsoring societies can remove any of their representatives from office at their own discretion simply by notifying the Chair of such action. Each delegate shall have equal (one) vote on matters before the Steering Committee. Representatives unable to attend the Steering Committee Meeting can participate by teleconference or by transferring their voting privilege to another member of the Steering Committee, provided the Chair is notified in writing of the proxy transfer one week prior to the meeting. The chair shall vote in the event of a tie.

Description of how the Chair of the Steering Committee is selected: The Steering Committee shall elect its Chairperson from amongst its current voting, delegate membership. The Chairperson shall serve as the focus for Committee communications and shall direct, on behalf of the Committee, the operational matters of the Committee to the Financial Sponsors.

Except for the initial Chair, the Chair shall normally be chosen from among current members of the Steering Committee and shall serve for a term of two years, non-renewable. The Chair shall vote only to break a tie. The first chair of the Steering Committee shall be selected by the Computer Society; the second chair shall be selected by the Communications Society; the third chair shall be selected by the Power & Energy Society, the fourth chair shall be selected by the Consumer Electronics Society, and the fifth chair by the IEEE Systems Council. Should additional Financial Sponsors join the Steering Committee, they shall name a chair for the Steering Committee in the order in which that Financial Sponsor joined the Steering Committee. The chair shall continue to rotate among the Financial Sponsors, except if a Financial Sponsor shall notify the Steering Committee, in writing, that it wishes to pass on its turn, in which case the next Financial Sponsor, in order, shall have the opportunity to make the appointment, or to pass, until a chair is named. In the event a Financial Sponsor shall withdraw from the Steering Committee, and the chair shall be the appointment of that Financial Sponsor, the term of the chair shall not survive the participation of the Financial Sponsor.

The expense to participate in the meetings of the Steering Committee will be the responsibility of each individual Society. If possible, the meeting shall be scheduled to precede the AdCom/BoG meetings of all financial partners to allow review of preliminary budget submission of the Periodical.

A Secretary shall also be elected from among the voting representatives of the steering committee. In addition, there shall be the following ex-officio members:

- The Editor-in-Chief (EIC)
- The IEEE Computer Society Vice President of Publications
- The IEEE Computer Society Senior Manager, Publishing Operations

Budget

Annually, the IEEE Computer Society is responsible for preparing and submitting the initial budget of the Periodical to the Steering Committee for review. The Steering Committee can approve the Periodical budget provided it is breakeven or better. In the case of a deficit budget, the Steering Committee must receive final budget approval from the Financial Sponsors.

All Financial Sponsors will receive a copy of the approved budget for the Periodical simultaneously when submitted to the IEEE TAB Finance Department.

Reporting Process

The Steering Committee will submit a written report regarding the progress of the Periodical to the participating Societies annually by 31 December reviewing the Periodical's progress over the year (page count, timeliness, citation factor, etc) and review of the budget

Editorial Management

The EIC and the Editorial Board (see below) are responsible for the editorial content and quality of the *Periodical*.

The selection of the EIC begins with the appointment of an EIC Search Committee by the *Steering Committee*. The EIC Search Committee shall be comprised of five members - one from each financial sponsor, and an EIC Search Committee Chair. That Chair, who will be appointed by the IEEE Computer Society Vice President of Publications, will moderate discussions, and will vote only to break a tie. To the extent that it is possible, the EIC Search Committee shall follow the procedures outlined in the IEEE Computer Society Guidelines for EIC Searches (http://www.computer.org/portal/c/document_library/get_file?uuid=04075221-574d-4d20-834b-1303c5807ca2&groupId=115328). The recommendation of the EIC Search Committee shall be presented to the *Steering Committee* for approval.

The EIC shall be appointed for a two-year term by the *Steering Committee*. An EIC can be reappointed but cannot serve more than two consecutive terms. An exception is made in the case of the *Periodical's* first EIC, whose term shall be three-years, and can be reappointed for a two-year term. The EIC is responsible for the overall editorial operations of the *Periodical*, which includes submission of Editorial Board member nominations to the steering committee for review, final decision on editorial board nominations, and the assignment of papers to the Editors. If an EIC position becomes vacant before the end of the term, the Steering Committee shall elect a replacement to complete the term. An EIC may be removed from office by a two-thirds affirmative *Steering Committee* vote.

The Editorial Board shall be comprised of between 10 and 100 members with expertise across the disciplines of the *Periodical*, and shall normally serve terms of two years, renewable once. Editorial board members may be reappointed to the board after a one year hiatus from their prior four-year term. The EIC may request that an editorial board member step down if duties are not being fulfilled prior to the end of a term. *Steering Committee* members may nominate Editorial Board members to the EIC, however all Editorial Board appointments are made by the EIC, with the consent of the *Steering Committee*.

The Editorial Board shall be responsible for the technical quality of the *Periodical*. The Editorial Board, under the leadership of the EIC, shall assure appropriate peer review of submitted manuscripts; timely review and publication of accepted manuscripts; adherence to the page budget; and editorial policies and procedures.

Editor-in-Chief

The Editor in Chief shall be an acknowledged leader in the field of interest of the *Periodical*. He/she shall agree to assume the roles and responsibilities of the EIC and realize that there will be no remuneration for service to the *Periodical*.

The function of the Editor-in-Chief (EIC) shall be to oversee the daily operations of the *Periodical* such as:

- interact with Authors
- help to maintain the Reviewer Database
- initiate and monitor the review process to its completion
- select Associate Editors and members of the Editorial Board for the approval by the Steering Committee
- provide input and approve the assumptions created by IEEE-CS staff to help create the page budget, present the page budget for submission to the Steering Committee for approval as part of the overall budget approval process
- ensure that the *Periodical* follows IEEE Policy and Procedures
- create the technical content of the *Periodical* in accordance with the established scope and areas of interest and
- execute policies as established by the Editorial Board and approved by the Steering Committee
- serve as ex-officio, non-voting member of Steering Committee

Editorial Board

The *Periodical* shall have an Editorial Board to insure appropriateness and quality of submitted manuscripts to the peer review process and other day-to-day matters normally within the purview of an Editorial Board of an IEEE Transactions. The Editor-In-Chief shall select with approval by the Steering Committee Associate Editors to form an Editorial Board as may be appropriate. Associate Editors shall have a term of 2 years, renewable for one additional two-year term. He or she must then step down for at least a year before being re-considered for the same position.

The function of the Editorial Board shall be to review and offer guidance to the technical content of the *Periodical*. The function of the Editor(s) shall be to implement the policies established by the Editorial Board and approved by the Steering Committee.

Management of the Periodical

The IEEE Computer Society is the Administrative Partner in this agreement and the publisher of the *Periodical*. The IEEE Computer Society shall provide a system for receiving, logging, filing, and delivering submitted manuscripts to associate editors and reviewers in fulfillment of the peer review process. The Administrative Partner shall be responsible for producing the *Periodical*. The Administrative Partner shall also provide the Financial Sponsors, Technical Cosponsors (if any), and the Steering Committee annual reports relevant to submissions vs. publication, timeliness, adherence to page budgets, and other pertinent data about the *Periodical*. The Administrative Partner shall administer all production, initial

budget preparations, accounting, financial reports, and communications with the Financial Sponsors and with the IEEE Technical Activities Department.

I. Editorial Policy

Editorial selection and review shall be consistent with policies and practices of IEEE, and:

- A. As a matter of principle, IEEE shall direct the Editors of their other publications to forward suitable material to the *Periodical*. IEEE shall coordinate with the *Steering Committee* any plans for publishing special issues of their respective periodicals in the area of the *Periodical*. The *Steering Committee* shall develop procedures (a) for IEEE to request, prepare, and publish special issues of the *Periodical*, and (b) for directing papers not within the scope of the *Periodical* to other IEEE publications for possible consideration.
- B. Authors of IEEE conference and symposia papers are encouraged to submit their papers in journal form to the *Periodical* for consideration to be published as original papers or work, also considering the criteria of adding new content to previously published work.

II. Copyright

The title of the *Periodical* shall be registered in the name of IEEE, and the *Periodical* as a whole shall be copyrighted by IEEE. All authors of articles and material in the *Periodical* shall have their copyright transferred to IEEE, except in the case of material in the public domain. All IEEE copyright procedures and practices shall be followed. The IEEE may freely reuse the copyrighted material for their own purposes without charge. Revenues from copyright fees, or other subsidiary rights fees associated with the *Periodical*, that are paid by outside parties to be collected by the IEEE, shall be credited to the *Periodical* in accordance with IEEE procedure.

III. Finances

Financial ownership of the *Periodical* requires that all Shareholders accept the responsibility of the expenses of the *Periodical* throughout the year and share in the potential profit or loss of the *Periodical*, according to the percentage of shareholder ownership as noted above.

Annual distribution of the profit/loss will be completed by IEEE in accordance with its established procedure (surplus/loss distributed in December, post audit adjustments completed by 1 June). IEEE Computer Society, as Administrative Partner, will provide oversight to ensure the distribution occurs in a timely fashion.

IV. Marketing

There shall be a coordinated marketing effort, administered by the IEEE Computer Society.

V. Subscriptions and Fulfillment

Subscriptions

All Sponsors shall offer the *Periodical* to their Society members according to the rates established by the *Steering Committee* and confirmed by the participating Financial Sponsors. The *Steering Committee* shall also establish rates for other Society and IEEE members as well as non-member subscribers.

Electronic Distribution

The Periodical will be included in the IEEE All Society Periodicals Package (ASPP) and its sub-packages as well as the IEEE Electronic Library Xplore, as well as the IEEE Computer Society's digital library. Revenue distribution of the Periodicals inclusion as part of any Society Member Library will be distributed annually and in accordance with the shareholder sponsorship as outlined in this Memorandum of Understanding.

Arbitration

In the event of a disagreement regarding the Periodical among the Financial Sponsors, a review panel consisting of the Chair of the TAB Periodicals Committee and other members appointed by the TAB Periodicals Committee will meet to resolve the issue.

In the unlikely event the review panel is unable to come to a resolution by majority vote, all parties agree to request for an Arbitration Committee selected by TAB for mediation and resolution of the issue.

Agreements, Durations, and New Agreements

All agreements must be approved by the TAB Periodicals Committee .

The period of this Agreement shall be 5 years from the date of signature of the Financial Sponsors and all Financial Sponsors are obligated to commit to the Agreement.


1) Withdrawal of Agreement: In the event that a **PARTNER** wishes to withdraw from this Agreement, the **REMAINING PARTNERS** retain all the rights to the *TCC* and will continue to publish the periodical. Notification of intent to withdraw must be made **one** year prior to the expiration of this agreement. The remaining partners need to sign a new agreement with the new % of financial ownership.

2) If a new Financial Sponsor is added during the course of the MOU, a new document specifying the new percentage of financial ownership needs to be signed by all Financial Sponsors.

3) At the termination of the agreement, a new Agreement needs be signed by all Financial Sponsors with possible new % of financial ownership.

As Financial Sponsors this agreement is accepted by:

Signed for by the (Administrative) **PARTNER A:**

 29 Jun 12

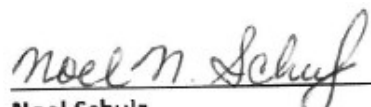
John Walz
President, IEEE Computer Society

Signed for by the **PARTNER B:**

 30 Jun 12


Vijay Bhargava
President, Communications Society

Signed for by the **PARTNER C**

 26 Jul 12

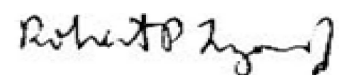
Noel Schulz
President, Power and Energy Society

Signed for by the **PARTNER D**

 29 Jun 12

Stephen Dukes
President, Consumer Electronics Society

Signed for by the **PARTNER E**

 20 Jul 12

Robert Lyons
President, IEEE Systems Council