

**IEEE SA STANDARDS BOARD PROCEDURES COMMITTEE (ProCom)  
MEETING MINUTES**

**25 May 2021**

**1:00 p.m. – 3:00 p.m. UTC**

**Teleconference/Webex**

**Attendees**

**Members Present:**

Doug Edwards  
Travis Griffith  
John Kulick, Chair  
David Law  
Kevin Lu  
Damir Novosel  
Annette Reilly  
Dorothy Stanley  
Sha Wei

**Members Absent:**

None

**IEEE Staff:**

Larry Bolsch  
Matthew Ceglia  
Karen Evangelista  
Jon Gaughran  
Josh Gay  
Jonathan Goldberg  
Jodi Haasz  
Yvette Ho Sang  
Konstantinos Karachalios  
Soo Kim  
Kristin Little  
Kelly Lorne  
Karen McCabe  
Erin Morales  
Mary Lynne Nielsen  
Dan Perez  
Dave Ringle, Administrator  
Rudi Schubert

Lisa Weisser  
Joan Woolery

**IEEE Outside Legal Counsel:**

Michael Lindsay – Dorsey & Whitney LLP  
Claire Topp – Dorsey & Whitney LLP

**Guests:**

Ramy Fathy  
Latonia Gordon  
Gary Hoffman  
Taras Holoyad  
Paul Nikolich  
Glenn Parsons  
Lachlan Scully  
Joy Tan  
Karl Weber  
Walter Weigel  
Howard Wolfman  
Don Wright  
Fannie Yu

1 CALL TO ORDER

Chair Kulick called the meeting to order at 1:03 p.m. UTC.

2 INTRODUCTIONS

There was a round of introductions by all present.

It was noted that the meeting was quorate.

3 APPROVAL OF AGENDA

**There was a motion to approve the agenda. In the absence of objection, the motion was approved.**

4 APPROVAL OF THE [24 MARCH 2021 ProCom MINUTES](#)

**There was a motion to approve the 24 March 2021 ProCom meeting minutes. In the absence of objection, the motion was approved.**

5 OLD/UNFINISHED BUSINESS

5.1 Review of [SASB Ballot Comments Received](#) – SASB OpMan RE: Commercial Terms and Conditions – Kulick

Chair Kulick noted that he had created an ad hoc to review the SASB ballot comments received and to draft recommendations for review by ProCom.

Chair Kulick thanked the ad hoc members (Yvette Ho Sang, Gary Hoffman, John Kulick [Chair], David Law, Dave Ringle, and Claire Topp).

Chair Kulick reviewed the SASB ballot comments received and the ad hoc's recommendations.

**There was a motion to recommend the *IEEE SA Standards Board Operations Manual* changes noted below to the SASB for approval consideration via a 30-day email ballot. In the absence of objection, the motion was approved.**

**IEEE SA Standards Board Operations Manual**

**6.2.2 Endorsements of proprietary products or services**

IEEE standards shall not endorse or require the purchase or use of proprietary products or service providers as a condition of implementing the standard. Proprietary in this context means products or services that are the property of an owner and cannot be obtained or recreated without the consent of the owner. For example, an IEEE standard may not endorse or require the purchase or use of brand-name tools or components, licenses, manufacturer lists, service provider lists, or copyrighted materials.<sup>FN</sup>

However, for informational purposes, where known sources exist for products or services necessary to comply with the IEEE standard, it is permissible, but not obligatory, to identify the sources (which may include a source's name and address) in a footnote, an appendix, or reference to a website. The referenced products or services shall be reasonably available from the referenced sources, the words "or the equivalent" shall be added to the reference, and the reference shall also expressly state that identification of products or services is not an endorsement of those products or services or their suppliers.

<sup>FN</sup> The term "copyrighted materials" is not intended to include: (a) manufacturers' instruction/safety manuals; or (b) ~~third party standards, when such~~ documents ~~are~~ incorporated by reference into the text of an IEEE standard for non-commercial technical or safety-related purposes, as long as such references do not otherwise violate other provisions of the Commercial Terms and Conditions Policy (e.g., they cannot also include warranties, guarantees, and like commercial clauses).

#### **6.4.6 Normative references**

Normative references are documents that contain additional material that is necessary to implement the standard. Thus, normative references are indispensable when applying the standard. Each normative reference shall be cited, and the role and relationship of each normative reference shall be explained in the body of the standard.

IEEE and other nationally or internationally recognized standards developing organizations (SDOs) are preferred as the source of normative references. Documents published by other organizations may be cited provided the document is publicly available at a cost that is not unreasonable at the date of publication of the IEEE standard, **and the document meets the restrictions on commercial terms (see 6.2.2)**. Documents that are cited as normative references, but that are developed by organizations that are not nationally or internationally recognized SDOs, shall include the edition or date of publication in the citation. References to standards that are not active are permitted, provided such standards are publicly available at the date of publication of the IEEE standard. Draft standards may be used as normative references if they are unambiguously dated, readily available, and retrievable at the date of publication of the IEEE standard. Please consult with an IEEE Standards project editor if such inclusion is necessary.

References to specific clauses or subclauses, tables, and figures of another document shall include the date of said document.

#### 5.2 [Proposed Updates](#) to SASB OpMan RE: Standards Committee Mandatory Requirements – Kulick/Ceglia

Chair Kulick noted that he had created an ad hoc to address feedback from the discussion that occurred during the 24 March 2021 ProCom meeting.

Chair Kulick thanked the ad hoc members (Matthew Ceglia, Doug Edwards, Yvette Ho Sang, John Kulick [Chair], David Law, Dave Ringle, and Dorothy Stanley).

Chair Kulick and Matt Ceglia reviewed the ad hoc's recommendations.

**There was a motion to recommend the *IEEE SA Standards Board Operations Manual* changes noted below to the SASB for approval consideration via a 30-day email ballot. In the absence of objection, the motion was approved.**

#### **IEEE SA Standards Board Operations Manual**

##### **5.1.2 Duties of the Standards Committee**

###### **5.1.2.1 Mandatory requirements**

Supervision of a standards project by the Standards Committee includes the following mandatory requirements:

- a) Submit a properly completed Project Authorization Request (PAR) for IEEE SA Standards Board approval within six months of the first decision to initiate the project. Forms and information may be obtained from the NesCom Administrator (see 5.2).
- b) After approval of the project, work with the IEEE Standards Department Staff to give notice of the project in appropriate publications and to appropriate entities, for the purpose of soliciting an expression of interest in the work of the Standards Committee.
- c) Ensure that mandatory coordination requirements are accomplished (see 4.2.3.2 and 5.4.4).
- d) Organize the technical development work on the standard.
- e) Access and use IEEE's data, including personal data, from IEEE systems for the purposes intended, including to support the technical development work on the standard, and only in compliance with IEEE or IEEE SA Privacy and data privacy policies.
- f) Notify persons who have expressed interest in the time and the place of meetings as specified in the P & P of the Standards Committee (see 5.1.1).
- g) Ensure that all meetings involving standards are open to all interested parties.
- h) Conduct the Standards Association ballot and IEEE Public Review in accordance with these procedures (see 5.4).
- i) Submit the proposed standard together with the submittal form to the IEEE SA Standards Board.
- j) Submit annually to IEEE SA Staff an electronic list of persons participating in standards projects during the prior year.
- k) Without exception, the Standards Committee shall ensure the submission of an annual financial report(s) for the operation of the Standards Committee and all of its standards development subgroups (e.g., working groups, task groups). Those groups operating without treasury are required to submit an annual declaration thereof via the report (see 5.3.6).
- l) Monitor standards developing committees and duly authorized IEEE SA activities for signs of dominance by any single interest category, individual(s), or organization(s). If dominance is suspected, the Standards Committee shall immediately notify the Secretary of the IEEE SA Standards Board and should recommend corrective action(s) to the IEEE SA Standards Board (see *IEEE SA Standards Board Bylaws* Clause 5.2.1.3).
- m) If a Working Group (WG) was created for technical development work on a standard, ensure that a written set of WG policies and procedures (P & P) is created and approved by the Standards Committee. Such P & P shall not be in conflict with the *IEEE SA Standards Board Operations Manual*. Standards Committees should note that IEEE SA Standards Board maintains a baseline WG P & P, and may occasionally request to review a Standards Committee's WG P & P for alignment.
- n) **Upon request, provide the IEEE Standards Association Program Manager with full access to**
  - i. **All documents related to IEEE standards development activities including, but not limited to, the following:**
    - **Meeting minutes**

- Meeting agendas
- Membership roster(s) and/or participant list(s) as described in the working group policies and procedures
- All Work Products, Contributions and/or presentations as defined in the IEEE SA Copyright Policy (see *IEEE SA Standards Board Bylaws*, clause 7)
- Communications including, but not limited to, communications by the standards development group for the review of the draft and communications to external bodies
- Appeals, dominance complaints, and other related materials
- ii. IEEE and non-IEEE document repositories used to store all documents related to IEEE standards development activities including, but not limited to, IEEE offered eTools and document storage tools
- iii. Email distribution lists including, but not limited to, IEEE ListServ and email aliases
- iv. Tools used by the standards development group not listed above

The time frame required for providing the requested information and/or access based on the requirements listed above shall be 20 days from the date of the request from the IEEE Standards Association Program Manager. Failure to respond may be cause for suspension of standards activities.

## 6 NEW BUSINESS

### 6.1 [Proposed Updates](#) to SASB OpMan RE: Financial Activities – Gaughran

Jon Gaughran led discussion of the proposed changes to the SASB OpMan.

**There was a motion to recommend the *IEEE SA Standards Board Operations Manual* changes noted below to the SASB for approval consideration via a 30-day email ballot. In the absence of objection, the motion was approved.**

#### **IEEE SA Standards Board Operations Manual**

##### **5.3.5 Meeting expenses**

A Standards Committee or Working Group may choose to set a meeting fee as a means of offsetting the costs of meeting administration, logistics, and other similar costs of standards development.

The Standards Committee or Working Group assumes the entire risk of deficit; i.e., if a deficit is incurred in the operation of a meeting, that deficit is chargeable against the Standards Committee or Working Group, as appropriate. Conversely, if a surplus results from the operation, the surplus will be credited to the Standards Committee or Working Group, as appropriate.

##### **5.3.6 Annual financial report**

All Standards Committees shall ensure the annual certification of detailed financial activity via the IEEE SA online financial reporting tool. The report is due by 15 February of each year for the previous fiscal year's activity. Failure to submit this report shall result in action from the IEEE SA Standards Board. **Entry Categorization** of financial transactions shall be completed within **30-45** days of the end of each fiscal quarter (March, June, September, and December) and shall be considered delinquent if not submitted by that time. If two deadlines in one fiscal year are missed, the non-compliant group shall then be required to enter financial transactions on a monthly basis through the end of the following year. If missed deadlines continue, any of the following actions may be taken by the SASB:

- Removal of the Treasurer
- Removal of the Officers
- Suspension of all activities of the non-compliant group until the report is filed and accepted as complete

### **5.3.7 Bank accounts**

All **IEEE Standards development Committees and Working Groups** that have or intend to have bank accounts shall use **the IEEE Concentration Banking Program banking services provided by the IEEE Treasury Department** as their only bank account. It is the policy of the IEEE that all bank accounts provide for the signatures of at least two volunteers (who shall be IEEE Member grade or higher in good standing).

Bank accounts shall be closed six months after the standards development activity has ceased and if further projects are not planned. Closing bank statement(s) shall be submitted to the IEEE SA BOG and the relevant IEEE Society with the final budget report.

**In the event that a Working Group's treasury goes into deficit, the Working Group's Standards Committee is ultimately responsible for that deficit.**

### **5.3.8 Auditing of finances**

All Standards Committees **and Working Groups** with actual income or expenses of US \$250,000 or more per year shall be audited by a fully qualified, independent professional auditor. The Standards Committee **or Working Group** may select an outside accounting firm, another fully qualified resource, or the IEEE Internal Audit Department to arrange for and perform the audit. The selection of such auditors should avoid any conflict of interest with members of the relevant Standards Committees **and Working Group**. If the IEEE Internal Audit Department is selected to provide the auditing service, all required documentation is due no later than 15 March. If prepared by an independent auditor, the contract/MOU for their services is due to the IEEE Internal Audit Department by 15 March; the final and complete audit report shall be submitted to the IEEE Internal Audit Department by 30 April.

Standards Committees **or Working Groups** with more than US \$25,000 but less than US \$250,000 in income or expenses per year may be audited. The IEEE Internal Audit Department is responsible for scheduling and arranging for the audits of these Standards activities. For those Standards Committees **or Working Groups** not scheduled for an Internal Audit review in a given year, an informal review should be

conducted by a committee composed of individuals who have no direct or indirect responsibility for the financial transactions of the Standards Committee or Working Group.

All audit fees, as determined by the IEEE Internal Audit Department, shall be incorporated in the budgets of Standards Committees or Working Groups and displayed as a separate line on budget reports.

The IEEE Internal Audit staff shall assure that committee financials are audited in accordance with the guidelines developed for this purpose.

### 5.3.9 Closings

All IEEE Standards development committees with meeting income or expenses of US \$25,000 or greater per meeting shall complete the following tasks within six months of cessation of the IEEE standards development activities:

- ~~— Close bank accounts;~~
- Distribute any surplus as directed by the IEEE SA BOG;
- Complete final financial reports;
- Complete the audit, if required.

Many of these tasks are required by United States Internal Revenue Service regulations and by the audit process. Documentation concerning these tasks shall be reviewed by the IEEE SA BOG and the relevant IEEE Society, where applicable.

All Working Groups shall complete the following tasks within six months of cessation of the IEEE standards development activities:

- Complete final financial reports;
- Complete the audit, if required;

Responsibility for the maintenance of the bank account assets will default to the Standards Committee under which the Working Group was formed.

## 6.2 [ProCom Conventions](#) – Hoffman

Gary Hoffman, SASB Chair, initiated discussion on the topic of creating ProCom Conventions.

There was significant discussion.

This item will move to the September 2021 ProCom meeting as Old Business.

***Action Item: ProCom Members should consider the Pros and Cons of having ProCom Conventions (e.g., submittal deadlines, etc.) and be prepared for discussion at the September ProCom meeting.***



7 [NEXT MEETING](#)

The next ProCom meeting will be scheduled to occur on 21 or 22 September 2021.

8 ADJOURNMENT

There being no further business, the meeting was adjourned at 2:26 p.m. UTC.