

Minutes of the Control Systems Society Board of Governors Meeting Montreal, Canada, June 26, 2012

CALL TO ORDER AND APPROVAL OF AGENDA

Christos Cassandras called the meeting of the Control Systems Society (CSS) Board of Governors (BoG) to order at 1:00 pm on June 26, 2012. He reminded the BoG of the rules of the meeting including reminding individuals that an abstention is effectively a no vote, and asked the attendees to introduce themselves. The following members of the BoG were in attendance: Frank Allgöwer, Anuradha Annaswamy, Panos Antsaklis, Alessandro Alstolfi, Richard Braatz, Francesco Bullo, Carlos Canudas de Wit, Christos Cassandras, Edwin Chong, Warren Dixon, Frank Doyle, Jay Farrell, Antonella Ferrara, Masayuki Fujita, Sam Ge, Sandra Hirche, Bruce Krough, Stephane Lafortune, John Lygeros, Richard Middleton, Kirsten Morris, Lucy Pao, Thomas Parisini, Ian Petersen, Li Qiu, Toshiharu Sugie, Elena Valcher, M. Vidyasagar, and Yutaka Yamamoto. Additionally, the following visitors attended the meeting: Pradeep Misra, Roberto Tempo, Gary Balas, and Lisa Purvis.

Quorum was established and the agenda was approved with unanimous consent. Following approval of the agenda, C. Cassandras proceeded to ask if anyone would like to remove items from the Consent Agenda (see Appendix A). No items were removed from the Consent Agenda and it was approved unanimously.

Next, the minutes of the BoG meeting of December 11, 2011, held in Orlando, Florida were approved unanimously.

ACTION ITEMS

Appointments

R. Middleton, Chair of the Nominating Committee, started by informing the BoG that several issues were discussed in the nominating committee regarding the nomination process and the structure of the nominating committee, which were described in further detail in a subsequent motion and discussion. He then provided the results of the 2013 BoG Election. The following nominees were elected to serve for a 3 year period, starting January 1, 2013: Robert R. (Bob) Bitmead, Alessandro Giua, Pramod Khargonekar, John Lygeros, Marco Lovera, and Dragan Nesic. R. Middleton indicated that the CSS Executive Committee nominees could be voted on as a slate or individually. The votes were discussed individually.

- J. Farrell left the room, and R. Middleton presented the following motion: *Motion to approve Jay Farrell as the President Elect for 2013*. There was no discussion. The motion passed unanimously, and J. Farrell returned to the room.
- M. Fujita left the room, and R. Middleton presented the following motion: *Motion to approve Masayuki Fujita as the Vice President of Conference Activities for 2013*. R. Middleton commented that M. Fujita was asked to extend his term a third year. There was no further discussion. The Motion passed unanimously, and M. Fujita returned to the room.

- K. Morris left the room, and R. Middleton presented the following motion: *Motion to approve Kirsten Morris as the Vice President of Membership Activities*. R. Middleton indicated that she was a new nomination. There was no further discussion. The motion passed unanimously, and K. Morris returned to the room.
- F. Bullo left the room, and R. Middleton presented the following motion: *Motion to approve Francesco Bullo as the Vice President of Publication Activities for 2013*. F. Bullo was discussed as having completing a two-year term as Vice president for Technical Activities, and was asked to serve as Vice President for Publication Activities. There was no further discussion. The motion passed unanimously, and F. Bullo returned to the room.
- F. Allgöwer left the room, and R. Middleton presented the following motion: *Motion to approve Frank Allgöwer as the Vice President of Technical Activities for 2013*. R. Middleton indicated that F. Allgöwer was a new nomination. There was no further discussion. The motion passed unanimously, and Frank returned to the room.

Finance Activities Motions

Edwin Chong, VP for Finance Activities, presented his motion to approve increasing the travel reimbursement limit. He explained the financial impact using reimbursement data from 2011. He indicated the motivation was to increase the numbers from when they were last changed since 2007, indicating airfare increases, 3.5 %/year for US domestic travel, conference registration is not part of the reimbursement, and the bottom line in the reimbursement form (spreadsheet) should not exceed the maximum amount.

Motion: To approve increasing the travel reimbursement limits for IEEE CSS volunteers to 800 USD for intra-continental and 1200 USD for inter-continental travel.

The floor was opened to discussion. G. Balas asked how this compared with other societies. IFAC was recorded as not paying anything. J. Farrell indicated that the Computational Intelligence Society pays for everything. The motion was suggested to be amended to start immediately.

M. Vidyasagar calculated the total expense as approximately \$82,000, and commented that the airfares have risen significantly and it seems reasonable. P. Misra indicated that this change might not be reflected in the budget. The forecasted variance is +\$79,000, so the conservative budgeting can cover this cost increase.

A friendly amendment was suggested to change the start date to January 1, 2013, to avoid giving all the current members of the BOG a budget increase and to be more aligned with IEEE CSS budgets.

The amended motion read: *To approve increasing the travel reimbursement limits for IEEE CSS volunteers to 800 USD for intra-continental and 1200 USD for inter-continental travel to begin January 1, 2013. Financial Impact: +\$79K.*

The friendly amendment was approved unanimously.

Technical Activities Motions

Francesco Bullo, VP for Technical Activities, presented the following motion.

Motion: To set nominal terms for chairs of CSS technical committees as follows (all terms indicated are maximums and subject to CSS's normal annual appointment process):

- *initial appointment for a maximum of 3 years with possible reappointment for a maximum of 3 years.*
- *current TC chairs: current appointments may be extended through at most 2015.*

F. Bullo indicated that the CSS follows an annual appointment for all volunteers, including all ExCom members, continuing editors-in-chief, editors, associate editors, and chairs of technical committees. Term limits help the Society in succession planning and remove some of the uncertainty associated with the year-to-year appointment process. IEEE is encouraging all societies to adopt term limits as broadly as possible.

He indicated that a December 2005 motion approved (i) editors-in-chief: initial appointment for a maximum of 5 years with possible reappointment for a maximum of 3 years, and (ii) associate editors: initial appointment for a maximum of 3 years with possible reappointment for a maximum of 3 years. He further indicated that discussion during the December 2011 Excom meeting indicated support for 3-6 year term limits. Additional informal interaction with some elected BoG members in December 2011 indicated support for 2-4 year term limits. During the December 2011 TAB meeting, the current TC Chairs suggested 3-6 year terms, which was unanimously supported during the May 2012 Excom Meeting. There were no further comments, and the motion passed unanimously.

Conference Activities Motions

Masayuki Fujita, VP for Conference Activities, presented the following motions:

MSC 2014 Coordinating Program Chair

Motion to approve Frank Allgöwer for the MSC 2014 Coordinating Program Chair

M. Fujita provided brief biographical information, highlighting F. Allgöwer's relevant experience. After this presentation, the floor was open for discussion. There were no comments, and the motion was unanimously approved.

MSC 2014 ISIC Program Chair

Motion to approve Alessandro Casavola as the ISIC 2014 Program Chair

M. Fujita provided brief biographical information, highlighting A. Casovola's relevant experience. After this presentation, the floor was open for discussion. There were no comments, and the motion was unanimously approved.

MSC 2014 CCA Program Chair

Motion to approve Magnus Egerstedt as the CCA 2014 Program Chair

M. Fujita provided brief biographical information, highlighting M. Egerstedt's relevant experience. After this presentation, the floor was open for discussion. There were no comments, and the motion was unanimously approved.

CDC 2015 Program Chair

Motion to approve Mitsuji Sampei as the CDC 2015 Program Chair

M. Fujita provided brief biographical information, highlighting M. Sampei's relevant experience. After

this presentation, the floor was open for discussion. There were no comments, and the motion was unanimously approved.

CDC 2016 General Chair

Motion to approve Alessandro Giua as the CDC 2016 General Chair

M. Fujita provided brief biographical information, highlighting A. Giua's relevant experience. After this presentation, the floor was open for discussion. M. Vidyasagar asked about the logistics of a General Chair that is not in the host country of the conference. C. Cassandras explained that Alessandro was educated in the US and his geographical location is not considered an issue for the Executive Committee and not a hardship because Alessandro travels to the USA extensively. R. Middleton indicated that S. Yurkovic (chair of conference operations) would be helpful for negotiating the contracts and etc. E. Valcher indicated that the finance chair should be strong because Alessandro would not be familiar with the USA financial system. R. Middleton indicated that he has not organized previous conferences, but that his other service provided relevant experience. C. Canudas de Wit inquired about the rationale of the venue, and it was discussed that the location is expected to be in the USA, but it is up to Alessandro to propose a location, and that the BoG would have to approve the location. M. Vidyasagar also reiterated that he would have to scout out locations. There was no further discussion, and the motion passed unanimously.

Publication Activities Motions

Frank Doyle, VP for Publication Activities, presented the following motions.

Motion to appoint Maria Prandini (Politecnico di Milano) as the new editor for E-Letter on Systems, Control and Signal Processing for a 5-year term (renewable for 3 additional years).

F. Doyle provided brief biographical information, highlighting M. Prandini's relevant experience. After this presentation, the floor was open for discussion. There were no comments, and the motion was unanimously approved.

Next, F. Doyle presented a motion to approve the pursuit of a Phase 2 proposal for establishing the IEEE Transactions on Control of Network Systems, pending the approval of the IEEE Periodicals Committee

Motion to approve the pursuit of a Phase 2 proposal for establishing the Transactions on Control of Network Systems, pending the approval of the IEEE Periodicals Committee.

F. Doyle indicated that IEEE has rigid deadlines associated with reviewing proposals for new journals. The ExCom felt it would be best to provide the Phase 1 presentation to the BoG, and if the BoG approves the motion then he would pursue Phase 2. He has been through some iteration with IEEE, and he discussed additional items in the presentation. He reminded the BoG that it has been 20 years since a new journal was last introduced. He provided anecdotal evidence from C. Cassandras which indicated a need for a journal that has a strong networks and controls thrust.

M. Vidyasagar, asked about C. Cassandras' data. F. Doyle explained that the data is filtered and that only the relative value is important. He indicated a poll would be scheduled for summer 2012 for all CSS members. IEEE has a template for asking the general society their interest level.

He indicated that this new transactions is expected to bring in more societies and more authors. F. Doyle provided a Venn Diagram that indicated synergy with other societies. B. Krough asked where the intersection with the computer society was. F. Doyle indicated that this was not included because *networks* was not a keyword in their journals. C. Cassandras indicated that everything can be viewed in a network manner, and that we should be inclusive of this in our journals.

F. Doyle explained that if the BoG endorsed going forward, and that if IEEE endorses the Phase 1 proposal, then he can pursue Phase 2. R. Braatz indicated that IEEE should be inserted before Transactions in the title of the proposed journal. The financial costs were discussed. P. Misra indicated that while there will be minimal production cost, there will still be the usual cost associated with supporting the infrastructure to receive, review, and host technical papers. The journal is planned to be published electronically only.

G. Balas indicated that the current journals are much broader and that this journal is very focused. C. Cassandras indicated that it has been 20 years since the last journal, so he is not worried about the pace of change. G. Balas wondered what other areas could be represented. T. Parisini indicated that this journal is driven by an application context, not one method or technique. F. Bullo indicated that anecdotal evidence is that in magazines of science and nature, the word *network* appears in many articles and that we should coalesce interest in this area. P. Misra said equally important is that if we do not provide this forum, then authors will find other avenues for publishing. B. Krough was supportive of the proposal, and indicated that the society has let the IEEE Transactions on Automatic Control define what is important; we have and let other societies pick up what we have not embraced. M. Vidyasagar agreed with T. Parisini in that we have the opportunity to put our imprint on a growing trend. The science and nature papers tend to provide superficial and trendy treatment of network issues, where our papers are striving towards mathematical rigor. He indicated that we are the right community and that we have lost some nice areas by not moving forward. We cannot afford to miss this chance. F. Bullo said it is not just an application area, and that the papers that have appeared on consensus, etc. have been heavily cited. C. Canudas de Wit indicated that it would be good to move the area forward. He asked if the focus was theory or applications. A Theorem-Lemma-Proof paper would typically be sent to IEEE Transactions on Automatic Control, so the question was raised as to what papers would be sent to this new journal. C. Cassandras indicated that it would be good to deflect some of the IEEE Transactions on Automatic Control papers. C. Cassandras said that some network papers are not being published in IEEE Transactions on Automatic Control because they will get lost in the journal without a network focus. C. Cassandras said it may be an uphill battle. T. Parisini indicated that being inclusive of other communities will be strong. Titles such as IEEE Transactions of Network Systems would be dead on arrival, but since we include the word control it should be acceptable to other IEEE societies. P. Misra is concerned that some will separate from the mainstream CSS society, but F. Doyle indicated that we will not have formal invitations and co-sponsorships. M. Vidyasagar clarified that we should not include other societies, but people from other societies. A. Ferrara asked what kind of recovery action can be taken if interest in this topic declines and becomes less important: can it be absorbed, that is, is there a soft way for it to be phased out? P. Misra indicated that IEEE has some checks and balances to address such issues with a 5 year review cycle, at a maximum.

There was no further discussion and the amended motion including the word IEEE passed unanimously.

Membership Activities Motions

Shuzhi Sam Ge, Vice President of Membership Activities, presented three motions related to membership activities.

Motion to approve Malcom Clive Smith, Lei Guo, and Andrea Serrani as Distinguished Lecturers

S. Ge provided brief biographical information for each candidate, highlighting relevant experience. After this presentation, the floor was open for discussion. I. Petersen asked if Distinguished Lecturers are normally voted on by the BoG. E. Valcher indicated that it was not previously voted on. R. Middleton clarified that the Excom endorsed the nominees, but that the BoG can overturn the nominations, so the candidates were presented for full disclosure. E. Valcher indicated that previously, it was just approved by Excom. C. Cassandras commented that BoG approval is necessary as financial implication is involved. I. Petersen commented that if candidates were not BoG approved then he should not have contacted the candidates.

There were no further comments, and the motion was unanimously approved.

Motion: Approval for Student Travel Expenses of \$30K per annum for CDC (20K) and MSC (10K) starting from 2013.

S. Ge indicated that at the last BoG he was asked to provide retention rate of student members as evidence of an impact of the travel expenses and other alternate activities. He indicated that the student travel support is quite successful in its retention: of 48 awardees, 42 (88%) remain as CSS members (38 remain CSS student/graduate student members and 4 became CSS member/associate members upon their graduation), while only 6 student members disappeared. He indicated that this high retention rate is a reason to support the Student Travel Program. He also indicated that the CSS has about 300 student members on average, about 100 old members disappear and 200 keep their CSS membership (student or higher grades). The retention rate is about 67%. Based on information gathered by S. Hirche, S. Ge indicated that there were 86 eligible applications in 2011, 41 eligible applications for CDC in 2010, and 60 eligible applications in 2009. At least 60 applications are expected this year, and S. Hirche's report suggested the request of \$30,000 for travel support this year. S. Ge indicated that if the number of applicants exceeds the budget, additional criteria will be used to make a selection among the applicants including students that have not benefited from this support in the last 2 years, will present more than one paper at the conference, and are the first author of the paper. In addition, the selection committee may decide to limit awards where more than one presenter from the same institution would otherwise be offered an award to attend the same conference.

Discussion: M. Vidyasagar indicated that he was allocated \$20,000 for student travel support for the MSC 2013. P. Misra indicated that the program has been changed such that if the conference is held in a country under IEEE's developing nations list, then it is eligible to apply for funds under the new travel support program. These funds are to be used to subsidize registration, travel, and accommodation for students from these countries attending the CSS conference. R. Middleton indicated that this is different from outreach support and is in addition to the developing country initiative. In 2013 there is no competing conference from developing countries. M. Vidyasagar indicated that India has maybe the 2nd largest student membership but a poor retention rate. F. Allgöwer indicated that an Indian student studying in the US could not apply to the developing countries initiative. G. Balas asked how the AACC implements travel support programs for the ACC. C. Cassandras and S. Ge indicated that ACC handles

the student travel grants independently. There was no further discussion, and the motion passed unanimously.

S. Ge presented the following motion for free CSS Student membership.

Motion: Approval of

- (i) *Free CSS Membership for any IEEE Student Member (including IEEE student grade and IEEE graduate student grade), and*
- (ii) *All student members will receive only the electronic version of IEEE Control Systems Magazine from 2014 to 2015.*

J. Farrell asked how many student members are in IEEE. He also asked whether there is a risk of 150,000 students requesting to join CSS. S. Ge indicated that the IEEE student membership in 2012 was less than 100,000. M. Vidyasagar indicated that there is no real cost since CSS will not pay the \$10 membership costs, although the exact costs for electronic only access is unknown, but is expected to be minimal if any.

G. Balas indicated that the only negative he could see is that when someone becomes a member someone will have to pay. M. Vidyasagar indicated that he felt that such a cost might be negligible. B. Krough spoke against the motion. He indicated the need to have some nominal fee because it would make the society look desperate otherwise. A. Ferrara indicated that perhaps it would be free for one year and then decide if they want to continue the membership. This would perhaps address the desperate appearance. B. Krough did not understand why we would want to take on the burden of tracking the student memberships. M. Vidyasagar disagreed with the comment that offering free members gave the appearance that CSS is desperate. He did not see what is emotionally different from making it \$1 versus free. Internationally, he feels that giving something away may be viewed as noble. B. Krough indicated that students should have some financial commitment and that they had to pay to join IEEE anyway. P. Misra asked why we care if we have more student members, why go after a demographic that is not interested anyway. The same issue was raised for workshops, and the BoG indicated that workshops would not be for free and made it \$5. P. Misra asked what CSS is getting out of student memberships.

C. Cassandas asked B. Krough if he felt differently if the motion was for a year only. B. Krough questioned what new member numbers would mean. The question is how to make people pay attention. B. Krough indicated that we are not opening ourselves to large risk. J. Farrell indicated that we would never know the impact unless we pursue some activities. He indicated that we should treat this as a system identification problem.

M. Vidyasagar asked if a change in student membership costs would impact the ability to create a chapter. To create a chapter you have to have a certain number of student members.

E. Valcher further indicated that she did not think this will have an impact, but she is willing to try something and see if it will work. Archives of free books, of PhD dissertations, etc. could be ways to further entice students. Just a free IEEE Control Systems Magazine does not seem attractive. G. Balas said this seems very open loop: if they will not pay \$5 then what is their real interest level. He also indicated that they should have some financial commitment. P. Misra further iterated the need to track retention and close the loop. C. Cassandras restated A. Ferrara's idea of one year free. E. Valcher said that in the past a CSS representative would go to the newcomers reception, etc. and tell students to take

advantage of the process. F. Allgöwer asked if this was even feasible with IEEE? What if there was a hidden \$10 cost. M. Vidyasagar asked that we have some reasonable quantitative measures. M. Vidyasagar asked why not 2013 onward? K. Morris made a friendly amendment that it apply only for one year, which was seconded. B. Krough indicated that we would not have enough information to decide in one year, would prefer leaving it open ended. M. Vidyasagar requested 3 years. The friendly amendment was adjusted to 2 years. R. Braatz questioned if it goes from free and then switches back, will student membership decrease when CSS asks students to pay? This may ultimately hurt permanent members. R. Middleton moved to call the question. The BoG passed the move to call the question, and a vote on the amended motion, two years, was taken. F. Doyle and R. Braatz opposed, C. Canudas de Wit and J. Lygeros abstained, and the remaining votes were affirmative. The motion passed.

R. Middleton presented the following bylaw motions and discussion.

Motion: That the [IEEE Control Systems Society By-Laws](#), be altered as detailed in the [appendix](#), to effect changes as follows:

1. To alter the process for selection of the society nominating committee [[Article 1 -Section 1](#)].
2. To ensure at least 50% more candidates are nominated than are appointed, for elected membership of the Board of Governors [[Article I – Section 3](#)]
3. Rename “Executive Director” to “Director of Operations” [[Article 1](#)- Sections 2,3,4,7; [Article II – Section 1](#), [Article V – Section 4](#)].
4. Remove the previous mechanism for a BoG meeting being able to take “tentative” decisions when inquorate [[Article III – Section 2](#)].
5. Make several minor corrections or rewordings for consistency with IEEE Technical Activities Board.

Financial Impact: None

Discussion:

1. Nominating Committee Appointment Process:

[\[Article 1 -Section 1\]](#): The current appointment process has the nominating committee proposed by the President Elect subject to approval by the Board of Governors. The June and December 2011 Board of Governors meetings expressed concern with this process and appointed a task force to examine this process. The task force consisted of R. Middleton (Chair), G. Balas, D. Castañon, T. Djaferis, and M. E. Valcher. The task force also consulted IEEE where the advice was strongly that at least 2/3 of the nominating committee should be elected from a slate with at least 50% more candidates than positions available.

In summary, the proposed new process is:

- a. The past president (if available) is chair of the NC. If not available, BoG appoints the NC chair;
- b. The president elect is ex officio a member of the NC;
- c. 4 NC members elected by the board of governors from a slate of not less than 6 candidates, any BoG member can nominate people to the slate;

- d. The election will be conducted by secret ballot. The method of voting is multiple plurality, that is, each member of BoG votes for up to any 4; the 4 candidates with the most votes are elected. This is consistent with the process for electing members to BoG. The vote can be conducted by the chair of the NC;
 - e. The long term aim is that the election of the NC be held during the mid year BoG meeting, though the wording allows for other options.
 - f. If BoG were to approve the by-law changes, they do not come into effect until 30 days after approval. It is possible to implement this change for the 2013 NC by conducting a call for nominations and election electronically during August, September 2012.
2. **Revised procedures for nominations of candidates for elected membership of the Board of Governors:**
[[Article I – Section 3](#)] Our recent practice has been to have 9 candidates for the 6 members of BoG elected by the membership. To comply with recent changes within IEEE Technical Activities Board, we do need to mandate this. In particular, there must be at least 50% more candidates than positions.
 3. **Rename “Executive Director” to “Director of Operations”:**
[[Article 1](#)- Sections 2,3,4,7; [Article II – Section 1](#), [Article V – Section 4](#)]. These changes have been mandated by IEEE where the specific title ‘Executive Director’ is reserved for a different staff position.
 4. **Remove the previous mechanism for a BoG meeting being able to take ‘tentative’ decisions when inquorate**
[[Article III – Section 2](#)]. Previously, there was a mechanism that allowed for an inquorate meeting to continue to make tentative decisions, subject to subsequent approval: “...if less than a quorum attend ...tentative action may be taken which shall become effective upon subsequent ratification,” IEEE advice is that this is not permissible, and the offending sentences have been removed.
 5. In consultation with IEEE staff, several minor inconsistencies (e.g., wording or capitalization) have been corrected.

Proposed New Bylaws Sections

Article I - Elections

Section 1. Nominating Committee.

The Nominating Committee for each year shall include the immediate Past President of the CSS as Chair. With extenuating circumstances, the CSS Board of Governors may appoint a different individual to this position. The President-Elect shall be a member of the Nominating Committee ex-officio. Four members of the Society shall be elected to be voting members of the Nominating Committee, by the Board of Governors, from a slate of not less than six candidates. Such election shall be held no later than the end of September, shall be by secret ballot, and shall be conducted as a multiple plurality election.

At least four weeks prior to the election of the Nominating Committee, the incoming chair of the Nominating Committee shall call for nominations from the Board of Governors. Such nominations are due two weeks before the election, and may be made by any member of the Board of Governors provided they have demonstrated the willingness of the candidate to serve and provide a brief biography for the candidate. If there are not six candidates, the incoming chair of the Nominating Committee will add additional candidates to ensure there are no less than six candidates for election.

Members of the Nominating Committee will not be eligible to be elected to the Board of Governors or as officers of the society while serving on the Nominating Committee. A member of the Nominating Committee may be nominated and run for a position for which the Nominating Committee is responsible for making nominations only on the following conditions (i) the nomination is not made by a member of the same Nominating Committee and (ii) the member resigns from the Nominating Committee prior to its first meeting.

Section 2. Board of Governors Election Notice to Members.

On or before February 15 of each year, the Director of Operations shall notify all members of the Society, through a Society publication sent to all members, that nominations for election to the Board of Governors may be made directly to the IEEE by petitions signed by 2% of the members of the society. The number of signatures required on a petition shall depend on the number of eligible society voters, as listed in the official IEEE membership records at the end of the year preceding the election. Prior to submission of a nomination petition, the petitioner shall have determined that the nominee named in the petition is willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition. Signatures can be submitted electronically through the official IEEE society annual election website, or by signing and mailing a paper petition. The name of each member signing the paper petition shall be clearly printed or typed. For identification purposes of signatures on paper petitions, membership numbers or addresses as listed in the official IEEE membership records shall be included. Only signatures submitted electronically through the IEEE society annual elections website or original signatures on paper petitions shall be accepted. These petitions must be received by the Control Systems Society Director of Operations by March 15. Members shall be notified of all duly made nominations prior to the election.

Nominations will also be made by the Nominating Committee. For consideration by the Nominating Committee, a petition signed by 25 members of the society shall be submitted by March 15. Prior to submission of this nomination petition, the petitioner shall have determined that the nominee named in the petition is willing to serve, if elected; evidence of such willingness to serve shall be submitted with the petition. Signatures can be submitted electronically or by signing and mailing a paper petition to the chair of the Nominating Committee. The name of each member signing the petition shall be clearly printed or typed. For identification purposes, membership numbers must be included. These petitions must be received by the Nominating Committee Chair by March 15.

Section 3. Nominations.

On or before April 1, the Nominating Committee shall submit to the Director of Operations of the Society names of willing candidates for elected positions on the Board of Governors that must be filled on January 1 of the following year. The total number of nominees submitted by the Nominating Committee plus those nominated by petition should total a minimum of 1.5 times the number of vacancies. In accordance with IEEE Bylaws the duties of the Nominating Committee shall also include the submission of nominations for the office of Division Director to the IEEE, and the annual solicitation of names of potential candidates to be considered by the IEEE for service on IEEE Committees and Boards.

Section 4. Ballots.

On or before April 15 the Director of Operations shall mail to the appropriate IEEE office the ballot information containing all the nominees for election to the Board of Governors, including those submitted by the Nominating Committee and those properly nominated by petition, for management of the election.

Section 7. President-Elect.

Prior to becoming President, the President-Elect shall submit to the incumbent Board of Governors the names of a proposed Director of Operations, and proposed editors and associate editors for Society publications, and names for all the Standing Committee Chairs, all the Technical Committee Chairs, other Committee Chairs, and various Society representatives, for appointment. If a majority of the members of said Board of Governors do not object within 30 days from date of formal submission, appointments shall become final. If a majority of the members of said Board of Governors object, a new name (or names) must be submitted. The incumbent officials shall remain in office until successors are appointed and arrange to take over the offices.

Article II - Duties of Executive Officers

Section 1. Director of Operations.

The Director of Operations shall function as the Director of the Society. The Director will supervise an administrative person responsible for carrying out secretarial duties for the society, will participate in all discussions on strategic planning, and will oversee society administration. Activities include the responsibility for sending out notices according to plans delineated by the Board of Governors or laid down in the Society Bylaws, preparing the agenda for and recording the minutes of all meetings of the Board of Governors and general meetings of the Society, and making such reports of these activities as may be required by the Board of Governors or the IEEE. The Director of Operations shall be responsible for ensuring that the Society operates in accordance with the Society Constitution and Bylaws, for chairing ad hoc committees formed to propose amendments to the Constitution and Bylaws, and for maintenance of the archival records of the Society.

Article III - The Board of Governors

Section 2. Meetings.

No meeting of the Board of Governors shall be held for the purpose of transacting business unless each member shall have been sent notice of the time and place of such meeting 20 days prior to the date scheduled for the meeting.

Article V - Standing Committees

Section 4. Executive Committee.

This committee shall consist of the President, the President-Elect, the Vice President for Financial Activities, the Vice President for Member Activities, the Vice President for Technical Activities, the Vice President for Conference Activities, the Vice President for Publication Activities, the immediate Past-President and the Director of Operations. Between meetings of the Board of Governors, the Executive Committee shall be empowered to act for the Society except on matters which the Board has by resolution expressly reserved to itself. The Board of Governors may by majority vote at any meeting override any act or decision of the Executive Committee.

R. Middleton indicated that a task force was formed to review the nominating committee. IEEE strongly advised that 2/3 elected distinct from appointment processes. G. Balas indicated that the number was selected because the task force did not want the number of candidates to grow larger. J. Farrell asked about corporate memory where some two members would be elected on alternate years. The idea of making longer appointments could be considered. M. Vidyasagar asked where the slate comes from. If anyone is nominated as a CSS member, this could result in a large number of people. R. Middleton indicated that the chair of the group, such as a past president, would be appointed. He had suggested the previous chair, but IEEE preferred a different mechanism. M. Vidyasagar offered a friendly amendment that the chair of the Nominating Committee be selected from the Pool of past presidents, but R. Middleton indicated that IEEE did not support this. The current change is the IEEE suggestion. The president does not necessarily get included on the Nominating Committee as an automatic selection, but could be included.

There was no further discussion, and a vote was taken. R. Braatz opposed, unanimous otherwise, and the motion passed.

R. Middleton presented a second motion to alter the CSS Constitution.

Motion: That the Board of Governors petition IEEE to alter the [IEEE Control Systems Constitution](#), as detailed in the [Appendix C](#), to effect changes as follows:

1. Replace the term ‘fees’ by ‘dues’ where this term refers to annual amounts due for payment. [[Article II – Section 1](#), [Article IV -Section 1](#)]
2. Add condition of 2/3 majority of BoG needed to remove an appointee from office [[Article V, Section 11](#)]
3. Rename “Executive Director” to “Director of Operations” [[Article V-](#) Sections 3, 11]

Financial Impact: None

Discussion:

These proposed changes came about in discussions with IEEE, when it became clear that we needed to change the title of the ‘Executive Director.’ We have changed to ‘Director of Operations’ which appears to satisfy IEEE requirements. Two other minor changes have been recommended by IEEE.

Replace the term ‘fees’ by ‘dues’:

[Article II – Section 1, Article IV -Section 1]. In discussions with IEEE they have requested this change for consistency with IEEE terminology. IEEE uses ‘fees’ for one off amounts (e.g. conference registration ‘fees’); whilst recurring amounts (e.g. annual membership) is referred to as ‘dues’.

Add condition of 2/3 majority of BoG needed to remove an appointee from office:

[Article V, Section 11]. At present, the constitution allows the BoG to remove an officer, which would imply the requirement for a simple majority. The proposed change tightens up on this and specifies the requirement for a 2/3 majority in such a case. Of course, BoG retains its annual reappointment prerogative.

Rename “Executive Director” to “Director of Operations”

[Article V- Sections 3, 11]. This change has been mandated by IEEE due to the common usage of the term Executive Director within IEEE for a full time staff position.

R. Middleton then opened the floor for further discussion. P. Misra indicated that Article 7 of the By-Laws indicates that no bylaws will take effect until 30 days after it has been published to the entire society. E-letters cannot be used because it does not go to all members, and that we would need 2/3 of a yes vote from the quorum. R. Middleton indicated that he would explore a method to implement the 30 day notice to the entire society. There was no further discussion and the motion passed unanimously.

Motions Approved via Email

Warren Dixon, CSS Director of Operations, reminded BoG that motions passed via email votes are formally recorded in CSS archives. Between the December and June BoG meeting, one motion was discussed and approved by BoG:

Motion to approve expenditure of up to \$50K in 2012 and \$15K in 2013 for a 2nd edition of the Impact of Control Technology Report.

ACTIVITY REPORTS

Report of the President

C. Cassandras began his report with several brief updates. He reported that the CSS fared well during the society review. IEEE praised CSS for being a volunteer organization. They liked the activities and outreach and commitment to diversity. There were no negative comments, except that diversity of the BoG was not highlighted to IEEE.

The field of interest was revised based on input from the BoG. C. Cassandras indicated that the final version of the updated CSS Field of Interest Statement is now official. The Field of Interest Statement is as follows:

The interests of this society are in the theory, design, optimization, and applications of dynamic systems and control. The field integrates elements of sensing, communication, decision and actuation components, as relevant for the analysis, design and operation of dynamic systems and control. The systems considered include: technological, physical, biological, economic, organizational and other entities, and combinations thereof. The society focuses on the theoretical and technological underpinnings of the discipline.

C. Cassandras discussed the motivation for changing the name of the Executive Director to Director of Operations. He indicated that following some discussion and input from IEEE, the CSS Executive Committee has endorsed this change in title, which does not otherwise affect the actual functions of the “Executive Director.”

He commented that the proposed new journal is an exciting and large-scale effort since we have not pursued such activities in 20 years.

C. Cassandras updated the BoG regarding the award for excellence in aerospace control in terms of raising money for financial sustainability of the award. M. Vidyasagar mentioned that there are two aspects of sustainability: financial and the pool of candidates. He indicated that the society should take care to examine the sustainability from both aspects. C. Cassandras reminded the BoG that: the award fund established in 2009 (approved by BoG December 2008).

- Intent is to have this fund supported by external contributions solicited by the Technical Committee on Aerospace Control.
- Executive Committee has recommended that at least 50% of the required funds for this award be obtained by the end of 2014.
- Working with IEEE in an effort to establish this award fund.

C. Cassandras provided a brief information item on the Impact of Control Technology Report. He mentioned a nice story of an outreach project in the IEEE Society Sentinel, 22 February 2012 edition (Vol. 17, No. 4): CSS outreach activity *"My Daughter is an Engineer: Program helps get girls interested in Engineering."* He also indicated that the Executive Committee has endorsed a motion to approve an expenditure of up to \$50,000 in 2012 and \$15,000 in 2013 for a 2nd edition of the Impact of Control Technology Report.

C. Cassandras informed the BoG that Wikipedia pages referring to “Control Engineering,” “Control Theory,” “Automatic Control,” and possibly others are outdated, inadequate, and arguably do not do justice to our field. He indicated that IFAC was invited to join the CSS to update related pages, and they decided they did not want to pursue changes. He presented the idea of an ad-hoc committee of the Executive Committee, BoG members, senior members, etc. Asked the BoG for their reaction. C.

Canudas de Wit asked if the Impact on Control Technology Report could be used to formulate the Wikipedia pages. M. Vidyasagar indicated that Wikipedia has two different reasons – a public view where people want to know what control is and the other is inward looking focusing on specific principles. He asked that the society also look into correcting inward looking pages as well. C. Cassandras indicated that both are important. M. Vidyasagar suggested that he was interested in participating. F. Doyle commented that there are Wikipedia in many different languages, but also make sure that they are translated in different languages. M. Vidyasagar asked for an action item. C. Cassandras indicated that we have a plan in place to recruit several people based on a committee of a few people. K. Morris indicated that this is an outreach activity.

Report of the Vice President of Technical Activities

F. Bullo presented some discussion regarding the organization and track record, perceived problems, and Executive Committee evaluation and recommendation regarding the future of the IEEE Multi-Conference on Systems and Control (MSC). He indicated that when starting in 2007, MSC was meant to be (1) an event involving our technical committees (International Symposium on Intelligent Control (ISIC), Computational Aspects of Control System Design (CACSD)), (2) a conference on control technology and applications (CCA), (3) an outreach conference (a small CDC around the world). The multi-conference format was developed to remain sensitive to traditional conferences (CCA, ISIC, CACSD) with separate plenaries, proceedings, program chairs, and tracks. Based on different comments gathered from the community through multiple venues, F. Bullo commented that there is a perception that the IEEE International Conference on Control Applications (CCA) brand is being diminished and the opportunity to emphasize control technology is being lost. His report paraphrased T. Parisini (Editor-in-Chief of IEEE Transactions on Control Systems Technology (TCST)) comments that we should prize the CCA heritage and impact, and that it can serve as a feeder conference for IEEE TCST. F. Bullo also reported on the perception that the ISIC is losing appeal (e.g., lack of funding, competing conferences, loss of identity inside MSC, lack of identity of MSC, etc). F. Bullo noted that E. Rogers, 2012 ISIC Program Chair, had questioned the future viability of ISIC. F. Bullo reported that the MSC has a complex administration, lack of uniformity, focus, and identity. The MSC's ability to meet the intended goal (1) has not worked: ISIC is losing appeal, no other technical committee has joined, and there is a lack of uniformity between CCA and ISIC/CACSD. He reported that the chairs of Technical Committee on Intelligent Control and the Technical Committee on CACSD essentially agree with this assessment. The MSC's ability to meet the intended goals (2) and (3) was evaluated as successfully serving as an outreach conference around the world, but that we are losing the CCA tradition and opportunity, and that (2) and (3) could coexist.

F. Bullo indicated that the Executive Committee recommendations are to (1) transition to “conference on control technology and application,” (2) discontinue the MSC title and run CCA decoupled from ISIC and CACSD, (3) TCs would be encouraged to remain involved through workshops, tracks, etc., (4) keep the outreach aspect of the meeting, (5) broaden the scope of CCA, and (6) strengthen ties with the *IEEE Transactions on Control Systems Technology*, with technology is defined as a branch of knowledge plus applications areas. Regarding the possible *IEEE Conference on Control Systems Technology and Applications*, several important decisions are outstanding: timing of transition away from current setup, how to relaunch the CCA, and how to help ISIC and CACSD transition.

F. Bullo asked the BoG for feedback. R. Braatz indicated that other technical committees indicated that their needs were already satisfied without MSC. T. Parisini indicated that he feels it is time to

discontinue MSC, and that CCA has lost scope and focus. M. Vidyasagar indicated that in 2013, the sessions are not indicated as part of separate conferences. M. Vidyasagar also liked the possible new title but questions the need for systems in the title. If the new brand were called control technology and applications then it will potentially get some theory papers. C. Cassandras indicated that we can not unilaterally change the MSC structure from 2013 through 2017. C. Cassandras said that the name MSC must be the same. M. Vidyasagar indicated that the 2013 can be a test case for how the MSC be run. F. Allgöwer commented that future MSCs should be contacted regarding the name change. B. Krough indicated that he does not see why the fact that we have asked a volunteer to chair a conference should stop us from changing the name. F. Bullo indicated that there is a chronological dependency and that he would need to contact the volunteers. B. Krough reiterated that he does not feel that we have to wait so far as it is practical.

R. Middleton suggested as a historical remark that the idea was to bring together technical committees and to help with financial ups and downs. Some previous experience indicates that we can still have financial problems, and that technical committees have not embraced the MSC structure. M. Vidyasagar indicated that he agreed with F. Allgöwer and B. Krough that we should change the name and then if people do not want to host a conference then make a change. C. Cassandras indicated that the Executive Committee would make recommendations on the implementation. I. Petersen supported the name change, and part of the motivation is that CACSD will not be in the MSC 2015, and that ISIC may not contribute in 2015. M. Vidyasagar indicates that sequences of decisions need to happen quickly for MSC 2013.

F. Bullo also presented an informational item on the development of technical committee websites. He indicated that the objective was to create new websites for all 19 TCs, with consistent look and feel, easy transition, easy supervision, consolidated management and maintenance costs, and technical management united with the main CSS website. He then described the administrative abilities of the TC chairs for developing the websites. He indicated that three TCs had started the process to date. The plan is for flexible adoption by the remaining TCs with a development cost for a template of \$4K with a maximum cost per TC website of \$6K (5 hours at \$65/hr per website).

Report of the Editor-in-Chief of Control Systems Magazine

R. Braatz indicated there is a question about what to do about the name discrepancy between IEEE Control Systems Magazine (CSM) and IEEE Control Systems (CS). He indicated that currently IEEE Publications indicates that the official name is CS. Options that are available include: do nothing, change the name to be consistent with the front cover, or change the front cover. R. Braatz indicated that about 60% of IEEE Society Magazines have the word "Magazine" in the title. Even if a change is made, there is a question of implementation with IEEE. If no action is taken, the status quo is uncertain because IEEE Xplore uses "IEEE Control Systems" and ISI and others cite "IEEE Control Systems Magazine." In 1999 the cover was redesigned and the word "Magazine" was included in the cover change. B. Krough indicated that all Board of Governors reports use the term CSM, and he asked why we would not include the word magazine in the title. If we all refer to it as CSM, why should not the title be CSM, which is what we call it? M. Vidyasagar also agreed that the title should be CSM. R. Braatz indicated that changing the title in Xplore may require IEEE approval beyond the BoG. F. Doyle indicated that IEEE lists all IEEE publications in their style guide, and the ISBN number is connected to CSM. C. Cassandras indicated that he would like to see a straw poll of CS or CSM. Except for one hand

raised in support for CS, the remainder of individuals that raised their hands was in support of the title CSM. An action item is required to resolve the disconnect between the different names of the CSM.

Report of the President-Elect

Y. Yamamoto presented some outcomes from the long range planning committee. He indicated that they are in the process of posting a webpage that would explain how to give a good presentation. M. Vidyasagar indicated that the conference Program Chair should also indicate in the acceptance letter that they should look at the website for how to present the papers. C. Cassandras mentioned that the message should go to the advisors more importantly than students. The ACC best presentation of the session award was discussed as a motion. R. Braatz indicated that there are difficulties with the ACC award implementation and perception.

Report of the Vice President of Conference Activities

M. Fujita presented information regarding upcoming conferences and referred to the agenda for further details.

Report of the Vice President of Publication Activities

F. Doyle presented an informational item on the Ethics in Publishing Committee. The committee, convened in January 2012, has confidential membership consisting of a chair, four members, and the Vice President for Publications. Only the Conference Editorial Board Chair and the CSS President know the membership. At least two members of the committee and the chair review papers that contain potential ethics violations. In the case of non-uniformity about the proposed actions, the other members of the committee are involved to converge to a common decision. Following IEEE guidelines, particularly in case of inappropriate use of previously published material; the first violation should only lead to a warning. The committee neither involved IEEE (Tony Vengraitis was informed of what we were doing) nor recommended bans.

F. Doyle indicated that in January 2012 the committee dealt with an alleged case of plagiarism regarding a paper published in the Proceedings of the 2010 Chinese Control Conference. The committee found that the accusation was valid. IEEE was involved and the authors received a two-year ban (in addition to a letter of apology and a note posted on IEEE Xplore, announcing the offense). Between March and April 2012 the committee handled the MSC 2012 papers: twelve papers were investigated. None of the papers were deemed a case of plagiarism, only of inappropriate use of previously published material, at various levels of seriousness. Authors of five papers were sent a letter of inquiry. In the other seven cases, the committee sent a report to the Program Chair describing the situation. In all cases, the authors have been warned that although the committee did not involve IEEE, a second offense could result in a more serious action, including a ban from IEEE publications. During May/June 2012 CDC: twenty-two papers were investigated, twelve letters of inquiry were sent along with one alleged plagiarism case investigated.

M. Vidyasagar asked if all twelve papers were rejected. He asked if the committee recommended rejection of all of them. F. Doyle answered that only a handful of them were recommended for rejection. There was no follow-through on what decision the Program Chair followed: the committee just reported. J. Baillieul asked as to what is the current practice. E. Valcher indicated that she looked in the IEEE PSPB Operation manual and it was stated that previously published material could not be published unless there was clear authorization from the Editor (in case of Conferences the role of Editor would be

replaced by that of Program Chair, who of course would adhere to CSS guidelines). When she wrote the commitment statement for CDC authors, based on the one previously used for CDC-ECC 2011 and approved by C. Cassandras and R. Middleton (at the time, President-Elect and President, respectively) she made it clear as what were considered acceptable actions. The Ethics in Publishing Committee has suggested that there should be some guidelines posted to authors. M. Vidyasagar suggested that the plagiarism report should be reworded. P. Misra indicated that it had already been revised through PaperPlaza.

ADJOURNMENT

C. Cassandras thanked the members of the Board of Governors and visitors for attending the meeting. He also reminded the Executive Committee of the next meeting to be held in Boston in November 2012, and indicated that he would be sending out an email providing information regarding dates etc. and the meeting was adjourned at 5:40 pm.

APPENDIX A. CONSENT AGENDA

Conference Editorial Board Appointments

Motion to approve the new and continuing associate editors for the Conference Editorial Board (CEB) (new appointments to start at the ACC 2013 review cycle) [ExCom]:

Veronica Adetola
Mazen Alamir
Vincent Andrieu
Juhoon Back
Xavier Bombois
Aranya Chakraborty
Jess Will Curtis
Oleg Granichin
John Hedengren
Bayu Jayawardhana
Qing-Shan Jia
Thomas Meurer
Luca Scardovi
Zhan Shu
Bruno Sinopoli
Shreyas Sundaram
KengPeng Tee
Fuwen Yang

Continuing associate editors and biographies for new appointees were listed in the consent agenda papers.

IEEE Transactions on Automatic Control *Associate Editor Appointments*

Motion to approve the new associate editors for the *IEEE Transactions on Automatic Control* [ExCom]:

Claudio Altafini
Dario Bauso
Zhiyong Chen
Claudio De Persis
Zhengtao Ding
Denis Dochain
Laura Giarré
Dimitrios Hristu-Varsakelis
Ilya Kolmanovksy
Constantino Lagoa
Alexander Lanzon
Antonis Papachristodoulou
Marcio de Queiroz
Saswati Sarkar
Sandro Zampieri

Biographies for new appointees were listed in the consent agenda papers.

IEEE Transactions on Control Systems Technology

Associate Editor Appointments

Motion to approve the new associate editors for the *IEEE Transactions on Control Systems Technology (TCST)* [ExCom]:

Amir G. Aghdam
Gianluca Antonelli
Carlos Canudas-de-Wit
Raymond de Callafon
Chung Choo Chung
Stefano Di Cairano
Lorenzo Marconi
Olaf Stursberg
Hong Wang

Biographies for new appointees were listed in the consent agenda papers.