

AudCom Minutes**IEEE-SA Standards Board Audit Committee (AudCom)****Unapproved Minutes**

8 September 2011

8:30 a.m. – 12:00 p.m.

Seoul, Korea

Members:

Wael Diab
Hung Ling
Ted Olsen, Chair
Gary Robinson
Yatin Trivedi
Howard Wolfman

Guests:

Dennis Brophy
Bob Grow
Jim Hughes
Rich Hulett
Bruce Kraemer
John Kulick
David Law
John Messina
Sam Sciacca
Claire Topp
Don Wright

Staff:

Bill Ash
Karen Evangelista
Mary Ellen Hanntz
Bob LaBelle
Karen McCabe
Sue Vogel
Lisa Yacone, Administrator

Members Absent:

Peter Balma
Clint Chaplin
Paul Houzé
Ron Petersen
Mike Seavey

[Unless otherwise noted, all votes are unanimous]**1. CALL TO ORDER**

Chair Olsen called the meeting to order at 8:30 a.m. Introductions were made around the room.

2. REVIEW AND APPROVAL OF THE AGENDA

A motion was made, and seconded, to approve the agenda. Upon vote, the motion passed.

3. APPROVAL OF MINUTES OF THE 14 JUNE 2011 AUDCOM MEETING

A motion was made, and seconded, to approve the minutes of the 14 June 2011 meeting. Upon vote, the minutes were approved.

4. P&P REVIEW

4.1 Status of Continuing P&P Review

4.1.1 AES/GA - Gary Robinson, Wael Diab

Motion: To accept the AES/GA P&Ps. Upon vote, the motion passed.

4.1.2 EDU/SC – Ted Olsen, Hung Ling

Motion: To accept the EDU/SC P&Ps. Upon vote, the motion passed.

4.1.3 EMC/SDCom – Gary Robinson, Ronald Petersen

Gary and Ron held a teleconference with the Sponsor prior to the AudCom meeting. There are still some issues to work out. A face to face meeting has been set for 7 October 2011 in Piscataway.

4.2 New P&P Review

4.2.1 C/CCSC – Paul Houzé, Yatin Trivedi

Motion: To accept the C/CCSC P&Ps. Upon vote, the motion passed.

4.2.2 IES/IES – Mike Seavey, Ronald Petersen

Neither Mike nor Ron was able to attend the meeting. Lisa forwarded email dialog from Mike and Ron indicating they felt the P&Ps were ready to be accepted.

Motion: To accept the IES/IES P&Ps. Upon vote, the motion passed.

4.3 Working Group P&P Review

4.3.1 EMB/SC - Clint Chaplin, Howard Wolfman

Howard reported that the review is ongoing. Comments have been sent to the Sponsor.

5. OLD BUSINESS

5.1 Ad hoc for Electronic Business - Update - Mike Seavey

Deferred until December AudCom meeting.

5.2 Ad hoc – Use of should/shall in the baseline documents – Update – Wael Diab

Wael reported that the ad hoc had unanimously agreed there was no need to have “should” in the baseline documents as “may” and “shall” covered everything. The Ad hoc for Instructional Text will implement this decision in the updates to the instructional text. The ad hoc has completed its task and is now disbanded.

6. NEW BUSINESS

6.1 Ad hoc for instructional text for the baseline P&P documents – Report – Peter Balma

The revised and updated instructions for each baseline document were circulated for comment to the AudCom members prior to the meeting. Chair Olsen expressed his gratitude for Peter undertaking such an extensive project. The thorough

instructions should greatly improve the process for Sponsors. AudCom will continue to discuss and finalize the instructions in tandem with their updates to the baseline documents.

6.2 Ad hoc to update AudCom Conventions – Report – Clint Chaplin

AudCom reviewed the ad hoc report provided by Clint Chaplin. The ad hoc recommended two changes to the current AudCom Conventions for the review of Sponsor and SCC policies and procedures. The ad hoc also recommended that the first change also be applied to the AudCom Conventions for the review of Working Group policies and procedures.

Motion: To accept the two recommended changes to the "AudCom Conventions for the Review of Sponsor and SCC Policies and Procedures" and the one change to the "AudCom Conventions for the Review of Working Group Policies and Procedures". Upon vote, the motion passed.

3. Organization of the Sponsor P&Ps
 - a. The Sponsor P&Ps shall address all procedures, responsibilities, or actions necessary to standards development at the Sponsor level.
 - b. The Sponsor P&Ps shall be limited to topics (major headings) covered in the baseline, which covers procedures, responsibilities, or actions necessary to standards development at the Sponsor level.
 - c. Additional material related to standards development that falls under a topic in the baseline shall be added to the existing necessary topic section. Material that is not covered by a topic in the baseline, but is necessary to standards development shall be added at the end of the baseline.
 - d. Material that does not fall under a topic in the baseline and is not necessary to standards development at the Sponsor level shall be put in a separate document(s). Such document(s) shall not be reviewed by AudCom.

6. Target schedule (calendar days) for process/review by AudCom:
 - a. Sponsor submits proposed sponsor P&P in myProject for review by AudCom.
 - b. Within 5 days, AudCom administrator assigns AudCom mentors to review the submitted proposed sponsor P&P.
 - c. AudCom mentors review P&P, create checklist, and confer on any differences, and load the resulting checklist into myProject within 21 days of step b.
 - d. Sponsor reviews the comments made and suggestions offered in the checklist posted on the myProject website. The time for this review and revision will be dependent on the sponsor's processes, but expedited consideration and processing is highly desired.
 - e. AudCom mentors are available for telephone conferencing with appropriate sponsor representatives to assist in resolving issues, to clarify comments and suggestions shown in the checklist that may be unclear, and in general, to help move the process of acceptance of the proposed sponsor P&P along rapidly.
 - f. Sponsor submits revised proposed sponsor P&P in myProject for second review by AudCom.
 - g. Within 5 days, AudCom administrator advises mentors that revised proposed sponsor P&Ps have been posted in myProject.

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- h. Within 14 days of step g, AudCom mentors review revised sponsor P&P, revise checklist, and confer on any differences, and load the resulting checklist into myProject.

6.3 Annual updates to baseline documents – Discussion – All

AudCom, realizing they will not have enough time to complete the annual review/update of the baseline documents according to their current convention, agreed on a revised schedule for this year.

AudCom plan for updated procedures

Normal (annual) schedule

- AudCom updates Conventions and Baselines in September
- Revised Conventions and Baselines take effect in January

Present status

- Fundamental changes to Baselines occurring
- Harmonizing Baselines for Individual, Entity, and SCCs
- Expanding instructions & Conventions to eliminate ambiguities
- Effort could not be completed for September meetings

Temporary plan

- AudCom updates Conventions and Baselines in March 2012, and again in September 2013
- Revised Conventions and Baselines take effect in June 2012, and again in January 2014.

Revert to normal (annual) schedule after January 2014.

6.4 “Accepted P&P” notifications – Update – Ted Olsen

AudCom reviewed comments collected in response to proposed updates to the notifications which are sent out to Sponsors when their P&Ps are due to expire and when their P&Ps are approved. AudCom was agreeable to most of the edits but decided to wait to finalize the text until it is determined “when” the updates can be implemented programmatically.

6.5 Working Group P&Ps – Question on Proxy Voting – Ted Olsen

Prior to the meeting a Sponsor had submitted a question asking why proxy voting had been removed from the WG P&Ps. After discussion and with input from legal, AudCom came to the conclusion that proxy voting was not appropriate in WG P&Ps, or in Sponsor P&Ps (where there is currently a Proxy Voting clause). AudCom will pursue removal of proxy voting from all baselines.

AI: Ted will respond to the Sponsor with AudCom’s position.

(Information - E-Mail sent Sept. 8)

7. DATE OF NEXT MEETING

The next meeting of AudCom will take place on 5 December 2011.

8. ADJOURNMENT

There being no further business, the meeting adjourned at 11:48 a.m.

