

MINUTES OF THE
EXECUTIVE COMMITTEE
(September 15, 2015)

Subject to the approval of the Executive Committee, the following minutes are submitted. The Executive Committee Meeting was called to order on September 15, 2015 at the Tampa Convention Center, Tampa, Florida at 11:30 p.m. Those present were:

VOTING EXECUTIVE COMMITTEE MEMBERS:

<u>Name</u>	<u>Office Held</u>
Dorota Brzezinska	President
John Raquet	Executive VP
Frank van Graas	Treasurer
Mike Veth	Eastern VP
Greg Turetzky	Western VP
John Betz	Satellite Division Chair
Jan Anzperger	Military Division Chair

NON-VOTING PARTICIPANTS:

<u>Name</u>	<u>Position Held</u>
John Clark	Finance Chair
Doug Taggart	Meetings Chair
Lisa Beaty	Executive Director

AGENDA:

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| 1. Treasurer's Report | F. van Graas |
| • Audit Report FY 2015 | |
| • Audited FY 2015 Financial Statements | |
| • FY 2015 Governance Communication | |
| • FY 2015 Internal Communication & Management | |
| 2. Proposed Revision to ION's Reserve Fund Formula | J. Clark |
| 3. Ilir Progrid's Book Committee Proposal | L. Beaty |
| 4. IEEE/ION PLANS Co-Sponsorship | L. Beaty |
| 5. Intellectual Property and ION Conference Papers | L. Beaty |
| 6. ION Nomination for IAIN Officer(s) | L. Beaty |

Treasurer's Report: F. van Graas

See Attached Files:

[Audit Report 3-31-15 to Exec Comm](#)
[ION Financial Statements 3.31.15](#)

ION Governance Comm Letter 3.31.15
 ION Internal Control Letter 3.31.15

Frank van Graas presented the Treasurer's Report, and reviewed the audited financial statements, auditor communications and investment status with members of the Executive Committee. Additionally, existing controls and processes were reviewed with the Executive Committee both in terms of internal ION National Office Staff and officer review of bank financial statements and monthly bank/Fidelity statements by the Treasurer and Finance Chair. The Treasurer and Finance Chair reported that they both looked at the statements provided by Beaty on a monthly basis but provided a more thorough review on a quarterly basis when they could thoroughly compare month to month over several months and that this process had been approved by the Executive Committee in September 2014.

MOTION: The ION Executive Committee approves the FY 2014-'15 Audited Financial Statements, Governance Communication and Management Letters. Motion made by Frank van Graas, seconded Dorota Brzezinska by and passed by the Executive Committee.

Proposed Revision to ION's Reserve Fund Formula: J. Clark

John Clark, Finance Chair, reported that in September 2014 the Finance Chair and Treasurer were given the action to work with the Executive Director and make a recommendation to the Executive Committee on an updated Reserve Fund Formula based on current operations and cash flow needs. The purpose and history of the reserve fund were reviewed and a proposal for a revised reserve fund was presented. See Attached File: [Reserve Fund Formula Proposed Revision 9-15-15](#)

MOTION: The Executive Committee approve the proposed revised Reserve Fund Formula as follows:

RESERVE FUND FORMULA

Purpose: The purpose of the Reserve Fund is to provide financial stability and ensure the future vitality of the organization.

Operating Fund: cash fund made available to manage day-to-day operations

Liquid Operating Accounts (interest bearing when practical)

- General operating fund of \$300K for salaries and overhead
- 60% of budgeted GNSS meeting expenses (facilitates cash management of all meetings throughout the fiscal year)
- Any budgeted deficit amount for current fiscal year, including approved New Initiative expenses
- One year of Government Fellow expenses (if/after approved)

Short Term Fund: contingency budget allocated to cover emergencies

Invested to Preserve Principal with 0-2 Year Outlook (Short Term Fund .23 beta)

- 20% of all budgeted expenses for current fiscal year (this provides "rainy day fund" for short term needs)

- 100% of budgeted New Initiatives
- \$100K New Initiatives Fund

Intermediate Fund: budget to implement new program; ION's R&D budget Invested with a 2-4 year outlook (Intermediate Fund .53 beta)

- \$1,000,000

Note: The sum of the Operating Fund, Short Term Fund and Intermediate Term Fund average approximately \$2.2 million, which approximates one year of ION's operating expenses. This is a realistic calculation for a 4-year "rainy-day perspective".

Long Term Fund: the investment the organization makes in itself to ensure future vitality Invested with a 5-10 year outlook (Long Term Investment Fund .95-1.2 beta)

- Calculated to be the balance remaining in the total reserve fund that has not yet been committed to any other funds.

The ION Executive Committee is authorized to review ION finances and determine the need to rebalance any of the ION's investments to meet the ION's Reserve Fund Formula based on March 31 financial statements. Rebalancing decisions should reflect the cyclic nature of ION cash accounts, projected future project needs and expected volatility of ION investments. Trading authorization for all three ION investment accounts shall be delegated to Weber Asset Management, ION Treasurer and ION Executive Director.

Motion made by John Betz, seconded by John Raquet and passed by the Executive Committee.

MOTION: Based on the revised/newly approved Reserve Fund Formula, the Executive Committee authorize the Executive Director to transfer \$300,000 from the operating accounts to the Reserve Fund as follows: \$100,000 from the operating account shall be deposited into the Intermediate Term Fidelity Fund, \$200,000 from the operating account shall be deposited into the Long Term Fidelity Fund; the Committee authorizes Beaty to make this transfers over a six month period. The Executive Committee will re-evaluate cash balances at the end of January 2016. \$50,000 per month dollar cost averaging. Motion made by Frank van Graas, seconded Dorota Brzezinska by and passed by the Executive Committee.

Iir Progri's Book Committee Proposal: L. Beaty

Lisa Beaty reviewed Progri's proposal, submitted to the ION president, requesting that ION formally organize an ad hoc Book Committee. The purpose of Progri's proposed Book Committee was to function as an editorial board for book reviews, propose book topics, and create an ION book program to potentially enhance the efforts of individuals who publish navigation related books; and it was noted that Dr. Progri had offered to chair the proposed committee.

Upon review of the proposal the Executive Committee agreed that the efforts to assist individuals

in their efforts to publish navigation related books/publications was outside of the scope of the ION's current resources; that there are numerous scientific book publishers already adequately covering the publishing needs in the ION's market segments; and that the ION does not need to compete with existing publishers in this area.

MOTION: The ION Executive Committee respectfully declines Dr. Progri's recommendation for ION to establish a Book Committee and directs Lisa Beaty to notify Dr. Progri of the Committee's decision. Motion made by John Raquet, seconded by John Betz and passed by the Executive Committee.

IEEE/ION PLANS Co-Sponsorship: L. Beaty

Lisa Beaty reported that this summer she had attended the IEEE's Panel of Conference Organizers Symposium as part of ION's relationship with IEEE and co-hosting the PLANS conference. Beaty reported that in the last five years IEEE has gone from sponsoring just under 1000 meetings per year to over 4800 meetings in 2014.

- As part of the IEEE's conference growth they have added a new level of bureaucracy and staff to their full time staff headquarters organization (referred to as "IEEE MCE" or "Meetings, Conferences and Expositions"). The goal of the MCE staff is to centralize all meeting services for all IEEE events (locating the conference, hotel contracting, registration, event management, AV management ... essentially everything ION does for PLANS). MCE plans to leverage all IEEE meetings by using the same providers for all IEEE meetings and charge the cost of their services directly to the conferences.
- It was also reported that IEEE will now be charging IEEE conferences a fee to include conference papers in IEEE Xplorer. The initial price is set at \$15 per paper (subject to change). The idea is that IEEE will be paid for their services up front, and the societies sponsoring the conferences will recoup the expense over time as they get royalties back from future intellectual property sales. (It was noted that IEEE used to pay the conferences for the papers, then stopped paying anything, and now will be assessing fees.)

Beaty reported that ION has an existing "Perpetual MOU" with IEEE AESS that is filed with the PLANS application every two years when ION applies to begin the process of getting PLANS set-up with IEEE (this is an extremely labor intensive process). According to the MOU it is "perpetual" until either organization terminates it. Beaty reported that during the conference she met with Mark Davis, VP of Conferences in the IEEE AESS Board of Governors, who told her that he had been directed to renegotiate all the MOUs with all the societies by IEEE's MCE division so that MCE would provide all conference services that ION has typically provided for PLANS. ION currently has an email from IEEE MCE authorizing the MOU through 2018. Beaty noted she was not sure what made IEEE MCE's authority on this, but ION did not need to worry about this until 2018.

It was reported that Beaty and Davis had discussed ION's concern about the future of PLANS and AESS's involvement, and ION's intent for PLANS to have been a full technical program collaboration: 1) ION exposure to a new IEEE AESS audience at the conference, from which ION

could cull future members and meeting registrations; and 2) PLANS authors wanted the exposure of having their papers indexed in IEEE Xplorer. Both of these objectives were accomplished in 2006 when both organizations first joined forces, but in recent years AESS has disassociated from participating in the technical program, the AESS Board of Governors no longer meets in conjunction with the PLANS conference, none of their officers even attend the meeting and there has been virtually no participation in the technical program. It was reported that Davis was very forthright with and told Beaty that AESS currently had no significant interest in PLANS, other than the revenue it generated for the society, as AESS was not currently that involved in PNT. Based on this exchange Beaty summarized the following options:

Option 1: Change Nothing. Proceed as we always have with PLANS, which has essentially become an ION meeting with an ION member audience, and continue to split the profit down the middle with IEEE AESS (ION pays an average of \$60K to IEEE AESS for each PLANS meeting; PLANS 2014 the split was \$76K each) until the IEEE headquarters pulls the plug. ION firm for 2016 as this has already been finalized.

Option 2: Renegotiate Terms of Co-Sponsorship to “Technical Co-Sponsor Only”. Currently IEEE is a full co-sponsorship (with 50% financial liability etc.). ION could ask IEEE AESS to change to a technical co-sponsor with no financial liability (this was Davis’ suggestion). ION would stipulate as part of the co-sponsorship that ION would continue to have the right to use the PLANS name; and PLANS papers would continue to be indexed in IEEE Xplorer, IEEE would own the intellectual property, the conference would pay the cost of the indexing, IEEE AESS would not get any profits from conference fees but AESS would get all the future royalties from PLANS papers.

Option 3: Dissolve the Partnership. ION could formally decide to split from IEEE AESS and host an inertial based technical conference just as ION does now, independent of IEEE. ION would need to rename the conference, and the papers would not be indexed in IEEE Xplorer, but ION could do a substantial amount of advertising and rebranding for \$76K.

Option 4: Threaten. ION could threaten option two or three above as a negotiating tool in an attempt of trying to get IEEE AESS to fully invest. Beaty noted here that herculean efforts were taken in 2010 and 2012, assurances were made, but there were no visible or measurable results achieved. The IEEE AESS Board of Governors turns over every three years so it is a recurring problem.

Because of changes to IEEE policy itself, Beaty noted some decisions on the future management of the PLANS conference would need to be made and she asked the Executive Committee for preferences and guidance. The Executive Committee unanimously expressed a strong preference for option 2, renegotiating the terms of the IEEE’s co-sponsorship to a technical co-sponsor only with a general openness to option 3, dissolving the partnership if necessary.

Beaty reported that she would proceed to discuss this preference with Phil Dugandzic, PLANS general chair, prior to reporting back to Mark Davis, IEEE AESS VP of conferences.

Intellectual Property and ION Conference Papers: L. Beaty

Lisa Beaty noted that the ION currently requires ION authors to provide copyright release to publish conference papers in proceedings that asserts ION is not in violation of another's copyright by publishing the paper and provides ION an unlimited royalty free license to distribute said paper.

However, the ION copyright form has always given ION the exclusive, royalty-free right of "first publication" of the paper throughout the world, but this is a right ION has never exercised prior to having an indexed publication. The belief was that if ION exercised the right to first publication authors would withhold papers from ION conferences in favor of presenting them elsewhere so that they could also be published in ISI indexed publications. However, now that NAVIGATION is indexed, Beaty asked the Executive Committee if ION wanted to start asserting the right to first publication and if so what a reasonable amount of time would be to retain this right from the time of publication in the conference proceedings.

MOTION: The Executive Committee agrees ION should begin to assert the ION's right of "first publication" of the paper throughout the world for conference papers published in ION proceedings and hold right of first refusal for six months from the date of conference presentation. Motion made by Frank van Graas, seconded by John Raquet and passed by the Executive Committee.

ION Nomination for IAIN Officer(s): L. Beaty

Lisa Beaty advised the Executive Committee that the International Association of Institutes of Navigation (IAIN) was in the process of soliciting officer nominations for the October 2015-2018 term and that the RIN (who has run the IAIN for many years) had asked the ION to provide/appoint an ION representative to serve as an IAIN VP who would serve for a three year term. Lisa reported that she had discussed the IAIN and officer positions with Dorota Brzezinska and Terry Moore (RIN) and sought advice.

It was reported to the Executive Committee that the decision had been made for ION not to nominate an ION representative to IAIN for the upcoming three year term. It was reported that Beaty had advised David Broughton, IAIN Secretary General, that ION had opted not to appoint an officer to IAIN for the next three year term and would be happy to support/accept one of the nominations from the other volunteering institutes. ION advised Mr. Broughton that ION did still plan to participate in IAIN as a member organization, but not in an officer capacity during the next three years, and would welcome an invitation to participate in three years' time during the next round of officer nominations.

Beaty noted that ION would be attending the IAIN meeting in October in Prague and would evaluate the charter and purpose of the IAIN again during this meeting. It was noted that ION recognized IAIN's role in maintaining liaisons with relevant international intergovernmental and other international organizations and offering specialized advice where appropriate, but noted that ION and other member institutes already have existing programs that address this objective independent of IAIN.

It was noted that the IAIN meeting started many years ago before the birth of the regional and geopolitical PNT meetings that are now regularly hosted by IAIN member institutes. Beaty expressed concern that the IAIN conference competes with its member institute programs in terms of talent and resources. The model IAIN uses to host the IAIN conference every three years makes it an inherently inconsistent product placing a burden on the hosting institute. It was noted that, for this year's IAIN meeting, the Czech Institute of Navigation opted to partner with IEEE and that IEEE will own the meeting's intellectual property.

OTHER:

John Betz asked that the Executive Committee follow-up on the idea of the ION acting as a repository of technical information for other international technical meetings.

ACTION: Lisa Beaty accepts the action to follow up with Oliver Montenbruck in regards to his suggestion that ION act as a repository for technical papers/proceedings for other PNT conferences (such as the ENC conference).

Executive Committee Motions Approved/Recorded:

September 9, 2014 Executive Committee Minutes:

Motion: The Executive Committee approved the minutes of the September 9, 2014 Executive Committee Meeting as circulated and posted. Motion approved by email vote in September 2014.

The Executive Committee adjourned at 2:00 p.m.