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PROCEEDINGS

THE SPECIAL SYMPOSIUM**of the****INSTITUTE OF RADIO ENGINEERS, INC.**

**March 26, 1962
Waldorf-Astoria Hotel
New York, New York**

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T.D.R.

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The Special Symposium of the Institute of Radio Engineers, Inc., held in the Grand Ballroom, Waldorf-Astoria Hotel, New York, New York, on Monday morning, March 26, 1962, convened at ten-thirty, Mr. Donald Fink presiding.

CHAIRMAN FINK: Ladies and Gentlemen: It is my pleasure to open the Symposium on the proposed merger of the IRE and the AIEE. First I would like to introduce the members of the eight-man committee here today on the dais in the rear here.

Reading from your left to right, they are as follows:

Dr. R. L. McFarlan, Senior Past President, IRE;

Dr. Lloyd V. Berkner, Jr., Past President, IRE;

Mr. Haraden Pratt, Secretary of the IRE, and a Past President of IRE;

Mr. Patrick E. Haggerty, the incumbent President of IRE;

Mr. Warren H. Chase, the President of AIEE;

Mr. C. H. Linder, the Junior Past President of AIEE.

I would like to announce that two members of the committee representing AIEE are unavoidably unable to be present at this Symposium today. They are Dr. Teare, Jr., who is a Director at Large of AIEE, who is in Pakistan, having the unusual duty of recommending--as you know, Dr. Teare is a

very well-known professor in the field of electrical engineering, representing curriculum changes in the educational system of that country.

Mr. Robertson, who, as Past President of AIEE, also has been having an interesting job as the Mayor Pro Tem of Dallas. This goes to show that there are many jobs for people to have. [Laughter]

There was called a special meeting having to do with the aviation facilities of that town, which had to be attended by him at the meeting of the City Council. So he was unavoidably detained, although he had planned to be here until two nights ago.

Both of these men have been, of course, very active in the committee structure that has been considering and recommending the procedure for this proposed merger.

All of you have on your chairs a piece of paper which outlines the plan by which this Symposium is to be conducted in order to get the maximum amount of communication from the members of the eight-man committee and the two-man committees which you see on the lower dais, and also the maximum of communication from the members of AIEE and IRE in the audience who desire to be heard on this subject.

In particular, I would like to point out that for

most of you who may not have had the chance to read this piece of paper, a procedure has been set up whereby your questions or your desire to be heard can be brought my attention through a card called a "Request for Recognition" card, which is in the hands of the uniformed gentlemen on either side of the room. In a moment I will ask those who do desire to take advantage of these cards to so indicate, and we will then proceed.

This card gives you the opportunity to request recognition either to deliver a short statement, to ask a question of the panel at large, or to ask a question of a specific member of the panel.

We have possibly a problem of timing, so I would like to indicate that the prepared remarks indicated as Items 3 and 4 on your program will take something in the order of a half-hour for both presentations. This means that the open forum can last, since we must adjourn promptly at twelve-thirty, for perhaps an hour and fifteen minutes or somewhat longer, depending upon the number of cards and the number of people who desire to be heard or to ask questions. We may be running out of time or we may have plenty of time, I cannot be sure of this until the cards are, of course, delivered to me. But I would like to, nevertheless, indicate

that brevity is the soul of conviction and persuasion, and that we would appreciate it if everybody would realize that we are trying to hear everybody who wants to speak on this subject.

I will have the onerous duty, if there are too many cards, of selecting those which appear to me to be of most general interest to the audience and to the panel, who must know the audience's attitudes. Also, a straw ballot will be conducted, and all of you are asked to mark your ballots, not to sign it but to hand it to the usher at the exits after the session.

It is now my great pleasure to introduce the President of IRE for the first of the two stated remarks by the Presidents of our respective societies. I will not take time to indicate who Mr. Haggerty is. I think it is enough that he is the President of IRE.

MR. PATRICK E. HAGGERTY: Thank you, Don.

Ladies and Gentlemen: Perhaps it goes without saying that the men and women who make up the Institute of Radio Engineers are individuals who, since they spend their lives applying science, are engineers, and, as such, their purpose in life is the performance of an end useful to society.

Whether this is via the route of bringing technology to the market place through needed products and services or bringing technology to the defense of our nation, and three-quarters of our engineers in our profession do just that, or in teaching our kind of engineering in all of its aspects with the objective, then, of applying science and technology for useful ends, the IRE member, to maximize his own usefulness and satisfaction, must be keenly sensitive to his total environment.

I think this is just another way of saying that none of us are paid to be engineers as such or for the knowledge that we may possess, but rather to create and make and bring to use products and services, and this is what distinguishes us as engineers from scientists. Indeed, the same man can be a scientist and an engineer. But as an engineer his purpose is to create and make and bring to use products and services. And by the very fact of our being engineers, the society of which we are all a part does not really judge us by how good we are as engineers, but rather in terms of how useful are the products and the services that we bring to that society.

I think that makes it very clear that, as individuals or in a group, our primary focus must be on getting useful products and services for our communities and our nations, and

the society as a whole.

Inevitably, the proliferation of knowledge which has taken place, particularly since the early 1940's, has demanded ever greater specialization on the part of many of us. Yet if something useful is to result, remembering that we are here to bring products and services to our society, if something useful is to result in spite of this proliferation of knowledge, or because of the proliferation of knowledge to take advantage of these specialities thus created, then the need for interdisciplinary ties is enormous and, at the same time, almost infinitely difficult to achieve.

What every engineer needs as he pursues his own roadway to usefulness, whether as a specialist or as a generalist, are plenty of crossroads: crossroads which lead to other specialities, to other disciplines, to the technology of how you actually make things in quantity, to the concept of reliability to the market place, to the ultimate consumer.

There is the inevitable compromise between the speeding up of one's own passage to knowledge and usefulness and insuring ready accessibility of all of these necessary crossroads. And I think this is one of IRE's prime functions, to help each of us perfect ourselves in our own areas of choice and competence, but at the same time provide improved

accessibility to an ever-increasing number of these vital crossroads.

It is this same purpose which has led past boards and past officers of IRE and AIRE to discuss cooperation and coordination; discussions which began at least as far back as 1922; and I, in looking through the proceedings the other day, saw a notation with respect to one of our historic papers in IRE which was presented in early 1913, at a joint meeting of the AIRE and the IRE. And that may indeed have been our first joint activity, since our society at that time was less than one year old.

In 1922, Dr. Goldsmith, then President of IRE, and Dr. Kennelly, President of AIRE and Past President of IRE, discussed the possibility of actual merger of the two societies. These various discussions have led up to the committee headed in 1960 by our present Chairman, Don Fink, which indeed did lead to improved coordination and directly to our interchange of memberships, whereby we recognize each other's grades of memberships as identical and allow interchange of memberships at the same grades.

In 1961, our Past President McFarlan met with President Linder of AIRE. The discussions on cooperation and coordination were carried on in March; Mr. Linder met with the

IRE Board in April as a direct result of these conversations leading back to 1960, in the committee chaired by Don Fink, then President of IRE. Dr. Berkner appointed me as the IRE member to a two-man ad hoc committee, consisting also of one man from AIEE, Dick Teare, now President Nominee of AIEE.

We met in May and again later and spent most of our time discussing whether, in principle, consolidation of IRE and AIEE made sense. We did this after floundering for an hour or so, during which we occupied ourselves with the multitude of problems and details which would inevitably flow from even the thought of merger of our two societies.

We soon came to the conclusion that this was a futile course to pursue, that we must first decide whether in principle the profession and its individual members would be better served by a single society than it was being served by two societies. The result of our discussion was definitely affirmative, and it led to our recommending to our respective boards that a larger committee with broader experience to be brought to the discussions than the two of us could bring alone, consider exactly the same questions.

A committee was appointed, including President Berkner, Past President McFarlan, and Secretary ~~Brent~~^{Pratt} for IRE, plus myself and Messrs. Linder, Chase, and Teare at that time

from AIEE. We went over much the same ground we had with the two men, but with indeed added weight of experience and knowledge brought to it by these other men.

Again studies in principle rather than in detail initially, whether we should indeed progress toward serious study of a single society. We followed the same path and came to exactly the same conclusion, the answer was yes.

We then began to study some of the details of how we might proceed toward consolidation, and while indeed the problems appeared infinite in number, they did not appear infinite in scale. Consequently, this committee recommended to our respective boards that we consider seriously and discuss in detail and on a formalized and approved by the boards basis, the possibility of merger of the two societies.

Our two boards, in October, again voted affirmatively, and since that time, in the innumerable meetings, this same committee with a Past President of AIEE, Mr. Robertson, added, has spent a good many days and a good many hours and many letters and telephone calls in discussions, in detailed discussions, on the possibilities of consolidation.

As the weeks and the months have gone by, as each of us has learned to know the others better, as each of us has had the opportunity to think about the problems, they have

really faded away. Nearly all of them turn out to be the kinds of things that are temporal, and very temporal: one-year, two-year, three-year kind of problems which suggest ready solutions.

Now, of course, I think we were aware that there were difficulties. The sheer question of size is a difficulty. The sheer question of differing policies in such areas as publications and meetings is a problem. But as we thought about our individual members, our members of today, and especially our members of tomorrow, our joint memberships of 10 years hence, the press of affirmative decision bore more firmly upon us.

By late January we had evolved a preliminary constitution and set of bylaws which we then set aside because, as of that time, we could clearly see that we could agree on a constitution and bylaws, and drew up a document, or a statement, that we called principles of consolidation.

These principles of consolidation were sent to all IRE section chairmen, and the AIEE has done likewise, and, in a supplement to the March proceedings--this red-covered supplement [indicating] went to every member of IRE who receives proceedings.

It includes Past President Berkner's three letters

of last year discussing the progress in the discussions. It includes my letter of February 5th and the principles of consolidation as they existed and were discussed by our boards as of the end of January.

In board meetings of the two societies in March, March 8th and 9th to be exact, and in arduous discussions that went on for many of us into the early morning hours, the specific question of approval by the two boards was weighed heavily. Three documents were discussed in detail: a projected constitution, an agreement of merger and principles of consolidation, the same principles of consolidation with which we started in late January, as amended moderately through the ensuing weeks.

In all of these discussions, and there were some changes, there were a few questions. The question of timing was a question which bore heavily on several of our directors. The question of viability and flexibility for IRE, with the introduction of a large group of additional members, with the introduction of somewhat differing feelings and attitudes and policies which would be inevitable as one considered a joint society. These were questions which the Board, its individual members, and the memberships they represented had discussed sometimes in rather detailed language.

The question of timing is an important one, and I think there is no one on our Board who would not have preferred an additional 60 to 90 days. Yet we have to be realistic. There are many advantages in achieving consolidation, if it is to be achieved, by January 1, 1963. In IRE, we will then have gone through two complete Boards of Directors and two complete calendar years, and AIEE will actually have been engaged through three Boards and three sets of officers, because of the difference in their actual year, beginning on August 1st instead of January 1st.

The amount of time it takes in these kinds of volunteer societies is, in my opinion, the primary reason why these discussions never previously reached the same degree of intensity. There are so many details; there are so many problems which indeed need consideration, that it became necessary first to decide affirmatively in principle, and then work out what was a flexible mechanism which would insure to both societies the creation in the merged society of a new society superior to either, after all, if merger is voted.

Thereafter a complete board of directors, completely satisfactory to the boards of both present societies, must be selected and approved by the membership. A president satisfactory to both boards and to the memberships must be

selected and voted upon; a general manager must be selected. I think it becomes clear that this is a matter--including the time of vote--this is a matter that can take many, many months. The principles allow a second vote in the event we are unable to achieve a complete slate on the first vote.

We must allow a minimum of six months to go through all of these selection and voting processes. In the second place, the actual bylaws of the projected merged society must be drafted in detail.

I think we must recognize that the society, whether it is IRE or the projected IEEE, is governed in detail by its bylaws, and that the bylaws can be changed by the board of directors between two board meetings. This is proper so that a society can meet the needs of its members with flexibility.

This will require a great deal of time, and it is somewhat futile to try to put all of the hours of effort which would be involved in working out these infinite details in such things as in the bylaws, as in the merging of sections, as in the exact boundaries of regions, unless the membership indeed desires a single society. Because, consumed in this will be even more man-hours than we have consumed thus far in getting to the question of merger.

So the principles of consolidation and the merger

agreement and the medus operandi which has been recommended by the eight-man committee and selected by the two boards is a flexible mechanism. It calls for the submission of balance proxies, really ballots, allowing the usual affirmative or negative vote to our mutual memberships, to our two separate memberships on May 5th.

The AIKE will count its ballots on June 18th at their regular annual meeting; the IRE at a special meeting on July 10th. An additional supplement to the April proceedings, a supplement like this [indicating], probably with a green cover, will be published and will include a report on the action of our Board on March 8th and 9th, a copy of the merger agreement, a copy of the constitution, and a copy of the principles of consolidation.

It will also include two resolutions calling for action in terms of submission to membership, and the establishment of a 14-man committee, the eight present men on the joint committee plus six more, three from each society, to act as a nominating committee for the 25-man board for the selection of the president, for the selection of the general manager, for recommendation on all of these, for submission to our two boards and approval by them.

Included as well in the supplement to the April

proceedings will be a broad collection of letters, some affirmative, many more questioning or negative with respect to merger. Some of our Directors have actually raised the question as to whether, in including a relatively larger number of questioning letters, we are giving the wrong impression to our membership as to the total correspondence received by all of us engaged in these activities. We felt not; we felt that the unanimous vote of IRE's Board of Directors, our strong position in the affirmative direction for consolidation, plus my letters of reply to many of these letters is a sufficiently affirmative statement to express our unanimous recommendation that we proceed with merger. Nevertheless, we did select a very large proportion actually of the total number of questioning or negative letters received. All of those selected we think are excellent letters.

They raise important questions, some of the same questions which were discussed by us in our eight-man committee and in the Board. We believe that through them nearly all, all that we can think of, of the important questions have been raised and discussed to some extent. One could criticize, perhaps, that the letters do not present a completely consolidated or coherent picture of the negative.

On the other hand, who is to represent the negative? These letters, as they are included, represent exactly the opinions of the writers. As such, they are well stated and I think well expressed. Your Board of Directors, your Executive Committee, and your officers are your delegated representatives. You have delegated to us the responsibility of considering this total question seriously. We would, I feel, have been derelict in our duty either to not consider it seriously or, when we had considered it seriously and voted unanimously in favor of proceeding with the submission of the question to our membership, we would then be derelict if we did not express ourselves affirmatively.

It is physically impossible to go over with every member of IRE, the nearly 100,000 of them, the hours and the days and the weeks of discussion which have taken place in the eight-man committee, in your Executive Committee, and in the Board. Nevertheless, with the two supplements, the supplements of March and the supplement of April, every member of IRE will have a sufficient amount of information, in the opinion of our Board, to make an intelligent decision on the question of merger.

I am not going to go over, since all of you have received these principles of consolidation and since all of

you will receive them again in April, I am not going to go over these principles in detail. I think we want to recognize only a few: that we are aiming at the maximum service to the individual, that we are aiming at preserving the flexibility and the viability of our societies, that we are aiming at a structure in our small board and in the executive committee, meeting often 10 times through the year, in the creation of a strong executive secretariat, we are aiming at creating a body which first can meet the needs of transition during these next two years, and there are going to be many problems of transition, and, as you examine the principles of consolidation, you will see that built into them is the transition period.

Instead of settling all of these detailed questions ahead of time, and I do not believe that we could do so if we spent from now until 1965 in such discussions, if one includes the innumerable local questions which must exist in our numerous sections and regions and districts, we have chosen instead to create a vehicle via the Board and the Executive Committee in the executive secretariat, which can, through the ensuing years, represent the membership. I am confident that this Board and this Executive Committee and the officers you select will be at least as competent to represent you and to respond to the needs of the membership of

the merged society as have your officers, your Directors, and your Executive Committee been responsive through these past years.

I feel, and I think I can speak for the IRE Directors, in stating that we are completely confident that the mechanism selected will preserve for all of our members at least the strengths and the ability to respond as do our present mechanisms in IRE, and all of us therefore are strongly affirmative. We have so expressed ourselves, and we will continue to do so.

But the question is indeed one for you, the membership, to decide when you receive the proxies. Thank you. [Applause]

CHAIRMAN FINK: Thank you very much, President Haggerty.

Before introducing Mr. Chase, I would like again to remind you that at the conclusion of Mr. Chase's remarks, cards will be available from the uniformed ushers on either side of the hall for all of you who would like to either address the meeting or present a question to the panel or to some specific member of the panel.

I have purposely withheld asking for these cards until the remarks of both Presidents are before you, because

I think it is possible that what they have to say may suggest a question or perhaps a modification of a question that you previously had in mind. As soon as the open forum begins, we will necessarily have to take about five minutes to have the cards filled out and collected. But I would like you to keep in mind your questions so that they can be directed perhaps specifically to the remarks of President Haggerty and President Chase.

It is my great pleasure now to introduce a man who perhaps is not quite so familiar to the majority of the audience as Mr. Haggerty, but who is an eminent man in the communications end of electrical engineering. As I said in the other case, I think I can say again it hardly behooves anybody to have to say who is the President of AIEE. It is sufficient that he is so.

I will merely say that it is my pleasure to introduce Mr. Warren H. Chase, the President of the American Institute of Electrical Engineers. [Applause]

MR. WARREN H. CHASE: Thank you, Mr. Fink. It is a real pleasure to meet with this group this morning. As a matter of fact, there are many in this audience that are wearing two hats like many of us on the podium. As a matter of fact, I almost thought this was an AIEE meeting when I

walked in this morning. There are a lot who are in both societies, of course.

The true worth, as I see it, of a man is the objectives he pursues. Likewise, with societies I feel it is about the same way. We must have objectives. It so happens that in AIEE we have had several committees. Some of the men on this podium have been on the committee with Ernest Weber studying ways in which we could be of more use to the electrical engineering profession and to its members. So it was in this kind of a climate that our latest endeavors have taken place.

You know, proper climate is necessary to the growth of anything, whether it be a society or whether it be something in nature of any kind. So I look at this climate as being the situation, for instance, in the heavy current fellows. They know--we all know--that when you want to throw two generators together, you must get them so that they are in synchronization or the thing blows up. Likewise, the light current boys; we have to get the heterodynes out of these things or we get just a lot of mishmash and do not get together.

I think we are at that juncture at the present time. Both societies have fundamentally the same ideas of

disseminating information to the membership, and so it is very essential that we keep the objective in mind that we are a technical society paramountly.

This has been done by somewhat different methods. In AIEE we have had a very, very strong committee structure which has done valuable work over the years. The IRE has gone more for the technical groups, and that is a very, very worthy type of operation. We think that there are advantages to both kinds of operations.

It may be that we will go more for the professional-technical group in the future than we have in the past. That is AIEE speaking, because this whole organization I believe must set itself up to be an umbrella for the electrical-technical know-how of this country and perhaps the world.

We have cooperated, as Mr. Haggerty has said, over many, many years. We thought of this as not a ^{crash} smash idea. But you know you can wear yourselves out cooperating.

[Laughter] As a matter of fact, this cooperation, I think, in many cases, causes the wheels to spin, which doesn't produce anything, and I believe that with this kind of a merger we can still cooperate, but as under one umbrella, and have a more effective society.

The duplication, as we have pointed out, and as has

been pointed out from time to time, is tremendous. IRE is forming various groups, and there is a nice question whether it should be an AIKE or IRE function. If we were together, that question of course would not arise. There has been a lot said about the numbers if these societies were going to merge.

Personally, I am not impressed with numbers at all. I am impressed with the amount of service we could give to our members and, as Mr. Haggerty has said, to the world in general. We will probably be the biggest society if we merge, but I believe that is only incidental, and I think we must think of the service we can perform rather than the numbers that we can accumulate.

I was very much interested when we had our meeting in Detroit and Pat very kindly came up and talked to our Board. But the night before we had some newspapermen in one of the rooms talking a little bit about this in a very confidential way. One of the newspapermen said to me, "Now, what are you going to get out of this in AIKE? And what is IRE going to get out of it?"

Well, he took me back a little bit because I don't think we are either one of us looking for anything for ourselves personally. I said to that man, "You sound to me like

a labor leader, as to what we are each one going to get out of it. We only get out what we put into it, of course, and we do get out of it a more harmonious group which can be of more service to our civilization."

I think that is the big point. I don't think it is a point of how much an IRE man gets out or how much an AIEE man gets. How much, through this new merger, can we contribute to the technology, that is, the electrical technology?

Now, as Mr. Haggerty has said, we have just a lot of problems yet to solve. This is only done by openminded people who are willing to sit down and discuss this matter together. I want to pay tribute here today to these two-man committees who have been so valuable in bringing to us their thoughts on which the eight-man committee could effectively discuss. We haven't taken all of the suggestions, but I do want to pay tribute to these men here today. They have done yeoman service, and so as we move along on this, I want to just say that AIEE is also informing its members in electrical engineering much the same as IRE.

In the April issue there will be a supplement with the merger, the resolutions, the constitution, and that kind of information. As Pat has said, we will have our membership

vote in our annual meeting at Denver on June 18th. We, on the eight-man committee, hope that it will be an affirmative vote. We don't know. There is a lot to encourage us that such a vote will take place, but of course it is in the hands of you men and the AIEE members.

It has been a real pleasure to work with the IRE men. All of the discussions, I will assure you, have been at a very, very high level. It has been a real pleasure for me to participate in these, but I would just like to leave you with this thought, the same as I did at the AIEE forum in January.

Don't look for perfection in this initial start-off, and I am taking a word from the EJC meeting in January where they were talking about getting together the technical information so it could be readily found. The speaker there made a remark; he said that perfection is the enemy of progress.

We won't have perfection to start, but if we keep our minds open, I know that this we can work this thing out together, and I hope that AIEE can really contribute its part to make this a going organization. Thank you very much.
[Applause]

CHAIRMAN FINK: Thank you very much, Mr. Chase.

Now we are at the beginning of the open forum, and I would like to ask all those in the audience again, some have just come in, who would like either to make a statement, which probably can be no longer than the order of two or three minutes, or to ask a question either of the panel, that is, the eight-man committee in general, or to any specific member of it, to raise their hands and the ushers will pass out cards, and we will take about the next five minutes, maybe two or three minutes if we can do it by that time, to have the cards filled out. When you have filled it out, hold it in the air, and the usher will come and get it and bring it up to me.

Don't be bashful; we have a little over an hour for discussion of all sides of this issue.

While this is going on, I would like perhaps to emphasize what is on the back of the piece of paper which you found on your seat when you came in with respect to these two-man sub-committees.

I would like to point out what the men, many of whom are here on the lower dais, have been considering. I think it indicates the depth and care with which this question has been studied by members of both societies.

Messrs. Bailey, Remnes, and Moore have been

concerned with assets, resources, and finances;

Messrs. Pratt, Pearce, Haggerty, Teare, and Chase
with draft constitution and bylaws;

Messrs. Bailey and Clark with dues and revenue
sources;

Messrs. Hamburger and Hooven, editorial policy and
publications;

Messrs. McFarlan and Linville with extra-society
relationships; I guess that doesn't mean really outside of
the society. [Laughter]

Messrs. Ruder and Johnson, with geographical areas
of the regions;

Messrs. McFarlan and Osborne with international
activities;

Messrs. Shepherd and Hatcher with meetings;

Messrs. Weber and Blackmon with the merging of
professional groups and technical committees;

Messrs. Weber and Veinott with relations to
standardization;

Messrs. Teal and Scholz on merging of sections:
finances, geographical boundaries, section publications;

Messrs. Fink and Savage with personnel and staff;

And Messrs. Ryder and Weil with student publications.

I think this group of two-man committees and the subject matter which has been assigned to them indicates in some small measure the amount of effort that your representatives in IRE and in AIEE have put into this. I think you can feel very fortunate that these very able men have been willing and able to conduct this study and to present their findings to the eight-man committee.

May I now ask, are the cards being collected? Are there any yet to come? If you have a card that is ready to be filled in, just hold it up, and one of the ushers will find it.

One of the audience would like to ask the panel in general: What is the general situation regarding cooperation with European and English technical societies?

DR. McFARLAN: IRE has had for two years a committee on international activities. Last summer this committee visited eight countries in Europe, talking with the outstanding leaders, the general engineering societies, and the electrical engineering societies in all of these countries.

They include: Great Britain, France, the Benelux countries, the Scandinavian countries--Norway, Sweden, Denmark--Switzerland, Italy--I don't think I left any out--and Germany.

The procedure was, in some of the countries with the

cooperation of the engineering societies involved, it appeared desirable to set up sections of IRE in these countries. This was encouraged and, in the case of France, accomplished. We had already had sections in the Benelux countries, in Switzerland and in Italy.

In the case of Norway, we have cooperative arrangements with the Norwegian engineering societies. In the case of the United Kingdom, we have a formal cooperative arrangement with the Institution of Electrical Engineers. In the case of Germany, they are still pondering the NTG there, the desirability of establishing an IRE section in Germany. In general we have found a very strong interest in Europe in the international aspects of IRE.

I should also like to point out that we have other IRE sections all over the world.

PRESIDENT HAGGERTY: Don, I think perhaps it is worth adding to that that the general attitudes with respect to merger have been the same, and that is that the IEEE will be an international or more accurately a non-national society and not a poly-national society.

By this I think it is clear that we mean our organization is not specifically by national boundaries. It is true that most of our membership is in North America, but

it has been growing rapidly in Europe and indeed in the rest of the world. There is full agreement that IEEE, if the members indeed vote affirmatively, will also be an international or a non-national society, and that there will be regions outside of North America as the demands of membership allow them.

DR. PRATT: Mr. Chairman, may I make a remark?

Contrary to what possibly may be your thoughts, the AIEE does have quite a substantial membership in countries abroad, not counting Canada, and we hope to look for considerable strengthening of international activities by reason of the existence of all of those people that live in those places.

CHAIRMAN FINK: There are a number of cards here. I am afraid that there may have to be some disappointments, but I will do my best to pick out the questions which have general interest.

There is a question asked here: An objective of the combined society is better service to the membership. This, of course, is a point that Mr. Chase dwelled on. Greatly increased size and scope may slow down or impede this objective. What steps specifically are planned to prevent this? And I would like to know whether Mr. Chase or Mr. Linder would like to address themselves to this.

MR. C. H. LINDER: Well, in fact, as we approach this question of operating a society, whether it be the existing IRE or the existing AIEE, or the combined group, it is becoming more and more apparent that any society of the size we have must, in fact, be an umbrella with a great many specific interests represented.

The focal points of interest on the part of our membership in any of these societies is changing with time. You have, of course, the professional-technical groups, professional groups in IRE, and this represents a very strong, broad band of interest.

We have started the same approach over the past several years in AIEE, and I think you will find that with time the combined society, if it is voted upon, will be an umbrella organization covering many points of interest which will operate really as small societies, but with the integrating force of the total society behind it for administrative purposes and for direction and growth.

PRESIDENT HAGGERTY: I might add one comment: Essential, I think, to operation of the very large society that IEEE would indeed become is the recognition of the two things: One, we are a very large profession; IRE already has 100,000 members.

IRE will have 150,000 members in five or six or seven or eight years, anyway. We have no real change in scale, but upon us--we must face the problems of size, whether we two societies merge or not.

There can be really no nostalgic yearning for the "good old days" of the 5,000 members of the 1930's, because we in our profession are the product of what has happened, to the things we have done, the things we have created in the last 15 to 20 years.

IRE had 5,000 to 6,000 members in the 1920's and in the 1930's. That grew to 15,000 at the end of 1945. That means it has added 82,000 members since the end of World War II.

AIEE has added more than 40,000 members since the end of World War II; between the two of us 120-some thousand more than IRE is in total.

We are a big society, no matter what we do, merger or otherwise. Now, the second fundamental point: A small board, 25 members handling matters of policy: This is one of the principles of consolidation.

Number Two: A small executive committee, approximately nine men meeting 10 times per year, and actually administering in accordance with the procedure and policy established by the board the month-to-month affairs of the

society, an executive secretariat headed by a general manager who will be both allowed and required to administer the daily and weekly affairs of the society.

DR. BERKNER: There is one other matter with regard to size. To those of you who have worked with the professional groups, we realize that the professional groups are primarily organized to run what I would call centers of enthusiasm. Now, very often the professional groups as individual groups are not large enough to provide the publication capability and the meeting capability that a professional group really deserves.

We believe that, with the consolidation of the two societies, there will be a substantial increase in the number of individual professional groups so that many of them will grow to perhaps the optimum size of about 5,000. We have a few that are bigger than that now, but not many. As these professional groups increase somewhat in size, they will become the somewhat ideal size for the most effective operation of a professional group, and, hopefully, large enough to pick up and handle the backlog of publication which is now plaguing many of the professional groups.

DR. McFARLAN: I should also like to comment here. Electrical engineering, because of advancements made in the

physical sciences today, is a very rapidly changing type of engineering. This is going to call for a maximum of flexibility and adaptability to meet the future needs of our engineering profession.

It is our belief that this structure of IEEE, with its small boards, small executive committee, strong general management or executive secretariat, will provide such a vehicle.

CHAIRMAN FINK: Thank you. Now we will reverse the direction of the communication. The Chairman of the IRE Professional Group on Information, Mr. G. L. Turin, would like to address the meeting on the professional-technical group structure of the merged society. Will Mr. Turin come to one of the forward microphones and, if possible, stay within the two or three minutes, if it is possible to do this?

MR. G. L. TURIN: First of all, I would like to thank the IRE President and the Board for keeping the professional groups informed of what has been going on. What I want to talk about here is, as you say, Dr. Fink, in the other direction.

I would like to mention a few things that have been worrying the professional groups. Some of us in the PG's of the IRE have been somewhat worried recently about the structure of the professional group organization. We feel that, in many

instances, the organization is obsolete, that there are overlaps between groups that perhaps should not be there. There are some groups that perhaps should be merged, and this has been a continuing problem in obtaining mergers between groups that have similar interests, etc.

Now, the problem here is one of perpetuating obsolescence. As I understand it, the merged society is to take over jointly some of the professional groups of the IRE and some of the technical group interests of the AIEE. I think Dr. Hansen, in a letter to Dr. Haggerty, mentioned this problem; that it is more likely that a linear ^{addition} ~~edition~~ of the two societies in this respect, ^{be} perhaps what would be optimum. The ironing out of the flaws in the professional-technical group structure over a period of years I think is wise. But also, we have had experience that when a certain structure becomes entrenched, it is very difficult to change it. One of the troubles that has already come up, which is a minor one, is the name of the professional groups. On the one hand, we have professional groups in the IRE. On the other hand, we have technical groups in the AIEE.

Again, Dr. Hansen mentioned this, I think, in a letter to you, President Haggerty, that the new name professional-technical groups, which is the sum of the old two

names, is somewhat indefensible, and I think you agreed or pointed out that this was a point that perhaps expedience had decided rather than anything else.

That is, you couldn't come to a decision, so you just added the two names. Well, on a minor point like this, if such a thing happens one wonders if, over a period of years, some of the entrenched new professional groups and technical groups will really tend toward an optimum or just be a conglomeration of disparate groups with overlapping interests. Perhaps you could comment on that point.

PRESIDENT HAGGERTY: I think these are very good questions and they are questions that do need to be considered seriously. They bear, however, on the point I made in my preliminary remarks of not settling everything at once.

There are also, in addition to those who have the concerns expressed by the speaker, also an equally large number who are concerned lest anything be done to interfere with the independence and viability of the professional groups. I do not think this is a subject which appropriately can be settled between now and year-end. It is a subject in which I have the confidence that the coming board and executive committee of the IEEE, if indeed it does come into existence, will be as competent to handle as at least past boards of IRE

have been.

Further, I believe we have learned a few things in our discussions as to merger. I will point out, for example, that as we discussed the professional group structure, we came to the conclusion that IRE itself could learn from the ideas evolved for the projected IEEE, in that we decided that the IEEE should have a vice president for professional groups, that the chairman of the professional group committee should also be a vice president of the society, and that the present system in IRE where we, in essence, had a vice president for North America and a vice president for the rest of the world, did not really reflect the operating realities of the society, and that for the IEEE we would have a vice president, if you will, representing the membership in geography and a vice president representing the technology via the chairmanship of the professional groups.

This became such an attractive and logical solution that it has already been adopted and made a part of IRE's modus operandi. Further, the PG Committee idea, the member chairmen of each of the PG's has been acknowledged by the existence of an executive committee in the principles of consolidation. It is hoped that an executive committee of five or six or some small number of people, less than nine at

least, which would indeed be an executive committee--and it is so named--of the PG's would be better able, by meeting frequently, to handle the affairs of the PG's, to achieve merger consolidation, assistance in the creation of new groups, etc., to a greater extent than has the larger IRE-PG Committee.

Only time can tell, but I personally have confidence in the fundamental policy which we have followed in IRE, and that is that it is to leave as much independence and flexibility to each local group as possible, and interfere only when obsolescence and overlapping of flexibility must be changed to insure viability and growth.

CHAIRMAN FINK: Thank you, Professor[?]Haggerty. I would like to point out that there are 50 cards here, and that they all, except one, which is at least pointedly humorous, they are all asking some really worthwhile questions. We can't possibly get to all of them.

The only thing that I can suggest to the members of the eight-man committee is that these cards do become the basis of further discussion within the committee. There are issues raised here that I am sure have been discussed in the committees, since most issues have been, but there may be some further slightly different points of view.

Now, you have talked a little bit about the professional groups. I have now selected another card, and this is a sort of a Monte Carlo method of selecting these things. It is strictly a matter of random because, unfortunately, it is hard to be sensible about it. But there is one other big area in which I am sure you are all concerned, and this is publications policy.

One of those in the audience again asks the panel in general: Will Electrical Engineering, the magazine, and IRE Proceedings maintain their format but cover both fields? Will both magazines be mailed to all members, and will this require additional dues?

Who in the eight-man committee would like to take that one on, anybody?

PRESIDENT HAGGERTY: I will tell you exactly what we have decided as for the initial year. This is in the new principles of consolidation, going to all members and all inter-section chairmen who, incidentally, received all this information, along with a letter of March 12th.

For at least the first year, and for not more than the first two years, both Electrical Engineering and the Proceedings will be published in formats and content patterns markedly like their present formats and content patterns.

This is almost a requisite for the first year because of advertising contracts which must be entered into, and will extend through 1963. Former members of AIRE will receive Electrical Engineering and former members of IRE will receive the Proceedings. Members who belong ^{to} both societies will receive whichever of the two publications they desire, and will pay only the single set of dues.

A committee will be appointed immediately upon formation of the merged society on January 1, 1963, with the express purpose of investigating in detail what the over-all publication policy of the IEEE should be, this committee to work throughout the entire year 1963 and report at the end of 1963.

The decision then as to publication policy thereafter will be made by the board of directors at that time, undoubtedly with heavy weight given to the recommendations of this editorial board.

CHAIRMAN FINK: Thank you.

Now there are a number of people who would like to speak on a number of subjects. One of them that I think perhaps is of interest to a large number of the group here is the question of the international aspects of the proposed combined society. A man who has had his foot in both the

international and the national affairs of electrical engineering and electronics for a long time is Mr. Fred S. Barton. He has asked for the opportunity to address the meeting for a minute or two on cooperation with the IEE in Great Britain.

MR. FRED S. BARTON: Mr. Moderator, Ladies and Gentlemen: There is a long-standing traditional area of cooperation between the AIEE and the IEE, of which I am sure Mr. Chase is well aware. There has also been informally quite a long tradition of cooperation between IEE in Great Britain and the IRE.

This was revived--I say "revived" because it hasn't been too active--it was revived last summer by Dr. Ronnie McFarlan and his peripatetic posse of past presidents [laughter], who visited Great Britain and with whom I had the pleasure of consulting and there is now a rather formal arrangement for that.

We are fortunate, I think, in having attending at this meeting--whether he is here today I don't know--Dr. C.G. Williams, who has been Chairman of our Electronics and Communications Section of IEE, who is, I think, to be Chairman of the IRE Committee in Great Britain, so that is well set up.

There is in Great Britain also the British

Institution of Radio Engineers, and there is now actively in process arrangements between the Institution of Electrical Engineers and the British Institution of Radio Engineers to get closer together.

Sir Harold Bishop, who is on that committee, is also in New York at the present time, and I am sure would be available to the eight-man party if they wanted to seek his advice. So that we are following through a similar process.

There is yet one more step which might be of interest. That is that the radio side of the Institution of Electrical Engineers has become much more active lately, largely due to Dr. C. G. Williams' activities, and the IEE is now divided into three divisions: a sort of power division, an electronics division, and a general division, so that there is movement there as well.

So that I think that will all affect the international cooperation. There is one more feature; our secretary of the Institution of Electrical Engineers is retiring this year. He is being replaced by Dr. Gainsbrook, who is an old Civil Service colleague of mine. So naturally I think we couldn't have had a finer man. I would suggest that at a suitable stage you formally ask him to come over and visit you, because I am sure that it would help get the two societies to get together.

We have in Great Britain successfully recently merged the two physical societies, the Institute of Physics and the Physical Society. So we know that on our small scale it can be done.

Thank you, sir. [Applause]

CHAIRMAN PINK: Thank you very much, Mr. Barton.

One other question which of course has been raised, first mentioned by Mr. Haggerty this morning, is the question of the size of the organization. One of the members in the audience has asked this question, which I would like to refer to Mr. Chase: What consideration is given to tightening membership standards to avoid excessive size of the joint society?

MR. CHASE: That is a very good question, I think, because this is one that will have to be studied, frankly, more than we have at the present time.

As we get together, I think this is one that must be reserved for the future boards to determine, whether we are going to tighten. There is a lot to be said on both sides. For instance, in IRE it is my understanding that you have many, many more affiliates than in AIEE. I feel that perhaps something can be said for taking in large numbers, for the simple reason that we can spread this technology and have an effect

an effect on people who would probably not qualify, for instance, for members or senior members.

We don't really have an answer for this at the moment, but this is something I know that, as the years come along, will receive very, very serious consideration.

CHAIRMAN FINK: Now perhaps we should hear from the grass roots because, after all, this is a point of this meeting. This is perhaps one of the express ways in which we can hear from people who otherwise perhaps might not have the opportunity to be heard.

There are two men in the audience, the AIEE Chairman, and the IRE Chairman, of the Huntsville, Alabama respective sections of the two societies. They desire to address the meeting. I don't know which of them will do it; I presume it will not be done in unison, on the subject of the combination of the two societies as seen from the standpoint of the Huntsville, Alabama groups.

MR. DEL ROE: I am Del Roe, Chairman of the IRE Huntsville section, and I would like to go on record as having a great deal of confidence in the actions so far, and to have full support both in our own area and in the proceedings that are to follow. Thank you. [Applause]

CHAIRMAN FINK: There is still another thing in which

the societies differ in detail, but not certainly in principle. That is the question of awards. Mr. Donald B. Harris, Chairman of the IRE Awards Committee for 1961, would like to address us on the question of awards matters, in the proposed consolidation. He also has four questions which maybe he will wish to pose.

MR. DONALD B. HARRIS: As Don says, I am Chairman of the IRE Awards Committee for this year, and we worry about details. This is one of these things that we think may be taken care of by themselves.

But on the other hand, I am not too sure but that maybe the mechanical details of this consolidation are the most important aspect of it. We can agree on principle, but we may find there are some real discrepancies which will have to be resolved before we can get together.

In thinking about these award matters, several things have come up, in which there appear to be discrepancies. I would like to know, and maybe you people have the answers to these questions: I think, in the first place, the award activities are of considerable importance and perhaps as important as the publications activity and the professional group activities of the societies, because it is through the awards mechanism that we recognize pre-eminence and

accomplishment in both societies, and encourage more activity along those lines. So I don't think we can overlook those things.

Now in the principles of consolidation, nothing was said about the question of fellow awards, I believe. I may be wrong on this, in this last red book. It mentions there senior members, members, etc.

PRESIDENT HAGGERTY: Well, actually the fellow grade is being preserved exactly as it exists, and the percentage of total membership which will be selected is in exact accord with present practices, recognizing that we have very larger total members.

MR. HARRIS: What about the existing number of fellows now? I understand the AIEE has a much larger percentage of fellows.

PRESIDENT HAGGERTY: All member grades in both societies as of the present time become equivalent members in the new society, whatever their parent society---

MR. HARRIS: Well, now, if IRE at present has about one per cent fellows, I believe something of that order, I think that AIEE is about, what, 10 per cent or 15 per cent fellows.

MR. CHASE: Let us refer back to the Secretary down

here--it is three per cent.

MR. HARRIS: So that it is three per cent for AIEE, so that everybody who is a present fellow becomes a fellow of the new society?

PRESIDENT HAGGERTY: Right, in any membership grade, there is no other practical solution.

MR. HARRIS: Then it is intended that the yearly selections will be on the same basis as at present, about one then---

PRESIDENT HAGGERTY: 125 per year is the number.

MR. HARRIS: Very good.

CHAIRMAN FINK: Incidentally, those who are fellows of both IRE and AIEE, in fact, those who are members---

PRESIDENT HAGGERTY: They become squares!

[Laughter and applause]

CHAIRMAN FINK: They are squares.

MR. HARRIS: They get thrown out, is that the idea?

[Laughter]

One other question I would like to ask in connection with the prizes, which really is the thing that I am concerned with primarily this year: We have an IRE Founder's Award. Can we preserve this? Is this going to come up for consideration?

PRESIDENT HAGGERTY: The present inclinations are that all of the awards of both societies are going to be preserved. Once again, this of course becomes something that subsequent boards will have to face in each of the years. Next year, 1963, in the first year of the merged society, if it comes into being, would be a year in which the decisions made by the separate societies would be accepted completely by the merged society.

So 1963 would be the first year in which joint considerations could be given awards.

MR. HARRIS: What about these honorary members? This is a new grade, isn't it?

PRESIDENT HAGGERTY: I think the AIEE has only 10 honorary members. Perhaps someone would like to describe the character of the honorary members in the AIEE.

MR. CHASE: The honorary membership is, of course, a very, very limited membership. I think there are nine or 10, something like that, and we are going to, of course, preserve those honorary memberships.

But in the future, we would have to bow to the wishes of the merged society board as to what we do with future honorary memberships. I think men, for instance, like Herbert Hoover is an honorary member. Elgin Robertson, who served on

this panel, is an honorary member. There are other members of that type. There are only 10 of them.

MR. HARRIS: Well, then, I would like to close simply by saying that I think you gentlemen have answered all my questions to my satisfaction, and I feel that the present stature of the awards and memberships will remain about the same. Thank you very much.

CHAIRMAN FINK: Thank you, Mr. Harris.

We now have still another aspect that has been mentioned earlier. This was an area where the two societies have had many long discussions for joint action, and I am sure that independent of what happens in the vote on the merger, that this joint activity will continue. This is in the field of standardization.

One of the men in the audience asks the panel, and specifically Mr. Veinott, so let me direct the question to him: What are the general plans for carrying on standardization activity? Will only one standards committee be formed?

MR. VEINOTT: I met for about a day with Dr. Weber, who represents the IRE, discussing this. I am sorry he is not here, but I think that what I say reflects pretty much what Dr. Weber thinks. We may be differing slightly in detail, but not very much.

The first thing that Dr. Weber and I agreed upon is that we consider standards a very important part of the merged society, that any setup made should encourage standardization activities. We feel that we need to provide continuity of the activities that are now going on, and to work them out in a way that is best for the profession.

We both tried to avoid any idea of horse-trading and say, well, we ought to do it this way because IRE did it, or this way because AIEE did it.

Now, as many of you may or may not know, there are three standards committees. The IRE has one; the AIEE has one; and just recently we formed a joint AIEE-IRE Standards Committee.

This perhaps is a prototype or an early small-scale model of how merger might work. We concluded there was an ad hoc committee of AIEE, of which I was Chairman, working with a similar ad hoc committee of the IRE Standards Committee. We early concluded if we were going to have joint standards, that we had to form a joint committee, that we couldn't have these standards subjected to the actions of both committees because it would be too slow and too cumbersome.

Dr. Weber and I visualized that the merged society would have only one main standards committee. The details

have not been worked out in complete detail, and this might not happen at the very first day of the merger, I am not sure.

I had hoped that Dr. Weber and I could discuss this in more detail just before this meeting, but he is in South America. It is our thought that this one standards committee probably will have to act more in a judicial capacity, and will have reporting to it various standards sub-committees.

One of the good things about IRE is that you have some 28 or 30 committees that you call technical committees, which are concerned only with standards activities. We think this is good that you have a group concerned only with standards. But I sensed from Dr. Weber that you in IRE felt there was a weakness in that; there was not enough correlation between these technical committees and your professional groups, and you would like something a little better.

In AIEE we have technical committees--we call them technical committees--who are concerned with standards. They are also concerned about promotion of meetings, grading of papers, etc. Some of us feel that sometimes the standardizing activities of the AIEE technical committees get subordinated more than they should.

We personally feel that it would be better if we could take those of our technical committees who are most

interested in standards and set them up as a separate committee. Now, in order to promote cooperation, we feel that it would be better perhaps for these technical committees that are working on standards to be selected by the technical committee itself, and this would correspond in IRE to letting-- where there is a parallel setup--letting your professional group pick the people who serve on the technical standards committees. We think this would provide better coordination over-all.

Now this is just some of our thinking, but to answer your question specifically, I think there has to be only one standards committee in a merged society.

CHAIRMAN FINK: Thank you, Mr. Veinott.

Here is one that can be answered pretty quickly.

It has to do with these squares that have just been identified. Will the people who are members of both societies be permitted to cast two votes, one in each society? I presume the answer is yes, that is the only advantage of being a square.

[Laughter]

PRESIDENT HAGGERTY: There is another one here directed to me: Will the ballots include any information on the 1963-1964 and 1965 budgets to be committed before May 5, 1962? Mr. Carlson, who is Chairman of the Standing Committee

on Sections, asks the question.

One of the agreed-upon details by the two boards in their meetings in March would be that, rather than a budget, a plan--a fiscal plan--for 1963, 1964, and 1965 would be approved by the two executive committees prior to submission of the proxies to our respective memberships. This work is already under way, and it is intended that these plans--these fiscal plans--for 1963, 1964, and 1965 will go to the membership with the proxies.

I think it should be clear we anticipate that our expenses will exceed our income in the first year. They may exceed our income in the second year; they will not exceed our income in the third year, or we are bum managers.

CHAIRMAN FINK: Thank you very much.

Now there is another question for the panel. I think this must be the IRE side of the panel, because of the number of things mentioned that do apply only to the IRE. In the present region--that is, the Canadian region--is it proposed to rearrange the regions to eliminate a separate Canadian region? Will somebody on the IRE side answer that?

DR. PRATT: There has been no plan to do anything of the sort. The Canadian region as we now have it in the IRE would continue so far as the recommendations of this eight-man

group are concerned.

Actually, this is a question that the new board of directors can resolve in future years as it wishes. I might point out, however, that I believe the recommendations of the committee will steer study in the direction of letting some people in overlapping areas that may affect the Canadian region discuss possible slight modifications, such as in the area around Vancouver.

And I think the electrical engineers do now already have an arrangement there which puts it in the same region in the certain small territories.

PRESIDENT HAGGERTY: An additional illustration; fundamentally, this is so. IRE members in Windsor, Ontario, have raised the question as to whether they couldn't in essence be a part of the Detroit activity instead of the Canadian activity, because of the geography. It has been our general feeling that this is a matter for study, and if local groups of this kind with these very special circumstances of geography, perhaps these could be the exceptions to the rule and indeed perhaps Windsor can belong to Detroit instead of to Canada, without affecting particularly the totality of a region for Canada.

CHAIRMAN FINK: Thank you.

Now we have another question which relates specifically to the principles of consolidation. First it is a question, and then the person would like to address the gathering on the second of the two questions.

The first one is: In the principles of consolidation, as revised March 8, 1962, Section 15, pages 13 and 14, no mention is made relative to conventions and shows other than the international in New York. Only technical paper presentations are mentioned relative to regions.

Are regional shows such as Wescon to be permitted?

PRESIDENT HAGGERTY: The answer is yes. [Laughter]

CHAIRMAN FINK: All right, now, maybe Mr. Peterson can be equally brief in discussing his second question [laughter], what is meant by "substantial" in section 6, part B and C of the agreement of merger.

Perhaps we ought to have that read out of its context a little bit more, or perhaps Mr. Peterson would be willing to give us the context of it.

MR. PETERSON: Thank you, Dr. Fink. Actually, we in the Los Angeles section have studied very thoroughly and objectively all of the details of the merger, consolidation principles, etc., and, through various meetings--and these will be continuing--we hope to continue to bring up specific questions.

The first one having to do with Wescon was purposely brought up to point out that we think very seriously of Wescon, and I am sure you do, too. But it is not in the principles of consolidation. Only reference is made to the holding of regional meetings and with the emphasis on technical papers it does not go into the aspects which would be the technical show part.

Now, the second question that we had has to do with the agreement of merger, section 6, parts B and C. It says, the continuing corporation shall be operated exclusively for scientific, literary, and educational purposes. Then it goes on, in section C, to say no substantial part of the activities of the continuing corporation shall be carrying on of propaganda or otherwise attempting to influence legislation, or participating in or intervening in any political campaign on behalf of any candidate for public office.

My question really is: I wonder why the word "substantial" is in there and if it must be in there, what do you mean by "substantial"?

PRESIDENT HAGGERTY: That is legal language from the code in your merger agreement, just as in your charter. You don't write anything more in than is required, and, furthermore, the wording of that kind is ordinarily interpreted only by

subsequent judicial decisions.

As a matter of fact, this is exactly what it says, now. It is the New York State Code.

MR. PETERSON: Thank you very much. We will continue to study the articles and bring up questions.

CHAIRMAN FINK: I would like now to refer to Mr. Linder and Mr. Chase something that is really going to be coming up in the next month. Please describe in more detail how the slate of officers will be selected by the 14-man subcommittee, particularly the regional representatives.

MR. CHASE: I will take a crack at that one. I think everyone understands that this 14-man committee is to go into operation after the merger is agreed to. AIEE will have seven people, seven men, including the four members on the four-man committee, from the eight-man committee, and so will IRE.

Now this committee acts as a nominating committee for the first slate of officers and, of course, it is up to both of us, both groups on both sides, to get the best possible slate we possibly can. That will mean consulting with our old districts in AIEE with the old regions in IRE, and coming up with these regional people.

I don't think that we can have a regional meeting,

our regions will not be set up at that time. They will not be effective, so you will just have to rely on the good judgment, I am afraid, in the first case of 14 people, the 14-man committee.

Of course, we will listen to suggestions, but you can rest assured we want to get this thing off the ground in good shape, and we are going to select the best people, be they old IRE stalwarts or AIKE stalwarts, whichever is the best man.

PRESIDENT HAGGERTY: May I second that? There is no practical solution to this first year of operation except a selection of a 25-man slate, including all directors and officers that both boards will agree to.

Subjecting it to the normal political practice would almost make it impossible to insure a completely balanced approach during the initial year. After the first year, the normal election procedure will hold. The 14-man committee will nominate all of the members of the 25-man board. That complete slate will be sent out to both sets of membership for their approval.

They can, in essence, vote against or for the entire slate. We see no other practical mechanism to insure that the first year, the year of difficult transition, will be

properly handled.

CHAIRMAN FINK: Now we have quite a group of little questions here on finances. Perhaps they can all be discussed at once, and they are all addressed to the panel. One of them specifically is addressed to Mr. Moore.

What equitable arrangements will be made to handle the combined assets? I would like to hear finances discussed. That is, is it expected that the present dues will suffice for financially solvent operation? That has been touched on.

Will the merged societies be tax-exempt and have impartial certified public accountants--I never knew there was a partial certified public accountant--anyway, have impartial certified public accountants approved the merger?

Is it more advantageous to IRE or AIEE, and perhaps these questions--would Mr. Moore like to try these financial questions, this little covey of them, that I have just read off?

MR. J. H. MOORE: I will be glad to try to respond.

The first one having to do with the combining of investments and other assets: This was: How will they be done? Is that correct?

CHAIRMAN FINK: Yes, essentially, what equitable

arrangement will be made to handle the combined assets?

MR. MOORE: Well, it is visualized that stocks and bonds will be valued at their original cost as now carried on the books of the two organizations. Basically, unless market value of the combined portfolios on the date of consolidation is less than cost, in which case the lower value would probably apply.

Inventories would be checked, would be valued in accordance with the present practices of the two institutes.

Furniture and fixtures which would be valued at purchase price less reserves for depreciation. Depreciation schedules of the two organizations would be recognized and new depreciation schedules would be worked out, if any change is necessary.

Land and buildings would be transferred at the cost values as carried on the books. These would be the basic principles in the opinion of our two-man committee.

Now, with respect to tax status, the two organizations, as all of you know, have enjoyed tax-exempt status. The proposal is to continue the corporate existence of the AIEE structure, in the course of the consolidation, and it appears that there should be no hiatus or question with respect to that tax-exempt status which would be brought about by such a

consolidation move.

What was the third question, please?

CHAIRMAN FINK: The question of whether the present dues structure will suffice for a financially solvent operation.

MR. MOORE: I believe that one of the other committees might better comment on that point.

PRESIDENT HAGGERTY: Perhaps it is more appropriate, since it is the IRE dues structure which is substantially being selected and which, of course, is lower than the AIEE dues structure.

I don't think it is adequate during the first year, when we have some duplicate functions, and cannot, for example, orient our publication and advertising show policies, etc., to maximize gains. I think one can say, in answer to both of these local areas of questions, very simply that if the IRE with 97,000 members at its present dues structure can be a solvent technical organization, and provide the service that it has provided for its membership, I think one can say then with equal astute financial management, it ought to be easier for the IEEE, with 160,000 members and the same dues structure to do the same.

The second area of questions relates to what is

equitable. Well, this is an academic question really so long as the relative assets of each society exceed their liabilities by a considerable amount, as they do.

And since this is an IRE gathering, perhaps I can put it in focus best this way: If all of the AIEE's 67,000 members applied for membership in IRE, we would take them promptly for nothing more than the payment of dues. Now, as we come together under exactly the same circumstances, plus \$2,000,000, we shouldn't take them? [Laughter and applause]

CHAIRMAN FINK: Then there was a final question that related to whether an opinion has been obtained from accountants as to the validity---

PRESIDENT Haggerty: Well, these opinions come from legal counsel rather than from accountants, and legal counsel has definitely been engaged on both sides. Both books are audited at regular intervals, and there is no particular reason to---this is not a merger of corporations which belong to private stockholders.

In actual fact, it is a merger of two corporate entities in the public interest, and there is no question but what each society has assets which markedly exceed its liabilities, no more than are needed for sustaining being, but still markedly exceeding those liabilities.

It really is somewhat academic as to whether one talks about market value or cost value of securities, or what a piece of property is worth or isn't worth, so long as each society brings to the total a gain, a strength in the financial and fiscal area, and each does.

CHAIRMAN FINK: Thank you.

Now there is a request to address the meeting from a member of the audience, Mr. Melton, on the subject: The difficulty of communicating to the membership the substantive questions, particularly those of a negative nature, which the members need to vote on intelligently.

MR. MELTON: I should like to say that although I am Chairman of the Washington section, I speak strictly as an individual because, gentlemen, frankly, I do not know the desires of our membership, and I speak as an individual deeply concerned with his conscience.

This is not the time nor the place to debate the issue of merger, and I rise only to state that the difficulty of communication with membership makes it impossible at this late date to present opposing views, except perhaps by the letters of opposition which will be published.

For instance, to get an editorial into the Washington Bulletin for May, I should have to write it this weekend.

Personally, I wish that every section in the country could have a formal debate on this matter of vital importance, but to organize such a debate by late April or May will be well nigh impossible for most sections.

In short, while I am completely convinced that every national officer feels that the merger is for the best interests of the membership, I remain unconvinced that these national officers fully appreciate the fact that the members are being encouraged to follow their lead rather than to consider the issue on its merits.

I don't wish to stop the wheels of progress, but I wish in all conscience that the membership vote could be deferred until fall of this year. Thank you very much.

[Applause]

CHAIRMAN FINK: Thank you, Mr. Melton.

There is a request addressed to the panel at large: Has any policy been established in regard to re-drawing the geographical boundaries of the merged sections?

PRESIDENT HAGGERTY: Generally, yes; specifically, no. We have arrived at boundaries which would look as though they could be satisfactory boundaries, but this is again a specific which will be handled in detail only if the vote is favorable.

CHAIRMAN FINK: My use of the word "grass roots" has

suggested to Mr. Briggs a question that he has heard many times. It is along the same line.

As an IRE member, I am satisfied with IRE policies and procedures now. As an IRE member, what will I specifically gain from the merger?

The question, I think, is being asked of IRE.

DR. BERKNER: It seems to me that this is one of the most fundamental questions that can be asked and should be answered very squarely. And I would say the following: First of all, a broadened professional structure. Consider, for example, the growth of the interests of our society and of the AIEE in merging information on hydrodynamics, and the implication of this in the future. This would now be discussed within one society and probably fall to one professional group.

So the opportunity for the member of the society to have meetings on and have publications on the main objects of interest within the society are made more easily possible than in a combined society.

Secondly, a broadened publication policy which, when the various publications are merged and the editors or the editorial committee has the opportunity to review precisely what this should be, should give us much better coverage in

publications both in breadth and in depth. This all of you have realized, that we have had to invade the proceedings rather heavily to bring in tutorial papers, and this is a demand by many of our members to give us a better feel of what is happening across the whole of the profession.

On the other hand, we cannot afford to give up our highly specialized papers, and so the development of the society in publications for both breadth and depth will be an important gain.

A third gain is in the professional groups themselves by the strengthening and enlarging of the professional groups, so that the backlog of transactions can be picked up through the greater financial support that will come to the larger professional groups. So it seems to me that the individual members will gain very substantially in the service of the society to him through the meetings that are made possible, through the publications that are made possible, by the combining of the efforts of the two societies.

PRESIDENT HAGGERTY: I think the principal gain that the individual will get is in the improvement of inter-disciplinary hooks. Each engineer needs these disciplinary hooks, whether he realizes it or not, and this is the prime function of a professional society via papers,

publications, and meetings, to provide the inter-communication that is an ever-increasing necessity in our complex profession.

Now I would like to turn it around, and I would like to remind each individual engineer that he has a responsibility that our society places on those engineers, the responsibility for products and services. And if we don't have that responsibility, we have nothing. If our society then places in our hands this responsibility, then as individual members of our society, it is incumbent upon us to see that we serve that society and that we provide these inter-disciplinary hooks and, if these--as I believe--are better supplied by a single society than by two, then all of us as individuals have a strong responsibility for voting affirmatively for a single society rather than two. The emphasis is on responsibility as well as gain. [Applause]

CHAIRMAN FINK: Thank you. A very closely related question has been posed, and I have referred--although it does not refer specifically to the IRE--I therefore have asked Mr. Linder if he would respond to it.

MR. LINDER: This question holds very closely with the previous question: In what specific ways will the IEEE provide a stronger service to the technical interests of the

individual members?

In the last year, it has been very obvious that many of the existing technical societies--and one can name a great long list of them--have lost their significance with respect to the focal points of interest. The inter-disciplinary action taking place here has cut across the societies very significantly, and has called for many more common meetings between societies.

We have seen this go up in AIEE very strongly. Also, we have noticed that for years we held rather general meetings. We are finding that if we hold a special technical conference on a limited area of technical interest, our papers are better, our attendance is much better per paper. As we look at AIEE and IRE, there is today a great deal of overlap. There is competition. In fact, a great many individuals, whether they are in government or in education or in industry, find it necessary to go to both an AIEE and an IRE meeting to get what they are after.

By having our technical groups, our professional-technical groups, or whatever we call them, down the road, sharpen up, it should be possible to have papers given by the very best and most competent people. It will make it easier for any one individual to get to the literature, to get to a

meeting and get the significant material he is after.

It should give greater strength to approach other societies where there are common technical inter-disciplinary interests, and get strength here and down the road, it is a very strong personal conviction on my part, and I believe that the eight-member committee subscribes, the strength of this combined society is going to be around the technical focal points, historically that there has been a great deal of geography into the picture.

Geography will still be there because there will be variations in technical interest by parts of the country. On the other hand, if we really push forward and make these technical focal points stronger, not only in the meetings but in the literature and in our relations with other societies, we can in fact have a tremendous strength around each focal point of interest. And the advantages of the individual members, both of AIEE and IRE and, as a matter of fact, the other engineering societies, is going to be enhanced.

CHAIRMAN FINK: Thank you very much, Mr. Linder. There is a question about a sister society, the Acoustical Society, which Mr. Haggerty will answer.

PRESIDENT HAGGERTY: The question bears on this same general area we have been discussing: Does the

consolidation spell the beginning of the end of the Acoustical Society for the same basis as this present consolidation?

Well, that depends upon the Acoustical Society, doesn't it? Obviously, it is the same kind of question. If the Acoustical Society continues to serve its members better in a way, all right. But I do think it is up to them, not up to us.

MR. CHASE: I think the same thing goes for the Instrument Society. I think there are a lot of societies that might be considered, but it is up to the societies to take the initiative.

We will see if this one works first, and then we will work on the next one later.

CHAIRMAN FINK: I would like now to introduce a question from a different point of view. There have been some people, one or two in the audience, who lived through a long time of IRE growth from the time when it was started in 1912 to the present. One of them is with us today, who has been a member since 1913.

He asked just one minute to talk about the consolidation. He is Mr. Arthur H. Lynch.

MR. ARTHUR H. LYNCH: Dr. Fink, thank you. I

noticed on Page 12, the type of membership, honorary member, fellow, senior member, member, associate, student, and life member.

The following words of wisdom you are about to hear are coming from the lowest form of radio engineering life, a life member. [Laughter] It was my good fortune in 1912 to attend some of the early meetings of the Institute of Radio Engineers, and I remember in one instance that a young college professor delivered a paper on rotary converters.

That was Professor Geldsmith, now Dr. Goldsmith, and the former president of the IRE. He is a man who has devoted a great deal of his life to the IRE in general, and to its publications in particular.

I notice that during our procedure here this morning his name was mentioned by only one of the members of the panel, Dr. Haggerty. I would like to pay tribute to Dr. Goldsmith and to the wonderful work that he did, and, in doing so, I cannot pass over the original secretary of the Institute of Radio Engineers, seated beside me here, Mr. Emil J. Simon.

I am now a retired member of the association, living on the interest of my debts which I pass to you as a very desirable method of living, [laughter] and with those few remarks I wish you all a very merry future. Thank you.

[Applause]

CHAIRMAN FINK: There is a question directed towards the AIEE representatives; What will be the status of the AIEE bi-monthly publications, first during the transition, and second, ultimately?

MR. CHASE: In the initial period, I think we shall continue the bi-monthlies, and this will be again one of those items which must be taken up by the new board to determine what is to be done with those bi-monthlies.

I am sorry that I cannot give you a definite answer. This is one of these multitudinous questions which must be answered by the editorial group in the new society when it is formed.

CHAIRMAN FINK: Thank you.

Another question: In the event that IRE and AIEE do merge, is it feasible and desirable to create regional status for IEEE members in those countries included in the European Common Market?

I recognize that everything is based upon economics.

DR. McFARLAN: May I comment on that? There is already under way a movement on the part of those IRE sections existent in Europe requesting regional status. I cannot obviously speak for the actions forthcoming of the executive committee or the board of directors. But it would appear to

me personally, and I speak only for myself, that I would personally favor regional status for these sections.

I think it would be a definite stimulus to IRE activities on the Continent of Europe, and it would be my opinion that they should be subsequently extended if and when the merger goes through to IEEE.

CHAIRMAN PINK: Thank you.

Now there has been one bunch of questions here that I have put aside, and we now have a few minutes, and I know it is now too late. That is the question of the name.

There have been suggestions made which I am sure it seems the best thing we can do is to have a special meeting about one a.m. [laughter] for this purpose. I want, however, those people, four or five of you who did ask to have the name discussed, to know that I did not get those questions before you because I felt that the discussion perhaps would just get out of hand.

It has gotten out of hand when the eight-man committee have discussed it, I can tell you that. [Laughter] It is, however, still a matter which is receiving active discussion, and there will have to be, I think--there is now a zeroing in on what appears to be the best way of handling it.

There are many questions, of course, that haven't been discussed, one of which relates to: When you get together, have you made agreements with somebody that you have to hold and the other fellow doesn't want to hold, and this is a real deep one: Does either IRE or AIEE have an agreement with any national society that it will not organize sections in certain territories? If so, will the IEEE hold these agreements in force?

PRESIDENT HAGGERTY: You mean abroad or here? What do you mean by "national"?

MR. BRUCE BARON: The question is based on some reactions that we have had in Europe, and I say "we" in Europe because I have been, during the last years, concerned with the activity of one of the European sections that comprises the Benelux countries.

The Danish Society of Engineers, in particular, has in its publications pointed out that it is specifically opposed to the formation of an IRE section in Denmark.

In taking this position, it went on record with the statement that all of the societies in Western Europe, the four largest societies in Great Britain and the five largest societies in the United States, had agreed that they would not organize sections in each other's territories. They didn't

identify the five largest societies in the United States, and, therefore, I have asked whether either the IRE or the AIEE has such agreements, and, if so, what the IEEE will do about it.

DR. McFARLAN: The IRE has no such agreements anywhere in the world. What is being referred to is the so-called ^EUSEC, which is an organization covering some of the societies in the United States, some of the societies in Europe.

There has been no policy decision arrived at at all relative to the role of ^EUSEC in IEEE. It is my personal feeling that this would be a matter for future boards to consider.

MR. CHASE: Let me speak to that for AIEE. I know of no such agreements in any part of the world, as far as we are concerned.

CHAIRMAN PINK: I would like now to ask a former president of IRE, who has not been a member of the two-man sub-committee, to the best of my knowledge--one of the few who hasn't, but he has been certainly a servant of all of us for a long time. That is Arthur D. Lochran, who would like to talk to us about the consolidation as he sees it.

MR. ARTHUR D. LOCHRAN: Thank you, Don. I had

really only one point that I felt I would like to make. We have a great deal of evidence that, in the long run, duplication which has existed in some of the services of our two societies has been costly to the members of the profession.

This seems to me to say that it is not a question of shall we consolidate, it is only a question of when. And it seems to me that some of the remarks of the panel this morning, pointing to the desirability of making a firm decision to go ahead, making that decision now and then doing all of the detailed things in the light of such a firm decision, is the right thing to do.

I see nothing to be gained by postponement because it seems to me clear that, sooner or later, we are going to do it, and postponing only prolongs the agony and makes the details harder to take care of at a later date.

I guess I would like again to say, too, how much I think all of us in the profession owe the members of the eight-man committee and the group of two-man teams that have helped that committee in reaching its present program for going ahead.

Gentlemen, my congratulations for what you have done. Thank you. [Applause]

CHAIRMAN FINK: There is a tradition in both societies that we end meetings on time. The meeting is adjourned.

[The meeting adjourned at twelve-thirty o'clock.]
