



Agenda for Special General Meeting (SGM)

Venue: Dadar Club, Mumbai

Date: 25.11.2023

Time: 16:30hrs to 19:00 hrs

No.	Item
1.	Update on the IEEE MGA/R10 Action on Bombay Section Officers.
2.	To pass resolutions as deemed fit by the members.

Saurabh N Mehta
Secretary, IEEE Bombay Section

LIST OF ATTENDEES

Anand Suhas Gharpure	Saurabh Mehta	Kiran TALELE
Q Bakir	Abhay Phansikar	Hitesh Mehta
Aiyappan	Zia Saquib	Anil Kottantharayil
TS Rathore	Sukruti Kaulgud	Ravi Sunkara
Challa K S N M Sankar	Harshal Dalvi	Y S Rao
R R Sawant	Umesh Sudhakar Gite	Mandar P Joshi
Dakshata Panchal	Akhil Masurkar	Deepak Kumar Sinha
Pramod Bide	Sujata Kulkarni	Santosh Chapaneri
Hannan Satopay	Munsif Satopay	Suraiya Yasmin Laskar
Hemant Ingale	Jyoti Kundale	Ashwini Chavan
Priyanka Verma	Dattatray Sawant	Sunil Karamchandani

1. Update on the IEEE MGA/R10 Action on Bombay Section Officers.

The meeting was called to order at 4.30PM and adjourned for 30 minutes due to lack of quorum.

The adjourned meeting was called to order at 5.00PM with the members present constituting quorum.

Saurabh N Mehta, Secretary welcomed all members and requested Anand Suhas Gharpure, Chair to start the proceedings.

Anand Suhas Gharpure, Chair, began the proceedings by explaining to the members about IEEE Mumbai Section Welfare Association (IEEE MSWA) and IEEE Bombay Section. He sought to dispel misconceptions created by the conflicting email from IEEE MGA on the morning of 25th November 2023.

He stated that Global IEEE Inc., an entity of IEEE USA, clarified that Bombay Section had to register as an association to be compliant with local laws such as FEMA and facilitate transfer of funds from IEEE HQ.

IEEE Bombay Section was registered as IEEE Mumbai Section Welfare Association under laws of State of Maharashtra, India, on 28 December 2012, with byelaws aligned to both IEEE MGA Manual and the local applicable laws for associations. It was later registered as a Trust with the Charity Commissioner, Mumbai on 19 December 2013. The IEEE MSWA byelaws were approved by IEEE Board of Governors in 2020. IEEE MSWA is responsible for ensuring all tax compliances as the registered arm of IEEE Bombay Section.

He then briefed the members about the communication between R10, MGA and officers of the section since the receipt of the original “suspension” letter. The detailed presentation is enclosed herewith. The important points which are still not clear even after 60 days were reiterated as follows:

- I. Lack of visibility of records made available to EOC and the recommendations from them such as MoM, observations etc.
- II. As per directions of R10 Director wherein Single Candidate Slate for 2024 was not approved, Bombay Section had suspended the Elections in 2023 and informed R10 director that grey areas in Byelaws will be sorted out before starting afresh the election process, including formation of Nomination Committee, processing petitions etc. Despite the same, the EOC & R10 director chose to “suspend” the officers who were elected in the AGM held in July 2022 although there is no complaint about that Election. What were the compelling reasons that instead of questioning the Election Monitoring Committee or Nomination committee, R10 Director & MGA chose to “suspend” three officers elected in 2022?
- III. The letter of “suspension” mentioned “concerns with some financial matters” but we are yet to receive details. Earlier on, we had responded to audit observations for the past year but have not received any communication since then. We await details of issues mentioned, if any.
- IV. Why is IEEE seeking to act against Anand Suhas Gharpure for financial issues during the term in which he was not responsible for decisions?
- V. Anand Suhas Gharpure was elected as Chair-elect 2023 in the election conducted in 2021 and Chair-elect 2024 in the election conducted in 2022. The letter communicating the “suspension” does not talk about the “suspension” of Chair-Elect 2024. However, he has been removed from Vtools in Chair-Elect 2024 position also. IEEE must reinstate the same immediately or give reasons for not doing so.
- VI. If the decision for “suspension” of officers is due to Election issues and financial issues of Bombay Section, then why Anand Suhas Gharpure is sought to be “suspended” from the position of Chair AESS Bombay Chapter, when AESS is a different OU not linked to any of the points raised?
- VII. Assuming that an “Interim Committee” is required, we understand that B. Satyanarayana (Immediate Past Chair and officer in current execom) was the original choice for “interim” role as Chair, which was changed to S M Sameer. However, “Interim Chair” appointee S M Sameer is not from Bombay Section. IEEE MGA Guidelines are clear about Officer Appointment. The officer must be a member of the OU. The case is the same with IEEE MSWA. Why were MGA guidelines flouted by MGA itself? Why was there a change in choice of “Interim Chair”?
- VIII. The original “suspension” letter stated that Hitesh Mehta and Aiyappan were to take on the “interim” role of Secretary and Treasurer respectively, both being Senior Members and experienced Past Officers of the Section. It is understood that they had categorically insisted that due process be followed before taking any action, even assuming there are serious issues. Informatively, they too were not given any

convincing reasons. They were then replaced. Why did this change happen? Why was due process not followed?

- IX. We wrote to the R10 director requesting the exact and specific reasons along with justification and objective evidence on the three points mentioned in the letter, namely various concerns within the IEEE Bombay Section, issues with a recent election and some financial matters. However, in his reply, the R10 director stated only the Election Issue. Why is there no consistency in providing concrete reasons that justify such drastic action?
- X. Even if we take it for granted that the “suspension” was for election Issues only, it falls under the purview of the Nomination Committee, which is responsible for the same and not the officers of the section. Why are Kiran Talele and Saurabh Mehta “suspended” for the actions of the Nomination Committee?
- XI. MGA operation manual which was referred to in the “suspension” letter, has some more important guidelines. The Regional Director can appoint a new individual in place of an individual who is suspended. However, the Regional Director must consult OU execom to appoint an Interim Officer (page 87 under Section 9). While appointing interim Officers, there is no record of section execom having been consulted. Why?
- XII. Appointing a non-OU member as Interim Chair, replacement of initially appointed senior and experienced Interim Officers, arbitrarily tasking an inexperienced serving execom member with the dual responsibility of Secretary & Treasurer responsibilities, replacing the Chair of an unconnected OU by another serving execom member and making allegations without any objective evidence raises serious doubts about neutrality as well as the actual reason for seeking to “suspend” the officers. This leads to a strong suspicion of personal vengeance. Please clarify.
- XIII. Even if the EOC review found that the processes of the 2024 election, conducted by the Section, were non-compliant with the MGA Operations Manual, as mentioned by the R10 director, it raises an important question as to whether a simple non-compliance would lead to suspension of Officers of the Section? By that token, won't the non-compliance by officers of R10 and MGA of their own manual necessitate similar action?
- XIV. IEEE has suspended the IBSSC conference planned in 2024 by the section citing “suspension of officers” as the reason. Please note that this conference was approved on 09th September 2023, prior to the issuance of the letter of “suspension”. Why is IEEE acting in a way that damages its reputation?

Unfortunately, IEEE MGA has not responded to any of the above questions despite 60 days having passed.

The Chair also briefed the gathering about initiatives taken by the section to ensure better fiscal management, bring more transparency, ensure clear and fair processes for

events approval, finances as well as conference approvals and operationalization of financial claims portal to reduce the timelines of disbursement. These were covered in separate slides within the same presentation.

The Chair finally summarized the issues which are as follows:

- ❖ “Suspension” of officers of the section without following due process of inquiry, show cause notice, hearing etc. nor presenting any material evidence.
 - *Actions not in line with IEEE and IEEE MSWA byelaws or principles of natural justice*
- ❖ Foisting an Interim Committee on the section
 - *Action not in line with byelaws of IEEE or IEEE MSWA*
- ❖ Violation of IEEE Code of Ethics
 - *Unfair treatment/ vindictive action against members; Insinuating malpractice without material evidence*
 - *Not respecting laws of the land*
- ❖ Poor Communications and Engagement
 - *Leadership unwilling to engage.*
- ❖ Lack of fair and transparent processes
 - *Due process for initiating punitive action not followed.*
 - *Appeal process against punitive action not available*
- ❖ Damage to the reputation of IEEE, Bombay Section, Officers and Members
 - *Cancellation/ Suspension/ forcing postponement of approved events.*
 - *Alleging malpractice without material evidence or proof of thorough inquiry*

Furthermore, the Chair requested members who were directly involved to share any relevant information.

Hitesh Mehta stated that in early September 2023, they received the email from R10 Director, Lance Fung, stating that committee is being formed for the section with B. Satyanarayana nominated as interim Chair, himself as interim secretary and Aiyappan as Interim treasurer, to resolve some issues related to elections. Later (a day prior to issuing the letter of “suspension”), Hitesh Mehta and Aiyappan received an email stating that SM Sameer (Kerala Section) has been appointed as Interim Chair. Hitesh Mehta immediately questioned R10 Director on the action of non-OU (Bombay Section) member being appointed as Chair and received a reply stating that they were looking for an impartial Chair who is not connected with current Execom. Hitesh Mehta further enquired that if he and Aiyappan could be trusted for Secretary and Treasurer role respectively, then why not another Bombay Section member for Chair Role? Also, that there were many active past Chairs in the section including R Muralidharan, who was also India Council Chair and nominee for R10 director as well. Meanwhile, an email from Anand Suhas Gharpure, Chair Bombay Section, which was sent to entire section was received by Hitesh Mehta and he was surprised that section officers were not at all consulted before suspension. Hitesh Mehta then further wrote to ask the reasons for suspension and expectation from interim committee; he received the reply that reasons are confidential. He refused to accept the

position till there was clarity and as result he was replaced by Shashikant Patil who happens to be a current Execom Member. Hitesh wrote to the President, IEEE and received a response that the matter is being reviewed.

Aiyappan stated that prior to accepting the role, the background given was that there were some serious confidential issues in the section and they needed to rectify with external oversight of the execom. In the interest of the section, he had agreed to take on the role, with an inherent assumption that whatever the issue, due process was being followed. There was no reason to suspect otherwise in a professional organization like IEEE with which he has been associated for over 25 years and has served as an officer as well. In the official communication of nomination to the Interim Committee, resolution of election issues was the only point mentioned. While endorsing the points made by Hitesh regarding change of interim Chair, he wrote to R10 Director (prior to the issuance of the letter of “suspension”) insisting that due process be followed before any action is initiated and suggested a v-meeting between concerned stakeholders. He urged him to put on hold any announcements/actions until there is clarity amongst key stakeholders and devising a transparent way of handling the situation. R10 Director replied that they are in a hurry and could not hold off on any action. Aiyappan finally responded saying that he would take on the role only if there was clarity on issues (with evidence) and visibility of due process being followed. In the meantime IEEE went ahead with the ill-conceived action. He was replaced again by Shashikant Patil. As Hitesh also mentioned, it was a shock to him also that the letter of “suspension” was issued without any prior engagement of the section officers. Aiyappan then wrote to IEEE President Saifur Rehman to seek his direct intervention against this unjust action. IEEE President replied that MGA-VP Jill Gostin would review the matter, to which he responded that MGA-VP is an involved party and so there is a clear-conflict of interest. However there has been no response since then from IEEE President further despite three reminders.

Q Bakir then informed the members that many past Chairs and officers from IEEE Bombay Section also wrote to IEEE President about due process not being followed. A prominent member VP Kodali who was ,the 1st Region 10 Director from India in early 80’s as well as IEEE Secretary also wrote to the IEEE leadership, however there was no response to this.

The Chair then requested members if they have any comments, questions or required any clarification.

A. Specific Queries, Observations and Feedback

- i. Anil Kottantharayil mentioned that hosting DL sessions is impacted as there is uncertainty about funding from the section for local hosting expenses.
- ii. Anil Kottantharayil asked whether any information about the financial issues was communicated. The Chair replied that he has not received formal

communications of any kind from IEEE about details of the financial issues raised. The Chair also informed that financial issues, if any, would be from previous years, wherein he was not the signing authority. Also, for the previous 5+ years the section has been getting rebate and timely bonuses, which would not be possible if there were issues with finances or reporting.

- iii. Anil Kottantharayil further asked about the election issues. The Chair informed that in July 2023 the Nomination committee had nominated Single Candidate Slate and petitions were sought from interested members. There were 4 petitions received and 1 was invalid and 3 did not have endorsement from the requisite 15 members and hence were rejected. One of the rejected candidates had raised a complaint with R10 Director. R10 Director asked for reasons which were duly provided with clarifications. R10 Director, instead of adjudicating on the complaint, chose to use veto powers by not approving the Single Candidate Slate. Hence, the Execom, on recommendation of Nomination Committee decided to suspend the election and communicated the same to the Director R10. Also, during discussions 2 (Two) points came out that was a grey area about the cut-off date for voting eligibility of members and another complaint was raised with EMCC (Ethics and Member Conduct Committee). In view of the same, Section execom appointed a bylaws committee and informed R10 director that once both these committees conclude, section will reinstate the election process. However, R10 director still chose to “suspend” the officers without waiting for results from both committees. Also, the timelines specified in the EMCC process (90 days) for decision has passed and we have not heard from them so far. So, it is assumed that nothing adverse has been found in EMCC.
- iv. Zia Saquib enquired about who the Petition candidates were and who had raised the complaint. Chair asked whether the names are to be disclosed and he affirmed. The following details were shared. Lalit Singh sent endorsement for his own name, instead of sending petition, which was treated as invalid. Swati Sinha had sent an application for Secretary in the wrong format and without the requisite number of 15 endorsements. (only one endorsement received in proper format however till then her petition was not received). Saurabh Soni had sent the petition for Secretary in the wrong format and no Endorsements were received in valid format. Bhanwar Lal Bishnoi had sent the petition for Chair-Elect in the wrong format and without the requisite number of 15 endorsements. Saurabh Soni had raised the complaint.
- v. Zia Saquib commended Hitesh Mehta and Aiyappan for standing up for the section against this unjust, ill-conceived and illogical action. Bakir also commented that being senior and experienced volunteers they kept the interests of the section above any selfish interest. Shashikant Patil was not present to clarify his position or the issue at hand.
- vi. Pramod Bide shared his experience during the Region 10 HTC Conference, recently held in Rajkot, wherein R10 director had verbally mentioned that there were some financial irregularities in Bombay Section. Pramod Bide then called

Anand Suhas Gharpure, Chair to convey the same, who then requested to pass the following message to R10 Director - that Section Officers are responsible for every paisa (penny) being spent and any such irregularity shall be made public and officers are ready to face scrutiny. Pramod Bide informed R10 director the same but nothing has been made public yet.

- vii. Dattatray Sawant informed that the way activities of the section were happening during the past 8 months was phenomenal with the section crossing 3500 student members in first 8 months of 2023. However, during the last 2 months everything has come to a standstill, which is detrimental to the section and IEEE. He said that a firm decision is required from the general body to ensure IEEE MSWA (IEEE Bombay Section) activities continue unhampered.
- viii. TS Rathore also enquired about getting different emails from different entities which is creating confusion such as email from Jill I. Gostin, VP-MGA stating that today's SGM is not acknowledged by IEEE. Chair informed that it is surprising that IEEE is taking this stand in 2023 whereas IEEE India Office has signed the agreement with IEEE MSWA in 2012 and the current byelaws were approved in IEEE Board of directors meeting held in November 2020. There is no doubt that IEEE knows and recognized IEEE MSWA aka Bombay Section, an entity created as required by the law of the land. In fact, IEEE India office & USA were following up with the section for the same since 2010. He reiterated that IEEE MSWA is the locally registered entity of IEEE Bombay Section. TS Rathore further inquired as to the hierarchy of engagement/contact in IEEE for Section matters. Guidance was received from Past volunteers that the member approaches the Local Sub-section/ Section first, then Region 10 and then IEEE HQ. The Chair informed that this SGM was called to clarify this aspect also.

B. General Observations and Feedback

- i. Members are interested in getting full value from their membership and to continue activities in full swing, at the earliest.
- ii. Members condemned the arbitrary, unjust, opaque manner of handling the situation and violation of IEEE MSWA as well as IEEE Bombay section byelaws. Such actions were construed as an assault on the section.
- iii. Members expressed concern that no evidence of mal-practice or fraud is shared with the section officers and yet IEEE has taken such a drastic step. This is not expected of a professional organization like IEEE that is known for its adherence to ethical practices. The actions are defamatory, which is very unfortunate and not conducive to genuinely resolve issues.
- iv. Members expect that the section affairs are managed within the bounds of IEEE MSWA and IEEE byelaws and would ensure co-operation to resolve any issue provided due process is followed and evidence is shared.
- v. Members expect IEEE leadership to be responsive, proactive in communications and constructively engage with concerned stakeholders to normalize the situation.

- vi. Members look forward to the IEEE leadership acting in a fair, impartial, transparent and benevolent manner to resolve the issue expeditiously.

2. To pass resolutions as deemed fit by the members.

Based on the discussions, observations and feedback, the Chair requested the members to suggest further courses of action to be taken.

The following resolutions were passed by the Members.

- I. It is hereby resolved that the current execom including office bearers, namely, Anand Suhas Gharpure, Saurabh Mehta and Kiran Talele shall continue in their positions and perform their duties as per the original terms for which they were elected in order to ensure continued & unhampered IEEE Mumbai Section Welfare Association (IEEE Bombay Section) activities. Accordingly, IEEE is required to restore unfettered Vtools Access and allied responsibilities such as Voting Member of India Council and Region 10, to the Execom.

The Resolution was proposed by Aiyappan and seconded by Santosh Chapaneri and unanimously adopted.

- II. It is hereby resolved that IEEE Mumbai Section Welfare Association (IEEE Bombay Section) recommends that IEEE MGA operation manual must urgently be updated, to ensure that arbitrary and unjust actions are not taken by any IEEE officer. globally, by including and
 - a. Defining a fair and transparent process (inquiry, presentation of evidence, issuing memo, show-cause notice, conducting hearing, reviews etc.) prior to initiation of any punitive action including suspension.
 - b. Establishing an appeal-cum-review process against any punitive action while ensuring transparency and absence of any conflict(s) of interest.

The Resolution was proposed by Hitesh Mehta and seconded by Zia Saqib and unanimously adopted.

- III. It is hereby resolved that since SGM has given full support and mandate to the officers to continue in their positions,
 - a. All the events approved prior to 27th September 2023 shall be conducted as planned and
 - b. IEEE is hereby required to reverse suspension of IBSSC 2024 and not stop/interrupt activities planned as per extant norms.

The Resolution was proposed by Hannan Satopay and seconded by Akhil Masurkar and unanimously adopted.

- IV. It is hereby resolved that in case of any further administrative/ legal/ other proceedings against individual members/ officers/ volunteers it shall be treated as an assault on the IEEE Mumbai Section Welfare Association (IEEE Bombay Section). Any related expenses shall be borne by the IEEE Mumbai Section Welfare Association (IEEE Bombay Section).

The Resolution was proposed by Abhay Phansikar and seconded by Zia Saqib and unanimously adopted.

- V. It is further resolved that the Chair, Anand Suhas Gharpure and Secretary, Saurabh N Mehta are authorized to communicate the proceedings of the SGM and resolutions to IEEE Mumbai Section Welfare Association (IEEE Bombay Section) Members, IEEE India Council Execom, IEEE Leadership (Volunteers), IEEE India Office / IEEE HQ (Staff) and any other related parties.

The Resolution was proposed by Abhay Phansikar and seconded by Quraish Bakir and unanimously adopted.

The Chair concluded the meeting by thanking all the members for attending the event, especially on a weekend, to deliberate on a critical matter of the section and invited all to join for high tea.