



## INTERNATIONAL BOARD OF DIRECTORS MEETING

**Conference Call  
October 3, 2017**

### MINUTES

*[Includes Amendments: December 2017]*

#### AGENDA ITEMS

##### 1. Welcome and Call to Order...Alan Jones

In Attendance:		Officer/Director		Alternate Director
Officers:	X	Alan Jones, Chair, Eastern Region N.A.		
		Peter MacDonald, President, Europe Region		
		Paul Cappiello, Vice-President, Eastern Region N.A.		
	X	Jim Johnson, Treasurer, Eastern Region N.A.		
	X	Charles Heuser, International Editor		
	X	Terri Breon, International Secretary		
Australian:	X	Clive Larkman		John Messina
Eastern N.A.:		Paul Cappiello	X	Peggy Walsh-Craig
Europe:	X	Richard McKenna		Tim Lawrence-Owen
Japan:	X	Peter Waugh		Dr. Takuya Tetsumura
New Zealand:	X	Lindsey Hatch	X <sup>1</sup>	Jill Reader
Southern N.A.:		Donna Fare	X	Bill Turk
South African:	X	Hans Sittig		Erika Oberholzer
Western N.A.:	X	Gene Blythe	X	Dharam Sharma
Regional Development:	X	Clive Larkman		

*[<sup>1</sup>-Amended to reflect Jill Reader's attendance]*

- Alan Jones called the meeting to order.
- A roll call was taken. Apologies for absences were received from Peter MacDonald, Tim Lawrence-Owen and Paul Cappiello.

##### 2. Approval of minutes from July, 2017, Board Meeting....Alan Jones

- Alan asked for comments and corrections. Hans Sittig requested a change to page 19: change 'Superman' to 'Super Admin' in the heading 'Superman website manager'. Jim Johnson noted that he was not at the meetings.
- Alan requested a motion to approve the minutes as corrected. Clive Larkman moved to approve. Seconded by Hans Sittig; approved by voice vote of Board.

**Review of Action Steps:** Alan reviewed the list of outstanding action items from July.

- to the Board and Committees so they are reminded of the outstanding items that need addressed.

1. International Office:

- Membership number discrepancies. *The reported membership numbers do not match what the regional secretaries are reporting to their directors. Clarification is needed as to what numbers should be relied on, as in the past the "official count" has been as of June 1, the date when all counts for submission to ISHS for publication numbers are finalized. Regions may still be adding members after that date, but it has been the practice of several regions to include those members in the coming year's counts. Some of the membership counts are greater than many people were expecting. Alan would like to see what the regional reports are for the December meeting and compare them with the June numbers. Terri will discuss the issue with the regional secretaries for their take on how the numbers should be counted and whether the cut-off date should be June 1.*
- Clearer start times for conference calls. *This has been cleared up. All meeting agendas will list meeting times in Eastern USA day and time. Directors will have to set their calendar appropriately.*
- Improve Regional Secretaries communications with International Office. *Ongoing*
- Terri to check about the IPPS insurance policy – does it cover travel? *No, it is strictly a liability coverage policy; it does not cover travel. The policy was provided on DropBox for the directors' information.*

2. Membership Committee:

- The Membership Committee report was referenced for the directors to review on their own.
- Some of the items may be discussed during the Committee report later in the meeting.

3. Directors to pass on decisions and other information to regional secretaries.

- In past years, important information has not been forwarded.

4. Newsletter – Board Chairman letter following board meetings and conference calls.

- *Hans and Alan working on this.*

5. Future relationship with ISHS.

- *We have the costs for upcoming publishing cycle. This will be the last printing. They (ISHS) have not been told yet of our intentions.*

6. Finance Committee:

- Jim Johnson will review during his report

7. Sponsorship Committee:

- No new information since July.

8. Education Committee:

- Address later in meeting

9. Communication/Marketing Committee:

- Address later in meeting

10. Strategic Planning Committee:

- Address later in meeting

11. New Region Committee:

- Clive will report on progress with New Regions later in the meeting.

12. International Tour guidelines –Ask regions for previous costs etc.
  - *Terri may be able to discuss during the International Office report.*
13. Japan/Western Region International Board hosting dates
  - Japan and Western Region agreed to switch dates.

### **3. International Office Report...Terri Breon**

- Alan requested the directors refer to the report provided by Terri Breon. Information on membership numbers, as reported by regional secretaries, is shown there.

### **4. International Editors Report...Charles Heuser**

- Overview of 2017: he is waiting for papers from Australia, New Zealand, South Africa and European Regions. All English-speaking regions are required to have their papers to the Editor within 2 months of their meeting. All others have 3 months. Alan requested all directors contact their region's editors to push for submission of papers to Charles as soon as possible. European Region does not have an editor nor has anyone been coordinating that effort. Richard noted he will jump on this immediately.
- Update on Volume 66: he submitted the proceeding to ISHS on April 5. ISHS had some questions that have since been answered. He is awaiting the galleys from ISHS. He will forward these to Terri once received. She can then distribute them to the Board. Shipment of the books is on schedule to occur about the same as last year.

### **5. International Treasurer's Report...Jim Johnson**

- The balance sheet was reviewed, showing that last August to this August there was an improvement. The better bottom line has a lot to do with investment gains.
- Annual budget analysis:
  - Membership dues show a dramatic increase, owing to the changes made in the budget report format. The figure includes income received for books/CD sales.
  - Shipping costs are up
  - Copying costs are up
  - Web site costs: No expenditures are listed. Aftershock was just recently paid. That does not show up on this report. Hans believes \$6,000+ has been paid. Terri reviewed the accounting books and reported that \$6,775.77 categorized under Restricted Funds.
- Profit/Loss: These figures will be reassessed for accuracy. Terri and Jim will review the category assignments and adjust accordingly. Terri will reissue both the Annual Budget comparison and the P&L Statement to the Board.
- 2018 Budget: 2018 is not going to much better than this year. There will be similar expenditures to contend with, along with overlap costs for new positions.
- 2019 outlook: salaries for the new positions are unknown right now; no income from book sales, but no expenses either; editing expenses will have to be borne by all members, requiring a dues increase to cover the costs. Jim estimates the increase will have to be \$11-\$12. The Finance Committee will have to review this more closely before the December meeting.
- Vanguard account: pulled out \$6,500 money earlier this year to keep the Society liquid. Pulled out an additional \$10,000 of earnings and placed into the Accessible

fund. The current balance is another \$10,000 over the initial \$225,000 investment. The Committee is considering putting that into the Accessible fund, as well.

Jim Johnson made a motion to remove \$10,000 from the investments and move to the Accessible fund, after concurrence by the Investment Committee. Seconded by Clive Larkman. Motion passed. Jim will set up an Investment Committee meeting quickly to move on the motion.

- There are several other items that still need addressed by the Investment Committee, including, completion of the 2017 audit, allowing European Region to invest in International's portfolio, and reviewing reserve funds. The IRS Form 990 has been submitted.

#### **6. Editor Position - Update...Donna Fare**

- Discussed under Strategic Planning Committee Report

#### **7. Committee Reports**

##### **Finance & Investment Committee...Jim Johnson**

- Jim covered the Committee's items under the International Treasurer's Report

##### **Sponsorship Committee...Paul Cappiello**

- Alan reported Paul did not have anything more than what was discussed in July

##### **Membership Committee...Richard McKenna**

- The Committee has not worked on the items from the July meeting yet

##### **Communications and Marketing Committee...Hans Sittig**

- Hans noted volume 65 is now on the website
- Downloads of proceeding over the past year: 4,007. This is an increase over the past year and a good trend.
- Over the period of September 2016 to September 2017, there have been 8,400 individual users log on. Returning visitors account for 33% of the traffic.
- Work is progressing on the changes to the on-line registration. It will be tested prior to being launched. There will be an explanation on how it will work.
- Hans will send a report next week of all the requested changes that have been made to the web site.
- Hans will also send a report on the Action items on his list.

##### **Education Committee...Gene Blythe**

- Today, Gene sent to Hans the changes the committee discussed in Europe regarding the exchange program web site, the guidelines and the application for requesting funds. Hans will upload the changes.

##### **Strategic Planning Committee...Donna Fare**

- Donna could not join the meeting. In her absence, Alan provided an update. A complete job description was sent out to the membership after the last meeting. Everyone should have seen it.
- There have been seven applicants, two from outside the US. The two committees have decided on three applicants to interview. The interviews are being scheduled,

along with the preparation of a list of questions to be posed. Interviews will take place during the week of October 16<sup>th</sup>. The new person should be decided on within a month from then.

**New Region Development Committee...Clive Larkman**

- Clive reported there will be a conference in China in the last week in April 2018 in Shanghai. He will be discussing initial programming details this week with Julienne.
- Dharam Sharma has a contact in India, Dr. Rakhi Chaturvedi, Professor of Biotechnology in Guwahati, Assam, India. She plans to hold a conference in 2020. He will send details to Clive.
- Have established the dates for the 2019 Australian conference. They will be starting May 17<sup>th</sup>, in Cairns, moving down the east coast and running until the 29<sup>th</sup>. Cost will be about US\$3000.

**Executive Committee...Alan Jones**

- Discussion will be tied into Strategic Planning Committee report.

**8. New Business**

**Old Business Item – Board Representation at 2017 Japan Conference**

- The Board is still looking for a director to attend the Nov 17 and 18 Japan conference. Jill Reader thought she could go but her plans have changed. Alan has reached out to Ian Duncalf and Philip Smith. Peter Waugh is going to continue as the intermediary between Japan and the Board. He will not attend their conferences and is trying to have them appoint someone who will attend the International Conferences and conference call meetings. Alan will send information to Peter regarding what changes have been made at the International level so Peter will be able to discuss these with the Japan Region.

**Privacy Statement regarding membership information disclosure**

- Peggy shared information on what the Eastern North America Region is doing. She noted that in Canada, even sending emails to members must have the member's consent. This can be via a consent statement on the membership application, but it must be documented in some format. Other than that, she was directed to find out what International is doing on this issue.
- Other organizations' statements should be collected and reviewed. IPPS needs to develop a policy on this subject.
- Hans noted there is a disclaimer document on the web site that should be looked at as part of this process.
- The Board should keep aware of current thoughts on the issue. Alan asked Peggy to assemble existing legal requirements of different countries.
- Richard asked if a selection box(s) exists to allow members to opt in or out of sharing personal information. There is a confidentiality statement on the web site, although, there was question about whether it was being followed.

**2018 International Tour**

- Alan reported on what Paul Capiello provided on the 2018 conference and tour. It will start in New York City on September 11 with the second Board meeting on September 22 in Wilmington, Delaware.

**Regional Meetings Scheduling**

- Dharam Sharma brought up a concern voiced to him by a member that the various regions are having their meetings too close to one another. Due to this member's business commitments, he cannot attend all the ones he wants to. Alan will see to it that the regional secretaries are apprised of this so they coordinate their meetings schedules with one another.

**Newsletter**

- Hans and Alan will work on newsletter over the next month.

**Dates for 2017 conference call and meetings**

- The next scheduled conference call meeting will be held on December 5<sup>th</sup> at 4 PM Eastern USA Time
- Reports are due by November 17, 2017

**Meeting Adjournment**

- The meeting adjourned at 6:25 PM

tgb 10/16/2017