

Executive Council Meeting Minutes

11/4/2009

Member present: David Shealer, Jeff Spendelow, Linda Wires, Patty Szczys, Becky Harris, Francine Buckley, Nellie Tsipoura, Gail Fraser, Chip Weseloh, Chris Custer, Patrick Jodice, BA Schreiber, Francie Cuthbert, Ricardo Zambrano, Kathy Parsons, Jennifer Stucker, John Coulson, Clay Green
Council members in absentia – Bob Elner, Jaime Ramos

Meeting called to order: 9:05 am by David Shealer

Call for additions to agenda, BA mentioned discussion about major bird societies merging together, push this to New Business section. This will be discussed at AOU meeting in Feb.

MOTION: Ricardo Zambrano moved to accept agenda, Jennifer Stucker seconded, *motion passed unanimously.*

SECRETARY REPORT AND APPROVAL OF 2008 EXECUTIVE COUNCIL MINUTES

Approval of 2008 minutes (South Padre Island)

- Correction: Council members elected Jaime Ramos,
- 2nd page Szczys is misspelled, check thru out 2008 minutes
- Iain Taylor misspelled, end of document
- Removed “about allegation” and “mismanagement” from page 5 about allegations by John Coulson

MOTION: Patty Szczys moved to approve the 2008 meeting minutes, Chip Weseloh seconded, *motion passes unanimously*

Clay Green discussed problems with paper mailout, life members were forgotten on initial mailout, this was corrected by SG.

NOMINATION COMMITTEE REPORT

Jeff Spendelow discussed nomination committee report, Gail Fraser edged out Stefani Melvin by one vote, Stefani Melvin will run again, all we need for 2009 is council seats, David Shealer introduces new VP/P-elect Kathy Parsons

- Nom comm. will meet during annual meeting to develop slate of candidates, Jeff Spendelow sent request out for names of international members for council, David Shealer mentioned part of 2020 plan is to include international seats on council

ORNITHOLOGICAL COUNCIL REPORT

OC report from Jeff Spendelow. Jeff Spendelow discussed the purpose of OC, its mission, consists of 2 reps from each society, Jeff Spendelow and Susan Elbin are WbS reps. Mission is listed in report, OC is not conservation organization, new banding regulations, could be unnecessarily restrictive, OC is involved in these regs. Permits page is updated for all 50 states, working to include other countries, Caribbean, etc. Working on Guidelines for birds in research, behind but trying to reach Dec 2009 deadline

- IACUC issues, related to field ornithology, OC working with this to maintain importance of field ornithology
- Dave Shealer asked question of data depository to archive data by OC, still great debate over what role OC should have in this; BA Schreiber talked with Smithsonian library, not sure how to catalogue this data, Dave Shealer said it may be up to individual person to get their data archive

- Any more questions about OC. John Coulson asked what is the area that OC oversees, Jeff Spendelow stated New World above the equator.

ANNUAL MEETING REPORT

Chip Weseloh and Nellie Tsipoura give meeting report

Chip Weseloh – full program, 3 concurrent sessions every day, local committee has done great job in getting everything organized, ~200 papers, about 40 of that posters. ~225 registered, ~61 students, will allow some day use people to attend individual sessions, 1 days, etc. Good field trips planned, morning field trips planned for R and F, pelagic trip scheduled; have a tele-presentation by plenary; 2 plenary scheduled, ~60k in fees, 13k in sponsorship, should revenue ~3-4k from meeting. Rene is working on auction as well, has secured some nice local items for auction. Dave Shealer asked for clarification about break-even, last year quoted 250 to break-even, but fundraising has allowed break-even number to decrease. Field trips go from 0645 – 0745, time to get breakfast before plenary. Bulletin board will be by registration desk.

PRESIDENT'S REPORT

David Shealer discussed email voting that was done during 2009, see his report. 1) Parsec, 2) insurance carrier, 3) \$856 for additional student travel; all votes were unanimous.

- Questions posed about integrity of e-voting, David Shealer opened the floor to e-voting discussion, make it more transparent. Francie Cuthbert said only “reply all” e-mails are counted as official vote, ensure that all votes are reply all, no blind cc, no individual e-mail to president. BA Schreiber said this needs to be in policy and procedures, bylaws didn't specify “reply all” so procedures manual should have this in there. Patty Szczys asked if secret ballot has ever been requested, to no one's knowledge this has been done. John Coulson asked about discussion time prior to electronic voting, Dave Shealer said that he has tried to make this possible, some voting has been done after discussion at the council meeting. Gail Fraser recommended set time on discussion section, Dave Shealer asked how long is reasonable time for discussion. Ricardo Zambrano, Jeff Spendelow, Dave Shealer recommended that this left to discretion of President. Chris Custer stated this needs to be relative to field season as well. Dave Shealer asked to verify his e-voting report correct. Council concur on the President's record of e-votes.
- Dave Shealer e-mailed students to renew their memberships, not sure of success
- 2020 plan to be discussed this afternoon
- Website update: WbS paid \$400 to Mike Szczys to update website, Francie Cuthbert asked what role Alex Wilke plays now.
 - o Patty Szczys discussed new website, council adopted to move forward, Mike Szczys worked on website, up by April 2009, uses new software. WbS has commitment going forward from Mike Szczys for support. Alex Wilke is not currently involved but only because of transition; once the website is fully functional, will allow each member responsible for updating their own pages. WordPress is the software being used. Ricardo Zambrano posed question of who will be responsible for overall page. What about sections that are not controlled by one person, BA Schreiber asked who is overall checking the webpage for overall quality, update, Dave Shealer discussed having webmaster to oversee the website, Chip Weseloh said it might be good job for officer, perhaps past president. Patty Szczys discussed new webpage about way to post comments, could accept/reject the comment, ways to keep inappropriate people off site. Dave Shealer said 2 issues, what do we want on website, how do we make that happen; First question is how do we make it happen? Francine Buckley asked if the website could be like “LinkedIn” where you could have discussion groups, postings. Chris

Custer asked about written instructions on how to post items, careful set of instructions to post things. Working idea to have each committee post their respective items, Clay Green mentioned need to have someone to oversee everything is kept up-to-date. Chris Custer would like to have all important documents, password protected, have all the important documents scanned and placed on website. Need to have all that paper archived on website, important to keep. Difficult to obtain currently, archived in Wash DC.

- **ACTION ITEM:** Need to resolve who is responsible for updating website, individual webpages.

Editor's report – Dave Shealer presented report for Bob Elner

- See report
- There was some transition issues related to acceptance of manuscripts from Keith Hobson, resubmissions rejected by Bob Elner, this was smoothed over.
- The "Notes" section in journal seems to be valuable, especially good for some articles that don't meet the standard for regular length manuscripts.
- Editor Question to council:
 - Under the 600 page limit we only have 121 pages remaining for Volume 32 (4) but, given the approval of President and Council, we are requesting permission to print up to an additional 30 pages for this next issue only (i.e. maximum of 151 pages). We are now engaged in proofing material for 32(4) and will require approval by November 5 at the latest.
 - This deals with backlog versus more money needed to process thru. Chris Custer stated that the society can handle this extra costs, budget has gone up for extra pages and postal increases
 - Dave Shealer asked for comments from John Coulson, John Coulson suggests we go ahead and get extra pages out. Chris Custer stated this is not unusual for transition between editors.
 - **MOTION:** BA Schreiber moved that we say approved the editor's request to print a maximum of 152 pages for the next issue, Vol 32(4), Chip Weseloh seconded, *motion carried unanimously*
- Editor Question to Council:
 - In the interests of costs, editorial time and given the probable redundancy in the light of modern search engines, can the Index be dispensed with for Waterbirds Volume 33 and on?
 - Is this useful? John Coulson, Francine Buckley said yes, Patty Szczys and Gail Fraser mentioned that they don't use it. What is average length of index, ~10 pages, it is laborious, time consuming, but worthwhile to keep, especially for members that don't have web access. BA Schreiber recommended we research this, Dave Shealer asked for ratio of electronic: paper copy, recommended we keep this index as majority of members (75%) get paper copy
 - **MOTION:** Chip Weseloh moved that we retained the index in the journal, Chris Custer seconded, Discussion: Chris Custer recommended that Bob Elner speak with John Coulson and Keith Hobson about this process. Chip Weseloh stated that because a large majority of our members use paper copy and bc we don't know what other societies are doing, we should retain this index for at least a couple of years. *Motion passes unanimously*

- **ACTION ITEM:** Ask Bob Elner to investigate how other societies do this, costs of software that can do this for us?
- Gail Fraser had questions about Associate Editors, is it published in journal or on website, Dave Shealer asked for AE role in reviews, etc.
- **ACTION ITEM:** Council to ask Bob Elner to clarify role of AEs and identification of who they are.
- John Coulson asked about blank pages in journal, is waste of money in issues, can use Notes to fill up space to minimize blank pages. Ricardo Zambrano asked about advertising in journal, still ongoing debate about utility of advertising. Chris Custer mentioned that most companies aren't attracted to our journal b/c of small distribution compared to Auk, JWM, etc. Discussion about society news, student award winners, photos of winners, other announcements of society in webpage. John Coulson mentioned that there is risk that this may not be included everything, would depend on available blank pages for each issue. Perhaps committees could have items on stand-by for extra pages. Linda Wires recommended award winners always be in, not inconsistent bc would be confusing. John Coulson mentioned having some Notes on standby to put into issue as needed when extra pages are available for each issue. It is the Editor's prerogative to include other articles as he/she sees fit, to fill the extra pages.
- John Coulson wanted to formally congratulate Bob Elner on a good job as editor, Council feels Bob Elner has done an outstanding job as editor.

TREASURER'S REPORT

Budget activities for 2009 budget – Chris Custer

- We will end the year in good financial shape, our expenses have increased much slower than revenues have increased
- Membership revenue has steadily increased, even with dip from Barcelona meeting who didn't continue after 1 year.
- Page charge revenue made a great increase in 2009, this is unusual, last several volumes came out late in 2008, so we see increase in 2009 for articles in both years. Roseate Tern symposia had guaranteed page charges for those papers which was ~6k, Chris Custer reminded that page charges are voluntary. BioOne revenue is flattening, unclear if trajectory has changed or 1 year fluctuation. BioOne revenue is one year lag, we get 2008 revenue in 2009
- Chris Custer addressed Figure 3, part of our drop was from more students ~75% using electronic subscription, Seems to have been wise move to go to electronic subscription access. Not aware of any electronic access issues.
- Our admin costs appear to remain stable and low, BioOne costs have decreased, they absorb more costs than in past, including making PDF
- Refer to Table 1 for review of Income (see Table 1 at end of Meeting Minutes)
 - Estimate \$5k for Vol 32(3) page charge revenue since issue not yet out
 - Estimate ~\$25-30k in black, depends on final column of anticipated expenses/incomes until end of year
 - BA Schreiber asked why OSNA costs have decreased, Francie Cuthbert said the paper copy of newsletter has dropped prices, Chris Custer mentioned that they may go up as our society has more members in comparison with other societies (our overall percentage of total OSNA members)
 - Gail Fraser mentioned importance of visiting BioOne to generate revenue, hits on abstracts, etc.

- Clay Green mentioned BioOne use of featured article, how to update top 5 articles cited, read, **ACTION ITEM:** Pubs Committee to check into this, keep BioOne updated with featured articles
- BA Schreiber asked about available cash on hand, \$14k in hand, \$61.6k in money market; Chris Custer indicated that not all this money is ours to spend, some tied up with stork symposium, etc. BA Schreiber asked that this be made available so we know exactly what we have available. **ACTION ITEM:** Chris Custer mentioned that shortly after 1st of year, when F&I receives accounting data from Parsec, Chris Custer requests this data to include in balance sheet to update her budget.
- BA Schreiber asked if endowment should be on website, question posed if we want this info available? Chris Custer said that potential donors could see our transparency to make more attractive; BA Schreiber asked out leaving money in money market fund, if not publishing wood stork money in next month or so, should we leave it in money market or move to bond fund. David Shealer asked that we push this to this afternoon for discussion
- Linda Wires indicated the student award money is a little less in expenses as one person declined award.
- Ricardo Zambrano asked about only collecting \$300 for 31(1), Chris Custer verified that majority collected for this issue was in 2008
- Chris Custer discussed dues increase, SOP is to periodically raise dues slightly versus large increase suddenly. Chris Custer asked about raising dues, wouldn't occur until 2011, recommends we be proactive, Chris Custer recommends we only increase paper copies by \$5 and leaving electronic membership costs the same
 - Dave Shealer asked for rationale to have dues increase, Chris Custer states our budget for 2010 only shows income excess ~5k, recommend being forward thinking for unforeseen increases in expenses. BA Schreiber said would be nice to know what other societies are doing, Gail Fraser asked about how the dues increase may affect our international members since they may be more paper copy users.
 - Patrick Jodice – ConBio charges diff rates for where you live, Patrick Jodice gave rates for Cooper, comment made that we don't have Emeritus rate, don't have international rates for some countries.
 - Gail Fraser asked for clarification on dues increase, Chris Custer states for starting point, only increase paper by \$5, electronic no increase; BA Schreiber should we make smaller increase, Dave Shealer mentioned that our big increase was with electronic/paper and the society fared well during that transition. Francie Cuthbert reported Wilson dues. Francine Buckley mentioned that with unemployment that even a \$5 increase could be huge. Kathy Parsons asked about long-term financial planning to estimate increases in expenses, Dave Shealer mentioned it is currently not in plan. Francie Cuthbert report RRF dues, asked about institutional changes in subscription. David Shealer asked for motion
 - **MOTION:** Chip Weseloh made motion that we retain current fee structure for society and review at next year's Executive Council meeting, BA Schreiber seconded. Discussion: Chip Weseloh said that based on other societies dues rate, unclear as to need in future. John Coulson said little increases are better than perhaps a large increased needed down the road, recommend we not worry about other societies and think about what our needs and that other

societies rates are not good justification for our changes. Vote: 9 favor, 2 opposed, *motion carries*.

MOTION: Ricardo Zambrano made motion to approve Treasurer's report, Gail Fraser seconded, *motion passes unanimously*.

OUTREACH COMM. REPORT BY JENN ARNOLD

- Brochure is done and will be available at meeting for dissemination, graphic staff at PSU did the job for cost of paper. We were not able to go with recycle paper option, but got at substantial savings
- Can play with options for future with recycle paper, Jenn Arnold requested that we sent thank-you note to Graphic Design staff for their efforts,
- **ACTION ITEM:** David Shealer will send thank-you to Penn State Graphic Design staff
- Brochure is now posted on line, available to print and fold yourself.
- Committee is also working to get Outreach page on website
- Tasks for coming year, 1) get ads in journal about giving to society, 2) also discussion about producing brochure in other languages, which language should we go with, and 3) online donation to society. BA Schreiber made comment that they if they can read English, why would they be a member, so was it purpose of being in Spanish, etc. Chris Custer recommended Spanish be our first choice, if we could do this inexpensively, could be good idea for meetings in an international location. Francie Cuthbert stated Chinese would be good language to translate into, journal receives many submissions from China, potential members. Francine Buckley stated that other languages could be problematic, Gail Fraser said that purpose of brochure is to get members, and Spanish is important language. Jenn Arnold said maybe brochure should be in language for where we can most easily disseminated. Clay Green recommended that we make the brochure for the future meetings in international locations. Linda Wires recommended that Spanish brochure be produced and can be disseminated while at many meetings in the Americas where Spanish is spoken.
- Council recommends that Outreach Comm. investigate Spanish and possibly Chinese brochures. Outreach comm. currently has people that can translate for Spanish, if can find available Chinese translators, please let committee know
- Jenn Arnold asked if we can make donations to society online, would that complicate matters. Chris Custer said we could link to OSNA online donation which allows for general donation or endowment donation. Dave Shealer asked if Jim Kushlan and Ian Nisbet would allow donations to their endowment, Chris Custer recommended they are asked if okay with this.
- **ACTION ITEM:** Dave Shealer will ask Jim Kushlan and Ian Nisbet if they will allow donations to their endowments.

PUBS COMMITTEE REPORT (Dave Shealer)

- Council did not received report from committee. Do not know about Editor's desire to move to electronic manuscript submission, nothing new to report at time.

MEMBERSHIP COMMITTEE REPORT (Chip Weseloh)

- WS has seen decline in membership between 2008 – 2009, numbers have gone down, is this Barcelona effect, almost 1/3 of membership have lapsed. Francie Cuthbert reiterated her e-mail she sent to council about the policy of memberships within non-member registration, meetings brings in people, raises our society's profile, need to ensure we keep non-member registration for all future meetings.

ACTION ITEM: Asked Membership committee to see how many Spanish members did we retain from Barcelona meeting?

- Discussed intl members, student members, life members, most lapsed members were European members.
- Students have Facebook WbS page
- Discussed goals/objectives of the Membership Committee for 2010
- Ricardo Zambrano asked about Dave Shealer contacting new members from Barcelona meeting about why they did not renew membership, most response back was couldn't afford it. Francine Buckley said OSNA inefficiency could be affecting new members, concerns about incorrect mailing addresses, e-mail addresses, etc.

Break for Lunch at 12:10

Reconvene at 13:00

CONSERVATION COMMITTEE REPORT – (Kathy Parsons)

- Reviewed report including Rice and Birds at Sea symposia here at Cape May
- Significantly new activity by committee, Jonathan Cohen currently serving as co-chair, Kathy Parsons recommended to President to appoint Jonathan Cohen as chair of committee.
- Patty Szczys stated that Conservation webpage needs updating.

INTL AWARDS COMMITTEE – (David Shealer for Malcolm Coulter)

- No awards this year
- Defer discussion till strategic plan later today

DISTINGUISHED SERVICE AWARD

- No awards this year

KUSHLAN/NISBET RESEARCH AWARD

- Didn't give this year due to endowment downturn, but Jim Kushlan and Ian Nisbet recommended this not be the case for future.

STUDENT AWARDS (Linda Wires)

- Overview of awards:
 - o Total of \$3050 in student awards, 13 students at SPI.
 - o 6 awards for student presentations at SPI
 - o Cape May, gave out 10 travel awards for \$1975,
- Linda stated the travel award amount is not necessarily sufficient to cover travel expenses, need to address this, also this is good recruiting tool as students that receive awards usually come back to meetings
- 67 student presentations, 35 oral, 32 posters, judges encouraged to attend as many student presentations as possible.
- Clay Green asked if travel awards are evenly distributed or based on needs, Linda Wires stated based on needs, other travel funds, quality of research, etc. Most students take the awards, even if small, but offering slightly bigger awards could attract more and pay more towards a student's overall costs.

- Francie Cuthbert asked if e-mail be sent out to abstract submissions to apply for student presenters, encourage more applications.
- Gail Fraser asked if students could have registration waived, but it was discussed that this creates problems from local committee
- BA Schreiber asked if we could increase our amount in our budget, this discussion will be revisited later based on proposal developed by Clay Green.
- Ricardo Zambrano recommended that more requests be sent out to promote auction, also students needing roommate, carpool, etc, recommended this could be on registration for future meetings

FUTURE MEETING REPORT (CHIP WESELOH)

- Future meeting proposal for 2010 in UK, majority was for UK site and specifically in Canterbury.
- WS did have informal proposal from Germany but there was no follow-up response from Germany group for a meeting.
- Chip Weseloh discussed pros/cons of each UK option; major drawback is no local committee chairperson. Bob Elner mentioned that use of two previous meetings local committees could assist in planning. BA Schreiber asked question of use of local planning group affiliated with hotel that could provide these services. The proposal does state that hotel offers catering, planning services, etc.
- Jeff Spindeloh asked if British Seabird Group is informed of this meeting, John Coulson said that BSG is mostly based in Scotland. Jeff Spindeloh and BA Schreiber recommend that we notify BSG about our plans. BA Schreiber recommends we planned our meeting at least one month away from World Seabird Conference (WSC) which is scheduled for 7-11 Sept 2010.
- John Coulson stated that this meeting is in middle of university term time, recommend that the meeting be scheduled usually Thursday-Sunday versus middle of week meeting days.
- Discussion about attending in support of WSC versus UK WS meeting, no local committee; consider the option of postponing to UK in 2011 and staying in North America.
- **MOTION:** BA Schreiber moved that we table the discussion of meeting in UK until after business meeting, Jennifer Stucker seconded, Discussion: discussed expenses of WSC, also idea of meeting jointly with WOS/AFO in Platte, NE unsure of time of year. John Coulson mentioned the Wader Study Group in UK could be used as support. *Motion passed unanimously*

OSNA REPORT (CHIP WESELOH)

- Nothing substantial to report

BIOONE (CHRIS CUSTER)

- Nothing substantial to report

WBS 2020 STRATEGIC PLAN

- Dave Shealer has two main objectives to be resolved today 1) overall general recommendations from strategic plan committee, 2) management of endowment
- Society voted last year about hiring Parsec to manage our endowment.
- Dave Shealer discussed rewording of bylaw mission statement. Current bylaws have mission purposes but no mission statement. The Strategic Plan having a mission statement does not require a change to the bylaws, by not having this in bylaws allows more flexibility for the society.
- Strategic Plan Recommendations on Governance, Recommendation #1: Structure of Council, structure of committees; Discussion about approval of committee chairs, committee members,

done thru President and/or Council. The recommendation by Strategic Plan committee is to have council approve committee chair appointments by the President.

- Dave Shealer: is this necessary to have Council approval? BA Schreiber: doesn't think it is necessary, Chris Custer: recommends approval, provides more involvement in council. Perhaps secret ballot so as to not upset members being voted against. Francie Cuthbert: in support of BA Schreiber suggestion to leave it as is. Ricardo Zambrano: would we even have enough candidates for chair of each committee to vote? Dave Shealer said that the recommendation also involves standing committees, revolving members, and revolving chairs over given time period to prevent committee membership from going stale. Clay Green recommends we leave committee decisions to President, not to discourage members wanting to joining a committee.
- John Coulson says in European societies, President sends nomination to council, 99% of council supports the President's nomination. Kathy Parsons, says that new committee chair now has opportunity to be introduced by President and be introduced to council, get to know the person more, involving council affords opportunity for new committee members to get to know council. Chris Custer echoed Kathy's comments and involving council will elevate the status of the person serving on the committee. Patrick Jodice says new method is more transparent, old method is more efficient
- Chip Weseloh: council members need to serve on a committee, recommends we make it a requirement.
- Dave Shealer reread the recommendation by 2020 for committee chair, committee membership: "Council should have a vote to approve all Committee Chairpersons and Co-Chairs if appropriate. Committee membership does not require a vote of Council and is open to all members of the Society. Committee members usually are appointed by the committee chair in consultation with the President."
- Linda Wires: asked about committee chair nominees, what if unknown quantity, based on President trust. Do we require them to attend council? Council felt that committee chairs should be encouraged to attend council, not required. Jeff Spendelow: says that by taking a committee chair position, that it signifies the responsibility of the chair to council, to the entire membership. BA Schreiber: asked does it matter if the other societies do this? Jennifer Stucker: No, we have to do what is best for WbS, Dave Shealer agreed.
- Dave Shealer made point of clarification to council, he asked that his hope is each section of the strategic plan is ratified, Clay Green asked for clarification of "ratified", Dave Shealer stated ratification indicates Council fully support recommendations of Strategic Plan, then if supported, have subcommittees go out and see how this can be done. Kathy Parsons then asked about bylaws committee would then need to know where changes would be made. Dave Shealer agreed that next step after ratification of recommendation would for ByLaws committee to review for any necessary bylaws changes.
- Strategic Plan Recommendations on Governance, Recommendation #2: Dave Shealer read the recommendation #2: Committee structure needs some modification, with the following added to the category of standing committee (currently only four): Publications, Scientific Program, Finance and Investment, Grants (endowed by I. Nisbet and J. Kushlan), Communications-Outreach (includes web page, representation on the ABC and Ornithological Council boards), Conservation, Awards (to include the International Awards, Distinguished Service awards), Student Activities (Student travel awards, auction, best paper/posters, mentoring sessions), and Future Meetings.

- Modification of committee structure, make-up, names; discussion of awards committee composition, Dave Shealer mentioned that much of this relates to money; Kathy Parsons – encourages that student awards stays separate from other awards. BA Schreiber: Which committees should be standing versus ad-hoc, are these the right names for the committees? Jeff Spendelow: in order to be standing committees, they need to be added to the ByLaws. All these other committees have been functioning but not in ByLaws so therefore ad-hoc. Dave Shealer asked if the listed committees by Strategic Plan are sufficient, are they the correct names.
- Strategic Plan Recommendations on Governance, Recommendation #3: All important documents of the Executive Council and Officers should be copied and should reside in at least two physically separate locations. The original of any key document should be sent to the Society's archivist at the Smithsonian Institution.
 - Archiving all documents, Chris Custer recommended adding cyberlocation for archiving documents. John stated that all important societal documents, not just Exec council, be archived. The way it is currently worded indicates only Council documents are archived, it should be all important documents of the Society as a whole. Chris Custer asked if we have other options to archive our societal documents. Francine Buckley stated National Archives (Smithsonian) is ideal place, we need to pursue options to allow for greater access.
 - **ACTION ITEM:** BA Schreiber will inquire about being able to add more items to our archives, need new contact
- Strategic Plan Recommendations on Governance, Recommendation #4: Council should include at least two international (non-North American) seats, one designated for —Old World regions, and one for Central - South America, and Caribbean regions. Where attendance places a burden on current international Council members, the local committee and Council should attempt to include these members through a telecommunication device during the annual Council meeting.
 - Intl seats, Ricardo Zambrano asked about if Mexico is considered non-North America. Dave Shealer stated that this is up to us to decide, Chris Custer echoed that Mexico would be included as council international seat. Ricardo Zambrano commented on inserting verbage “when possible” based on his experience with Nominations Committee and trying to recruit international candidates to run for council. Patrick Jodice stated that PSG has had difficulty having international seats, filling this with productive engaged members. John Coulson states the society has two faces, wants to appear International but on the face, appears more US/Canada. Society needs to decide what it wants to be. Chris Custer stated that if we set aside the seats, it gives the society the opportunity to continue to engage international members. Patrick Jodice asked if we wanted to add two additional seats, and they are filled and if vacant, they remain vacant. Chip Weseloh agreed, Dave Shealer posed if this would affect quorum and Chris Custer stated quorum requires 7 not a particular number of total council seats. Dave Shealer stated that Jaime Ramos has been involved as council electronically even if not present at meeting. Gail Fraser stated we can consider using tele-communications to enhance comms with non-attending members. Remove OW and C/S America verbiage, international should mean non-US/Canada members.
- Strategic Plan Recommendations on Governance, Recommendation #4: In a case where an officer or council member dies or is incapacitated due to prolonged illness or loss of

faculties, or is removed by due process because of misconduct, a special election should be instituted.

- Patty Szczys made comment about in case of this circumstance, taking the runner-up from general election. Bylaws (Jeff Spendelow) state Pres nominates someone to fill out remainder of year until next election. BA Schreiber read 3j-3k of bylaws, seems to take care of this concern by the Strategic Plan. Remove #5 of governance/function of council from Strategic Plan
- **MOTION:** John Coulson makes a motion to approve and give formal consent to the recommendation 1-4 subsection on governance as amended by the Executive Council for the Strategic Plan.
 - Dave Shealer reads all amended subsections:
 - 1) Council should have a vote to approve all Committee Chairpersons (and Co-Chairs, if appropriate). Committee membership does not require a vote of Council and is open to all members of the Society. Committee members usually are appointed by the committee chair in consultation with the President.
 - 2) Committee structure needs modification, with the following added to the category of standing committee (currently only four): Publications, Scientific Program, Finance and Investment, Grants (endowed by I. Nisbet and J. Kushlan), Communications-Outreach (includes web page, representation on the ABC and Ornithological Council boards), Conservation, Awards (to include the International Awards, Distinguished Service awards), Student Activities (Student travel awards, auction, best paper/posters, mentoring sessions), and Future Meetings.
 - 3) All important documents of the Waterbird Society should be copied and should reside in at least two physically separate locations. The original of any key document should be sent to the Society's archivist at the Smithsonian Institution (one of the 2 physical locations). A third location should be a cyber-location.
 - 4) Council should try to include at least two international (non-US and Canada) seats. Where attendance places a burden on current international Council members, the local committee and Council should attempt to include these members through a telecommunication device during the annual Council meeting.
 - Gail Fraser seconded. *Motion passes 10 to 1.*

F&I functions of the society

- Dave Shealer gave recap of events over the last year by F&I committee to look at outside group to manage our endowments. Asset allocation for 3 endowments, General, Kushlan, Nisbet.
- Dave Shealer poses two questions – are we comfortable with asset allocation and what roles will F&I, Council, Treasurer, and Parsec each serve in managing our money.

F&I Committee Report (BA Schreiber)

- BA Schreiber reviewed final reports
- All investment groups that F&I Committee met with recommended a mix of 60-70% diversified mutual funds and 30-40% bond funds; F&I Committee has spoken with other OSNA societies about management of their endowments too.

- Society endowment at ~\$187K, Kushlan endowment at \$207k, Nisbet at ~\$45k as of meeting. Chris Custer requested that the statements (showing specific investments of each endowment) be made available to council.
 - o Question posed as to when the committee would like to have updates, John Coulson asked for fresh information by Oct 1 to be reported to Council. Chris Custer recommends all details for endowment presented at council (most current info) and then final details presented at close of year, like Chris Custer does for Treasurer's Report). Don McCrimmon recommended that policy be the last 12 months of investments are received. F&I would provide detailed and summary report for Council. Chris Custer stated that we don't have information on endowments. Clay Green stated that he feels it is imperative that we resolve the differences that we have about these details so that our Council can move forward on this issue. John Coulson states it is responsibility as member to scrutinize the F&I committee to ensure all information received, major responsibility of council is to scrutinize the actions of the committees. John Coulson is concerned about information that he receives from F&I committee, feels he receives the info after the decision is already made. John Coulson stated major financial changes need to be consulted by council, not by F&I and then F&I notifies council. Clay Green asked for clarification of what constitutes "major financial changes". Don McCrimmon states Parsec makes financial decisions, based on the financial goals, philosophy, and directions given by council. It is the role of council to define this philosophy and give F&I committee the general direction, not the specific details. It is the F&I committee's responsibility to work with Parsec, if F&I finds that Parsec's performance is inconsistent with the Council's philosophy, it is incumbent on F&I to get with Parsec about the situation and to report to Council. Council can then make the decision to retain or not to retain Parsec, but the day-to-day, month-to-month details and responsibilities should be left to F&I Committee, otherwise the Executive Council is essentially acting as the F&I Committee. Dave Shealer asked what investment philosophy was given to Parsec. Don McCrimmon read risk tolerance support, summarized as basic philosophy of council is to provide principal preservation with some growth in perpetuity, for long term preservation and growth of society, and society does not need nor wish to take any excessive risks with the funds. Chris Custer stated her personal view was how is "risk" defined, thought that the council would have more specific info on what defines "risk", Council should decide "risk". Dave Shealer stated that he collated risk assessments and sent it to F&I and Parsec, but risk assessments were varied and difficult to pull together as cohesive assessment of risk. Chris Custer stated she would like to have had a vote on the society's risk tolerance, based on these assessments. Jennifer Stucker said she is willing to delegate authority for asset allocation, but risk should be defined by council. Chris Custer would like to see council vote on allocation between stocks and bonds, say 50-50, 60-40, look at hypothetical rate of return; Council then decides. Linda Wires states that role of F&I committee is to manage assets with Parsec, Patty Szczys states we need to have oversight but each Council member need not be experts in financial matters, that is why we have F&I Committee and Parsec; Ricardo Zambrano agreed with comments of Linda Wires and Patty Szczys. Dave Shealer thought that by going with Parsec we take all these micromanagement decisions away from Council; Question goes back to how frequently do we want reports, because Council needs oversight. Patrick Jodice recommended 1 year, detailed report; Ricardo Zambrano recommended quarterly report; Chris Custer would like Parsec quarterly reports for each endowment with asset

allocation, Don McCrimmon states that for our overall small endowment, Parsec will not generate that much support to us, Chris Custer clarified that she would like quarterly report that F&I already receives. Patrick Jodice asked why do we need quarterly report if action is not really taken until end of year. Discussion on why this info is needed that often, Chris Custer states action item would be to ensure asset allocation remains as society as requested. Don McCrimmon stated that any money sent will be balanced based on our asset allocation.

- Kathy Parsons stated that Chris Custer, as Treasurer and member of F&I Committee, should be receiving all the information that she is requesting already, the F&I Committee needs to ensure all members of committee are receiving the same information so that committee is functioning properly.
- Don McCrimmon stated Parsec has recommended 60-70% stocks, 30-40% fixed interest, in the long run they recommend 60-40% asset allocation for non-profit organization. Don McCrimmon recommends council come up with a specific ratio or range of ratio. Discussion about didn't the Council already decide this, Dave Shealer stated it was discussed but no record of final decision.
- John Coulson asked if that Parsec is handling our asset allocations, why does F&I need to be intimately involved with Parsec. BA Schreiber stated that Parsec manages our endowment but F&I Committee stays informed of their decisions.
- Kathy Parsons asked one of the goals of F&I Committee is about the financial plans for the society, this enables us to look at big picture, set the financial goals of the society. Jennifer Stucker discusses role of F&I and oversight by Council, so that council can be informed but not overwhelmed. Work carefully to how communications work between Parsec, F&I Committee and Council to ensure proper oversight.
- Dave Shealer asked for frequency of information, role of F& committee; Francie Cuthbert asked on frequency that council can advise F&I committee, otherwise discussion can occur, what do we do about discussion during middle of year. We have made a decision to go with Parsec, let them manage the money, big changes can occur at Executive Council level. Patrick Jodice asked what is role of council, votes to approve F&I report that dictates the future directions. Chris Custer requests asset allocation information received on all 3 endowments, Don McCrimmon providing information to all available council, acknowledges concerns and efforts of John Coulson and Chris Custer, we are in this for 100+ years, we should be making long-term decisions but not rapid-decisions based on market fluctuations. Chris Custer states unease about numbers being incorrect, says that Vanguard numbers in her report don't add up with the numbers in Dec 2008 part of the F&I report. Patrick Jodice asked if council receives report from F&I committee, recommendations for future year, council approves the recommendations by the F&I committee. Asked that part of policy is for recommendations in the report, need to have process in place that requires annual report to continue in the future. Chip Weseloh stated that the report is released to the Council before all the members of the F&I committee even agree on the report.
- Dave Shealer recommends restructuring F&I committee to facilitate better communications, too many members, recommends Committee consist of Parsec rep, secretary, committee member, and treasurer. John Coulson asked for minutes and/or e-mails from F&I committee, David Shealer and Patrick Jodice oppose this option, this will be retained in F&I report. If council is not satisfied with report, that is when the report is disapproved.
- Dave Shealer asks that we take recess and Dave will get with F&I Committee on individual basis.

- BA Schreiber asked if we need wording in our bylaws that requires 2/3 vote to make major changes to our endowment. Chris Custer recommended that we keep it as is, that we trust the good and rationale judgment of the society to manage our endowment. Gail Fraser, what do we currently have, can we just ask for simple majority. Chris Custer feels that bylaws stay as is.
- **ACTION ITEM:** Kathy Parsons requested the ByLaws committee review management of the endowment in our bylaws.
- BA Schreiber reported on council's request for an audit, and that our insurance requires audit, to protect endowment from fraud, etc. Recommendation that 2-person signatures or 2 people who sign for deposits/withdrawals, increase checks and balances on our general account – these are all listed on the report. Historically, we had an audit committee that did this, but don't need to have this now if 2 people are on check account. Chris Custer recommended that b/c we are small society, same vendors, there is already considerable oversight from council. Our risk is small but we need to have some sort of internal review, currently Treasurer sends quarterly to VP (Chip Weseloh) the books to review, audit, provides oversight to account. Chris Custer addressed the statement of two separate people receive/deposit money, this doesn't prevent fraud and makes sending checks logistically. Gail Fraser recommended that since we are small society, why not have the checks reviewed/bills at the council. Clay Green recommended that we make this as transparent a process as possible, to ensure we are protected from any fraud. Don McCrimmon recommends that we keep close accounting our money, important to potential donors, maintain the transparency, Jennifer Stucker said insurance agencies recommend the same thing. Chris Custer said that if this is done for Treasurer, needs to be done for F&I Committee. BA Schreiber stated that this is already done, we have 2 signature authority on all checks, on all deposits, etc. Chris Custer request same level of scrutiny be applied to F&I Committee and Treasurer.
- **MOTION:** Gail Fraser made a motion that the Treasurer deposits all money and President writes all checks and both received bank statements, BA Schreiber seconded. Discussion: Chris Custer state understanding of need for oversight, would prefer to review with council members over two people handling the money, could make job as Treasurer so onerous that no one wants the position, we are all volunteers. Linda Wires states why not go back to original idea of review checks, bills, bank statements with member of council at each meeting. *Gail Fraser withdraws Motion.*
- **MOTION:** Linda Wires made a motion that the treasurer meets with 2 members of WbS appointed by the President at the annual meeting of the WbS to review the bank statements, bills paid, and checks written since the last society meeting. Gail Fraser seconded. Discussion – Chris Custer states that this will require additional work. Don McCrimmon states that a more simple solution will be to have separate signer for checks and separate for deposits. Chris Custer states that every 3 years, we have CPA conduct a check, but this is not a real audit. Do we want to pay for a review of our books? Gail Fraser stated we would need to ensure that review is done by someone appointed by treasurer. Mid-January could work well for review. Dave Shealer asks do we want to pay for audit, review or internal review by members of council. Question posed to cost of real audit. John Coulson ask if could have assistant Treasurer. *Motion fails unanimously.*
- Discussion about having two signatures. Can this be done, logistically this would be difficult to do with page charges, etc. What about using our existing setup of 3 year reviews. Patty Szczys says page charges make the process most difficult because we don't get paid for all the bills we send out. Kathy Parsons asked about annual review and 3-year professional audit. BA Schreiber says it is standard operating procedure for one person to receive payables and one person to

receive receivables. John Coulson recommends forming an auditing/finance sub-committee, as part of strategic plan, to come back to Council next year with plan for implementation.

- **MOTION:** Ricardo Zambrano make a motion that we have the Treasurer in charge of payables and an elected officer other than the Treasurer in charge of receivables and that both individuals receive an original bank statement. BA Schreiber seconded. *9 ayes, 3 opposed; motion carries.*

MOTION: Chris Custer moved that we not accept the F&I report and a new one with corrections and asset allocation information be drafted after October 31 report are received from Parsec; to be submitted to Council by December 1, 2009. Patty Szczys seconded. *Motion carries unanimously*

(Dave Shealer) Resolution by Clay Green for meeting proceeds to go towards awards. Use meeting proceeds, what happens if lost occurs at meeting (John Coulson), not clear that it has ever happened, but if did, would come out of endowment, part of purpose is endowment to cover any unforeseen losses. Kathy Parsons asks if we can put money directly into the budget each year. Chris Custer states that starting an endowment of student awards ensures that we can pull this money out every year. Kathy Parsons pointed out surplus of money we have, endowment is to supplement our budget, why not put this in budget annually. What is rationale for having it in separate endowment, keep it set aside only for student travel awards. If in budget, it may not happen. Dave Shealer said why not have it in our general endowment, instead of separate endowment.

MOTION: Patty Szczys made motion that we budget \$3000 plus any proceeds from the silent auction towards student travel for 2010 budget, Chip Weseloh seconded. *Motion passes unanimously.*

Chris Custer presents 2010 budget, Table 2 in Treasurer's Report

- Reviewed income, projected averages for each of these, estimated ~\$87.5k
- Expenses, will up the student travel to \$3k, estimated net \$3.2k
- If we cannot make our expenses b/c of weak page charge revenue, ask council to honor commitment to \$3k for student travel award

MOTION: Patty Szczys made motion that we commit to withdraw \$3k from the endowment should we not meet the budget from ordinary income. Linda Wires seconded, *motion passes unanimously.*

MOTION: Clay Green makes motion to accept the 2010 budget with the student awards up to \$3k, John Coulson seconded, *Motion passes unanimously.*

New Business

- Dave Shealer discussed merger of ornithological societies, will discuss this at Feb AOU meeting. Chris Custer and BA Schreiber agree that we need someone there at meeting to represent our interest. BA Schreiber will represent us at this meeting and will send out report.

MOTION: Dave Shealer makes motion to adjourn the EC meeting, Ricardo Zambrano seconded, *Motion passes unanimously.* Meeting adjourns.

Meeting adjourned at 17:45

Table 1. Waterbird Society (year to date)

	Jan 1 - Sept 18, 2009	Anticipated until end of year
Ordinary Income/Expense		
Income		
Auction/Raffle Proceeds	1,144.00	
Back Issue Sales	583.90	
BioOne	17,730.00	
JSTOR	2,844.46	
Interest Income	390.34	300.00
Membership Dues		
Regular Dues	28,691.97	
Student Dues	3,010.00	
Subscriptions	8,465.00	
Family Dues	45.00	
credit card fees	-1,402.28	
donations	125.00	
Endowment donations	25.00	
Life Dues (transferred to Parsec)	0.00	
List rental (transferred to Parsec)	0.00	
OSNA miscel. (airmail surcharge)	1,025.00	
Total Membership Dues	39,984.69	
Miscellaneous Income (insurance refund)	1,459.41	
Page Charges		
vol31(1)	300.00	
vol31(2)	1,260.00	
Vol31(3)	11,984.00 ¹	
Vol31(4)	6,210.00	
Vol32(1)	9,515.00	
Vol32(2)	5,240.00	
Vol32(3)		5,000.00
Total Page Charges	34,509.00	
Total Income	98,645.80	103,945.80
Expense		
Award - student travel		2,175.00
Allen Press (claims, back issue storage)	815.52	300.00
BioOne-expenses	2,632.30	
Dues (OSNA, ABC, OC)	5,295.83 ²	
ELAN - credit card fees	870.85	300.00
Insurance	2,158.00	
Journal Editor Expenses	10,424.64	6,000.00
Mailing Ballots/Meeting Notices	427.81	
Miscellaneous Expense (wire fees, etc)	20.00	
Officer Expenses		
Treasurer (postage stamps)	85.84	
Total Officer Expenses	85.84	
Printing & Postage		
Vol31(4)	11,774.99	
Vol32(1)	12,486.16	
Vol32(2)	10,172.07	
Vol32(3)	7,602.36	
Total Printing & Postage	42,035.58	
Professional Fees (website, accountant)	630.70	750.00
Total Expense	65,397.07	74,922.07
Net Ordinary Income for 2009 (income minus expenses)	33,248.73	29,023.73

¹ \$6,300 for roseate tern symposium papers

² \$3546.83 = OSNA, \$1500 = OC, \$150 = ABC