

DRAFT 31 Oct 2022 - Not yet approved by Council

Waterbird Society Council Meeting Minutes

In person and virtual (Zoom via DRYFTA conference platform)

Monday, October 31, 2022

Corpus Christi, TX

7:00-12:00, 20:00-22:00 (CT)

Voting members (14+1 ex officio): John Anderson (2020-2022 Councilor), Aliyah Caldwell (2022-2023 Student Councilor), Chris Custer (Treasurer), Gail Fraser (2020-2022 Councilor; Student Activities), Clay Green (2018-2019 Past-President; Nominating), Jim Lyons (2021-2023 Councilor), Marisa Martinez (2022-2024 Councilor), Terry Master (2020-2022 Councilor), Dave Moore (2020-2021 Past-President), Kate Shlepr (2021-2023 Secretary), Gopi Sundar (ex officio voting member; Editor-in-Chief), Patty Szczys (2022-2023 President), Caz Taylor (2021-2023 Councilor), Kiah Williams (2022-2024 Councilor), Ricardo Zambrano (2022-2023 Vice President)

Voting members unable to attend (2): Don Lyons (2021-2023 Councilor), Michelle Stantial (2022-2024 Councilor)

Committee members and visitors in attendance (non-voting): Jeff Costa, Liz Craig, Danielle D'Auria, Susan Elbin, Dale Gawlik, Jonah Gula, Erica Nol, Sara Schweitzer, Kate Sheehan, Jeff Spendelow, Chip Weseloh, Yat-tung Yu

7:13 Introductions (online and in person)

7:24 Approve the agenda Dave/John Passes unanimous

7:27 Past minutes Nov 2021 Aliyah/Dave Passes unanimous
Past minutes Feb 2022 Dave/Marisa Passes unanimous

7:28 Financial outlook

Treasurer's Report FY2022-2023 - Chris

- Not unexpected but not a great outlook. There may be a slight surplus (+\$1,500) by year end.
- Revenue: BioOne/JSTOR (flat now, inch up this year?), membership (steady decline since 2008).
- Expense: print & mail (will spike because we're catching up on the journal), Editor's office (new EIC and Managing Editor begins, will drop a bit after they settle in), no recent special projects
- Investments (see F&I report): nice run of gains since 2014, correction expected to come
- Q&A
 - Dire outlook? No, only compared to previous years.
 - Journal revenue - bad to rely on one stream of revenue too much? Diversify. Example, government not able to publish in non-open access soon impacts bottom line.
 - Gail had trouble getting Schneider to stop sending her (life member) hard copy of journal. Fix.

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- Individual cost of 1 issue, i.e., how much does it help if we stop our paper copies? \$8K-10K for each issue for ~200 copies.
 - How manage membership (affects costs)? Memberclicks is the website Schneider has been using, Membership met a few times and realized they don't do a lot for us. Membership agreed to take it over for one year (Michelle Stantiel) as a test. Working with Chris to work out the details of payment process.
 - Saving money but burden on volunteer time.
 - \$500/month to pay Memberclicks

MOTION: Accept report. John/Dave Passes

F&I Report - Ricardo

- Total endowments (Waterbird Society/General, Nisbet, and Kushlan endowments): \$1.5 M, which is down \$263,000/18-19% since last year (because of market).
 - Over 5 years, +3.78%. Since 2015 (started using Parsec), 4.92%.
- Q&A
 - Not for profit - is there a cap on what we can accrue? No.
 - So what do we have to spend? 3% of 5-yr running average of endowments + keep stable for 3 years and then reassess. Will have to check.

MOTION: Accept finance report. Jim/Clay Passes unanimous

7:55 break

8:00 Local Committee Report - Dale

- Lots of late registers! Because there's no incentive for virtual registration in timely manner.
- Uncertainty post-pandemic in terms of planning.
- Longer breaks planned for networking, socializing.
 - Collab cafe!
- 2 of 3 lunches provided. Social events with entertainment, cash bar, TIDE (TED-style) talks at an offsite event (Texas State Aquarium)-there will be shuttles, buffet there.
- Student social offsite organized by local committee.
- Student-mentor lunch.
- Attendance: 182 registrants as of yesterday morning. (vs. 220 at 40th anniversary New Bern.)
 - 140 in-person (78%)
 - 82 early
 - 96 non-students, 44 students
 - 6 one-day registrants
 - 2 complimentary registrations to students who volunteered for 3+ sessions
 - [24 non-students, 18 students]
- Lot of local committee volunteers.
- Program

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- Mix of regular 15-minute talks
- Lightning talks 5 minutes
- ~122 talks, 116 presenters (virtual+in-person)
- 7 countries but 80% from US, 14% Canada
- Budget (projected)
 - Apply for tax exemption in whatever state you're doing the meeting. Saved this meeting \$5,000. Not eligible for every state.
 - HRI (Dale's institution) has been a huge help conference planning.
 - \$83,345 costs
 - Income \$82,500... could go a little short or a little over. Invested a lot in food, social events.
 - >\$50,000 in food, beverages
 - When lock in contract: center will only lock in rate, won't lock in actual costs. When up 9% due to inflation since contract was signed.
 - IT cost: this vendor had a single IT vendor contract. \$7,000 for hybrid part of conference. Takes ~40 virtual presentations to break even (we hit that for this meeting).
 - Income: registration \$47,690. Sponsorships \$33,500 cash, \$16,000 in-kind. 2 vendors brought in \$800 (Wildlife Acoustics for student prize, Real Sportswear)- hard core conservation groups online. Merchandise is unknown but low revenue expected (Tee Public).
 - Q&A
 - Have we had sponsorships at other meetings? Yes, don't know how we compared but this is at the high end if not the highest.
 - Boost in international participation? Virtual probably responsible for nearly all international participation. Don't have a good benchmark for this yet with pandemic/hybrid being new.
 - Without sponsorship, this meeting would be horribly in the red. Consider that for future meetings. Start small and add events as you know you have sponsorship. Post-pandemic phenomenon - next meeting could be better for registrations.
 - Thanks Dale & team!

8:24 Strategic Planning (SP) - Patty and Ricardo

- Advisory Committee has done a lot of comment processing and summarized into document online to guide discussion. Important items that will influence the way the SP is drafted.
- Input after today highly encouraged. Google Doc will be available.
- Mission statement
 - Bylaws Committee: Standalone, don't need to change in the bylaws
 - Advisory: Remain open to adding this to the bylaws. (Currently called "Purpose" in the bylaws.)
 - "Evidence-based management"? Conservation? Science based?
 - "Non-profit" "international"?

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- Values statement? Seems like it would be useful.
 - DEIJ
 - What would this look like? Help committee wordsmith.
- “Facilitates other activities” means what?
- Federal/state governments have to be careful about activism pieces because of conflict of interest rules.
 - Keep it out of our bylaws?
 - Ways to abstain from votes, who signs off on letters, etc.
- Ricardo-Sierra Club he was careful not to sign onto things when there was potential conflict because of his State employee status.
 - Past: Conservation Chair has been the one to sign in the past.
- Advocacy vs activism. Important function of the Society. Defining the role in that would be helpful.
- ***Timely* feedback needed. Deadline: 10 days from now.**
- DEIJ and advocacy: stretching ourselves.
 - Value vs. goal.
- Governance
 - Election for committee chairs too cumbersome? But democratic process is good.
 - Election within Council? Committee? Rather than membership at-large.
 - Anything in bylaws about how long committee chairs serve? No.
 - Co-Chairs: decided a couple years ago that all should have. Variably active.
 - What are the benefits of electing rather than appointing?
 - Handbook says “appointment” - get back in line with bylaws which say we should be electing co-chairs for standing committees. (bylaws: “approved by vote of council for an appointment”. Elections or alternative?)
 - Encourage us to avoid the word “election” but find ways to make opportunities for anyone/everyone who wants to to be involved. Deflating to have lost elections, don’t want to dissuade those who lose from being involved.
 - Council could formally endorse. Long-standing chairs who don’t want to serve anymore to step out because it would be a regular frequency to step out.
 - Operating manual vs. bylaws.
 - 4 Standing Committees.
 - Formalized frequency at which we’re appointing these big jobs to people. We have a lot of people who have been in their positions for a long time.
 - Loyal people. Bring new people into the fold.
 - Committee Fair at Business meeting last year was effective. Keep doing this.
 - Reduce Past Past Presidents’ term? Should they serve as member that doesn’t vote (rather than chairing the nominating committee.)

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- Technically a violation of bylaws for Past Prez to serve as Chair/voting person.
- Ax second past-president position? Continuity is important, but focus this.
- Fresh faces on Nominating Committee is generally important.
 - Encourage past-presidents to be on the committee. Don't make it an automatic thing that they are Chair, but either way shouldn't be a voting member.
 - If no one volunteers, who is chair? Concerted effort to make sure someone steps up.
 - What is Past-past-president's role if not Chair? Role as a Councillor.
 - Term-limit issue.
 - 8 years is a long time to have to come to annual meetings - barrier to international or young members from taking these roles.
 - True, but now can still participate virtually.
 - Also, we want to keep loyal and continuity.

MOTION: I move to eliminate the Past-Past-President's role on Council. Gail/Aliyah

- What Past-Past-President currently does: voting member of Council (8-year service). Advisory role, help with transition.
- How onerous is it to be on Council for extra time? Council has said fine in the past if people want to step aside.
- How would Past-Past-President elimination affect continuity?
 - Could run for another term on Council if they want to stay involve while ensuring turnover.
 - Erica (former Past Past): lot of time but fine, but supports motion.
- Clarify: Past President currently serves as the chair of Nominating.
- Clarify: Does this motion include adding a new voting spot? No, separate discussion.
- Clarify: Bylaws vote goes to membership so won't go into effect for another year.
- Clarify: Acceptance of this motion is endorsement to take this motion to Membership where they'd vote to make this happen.
- Make a document for bylaws vote (including dissenting rationale) to guide membership's vote. Go to vote as individual questions to membership for item-by-item vote.

Yay 14
Nay 0
Abstain 0

PASSES.

Clay: Will write dissenting rationale for membership bylaws vote.

Statement of intent: Past-President is not automatically Chair of the Nominating Committee.

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- Risk: That position doesn't get filled.
- Goes back to earlier point: Nominate or elect committee chairs?
- Other Nominating Committee chairs want to become the Chair?
- Term limits
- What is the conflict? Role is to find a slate of candidates to run in next election which gets voted on.
 - Potentially choosing your successor.
 - Not true unless you only put one candidate on the table. Transparent process.
- 2020 Vision SP: Past President→ Chair recommendation was to SERVE on the Nominating Committee. Keep this recommendation. As long as you have a committee and are soliciting a slate of candidates, no conflict. Provides turnover every two years.
- No motion on table, don't need a vote, we're just discussing. Next: figure out what to do with the newly vacated vote on Council (after our Motion today).

9:40 Break

10:04 Resume SP Discussion

- What to do with the newly eliminated seat on Council - reduce number of seats or transform it?
 - How many current seats are there? 18 FY23 going down to 17 if we don't replace.
 - Keep it odd so can't tie vote?
 - Expand council? Replacement or add new seats?
 - Encouraged by the slate of good candidates in recent elections.
 - Really didn't lose a seat because the new student seat is coming online.
 - Uncommon that we'd need a tie-breaking mechanism.
 - Like the idea of bringing new people on to get them involved in Council.
However, meeting and quorum becomes a real issue.
 - Currently, 9 members for a special meeting called by the President, 7 constitute a quorum at an annual meeting.
 - Tie: Chair could break. Robert's rules check?

MOTION: I move that we create an additional Council seat to replace the Past-Past-President seat.

Dave/John

- In past, have struggled to find candidates. Grow Council with growth in membership (over long-term history).
- Adding the seat doesn't necessarily recruit or create diversity. That happens through the Nominations Committee.
 - Add incrementally?
 - Difficult to find time for everyone to meet.
- Process/bylaws question: Get rid of Past-Past-President and replace with general Council. Councilor cohort would mean 4-3-3 election cycle? In FY23 we'll add a Student Councilor before we lose the Past-Past-President (due to bylaws vote).

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- Would this adding/replacing need to be voted on by Membership? Yes, would go to Membership for a vote to change the bylaws. Link the two bylaws votes with wordsmithing to the bylaws change. If membership does not move to remove the Past-Past-President the second vote is moot.
- Combine this motion with the previous one? Discuss.
- Bylaws votes don't have to happen at same time as elections. Could do these votes sequentially very soon.

Amended: I move that we create an additional Council seat. Dave/Jim.

- Could have an additional seat completely independent of Past-Past-President seat. True.

Aye 12
Nay 3
Abstain 0

PASSES.

Bylaws Committee will help with wording of suggested text.

(Return to Governance SP discussion)

MOTION: I move to make DEI Committee a standing committee. Marisa/Clay.

- What's the difference between a standing committee and other committees? We only currently have 4 standing and lots of ad hoc that do good work.
- Only difference is if it's listed in the bylaws. No functional change, though it means we are required to have that committee.
- Con:
 - Perhaps won't need DEI committee in future.
 - Doesn't diminish the committee to leave it ad hoc.
- Pro:
 - Challenging issue, make part of bylaws to signal support for DEI as a value of the Society. Important for optics and public face of Society.
 - Central to a lot of our other issues.
 - "Constant attention and continuing vital concern." This is not a special project, needs to be elevated (along with others).
 - Important for considering issues related to non-North American participation.
 - Consider "belonging" in title.
 - Redundant to "inclusion".

Yay 13
Nay 1
Abstain 0

PASSES. Requires a bylaws change.

Should we turn other ad hoc committees into standing committees?

- Have Committees ever come and gone? No.
- Flip side, might want to reorganize overlapping committees and adding to bylaws limits that flexibility.

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- Not permanent, can be dissolved by Council by vote.
- E.g., Student Activities handles money, we say students are central to our mission... make it standing.

MOTION: I move that the Student Activities Committee becomes a standing committee. Gail/John

- Do committees have a clearly defined role/goal? Not all, but this one does.

Yay 13

Nay 1

Abstain 0

PASSES.

11:03 Consider the SP Finance questions alongside two FY23 budget requests

- We have been fiscally conservative over the long-term and have successfully weathered market downturns in the past.
- Might want to spend more money to make Society and membership vibrant and not overtaxing volunteers, etc.
- We do have a lot of money in our endowment. Don't go to the grave with so much in our pockets. Increase skim from 3% to 3.5 or 4%? Comparable to AOS and still be fine.
- If we have the ability, use it to support international members because they likely can't support themselves.
 - Be careful about conflicts of interest (funding Council = ourselves).
- Create a section of the operating manual to list decisions that Council makes.
- Spending philosophy should reflect value statement.
- 2 funding requests from Committees:
 - Student Activities Committee: FY23 \$8,000 for student travel, of which \$2400 would be dedicated to two \$1200 awards for *Broadening Participation Travel Award*
 - A request on top of the \$7,000 we normally allocate? No. It's meant to represent a small increase so that students are more fully funded. DEI did review the rationale for the bump that is in the Student Activities doc.
 - Dedicated fund (through annual meetings) so an easy ask because it doesn't directly affect our bottom line.
 - Note: Years like this one when we're not going to add any money to our bottom line.
 - In fact, most years won't make money. That's not a sustainable source of funds to pay for students.
 - Establishes a new standing award.
 - DEIJ in the United States versus international. If we're going to earmark it, earmark it for non-North American.
 - Global problem of "privilege". English is not always a person's first language, Western systems foreign. Huge learning curve, unfairness.

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- E.g., 2 requests from India, Belize that are presenting and can't pay virtual fee. Request waivers. Remember these people could be our future Councilors, etc.
- Student Activities could modify this request and bring back to Council to target the international audience in most need. \$1200 award might not be enough.
- Suggestion
 - This affect our bottom line? No, so possibly support the proposal as-is. Additionally, 0.5% increase in endowment spending to put toward international participant targets.
 - Change from 3-4% = how much \$? We need to check.
 - Keep Kushlan, Nisbet at 3%. Recall that 5-yr is 3.4% gain (see F&I Report). General Fund can be more ambitious.
 - Increase Nisbet since Ian's been so generous?
 - Need to activate new revenue streams.
 - Continue to develop these ideas.

MOTION #1: I move to support the Student Activities Committee's ask for \$8,000 in Fiscal Year 2023 as written in their report. Kate/Dave 14-0-0 PASSES.

MOTION #2: I move to support the proposal for \$750 to the Bhutan project as written in Chip's proposal. Kate/John 14-0-0 PASSES.

- Correction: Council did increase the Kushlan, Nisbet skimming to 5% (on a 3-yr running average). General fund matches the Nisbet contribution.
- Continue SP spending strategy discussion later today.

11:53 Break until Part 2.

20:02 Part 2 begins. 20 people in room+online.

Grants and international participants - keep these people more involved?

- Defray meeting costs by asking grant recipients to present. Already vetted, benefits us and them.
- E.g., Kushlan grant is \$16,000/yr, and of that 2 of the grants (>\$10,000) to Madagascar and Kenya. Give a bit more money to travel to conference and get more involved and keep them.
 - Good audience to target.
 - Support international but need to fully support. Work grant recipients into other aspects of society - Committees, other things to make sure it's more than 4 days of meetings. Build in a program of Fellowships - hosting them, etc.
 - Where money come from? Strategic Planning issue. Too early for motion because where to find this dedicated chunk of money?

Commented [1]: SP: RFPs for special projects as noted above.

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- Don't tie too closely to grants immediacy (delays).
- Being strategic is important. Students are important but also bring people in who are long-term links in those countries - non-profits, governments, university professors in these places who will be around.
 - Application process.
 - Tie to awards committee?
- Help somebody over multiple years - long-term studies, career support.
- John and Nellie

MOTION: I move to form a Fellowship Ad Hoc Committee to be led by John and Nellie to sunset on Dec 31, 2022. Patty/Kate

11 Yay

0 Nay

0 Abstain

PASSES.

20:23 Waterbird Council/Waterbird Coordinator - Sara (U.S. Fish & Wildlife) Update

- All positions currently vacant including coordinator position.
- Want to get the Waterbird Council back in active state to work on the Waterbirds of North American Plan. Terms of membership, principals need updating. Last meeting was in August 2020.
- Request to get the Conservation Committee involved in this issue and get the Waterbird Society behind it. Government can't advocate but those from academia and professional society can. Bring previously involved people together again and develop a strategy for working on that Waterbirds for America Plan.
- Q&A
 - What specifically can WbS do? What about species specialist groups?
 - Show need for the council and demonstrate what is happening without that guidance and a coordinator to bring members together to work. Group would put together that outline and a need request. Timeframe: Long-term, but get started and figure out who is working on it.
 - Clay from Heron Specialist Group is happy to get involved.
 - Reach out to Jonathan (Chair of Conservation Committee).
 - Email call to members? Sure!

20:32 Restructure position of Treasurer

- Plan for eventual changeover, lot of info in Chris's head, big time requirement. Requires specialized knowledge. Stepwise movement toward professional accounting firm to do mechanics part of book-keeping. Chris has a call into our PCA to ask about costs, roles. She will report back to Council.
- In terms of changeover, too much info to pass off without overlap. Treasurer elect? Bylaws change. Longer term than 3 years?

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- Q&A
 - CPA or bookkeeper would provide some consistency and relieve some pressure.
 - Wiggle room in bylaws to allow an “elect” position? Vote someone in but in time for them to overlap Chris without actually changing bylaws.
 - We currently have CPA but they’re not involved as we need them to be.
 - Deputy treasurer position that would rotate into treasurer (like president elect to president)? 3-year term? Not enough time to get trained up. But other societies do 1- or 2-year terms (how?). What qualifications are we looking for when we recruit?
- **Chris is working on it and will report at the spring Council meeting so that we can discuss next steps. Liz will help.**

20:53 Future Meetings update

- South Florida 2023. Great Lakes and Costa Rica upcoming 2024-2025.
- How do we split profit/losses if we do a joint meeting with Pacific Seabird Group (PSG)? 50/50 or according to attendance quota predictions?
 - Opportunity to recruit PSG goers as WbS members?
 - How did we handle this in the past?
 - E.g. International Ornithological Council profit/loss split depended on how much money you put up upfront.
 - PSG meeting in Jan/Feb typically, consider dates. Real difference in travel to Costa Rica at time of year (Jan-Apr is high travel season). Favor cheaper.
- South Florida, exact location to be determined.
 - Looking at early-mid October for the best rate outside of peak hurricane season.
 - Caution expensive hotel, parking etc rates because it is a destination location.
 - All hotels close to airports and trains. All near beaches but some closer than others.
 - Meeting insurance is expensive.
 - Field trip opportunities to Everglades, Keys, snorkeling nearby, etc. Lots of options.
 - Hotel location matters less if shuttles or close taxi rides.
 - Some inconvenience but keep costs down, especially for those who have to convert to US currency.
 - **Ricardo will send by email and accept feedback in the next 1 week.**

21:20 Editor’s report - Gopi

- End of first year of Gopi as EIC and Paige as Managing Editor. (These positions were restructured at their hires.)
- Spent a lot of time playing catch up on backlog from 2021. Asked some people to resubmit through the new ScholarOne system for review process - not a single author withdrew their paper.
- Gopi modified the process slightly to take advantage of ScholarOne system. Very diverse editorial board in terms of number of countries involved. He will run another round for people to join the Associate Editor board in the coming months to continue this project.

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- Reintroduced opinion piece and place to put papers that are valuable but data deficient. Advisory Board introduced (3 people increase to 5-8 over time).
- Photos from accepted manuscripts are now online covers.
- Including backlog: Rejection rate ~20%. Submission rate is flat from past years.
- Still looking at 4 issues/year. Haven't started to think about special issues or anything like that.
- Short notes: 9 this year (mostly past backlog).
- Q&A
 - Manuscript acceptance types? Labeling system to deal with backlog.
 - Council help? Good so far, could always use help bringing good people into the fold as editorial assistance and author submissions.
 - Early career researchers looking for opportunities to review, bring these people in? Communication and Outreach Committee collaboration.
 - Mentor role tested on 4-5 editors/students this year. Success, keep going.
 - That's great, advertise it! Professional development opportunity.
 - Thanks Gopi!

Last bit of SP can be handled asynchronously in Google Doc or email to Patty in the next week.

21: 37 Fiscal Year 2023 budget

- Chris used the 2022 report as a template for FY2023. After today's \$750 motion we'll be predicted to be in the black by ~\$200.

MOTION: Accept FY23 budget as in Report #3. Gail/Kate 12-0-0 PASSES.

91:44 Motion to adjourn. Dave/Ricardo Unanimous.