

SIVB BOARD OF DIRECTORS MEETING
MINNEAPOLIS, MN
JUNE 3, 2006

- 1.0 INTRODUCTION: The meeting was called to order by President Paul Price at 8:05 am. Board members present were: David Altman, David Ellis, John Harbell, Richard Heller, Michael Horn, Todd Jones, Dennis Laska, Paul Price, Nancy Reichert, and Guy Smagghe. Daniel Brown was absent but gave his proxy to David Altman. Guests Marietta Ellis [New Beginnings Management (NBM)] and Wayne Parrott were also present.
- 1.1 Adoption of agenda. Paul Price moved, and Richard Heller seconded, that the amended agenda be adopted. MOTION PASSED (11:0:0).
- 1.2 Adoption of minutes. David Altman moved, and Richard Heller seconded, that the amended October 7-8, 2005 minutes and the February 25, 2006 minutes be adopted. MOTION PASSED (11:0:0). Paul Price asked Nancy Reichert to read the outstanding action items so Board members could give status reports. They are given below.

Old action items yet to be completed (numbers do not match those in original minutes.
February 2006

1. *The Long-Range Planning Committee should consider conducting research to set up a companion foundation, in consultation with David Altman. David is the contact person. ONGOING*
2. *Pamela Weathers will write an executive summary on the student survey for In Vitro Report in an upcoming issue, and should prepare the survey to be posted on our website. Pamela is the contact person. ONGOING*
3. *Paul Price will give Marietta Ellis the white paper on cell lines to Marietta Ellis who will post it on our website. Paul Price is the contact person. ONGOING*

October 2005

4. *Marietta Ellis will send the Board the 2007 meeting contract with The Westin for acceptance via email vote. COMPLETED*
5. *Paul Price will transmit the newly combined Section name to Marietta Ellis and the Board plus the finalized slate of nominees for that combined Section. COMPLETED*
6. *Cynthia Goodman will work with members of the Invertebrate Section and will send Marietta Ellis the question(s) that Section will vote on. COMPLETED*

June 2005

7. *The Chair of the Awards Committee (Amy Wang) will be the go-between for the Lifetime Achievement Award to ensure nomination packets are received and provided to the Board in a timely manner. David Ellis will convey this to Amy. COMPLETED*

February 2005

8. *The Constitution and Bylaws Committee will look into the role of the Board in regard to making endorsements. Nancy Reichert is the contact person. COMPLETED*

October 2004

9. *Mike Horn will ask the Publications Committee to look into providing members with electronic journal access only, and determine how much it would cost to*

provide hard copies to members. Information will be reported at the February, 2005 Board meeting. COMPLETED – moot point because there is no mechanism for that to happen.

10. Marietta Ellis will look into getting a business checking account that charges lower fees than the current account. Information will be reported at the February, 2005 Board meeting. ONGOING

11. Marietta Ellis will post the list of potential awards plus nomination criteria on the SIVB website by the December 15 Board meeting. ONGOING

May 2004

12. The Publications committee consider a list of English editors available to help with foreign language submissions. ONGOING

13. The membership brochure should be finished this summer for use with fundraising and membership mailings. Nancy Reichert is contact person. ONGOING

14. All Award winners and the year of the award should be listed on the web site by the end of the year. It will also be included in the History Committee's annual report. This will be completed by the end of 2004. Sandra Schneider is the contact person. ONGOING

A short discussion on awards ensued. In particular, Fellow Awards were discussed and what role Mary Ann Lila and her Awards Committee played in the process. Wayne Parrott conveyed information that Mary Ann had discussed with him. Briefly, Mary Ann will solicit nominations for Fellows from the membership. Lists of nominations will go to the Section chairs for ranking. Completed packets will first go through the Sections then to the Awards Committee. That committee will make recommendations to the Board who has the final vote.

2.0 2006 MEETING

2.1 2006 Meeting update/statistics. Marietta Ellis went over the meeting statistics provided in the Board packet. We appear to be on target registration-wise, and are close to the number of registrants we had last year at this time. Our food guarantee is higher than in Baltimore (\$25,000 vs. \$20,000), but we are already close to meeting that commitment. We have reduced other costs by buying LCD projectors and only paying for a support package, and we haven't secured extra security people so we will move display items to a secure location at day's end.

2.2 Fundraising. Marietta Ellis referred to the Board packet. She said our fundraising efforts have gone well, totaling nearly \$100,000. This year the Sections will pay the \$295 registration fee per invited speaker that had been waived in past years, which will enhance the general fund. This year, \$35,000 was contributed to the Student Initiative fund by Land O'Lakes, Syngenta, 3M, General Mills and Colgate-Palmolive. UST began funding this initiative last year with a two-year commitment.

Marietta also discussed the 2007 meeting indicating our contract with the Westin Indianapolis has been signed. Looking at how we made our room commitment this year at Minneapolis, we should be able to meet our commitment in Indianapolis, plus the food guarantee is only \$10,000 which we will easily meet.

3.0 TREASURER'S REPORT

3.1 Year-end finances. Richard Heller referred to the financial statements in the Board packet. He said that the bottom line is that 2005 was a much better year than 2004. We eliminated greater than \$70,000 of debt and are currently in the black. This is due, in great part, to David Altman. He received a round of applause. It is also due to Marietta Ellis who concentrated on getting us very good hotel contracts, and us focusing on the Student Initiative that companies like to contribute to. David said he believed a key to our success in raising money for the meeting this year was that we personally visited companies in the Minneapolis area in October (Board meeting held there) and also conducted a follow-up trip. We should also ask those companies that contributed for the first time to continue to support the Student Initiative. Nancy Reichert suggested that we invite representatives of those companies to attend the Student Breakfast, and we should ask those students to write letters of appreciation to those contributors that enabled many of them to attend.

David Altman suggested we establish a non-profit foundation as a companion foundation for the SIVB, but it would be a separate 501(c)(3) with separate governance to manage endowments. A portion of the funds would go to support the SIVB. At present, if someone wants to bequeath money to the SIVB, they cannot. We need a mechanism for this type of contribution to be made, and it would also be a good place to house the Student Initiative and our Fund for the Future. Plus, since the SIVB doesn't have the clout like an in vitro biology foundation would, we could go after high dollar grants like those the McKnight Foundation administers. Paul Price said it would also be good to fund training workshops through it. Wayne Parrott said the University of Georgia has this and gives a menu of options for people to direct their funds to support. David said that this foundation will initially cost the SIVB some money for its establishment, approx. \$5000. The general discussion was positive. **David Altman moved, and Michael Horn seconded, that John Harbell and the Long Range Planning Committee are empowered to come up with a plan, structure, and budget to establish a foundation for the SIVB. MOTION PASSED (11:0:0).**

3.2 Finance Committee. Richard Heller referred to the Board packet. The Finance Committee participated in a conference call with David Petrucci from CitiGroup Smith Barney about the SIVB's current investments. The committee decided to purchase a \$40,000 CD that matures early next year, and keep the remainder in Smith Barney's bank deposit program that yields a fairly good rate. David Altman asked if we currently have our money a sweep account because it yields a good percentage. Marietta Ellis said we had one but not currently. She will check on this and move our money from a general checking account. David also indicated many banks have developed strong initiatives to attract non-profits and some also provide free service to help set up foundations. Marietta said she will ask our bank (Bank of America) about these. **John Harbell moved, and David Ellis seconded, that the Treasurer's report be accepted. MOTION PASSED (11:0:0).**

4.0 BOARD OF DIRECTORS MEETING

4.1. Who should attend. Paul Price asked the Board if we should consider adding additional members to the Board, aside from attending as invited guests. He listed the current composition of the Board including the committee chairs that serve on the Board. David Ellis and Richard Heller were hesitant to add any more positions. Wayne Parrott indicated the following chairs of SIVB committees weren't currently a part of the Board: Education, Constitution and Bylaws, and Awards. He said that adding the Education Committee Chair would be a good idea because of the Student Initiative. David Altman indicated the Student Initiative did not arise from the Education Committee, but was more closely linked to our fund raising efforts. We wanted to concentrate on education due to the past lack of emphasis and attract corporate funding because of these efforts. Paul Price suggested the two Section Chairs could be added to the Board, but David Ellis said that's why we have Member-at-Large from each Section. **David Ellis moved, and Dennis Laska seconded, that the SIVB should have the members of the Board of Directors remain at its present composition. Motion Passed (11:0:0).**

4.2. Meeting venues. Not addressed at this time.

4.3. Travel costs. Paul Price said that beginning under David Altman, the February Board meeting was held via conference call to keep costs down (cost approx. \$300-400). That cost is contrasted with the approx. cost of \$5000 to hold a Board meeting at a specific location, even when hotel and board rooms are free. Richard Heller said we certainly shouldn't conduct all meetings face-to-face, but if subjects require a lot of discussion, you can't really do that over the phone. Dennis Laska concurred. David said that the first year as President, the Board conducted most of its business via conference calls and met only at the annual meeting. We saved money, but did we lose progress? Richard said that in the past, the February Board meeting was held at the site of that year's meeting. This was generally too late to modify the meeting substantively or trouble-shoot. So, Our October 2005 Board meeting was held at the site of this year's meeting, which was an extremely positive move. David said that in addition to have adequate time to trouble-shoot, we set up meetings with representatives from local companies to conduct fund raising efforts that turned out to be very successful. The extra cost associated with these fund raising efforts was minimal. David said our February 2006 Board meeting was held at a site situated close enough for some members to drive to. It was not a site for our annual meeting, but site location was the President's prerogative. David suggested that we could also look into having Board members go to sites with video conference capabilities and hold meetings that way, or members that couldn't travel to the Board meeting site could use this type of facility to "attend".

4.4. Executive Committee. Paul Price indicated he would also have an Executive Committee as David Altman had, but he would also add the Past-President to the committee. Due to his travel commitments, he indicated the committee would have conference calls approximately every two weeks instead of weekly.

- 4.5. White award. Wayne Parrott had asked Marietta Ellis to locate the original paperwork related to the Phillip R. White Award. It was unclear if the original intent of the award was for training at a lab facility or travel. With the help of an archivist at the University of Maryland, the original 1969 letter (in Board packet) setting up the fund was located in the SIVB archives. It was clear the intent was for training, so Wayne wants to compile a list of labs willing to participate plus the techniques offered. Wayne also indicated the letter said the Plant (Biotechnology) Section should increase funds in the account. If the companion funding foundation comes into being, this would be the ideal place to house these funds. He asked if the membership renewal form specified this fund for members to contribute to, like the Fund for the Future. Marietta Ellis said that she believed it was there, but if not, it would be included in the new renewal forms. Wayne asked Marietta to give him the current balance in the Phillip account which she said she would do. The funds currently are in a restricted account in Bank of America that draws interest.
- 4.6. SIVB report to CAST. Todd Jones currently represents the SIVB on CAST (Council on Agriculture, Science and Technology). He would like another SIVB member appointed to this position because of his increased duties as President-Elect. He said they have two meetings, one in spring in the Washington, DC-Virginia area, and one in the fall in St. Louis. CAST pays for part of the attendee's travel expenses. David Altman suggested David Songstad be asked to take over as CAST representative since it deals with both plants and animals, and David has recently changed his focus from plants to animals. Richard Heller asked what the representative's role is. Todd indicated we are the only in vitro representative and we push the biotech agenda. Nancy Reichert said David Songstad could make positive contributions to CAST. Since Paul Price appoints someone to CAST, Todd will ask David Songstad about his interest and convey that information to Paul.
- 4.7. AIBS report. John Harbell currently represents SIVB on AIBS (American Institute of Biological Science). Due to his increased duties as Vice President and his relocation far from the Washington DC area, where they have their meetings, he would like another member to interact with AIBS. This organization includes 85 non-medical societies and is a 501(c)(3), but they conduct lobbying efforts. They are heavily involved with NSF and make their money organizing grant reviews, grossing approx. \$4 million annually. This supports the rest of the society's functions. Two members were identified as being in the DC area. Guy Smagghe offered to ask Ray Hakim to represent SIVB with AIBS.
- 4.8. SIVB name change. Paul Price discussed the committee David Altman set up to look at changing the name of the SIVB. Committee members included David Altman, Janis Demetrulias, Ron Phillips, Paul Price and Indra Vasil. The two suggestions were Association for Cell Science and Biotechnology, and Society for Cell Science and Biotechnology. Paul indicated that the term "in vitro", on glass, is no longer relevant. Wayne Parrott said it took us 13 years to catch on to our current name and if we change now, we may lose an additional 13 years. Richard Heller suggested we keep SIVB and include "an association for cell science and biotechnology" next to it. David

Ellis said that if “in vitro” is no longer relevant, we need to change the name, not modify its meaning. Wayne Parrott said in vitro research is still conducted and the term has taken on a more general meaning, versus literal. Discussion surrounded the use of biotechnology versus biology. David Ellis said the definition of biology was much broader than biotechnology and Wayne said biotechnology was more application-oriented. **David Ellis moved, and John Harbell seconded, that we leave the name of the Society as the Society for In Vitro Biology. Motion Passed (11:0:0).**

5.0 PUBLICATIONS

Michael Horn said both publications are holding their own and we are waiting for the increase in institutional subscriptions. The profits listed for In Vitro-Plant and IAPTC&B were low. There was discussion in relation to the lag in publishing both journals and submission of materials to BioOne. Plus, there was a suggestion that we acknowledge Wallace McKeehan’s assistant who worked for In Vitro-Animal for many years. **Michael Horn moved, and David Ellis seconded, that we ask NBM to prepare a plaque plus gift certificate (\$100) for Mary Cole in appreciation for her years of service on this journal. Motion Passed (10:0:0).** Looking at the report in the Board packet, John Harbell said it is apparent that BioOne revenue is higher than expected. Michael Horn said Springer has agreed to continue with BioOne through 2007, and we will continue to receive royalties from our journal articles already in BioOne.

John Harbell said that, as Vice President, In Vitro Report falls under his direction. Discussion ensued on whether to continue to produce print-versions and if so, how many. David Altman said the print and mailing costs saved if we moved to solely an online publication would be approx. \$10,000. But, it might be useful to print a certain number to send to key companies. Nancy Reichert suggested they be sent out to current donors for the next few years to keep the SIVB in their thoughts. We could desktop publish and print a few dozen at Kinkos and send them to key company contacts. Marietta Ellis will price out some options for publishing limited numbers. Also, John wanted to identify someone in the SIVB to take on editorial responsibilities of In Vitro Report. Richard Heller said he was hesitant to pay someone to do it. David Altman suggested a small fee, such as \$1000, and Dennis Laska suggested the SIVB pay registration and travel expenses to attend the annual meeting instead. Discussion continued and it was suggested that there be two co-editors – one from each section. Names mentioned for this were Carol Stiff and Janis Demetrulias. **Dennis Laska moved, and David Altman seconded, that the SIVB will offer registration and travel reimbursement, up to \$1000 each per section, to the individual(s) who accept(s) the Editor role(s) for In Vitro Report. Motion Passed (11:0:0).**

Paul Price said our website is outdated. We need to let Marietta Ellis know the current committee members and their contact information. David Altman suggested we have links to AIBS and CAST. Guy Smagghe said that we should list our email addresses in a different format so spammers cannot harvest them. Addresses should be listed as mail to:email address to click on.

6.0 2007 AND 2008 MEETING UPDATES

Marietta Ellis gave an update on the potential 2008 meeting venues the Board narrowed down in February to Albuquerque, Salt Lake City, and Tucson. Limited follow-up was conducted on these sites. Marietta added San Diego to the list and included a proposal from a hotel the SIVB had used in previous years. Paul Price indicated he heard from David Thorpe of Sanofi-Aventis who put in a good word for Tucson, plus provided a list of companies that could be contacted as potential sponsors. Paul said we will need to narrow down the list. Michael Horn said we should look at the number of companies in each city as potential sponsors. David Altman said San Diego has the largest number but there are so many meetings there, we (the SIVB) are not special. Richard Heller indicated we probably would not receive large donations (\$10,000) from companies in Tucson, but we might receive lesser amounts from many more companies. Wayne Parrott suggested we look at sites relative to how many local speakers we could get from each potential site - there are no SIVB members from the Salt Lake City area. **Richard Heller moved, and David Ellis seconded, that we look at Tucson as the site for the 2008 World Congress with San Diego as the fallback city. MOTION PASSED (11:0:0).**

Dennis Laska indicated we should actually start to think about our 2009 meeting and assign a Board member to find potential sites. David Ellis said we should concentrate on the east coast. Discussion surrounded proposed cities to look into. Paul Price said he would look into potential sites and those cities agreed upon were: Charleston, Myrtle Beach, Providence, Research Triangle area, and Savannah.

6.1. Education Committee's role in 2007 meeting. Elizabeth Roemer joined the Board meeting to discuss items related to the Education Committee. She indicated that part of the committee's outreach efforts was directed to high school students. The committee provided SIVB awards to be presented at science fairs, and the winner(s) were invited to attend our annual meeting. Liz indicated that they also provide limited travel grants to high school students, including international students, to attend our meeting with the parent/mentor responsible for them. This concerned Liz because the SIVB is not set up to handle minor age students. She suggested we accept abstracts for silent posters from high school science fair award winners who received an SIVB award. She indicated we should define the type of students and awards we want to concentrate on. She suggested we concentrate on the group(s) of students most likely to become future SIVB members and, perhaps, rank them. David Ellis suggested graduate students would have a greater chance of becoming members versus undergraduate students, and that we should not concentrate on high school students. David Altman supported the notion of bringing high school students to the SIVB meeting. Nancy Reichert suggested we use funds from our future companion foundation to work with these students. David Ellis suggested we add high school teachers, versus their students, as a group we would like to attract to our meetings. Marietta Ellis said that currently we obtain photocopy of the student's ID, and wanted to know if we needed to get additional information. **David Ellis moved, and Guy Smaghe seconded, that we will limit the Student Initiative to students 18 years old and older. MOTION PASSED (11:0:0).**

7.0 OTHER BUSINESS

7.1. Approval of Annual Report. Marietta Ellis provided hard copies of the SIVB Annual Report and the list of student award winners and briefly discussed each. Richard Heller moved, and John Harbell seconded, that the annual report be accepted. MOTION PASSED (11:0:0).

7.2. SIVB Business Meeting agenda. Marietta Ellis briefly discussed the agenda for the SIVB Business Meeting to be held Tuesday, June 6 at 5:00 pm. Richard Heller moved, and David Ellis seconded, that the business meeting agenda be accepted. MOTION PASSED (11:0:0).

8.0 DATE AND LOCATION OF NEXT BOARD MEETING

Board members discussed the best date for the fall Board meeting. Nancy Reichert shared the dates that Pamela Weathers could not attend: October 13-15 and November 3-5. It appeared that October 20-22 might be a good weekend for the meeting. Marietta Ellis will poll the Board via email to determine the best date for most/all to attend.

ADJOURNMENT

David Ellis moved, and Richard Heller seconded, that the Board meeting be adjourned. MOTION PASSED (11:0:0). Meeting adjourned at 1:45 pm.

ACTION ITEMS

1. Marietta Ellis will provide Wayne Parrott the account specifics on the Phillip R. White Award. Marietta is the contact person.
2. John Harbell will develop a draft on a strategic plan to set up a companion non-profit foundation for the SIVB. John is the contact person.
3. Marietta Ellis will work with Bank of America to move our account to a sweep account, if it is not currently in one and ask them about any initiatives they have to help non-profits organizations we could take advantage of. Marietta is the contact person.
4. Todd Jones will ask David Songstad to represent the SIVB on CAST. Todd is the contact person and will inform Paul Price of David's response.
5. Guy Smagge will ask Ray Hakim to represent the SIVB with AIBS. Guy is the contact person.
6. Marietta Ellis will notify all standing committee chairs requesting member and contact information. She will ensure all committee information is updated on the website. Marietta is the contact person.
7. Marietta Ellis will check on the cost of publishing In Vitro Report in small numbers, in increments from 100 to 500. Marietta is the contact person.
8. Marietta Ellis will follow up on hotels in Tucson as potential hosts for the 2008 World Congress. San Diego is the fallback site. Marietta is the contact person.
9. The Student Initiative registration form should be modified to indicate the free registration is restricted to students 18 years of age or older. Marietta Ellis is the contact person.