

SIVB BOARD OF DIRECTORS MEETING  
BALTIMORE, MARYLAND  
OCTOBER 29-30, 2004

- 1.0 INTRODUCTION: The meeting was called to order by President David Altman at 7:00 pm. Board members present were: David Altman, David Ellis, Cynthia Goodman, John Harbell, Richard Heller, Michael Horn, Dennis Laska, Paul Price, Nancy Reichert, Sandra Schneider, David Songstad, Gordana Vunjak-Novkovic, and Pamela Weathers. Guests present were: Marietta Ellis (New Beginnings Management), and Guy Smagghe.
- 1.1 Adoption of agenda. The agenda was modified as indicated and approved.
- 1.2 Approval of minutes of prior meeting. Request for approval of the May 21, 2004 and July 6, 2004 minutes was conducted by email. Responses received voted to accept the minutes, or abstained. No responses offered clarifications. The minutes were accepted as submitted.
- 1.3 Action items from previous meetings. David Ellis indicated that if the minutes are published, we should go over action items from previous meetings to get the status on each and if completed or if more time is needed. Plus, a Board member should be identified as the contact person for each action item. This person will be responsible for ensuring the action item is carried out and by the specified date. After additional discussion, it was agreed that this would be a good standard practice, and to begin each meeting with updates on each outstanding action item. Action items identified in the May, 2004 meeting were read by Nancy Reichert, its status was determined and a contact person was identified if the item had yet to be completed.
1. *The Publications committee consider a list of English editors available to help with foreign language submissions. Status: ongoing.*
  2. *Board members from each section should find a volunteer to write a "Points to Ponder" column and send the information to Dave Songstad. Status: ongoing.*
  3. *Membership data should track the same time for present and previous years and should include the change in membership for each section. Status: ongoing.*
  4. *The membership brochure should be finished this summer for use with fundraising and membership mailings. Status: ongoing. Nancy Reichert is the contact person. As of May 2004, the Membership Committee is composed of a new Chair plus many new members, so the completion date will be extended to summer, 2005.*
  5. *Awards committee chair Amy Wang should coordinate with section chairs on the Fellow Awards. The number of awards presented should be limited (1 or 2 per year in a section) to keep the award a high honor. Status: ongoing. Dave Ellis is the contact person. He will share the Plant Biotechnology Section's Fellow Award information with Amy Wang and suggest the coordination be completed by the end of 2004.*
  6. *All Award winners and the year of the award should be listed on the web site by the end of the year. Status: ongoing. Sandra Schneider is the*

- contact person. She will compile this information and coordinate with Marietta Ellis to have it become part of the History Committee's annual report. Information will then be posted on the SIVB website. This will be completed by the end of 2004.
7. *The Constitution and Bylaws Committee should work with the section chairs and give recommendations to the board in October to clarify the awards procedure.* Status: completed.
  8. *Marietta Wheaton Ellis should get information on cancellation charges for the Minneapolis meeting for the October board meeting.* Status: completed.
  9. *The Board will hold its February 2005 meeting by conference call.* Status: scheduled for February 9.
  10. *Marietta will check the monthly number of hits on the public policy page.* Status: this has been determined as not feasible. The overall number of hits on the SIVB website can be determined, but not an individual section of the site.
  11. *The Local committee will get a list of local companies and their representatives to Marietta Wheaton Ellis as soon as possible so that they can be contacted about exhibiting, and so they can post information about the meeting at SF companies.* Status: completed for 2004, ongoing for 2005. John Harbell is the contact person.
  12. *Paul Price and David Altman will get plans for an exhibitor's showcase and venture capital presentations for the 2005 meeting.* Status: this has been determined as not feasible for 2005. David Altman is the contact person. This needs to be planned as a regular session (one-half day) during the meeting in 2006.
  13. *The Constitution and Bylaws committee will revise the documents to include*
    - a) *Filling vacant positions*
    - b) *Change Article 11 so that bylaws changes could be made by a unanimous vote of the board or by a vote of the membership*
    - c) *Add information on electronic voting and notification period before a vote*
    - d) *Clarify awards procedures*Status for all: completed.
  14. *Dave Songstad will initiate fund raising for the 2005 meeting this summer.* Status: completed.
  15. *All board members will email items needed for a prospectus for management companies to Richard Heller for a packet to go out by September 1. Any companies or contacts should be sent to Richard by July 15 for presentation at the fall board meeting.* Status: completed.
  16. *Section Chairs will be invited to the June Board Meeting in Baltimore.* Status: completed. Section Chairs have been invited to attend, and participate in, all scheduled Board meetings.

## 2.0 BUSINESS OFFICE FUNCTIONS

- 2.1 Working relationship with New Beginnings Management. John Harbell requested that part of this section remain open so Marietta Ellis could stay and join in the conversation and answer questions. The discussion revolved around our new working relationship with Marietta and New Beginnings Management. Marietta indicated that Marquesca Taylor will respond to SIVB queries via the phone M-F, 8:30-4:30. The expected turn-around time for items requiring a response is 24 hours. Once Marietta takes on new clients, the same level of support can be expected as she will hire mid-level managers.
- 2.2 Executive session.
- 2.3 Motion made after discussions in executive session. **Mike Horn moved, and Pam Weathers seconded, that David Altman form a committee to define a management structure within the Board that includes a list of all items needed to be addressed. This should be completed three weeks prior to the February, 2005 Board meeting. Motion Passed (12:0:1).**

### 3.0 MANAGEMENT COMPANIES PROPOSALS

- 3.1 Review of management proposals for Board action. Cynthia Goodman indicated that Jean Wills, Executive Vice President of AOCS (American Oil Chemists' Society) called her about their interest in talking with the SIVB in using their business management company. This info was conveyed to Richard Heller. He had a conference call with six of their executives in September. Richard will get an outline from Jean Wills to see if we want to pursue getting more information from them. If so, Richard and David Altman and perhaps SIVB members in the Champaign area will meet with AOCS officials at their headquarters in Champaign in late November or early December. This way, there will be at least one comparison that can be made to New Beginnings Management since our contract includes a six month notice for cancellation (notification would need to occur prior to January 1, 2005). Management company information will be shared and discussed at the December Board meeting (conference call). No other management companies indicated interest in submitting a proposal. John Harbell wanted to stress to Marietta that the Board will be looking at external management company proposals as part of our due diligence on behalf of the SIVB, but not out of displeasure with her management company. We all need to determine how we can go forward as a society in this new millennium. Richard said that we have to do that with one-half the membership we had 10 years ago. He also indicated that even if we like another company's proposal, our agreement with New Beginnings Management gives them the right to match that proposal.

The SIVB seems to have a lot in common with the AOCS. At the very least, we should start thinking about joint meetings with them. The AOCS knows our meetings are already set for 2005 and 2006.

### 5.0 FUNDRAISING AND 2005 MEETING

- 5.1 Approval or modification of fundraising proposals for Board action. David Songstad discussed the various grants the Development Committee plans to

pursue. He has already had initial success with the National Science Foundation (NSF). That agency has already given a verbal commitment of \$30,000 (\$10,000 per year for three years) to support student travel to our annual meetings. He extends his thanks to Sarwan Dhir who wrote a letter indicating the impact of free student registration on those (nine students) in his program. Sarwan also provided the name of a NSF program director David should initially contact. David suggested we use the NSF funds as seed money to attract additional corporate sponsorship. Once David receives the letter from NSF confirming this grant award, John Harbell will follow up with companies. Gordana Vunjak-Novkovic suggested the call for abstracts list "NSF Travel Awards" for use as a promotional tool. Other granting agencies being pursued include NIH (R13), USDA, and the US Army (Medical Research and Material Command, William Smith will coordinate this), and the NIEHS (National Institutes of Environmental Health Sciences). David Altman said the NSF award and others need to be coordinated with other in-house student awards. Pam Weathers as Chair of the Student Awards Committee will do this.

- 5.2 Discussion of 2005 meeting. Gordana Vunjak-Novkovic indicated there will be 32-33 sessions and approx. one-half of them have confirmed speakers. She will give the list to Marietta Ellis today. The conveners need to understand there is very little money and should ask companies for sponsorships. Mike Horn indicated it was a bad idea to ask conveners to raise money. Richard Heller said that, aside from the Plant Biotechnology Section, all other sections still expected conveners to raise funds for their sessions. If they're short, then their section needs to provide the funds. A pervasive problem is the sessions cost us much more than estimated because the reimbursement rules aren't followed. It's important that conveners understand the situation. They should first ask the speaker if they can pay their own way, if not, then offer to pay airfare and hotel bills up to a maximum of \$1,000.

The meeting schedule was discussed. Gordana Vunjak-Novkovic suggested we run the sessions from Saturday afternoon through Tuesday night. This would eliminate a night of hotel costs (Friday night) since there would be no Saturday morning sessions. Currently the banquet at the aquarium is scheduled for Tuesday night and cannot be changed. Marietta Ellis indicated the rental is \$2,000 but no minimum number of attendees is needed. David Ellis indicated Tuesday night was good, since it generally takes a few days at the meeting to generate interest for scheduled excursions.

Sandra Schneider wanted to discuss a Lifetime Achievement Award nominee. It was decided that this topic, plus nomination criteria, will be discussed on Saturday under section 6.3.

### 5.3 Action item:

- 5.3.1 Gordana Vunjak-Novkovic will make sure all conveners know the maximum reimbursement amount is \$1000/speaker. This will be completed by the end of 2004.

Meeting adjourned for the evening at 10:07 pm.

Meeting called to order at 8:30 am by David Altman. Two Board members were absent: Sandra Schneider and Gordana Vunjak-Novkovic.

#### 4.0 PROJECTED BUDGET

4.1 Approval or modification of budget for Board action. Richard Heller went over the SIVB financial statement and working budget. As of August 31, 2004, our account is down by \$72,301, with \$45,074 of this loss due to the 2004 meeting. Part of the meeting losses were due to our budgeting \$800-1000 per speaker with actual costs running at \$1500 per speaker, and 88 students received free registration, compared to 40 in 2003. There is \$137,672 reserve cash in CDs, but this is \$100,000 lower than last year. He said if the SIVB goes under financially, we will be forced to use funds from the restricted accounts (awards, sections...) to pay our debts. There is a concerted effort to reduce costs for 2005. Richard Heller said the budgets for many items have been reduced or eliminated, so the estimated deficit for the 2005 meeting is \$3,800. The cost of journals was discussed. Pam Weathers suggested that anyone who wants to receive hard copies of a journal should pay extra, versus accessing it online only. Dennis Laska pointed out an error in the gross margin income of IVCDB-Plant; the value should be -\$1,783 instead of \$2,500. **John Harbell moved, and Pam Weathers seconded, that we accept the budget with the specified modification in IVCDB-P income. Motion Passed (11:0:0).** David Ellis suggested we should no longer offer a discounted rate for membership renewal online. **Richard moved, and Dennis seconded, that the discounted rate for online membership renewals should only be valid until December 31, 2004, and that we cease the practice of offering online discounted memberships. Motion Passed (10:1:0).** David Altman asked why we are paying \$274 in checking account charges and not drawing interest income on investments. Marietta Ellis will check on this.

#### 4.2 Action items:

- 4.2.1 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.
- 4.2.2 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.

#### 5.0 FUNDRAISING

5.1 Approval of Modification of Fundraising Proposals for Board Action. David Songstad discussed proposals from professional fund raising organizations. Two proposed to assess an annual fee of \$20,000 that was determined too costly in our present financial situation. The Non-Profit Assistance Group assists non-profit organizations and assesses fees for each service used. For \$300, they would search their extensive database with key words we provide and give us a list of potential funding sources. For an additional fee (\$400-500)

they will also write a letter of intent for us we could then send to these organizations. David indicated that this organization felt free student registration including online access to journals, as well as the content of our journals were unique and we are involved in outreach, which is what funding organizations are looking for. Richard Heller suggested we approve this route. It might generate seed money that could go toward hiring a professional fund raiser in the future. John Harbell indicated that the IIVS (Institute for In Vitro Sciences) would underwrite the initial projected cost of \$2,000 to work with this organization, with the understanding that IIVS would get the money back if this route was successful in generating funds. **David Songstad moved, and John seconded, that the Board approves working with the Non-Profit Assistance Group in the amount of \$2,000 to be underwritten by IIVS, with this sum repaid to IIVS from funds raised. Motion Passed (11:0:0).** David also suggested that those members working in companies ask their employer if they would match employee donations to the SIVB Fund for the Future. Monsanto has agreed to do this.

## 6.0 2007 MEETING

- 6.1 Indianapolis Proposal for Board Review. David Altman reminded the Board of the ad hoc Site Selection Committee he organized a few months ago with the charge of making recommendations as to where the 2007 meeting should be held. The chair of the committee resigned over problems he had with the business office, so another chair needs to be appointed. This committee was to present its recommendations at the June, 2005 Board meeting, but Dennis Laska requested time to present a proposal for Indianapolis to be the host city. He presented a comprehensive proposal, and also reported on initial pledges from educational departments/foundations for greater than \$12,000 and a from a biotech company to support a plenary speaker. Dennis indicated that the hotel that presented the best package (Westin) said they were already booking events for 2007 and we would have the first option for the specified dates, but the longer we wait, the greater the chance someone else will take those dates. Cynthia Goodman commended Dennis for the excellent job he had done. David Altman suggested we ask one of the large Indianapolis-based biotech companies to negotiate with the hotel because we might get a more competitively priced package. **Paul Price moved, and Pam Weathers seconded, that Dennis work with Marietta and continue negotiations to determine the overall cost of a meeting being held in Indianapolis in 2007, and if acceptable, discuss this at the December Board meeting. Motion Passed (11:0:0).**
- 6.2 Yearly Board-Appointed Chair (for site selection sub-committee). Dennis Laska presented a proposal to standardize the meeting site selection process. The proposed Site Selection Committee (SSC) will contain a Board member as the chair plus volunteers from all sections, with the work beginning three years prior to the scheduled meeting. Paul Price indicated it would be good to formalize the process and wondered if we should add it to the bylaws. **Cynthia Goodman moved, and John Harbell seconded, that Dennis' proposal for**

**formalizing the meeting site selection process be submitted to the Constitution and Bylaws Committee for review. Motion Passed (11:0:0).**

6.3 Lifetime Achievement Award. Sandra Schneider was to discuss a potential nominee for this award, but could not be discussed due to her absence. Discussion surrounded nomination criteria for all awards and accessibility of those criteria for those wishing to nominate colleagues.

6.4 Action items:

- 6.4.1 David Altman will appoint a new chair to the ad hoc Site Selection Committee. Dennis Laska will be the contact person. He will update the committee on the Board discussion on Indianapolis as a potential venue for the 2007 meeting, and give them their new charge to determine other viable alternative sites prior to the December 15 Board meeting.
- 6.4.2 David Ellis will contact Amy Wang to let her know Sandra Schneider is forwarding a Lifetime Achievement Award nomination packet to her for Award Committee consideration.
- 6.4.3 Marietta Ellis will post the list of potential awards plus nomination criteria on the SIVB website by the December 15 Board meeting.

## 7.0 SIVB BYLAWS CHANGES

7.1 Approval or Modification of Bylaws Changes for Board Action. The Constitution and Bylaws Committee made recommendations to the Board to modify/change the wording of certain bylaws. The following changes were made by the Board.

### **3. Governance of the Society**

#### **A. Officers**

“The Officers of the SOCIETY shall be a President, a President-Elect, a Vice President, a Secretary, and a Treasurer.” be changed to “The Officers of the SOCIETY shall be a President, a Past-President, a President-Elect, a Vice President, a Secretary, and a Treasurer.”

#### **B. Board of Directors**

**5.** (last sentence) “If the Office of the President becomes vacant between elections, the President-Elect shall fill the vacancy.” be moved to **4. Nominations and Elections, section G.**

### **4. Nominations and Elections**

**D.** “The Secretary shall check off on the Membership list of the Society the names of all members voting, deliver all valid sealed ballots to the tellers. The tellers should count the ballots and report to the Secretary who shall notify the nominees and the Board of Directors of the results and shall announce the results in the Society’s” be changed to “The Secretary shall verify the eligibility of all members voting, and deliver all valid sealed ballots to the tellers. The tellers should count the ballots and report to the Secretary who shall notify the nominees and the Board of Directors of the results and shall announce the results in the SOCIETY’S newsletter.”

**F.** (second F. listed) be changed to **H.**

### **6. Meetings**

## B. Scientific Meeting

3. “Concomitant with the designation of the city in which an Annual Meeting will be held, the President, with the advice and consent of the Board of Directors, may appoint a Chair of a Local Committee.” be changed to “Concomitant with the designation of the city in which a Scientific Meeting will be held, the President, with the advice and consent of the Board of Directors, may appoint a Chair of a Local Committee.”

**Paul Price moved, Richard Heller seconded, that we accept the changes made by the Constitution and Bylaws Committee to our bylaws with the above modifications made by the Board. Motion Passed. (11:0:0).**

## 8.0 RAPID ABSTRACT ACCEPTANCE

8.1 Abstract acceptance timeline. Pam Weathers shared students’ concerns about the protracted length of time between the abstract submission deadline and receiving notification of acceptance. In many cases, these students need an acceptance letter before they start to solicit travel funds. Rapid notification might not have been feasible in the past when we received hundreds of abstracts, but it could be streamlined now. David Ellis indicated the Program Committee must deal with this and contact those in each section who look at the abstracts to speed the process up. Cyntiha Goodman suggested that abstracts should be accepted/rejected within two weeks after the submission. This should be added to the Meeting Guidance book and Guy Smagghe suggested the specific section in the bylaws also be changed.

### 6. Meetings

#### B. Scientific Meeting

6. (last sentence) “The Chair of the Program Committee shall notify, without delay, all authors of the disposition of their abstracts on the Program.” be changed to “The Chair of the Program Committee shall notify, within two weeks after the abstract submission deadline, all authors of the disposition of their abstracts.”

**Pam Weathers moved, and Cynthia Goodman seconded, that we accept this additional modification to our bylaws. Motion Passed. (11:0:0).**

8.2 Student concerns. Pam Weathers indicated that many students, plus others, may prefer to share a hotel room during the meeting. She suggested a check-off box be placed on the registration form for those interested in sharing a room. Pam discussed students’ desire to have an expanded job bank on the SIVB website. Mike Horn indicated there are already good, established “job banks” so Richard Heller suggested we add links to them in our “Employment” site. Pam suggested we give student registrants questionnaire to fill out to see what their primary concerns are. The discussion was tabled until after we have the questionnaire results.

8.3 Action items:

- 8.3.1 Marietta Ellis will add to the “Meeting Guidance Book” a two-week acceptance/rejection time line for submitted abstracts.
- 8.3.2 Pam Weathers will let Gordana Vunjak-Novkovic know about the two-week notification time line for accepted/rejected manuscripts. Gordana will share this information with those who critique the abstracts by January, 2005.
- 8.3.3 Pam Weathers will work with Marietta Ellis to ensure a check-off box be added to registration forms to request room sharing, and will develop a student questionnaire for distribution at the 2005 meeting.

## 9.0 SIVB STUDENT GROUP

- 9.1 Pam Weathers discussed the students’ desire to have a more formalized group within the SIVB. If they want a student section, this would involve discussions with the Constitution and Bylaws Committee. Pam Paul Price will discuss this with the students at the student social. John Harbell indicated that the Board should also schedule a time when we can meet with the students.

## 10.0 OTHER BUSINESS ITEMS

- 10.1 IVCDB-P journal. Mike Horn indicated three publishers have contacted him expressing interest to move the IVCDB-P journal from CABI. Our contract with CABI ends at the end of 2005. We are still waiting for CABI to decide on a vendor for an online submission system. Marietta Ellis indicated that they still don’t have a senior editor for that journal either. David Altman will contact CABI to discuss these items. Marietta indicated our listing in the PubMed journal database is not finalized. And, Greg Phillips also wanted online article tracking also.
- 10.2 Contributions to the SIVB. David Songstad said we need to increase items contributed to the Silent Auction. David Ellis suggested that David Altman send a mass email to all members requesting such.
- 10.3 Reduced membership. Nancy Reichert compared voting statistics taken in December, 2003 and September, 2004. She noted that the number of voting members was reduced by 36, now at 817. Looking at how the voting members classified themselves (cross-listed members were added to each section they chose), the Invertebrate Section gained one member, Plant Biotechnology gained 28 members, Cellular Toxicology remained the same, and Vertebrate lost 65 members. John Harbell indicated he wanted the list of the Vertebrate Section members who did not renew their memberships for 2004 so he could contact them. Nancy said sometimes we pay too much attention to attracting new members and forget about those who have remained members for multiple years/decades. Those members should be acknowledged for their continued support. Marietta Ellis will work with Nancy on obtaining membership longevity data, then Nancy will pursue this with the Membership Committee.
- 10.4 Future Board meetings. After the December 15 conference call, our next Board meeting will also be held via a conference call. It will be held on Wednesday, February 9, 2005, 1:00-5:00 pm (EST). The Board indicated that

receipt of Board packets two weeks prior to the meeting was OK (versus four weeks). With that in mind, David Altman said that agenda items and submissions need to be sent to Marietta Ellis by January 15, 2005. Plus, all committees need to submit their annual report by December 1, 2004 and these will be discussed during the December 15 meeting.

10.5 Ratification of Emeritus status. **Dr. Marion C. Harnois was confirmed as an Emeritus member by a vote of 10:0:0.**

10.6 Action items:

10.6.1 David Altman will contact CABI about the IVCDB-P journal to urge it be listed in the PubMed database, replace the vacant senior editor position as quickly as possible, and to finalize the online submission process.

10.6.2 David Altman will work with Marietta on a mass email the SIVB members requesting contributions for the silent auction, assistance in general fund raising, and donation of funds from themselves to the SIVB.

10.6.3 Nancy Reichert will work with Marietta Ellis to get a membership data list that includes length of membership in the SIVB. Nancy will work with the Membership Committee to decide on type(s) of recognition to be given to long-standing members.

10.6.4 Cynthia Goodman will speak with a colleague in regard to his request for emeritus membership status.

10.6.5 Marietta Ellis will send a list of Vertebrate Section members who did not renew their membership in 2004, plus a list of SIVB members in the Baltimore area to John Harbell.

The next meeting will be held by conference call on Wednesday, December 15 at 1:00 pm (EST). David Ellis moves and Richard Heller seconded that the Board meeting be adjourned. Motion Passed 11:0:0. Meeting adjourned at 1:47 pm.

## 11.0 ACTION ITEMS

1. Gordana Vunjak-Novkovic will make sure all conveners know the maximum reimbursement amount is \$1000/speaker. This will be completed by the end of 2004.
2. 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.
3. 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.
4. David Altman will appoint a new chair to the ad hoc Site Selection Committee. Dennis Laska will be the contact person. He will update the committee on the Board discussion on Indianapolis as a potential venue for the 2007 meeting, and give them their new charge to determine other viable alternative sites prior to the December 15 Board meeting.

5. David Ellis will contact Amy Wang to let her know Sandra Schneider is forwarding a Lifetime Achievement Award nomination packet to her for Award Committee consideration.
6. Marietta Ellis will post the list of potential awards plus nomination criteria on the SIVB website by the December 15 Board meeting.
7. Marietta Ellis will add to the "Meeting Guidance Book" a two-week acceptance/rejection time line for submitted abstracts.
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13. Cynthia Goodman will speak with a colleague in regard to his request for emeritus membership status.
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