

SIVB BOARD OF DIRECTORS MEETING  
BALTIMORE MD  
FEBRUARY 6-7, 2004

1.0 INTRODUCTION: The meeting was called to order by President Sandra L. Schneider. Board members present were: David Altman, Cynthia Goodman, Richard Heller, Mary Ann Lila, Wayne Parrott, Paul Price, Barbara Reed, Sandra Schneider, William Smith, and David Songstad. Alda Vidrich and David Ellis joined by telephone. Managing Director Marietta Wheaton Ellis, Publications Manager Michele Schultz and consultant Michelle Stevenson were also present. World Congress program local arrangement chair Colette Rudd and co-chair Gertrude Buehring attended the Saturday 2004 Congress section.

- 1.1 Adoption of Agenda. Richard Heller moved and Paul Price seconded adoption of the agenda. Motion Passed.
- 1.2 Approval of minutes of prior meeting. William Smith moved and Paul Price seconded that the minutes be approved as read. Motion Passed.

2.0 ADMINISTRATIVE AND FINANCE UPDATE

- 2.1 Finance and Administrative update. Richard Heller discussed the current state of finances.
- 2.2 4<sup>th</sup> Quarter Financial Statements. Richard Heller noted that the 2003 meeting lost \$50,000 and the projected total deficit would be about \$135,000. He noted that publications were a positive cash flow this year while administration was a big expense.
- 2.3 2004 Budget
  - 2.3.1 Drastic measures are again needed to keep from running a large deficit. Fundraising will be modified for 2004. Each section will raise funds for their sections, but each will go into a restricted account and will be charged a 10% administrative fee. A separate committee will work to raise money for general meeting expenses. This fund will give 10% of funds raised back to the section accounts.
  - 2.3.2 As a part of the general-meeting fundraising, a letter has gone out to University Technology Transfer Departments asking them for a contribution to be represented with a table display at the 2004 meeting. In addition 100 companies will be targeted for a donation to the meeting with some type of recognition.
  - 2.3.3 We need to keep all expenses down this year by working directly with the section chairs. Speakers who are members will be asked to pay their own expenses for the meeting. Registration fees don't cover the cost of the meeting overhead so we need more cost cutting ideas. Suggestions mentioned at the last meeting and reiterated in the discussion included cutting out the \$40,000 for consulting and decorations, and graphic design, doing a financial review instead of an

audit some years, modification of business practices, more conference-call board meetings, different web hosting, eliminate paper ballots, decrease consultants, and reduce 800 number costs. Additional discussion included changing to an electronic-copy-only membership and charging extra for any paper copies; raising prices for ads and reprints; adding page charges for IV Plant; finding better ways to get members to renew.

- 2.3.4 Richard Heller proposed that we need to go to a management company in order to further reduce expenses. A comparison of three companies was presented to the board, and an in-depth presentation of New Beginnings Management was given by Marietta Wheaton Ellis.
- 2.3.5 Richard Heller mentioned that the issues need to be well outlined 1) Are we going to a management company; 2) What company and 3) What type of contract should we have. William Smith moved and Mary Ann Lila seconded that the board table the item to 8 AM Saturday morning and the finance committee would present a statement and a motion at that time. Motion passed.

The meeting was adjourned at 8 PM Feb. 6 and resumed at 8 AM Feb. 7.

- 2.3.6 Marietta Wheaton Ellis and Michele Schultz excused themselves so the board could hold further discussions without putting them into a conflict of interest.
  - 2.3.7 **Richard Heller moved and Paul Price seconded to close the Society business office and move to a management company as of June 30, 2004. Motion Passed**
  - 2.3.8 **Richard Heller moved and Paul Price seconded to select New Beginnings Management Co. with a 1 year renewable contract and a 6 month mutual notification for cancellation beginning July 1, 2004. Motion Passed**
  - 2.3.9 **Richard Heller moved and Todd Jones seconded for the Finance Committee to work with NBM to cut costs and develop a new contract to be signed by March 31, 2004 contingent on board approval. Motion Passed**
  - 2.3.10 **Richard Heller moved and Paul Price seconded to accept the proposed 2004 budget with a management company provisionally taking into account negotiations with NBM. Motion Passed**
- 2.4 Discussion and Action Items:
- 2.4.1 The Board will hold its February 2005 meeting by conference call.

- 2.4.2 The Finance committee will obtain comparison information for 2 other society management companies.
- 2.4.3 The Finance committee will complete negotiations and develop a contract for one year with New Beginnings Management Company. The contract will be submitted for Board approval and signed by March 31, 2004.
- 2.4.4 Marietta Wheaton Ellis will report on the specific charges for telephone services including the cost of the 800 number.

### 3.0 PUBLICATIONS

- 3.1 Publications Committee report: Alda Vidrich reported that all interactions with CABI are in US dollars. It was noted that we should investigate how CABI is tracking currency fluctuations so that it follows standard business guidelines.
- 3.2 Publications Update: Michele Schultz reported that In Vitro Cellular and Developmental Biology- Animal is not getting enough submissions to get the issues out on time. In Vitro Cellular and Developmental Biology- Plant does not have on-line tracking yet. Editor Greg Phillips will determine which one to use. Pay per view is available from either Allen Press or Ingenta. The web site now has future meetings listed. Wayne Parrott suggested having the Society name and web page listed on all PDF reprints issued by the Allen Press or Ingenta for better name recognition.
- 3.3 Publications Marketing/Advertising: Ad exchanges are on going.
- 3.4 Trends in the Scientific Publishing Industry: Michele Schultz reported on trends toward electronic journals at libraries and the push for open access publishing.
- 3.5 In Vitro Report: The report will be on-line only for all issues this year. Editor Kim Rayford noted problems in receiving timely articles from members. Board members discussed the costs of layout and web publishing for the report.
- 3.6 Discussion/Action Items:
  - 3.6.1 The Publications Committee will determine any pricing changes that may be needed for the journals.
  - 3.6.2 The Publication Committee will determine what types of publishing charges are being instituted for Plant Cell Tissue and Organ Culture and Plant Cell Reports to see if we need to add some type of fee.
  - 3.6.3 The Publications Committee will look into getting the SIVB name and web site listed on the first page of all electronic reprint PDFs.

### 4.0 MEETINGS

- 4.1 Business Office 2004 World Congress update. Marietta Wheaton Ellis reported that the registration and abstract numbers for 2004 are similar to the 2000 World Congress. It is important to get more member and workshop registrations. Paul Price mentioned that we need to get notices in newsletters

and at companies and universities in the Bay Area. The room block has 1255 nights to fill for this Congress. It was noted that some of the Lifetime Achievement Awards winners wished to invite persons to their talks and lunch who would not normally register for the meeting. It was agreed that they would be charged a set amount for the lunch and talk. Mailing list exchanges were made with several societies.

- 4.2 2004 World Congress Update: Wayne Parrott noted that the program is on track for the 2004 Congress.
- 4.3 Development/Fundraising Report: David Songstad reported on fundraising efforts. He is looking into a Rockefeller Foundation Grant to develop a web-based poster session for students. The winners are then given travel grants to attend the meeting and present their posters in person. He is also looking into a vendor showcase. A letter was sent to 100 companies asking them to sponsor SIVB programs. Letters are also being sent to Universities asking their technology transfer offices to sponsor the meeting. The University of Illinois has already agreed to participate.
- 4.4 Business Office 2005 Meeting Location Update: Michelle Stevenson reported that the Baltimore Hyatt was available June 5-8, 2005 (Sun-Wed) with a 920 room block at \$159 per night. This could be negotiated because there was a gap in the Hyatt's calendar for those dates. The food requirements were reduced to \$20,000 and they will provide tables for table-top exhibits. There will be an off-site event rather than a banquet.
- 4.5 Business Office 2005 Congress Update: Marietta discussed some possible changes and room usage for the 2005 Congress. Board members discussed several possible off-site venues and possible plans for a push to get the many students in the area to attend. There are good possibilities for a grant to boost student attendance. William Smith suggested that we try to identify the Vertebrate and Toxicology Section members who are no longer active and ask for their assistance in rebuilding the sections. Paul Price suggested setting up exhibitor showcases for the Baltimore meeting.
- 4.6 Discussion/Action Items:
  - 4.6.1 Paul Price will discuss alternate-year meetings with section heads.
  - 4.6.2 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.
  - 4.6.3 Paul Price and David Altman will get plans for an exhibitor's showcase and venture capital presentations for the 2005 meeting.
  - 4.6.4 David Songstad will post meeting information on the Ag Bionet and Tissue Culture sites.

## 5.0 MEMBERSHIP

- 5.1 Membership Committee Report: Barbara Reed reported that the membership committee was working on revising the membership brochure. The e-mailed letter to the membership went out in January. A few members responded that

they had forwarded the poster on to colleagues, and hopefully many more did so but did not respond to the office.

- 5.2 Emeritus Members-Ratification: **Dr. Ivette Garcia-Castro was confirmed as an Emeritus member. William Smith moved and Dave Songstad seconded. Motion Passed**
- 5.3 Membership Statistics: Membership statistics are similar to those at this time in 2003. Student memberships increased from 18 to 60 due to the free membership offer.
- 5.4 Business Office Update: Several membership renewal notices were mailed to keep renewal on the minds of members. Institutional subscriptions are similar to 2003. Broadcast emails are being used for several notices. A PDF file membership directory will be sent to all current members in March.
- 5.5 Discussion/Action Items:

## 6. COMMITTEE ACTIVITIES AND REPORTS

- 6.1. Long-range planning: The committee held a conference call and developed internal and external analysis documents based on documents provided by David Altman. The committee will meet following the board meeting to divide up duties for performing the analyses.
- 6.2. Public Policy: Paul Price reported on ActionBioscience.org, a teaching web site for K- graduate school. It is associated with AIBS and we will link it to our education and public policy pages.
- 6.3. Awards Committee: The lifetime achievement award plans are being developed. There will be luncheons for each of the awardees as well as symposia covering their career focus.
- 6.4. Nominating Committee: Mary Ann Lila reported that the electronic call for nominations got a good response. We will need the Constitution and Bylaws committee to determine a mechanism for filling vacant positions.
- 6.5. Elections: Election results were announced. 55% of ballots were done on line and 45% were paper ballots. In November reminders were sent to members to update their email addresses.
- 6.6. Discussion: The Vertebrate and Plant Sections have requested that the minutes of the board meetings be sent to section heads. A discussion ensued and it was decided that the secretary would send out the draft minutes to the board for corrections within one month of the meeting. Corrections would be returned within 2 weeks, and the revised Draft Minutes would be distributed to section heads with the notation "Draft Minutes – Not Officially Approved".
- 6.7. Action Items:
  - 6.7.1. Marietta Wheaton Ellis will send the Section Constitution and Bylaws to the respective section heads.
  - 6.7.2. The Constitution and Bylaws committee will revise the documents to include : (1) filling vacant positions; (2) Change Article 11 so that bylaws changes could be made by a unanimous vote of the board or by a vote of the membership; (3) Add information on electronic voting and notification period before a vote

- 6.7.3. Marietta Wheaton Ellis will schedule a meeting at the Congress for section officers to meet with Paul Price concerning name changes for the sections.
- 6.7.4. Secretary Barbara Reed will distribute the draft minutes to Board Members within one month and Board Members will contribute any additions or corrections within two weeks.

The May 21-22, 2004 meeting will be held at the Hyatt Regency in San Francisco  
Cynthia Goodman moved and William Smith seconded that the meeting be adjourned. Motion Passed. Meeting adjourned 4:20 PM

## 7.0 ACTION ITEMS

1. The Publications committee will determine any pricing changes that may be needed for the journals.
2. The Publication committee will determine what types of publishing charges are being instituted for Plant Cell Tissue and Organ Culture and Plant Cell Reports to see if we need to add some type of fee.
3. The Publications committee will look into getting the SIVB name and web site listed on the first page of all electronic reprint PDFs.
4. The Board will hold its February 2005 meeting by conference call.
5. The Finance committee will obtain comparison information for 2 other society management companies.
6. The Finance committee will complete negotiations and develop a contract for one year with New Beginnings Management Company.
7. Marietta Wheaton Ellis will report on the specific charges for telephone services including the cost of the 800 number.
8. Paul Price will discuss alternate-year meetings with section heads.
9. 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.
10. Paul Price and David Altman will get plans for an exhibitor's showcase and venture capital presentations for the 2005 meeting.
11. David Songstad will post meeting information on the Ag Bionet and Tissue Culture sites.
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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

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15. Secretary Barbara Reed will distribute the draft minutes to Board Members within one month and Board Members will contribute any additions or corrections within two weeks.