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## 71st Board of Directors Meeting

Tuesday, June 21, 2005

5:00 –7:00 PM

University of Guelph, University Centre, Room 441  
Guelph, ON

### AGENDA

1. Call to Order
  - 1.1 Roll Call
2. Approval of Agenda
3. Approval of Minutes of 70<sup>th</sup> Board of Directors Meetings - Attached
4. Business Arising
5. Report of the President – Sandy Clanachan
  - 5.1 Search for Executive Director
  - 5.2 Appointment of Ric Devon as Treasurer & Signing Officer
    - 5.2.1 Motion to approve Ric Devon as CFBS Treasurer
  - 5.3 Service Contracts (CPS, CSBMCB & CCUBC)
  - 5.4 Nomination of President Elect
  - 5.5 Northern Lights Summer & Winter Conferences
  - 5.6 Potential solutions to the financial situation of CFBS
  - 5.7 Advocacy activities for next year
  - 5.8 How to structure the AGM such that there is sufficient representation from the individual societies
6. Report of the Honorary Secretary – Ken Fisher -Attached
  - 6.1 Needed changes to the by law to clarify society withdrawal procedures
7. Report of the Honorary Treasurer– Kevin Cockell
  - 7.1 Budget - Attached
  - 7.2 Approval of the Budget
  - 7.3 Auditors Report
    - 7.3.1 Appointment of Tammy Bastarache as the Federation Auditor
  - 7.4 House Keeping
    - 7.4.1 Reappoint Signing Officers of the Corporation
    - 7.4.2 Approve the Expenditure of the Current Meeting

8. Report of the Program Chair-Arend Bonen
  - 8.1 Guelph Meeting 2005
  - 8.2 Program 2005
    - 8.2.1 CIHR & other organizations involvement in the Meeting
    - 8.2.2 Awards – Gordin Kaplan, CFBS Presidents’ Plenary Lecture, Excellence & Political (not awarded this year)
9. Report of the 2006 Program Chairs
  - 9.1 Location & themes of 2006 Northern Lights Summer Conference – Bernhard Juurlink
  - 9.2 Location & themes of 2006 Northern Lights Fall Conference – Michael Ratcliffe
10. Report of the Executive Director – Bruce Sells – (Attached)
  - 10.1. Science Policy
  - 10.2. Partnership Development
  - 10.3. Annual Scientific Meetings
  - 10.4. CFBS Financial Situation
11. Report of the Local Organizing Committee – Janis Randall Simpson – Chair
  - 11.1 2005 Meeting
12. Other Business
13. Adjournment

## Minutes

### **Attendance:**

Sandy Clanachan, (PSC & CFBS President), Ken Fisher, (CFBS Secretary), Ric Devon (CAANCB), Janis Randall (LOC Chair), Arend Bonen (CSEP), Carol Greenwood (CSNS), Lena King (STC), Frances Sharom (CSBMCB), Mike Ratcliffe (CSI & CFBS Incoming President), Doug Jones (CPS), Kevin Cockell, (CFBS Treasurer), Bruce Sells, CFBS E.D. Wafaa Antonious, CFBS Manager.

### **1. Call to Order**

Sandy Clanachan, CFBS President, called the meeting to order.

#### **1.1 Roll Call**

Everyone introduced himself / herself. Sandy sent a special welcome to the representatives of the societies. Ken declared we had a quorum.

### **2. Approval of Agenda**

Motion to approve the agenda – Doug Jones, Seconded – Ric Devon, Vote – approved.

### **3. Approval of Minutes of 70<sup>th</sup> Board of Directors Meetings – Attached**

Motion to approve the 70<sup>th</sup> Board of Director Meeting minutes – Ric Devon, Seconded – Arend Bonen, Vote –approved.

### **4. Business Arising**

Sandy reported that at our last meeting the Genetics Society of Canada reported that they were in a transition state to make a decision to either withdraw or stay in CFBS. He explained that GSC had taken a vote in June 2004 to withdraw at their AGM. Then had a referendum to withdraw in March 2005. Thus GSC is officially withdrawn as of July 2005.

## **5. Report of the President – Sandy Clanachan**

### **5.1 Search for Executive Director**

Sandy stated that Bruce was planning to retire. Bruce has occupied the ED position for some years and CFBS was indebted to his efforts. He commented that no recommendations were received from the Executives of the societies regarding the E.D. position for CFBS. Sandy had approached several persons from the list of names that were mentioned in the last November board meeting. Unfortunately all of them have declined the offer. Several other names were suggested but there were not many. Mike suggested approaching people from the Montreal and Kingston areas for the E.D. position.

Ric asked if it would help to convert it into a full time position. Sandy said that because of budget restraint, it was currently a part time position, and if we converted it to a full time job, it would mean a full time salary. Arend recommended approaching Deans of Medicine, science and VPs of Research. There might be someone near retirement who might be interested in pursuing the CFBS E.D. position.

Mike suggested we go back to individual societies, make contact in Montreal & Kingston area and see what we can get.

Frances suggested emailing all members to spread the word that the search is within Ottawa, Kingston, and Montreal.

### **5.2 Appointment of Ric Devon as Treasurer & Signing Officer**

Sandy said he was happy to report that Ric accepted to be the Treasurer.

#### **5.2.1 Motion to approve Ric Devon as CFBS Treasurer**

Motion to appoint Ric Devon as CFBS Treasurer – Frances Sharom, Seconded – Carol Greenwood, Approved.

### **5.3 Service Contract (CPS, CSBMCB & CCUBC)**

Sandy stated that we had three main activities: advocacy, Northern Lights Conferences and service contracts. Sandy requested reports from the societies' representatives on these contracts. Doug Jones (CPS) stated that CFBS office processes the registration & membership forms. Doug stated that there was no problem with the processing of membership forms and fees. Providing this service had taken a load off the treasurer, allowed them to accept credit card online. 120 abstracts and registration forms were processed for their 2005 meeting. He noted that there were still few bugs to iron for the online registration and abstract submission form. He commented that CPS had a good turn out in their last 3 meetings.

Frances Sharom (CSBMCB) that CFBS was providing services to update the web, membership processing and book keeping, which had been extremely helpful. She reported that the financial part had gone smoothly, but the web updating could be a bit slow, if Wafaa was busy with organizing another meeting. Sandy asked how many people were members. Se said maybe around 400 paid members and then maybe another 200 students and emeritus. She stated that the Banff centre charges \$50 per person for processing the registration and the CSBMCB rolled that in the conference registration fees. The executive board does the financial books. Ken asked what was the time turn out to update the web, Frances said it could take weeks when Wafaa was busy with other meetings. Wafaa explained that she advised the CSBMCB Executive if there were a higher priority. In addition she would provide a time frame for the work to be done and ask them if that time frame was acceptable.

Bruce reported that when he first came in as an E.D. we sat with the CCUBC Executive and calculated everything to ensure that we were fairly charging them. He added that he had communicated with representatives from the 3 societies that CFBS provided services to, for feed back from over a month ago, but had received nothing.

Carol asked if the service contracts were something that CFBS made money out of it. Sandy replied that it was supposed to be a break even. Bruce stated that the aim behind the service contracts was to have partnership with the societies and get them closer. There is opportunity to benefit for both CFBS & the societies. Sandy stated that PSC Treasurer had been nominated as President elect, thus PSC might be interested in pursuing a service contract to process the membership forms and fees. Frances stated that CSBMCB could not afford to have a secured server by itself. Thus only through CFBS could it do so. Arend asked Frances if it was worth having a service contract. She replied that they could not have a treasurer if they did not have CFBS process and update their membership. Doug said most of the societies were not rich. Doug added that the CPS changed their annual meeting format. It is currently a revenue generating. In addition the CPS has done well in investing the excess revenue. He added that the membership fees did not cover the cost.

Bruce asked if the societies have increased their membership fees, Doug stated that they had. Bruce asked how the membership would feel if we increased it by \$10. Doug suggested that if we increase the fees, we should advise them that we did not increase them for ten years. Frances commented that most Canadian members were paying 3 times the amount for the American societies, but would complain about Canadian societies increasing their fees. Bruce then requested that each society mention how much the society is charging for membership fees separately from CFBS fees. Each represented society attending reported the \$ amount of the membership fees that their society charges. Sandy said that part of the difficulty for Canadian Scientists was not allowing membership fees as part of their grants. Mike asked if the membership fees was something that could be claimed as tax deduction. Kevin stated that he would think that since it was not something to maintain your career or profession, then it should not be claimed, but he was not an expert in that.

#### **5.4 Nomination of President Elect**

Sandy commented that nominations were open for a President Elect. Two names were suggested.

#### **5.5 Northern Lights Summer & Winter Conferences**

Sandy mentioned that a big part of CFBS role was organizing an annual meeting. We need to identify a location for 2007 and to plan ahead for future meetings if we want the societies' involvement. The reason we have to plan ahead, is to see which societies were interested in participating in planning the program for the meeting. The meeting can be on a campus, a hotel, or a convention centre. He commented that some societies were under the impression that if CFBS was organizing a meeting, they would not have a say in running the meeting. This is not the case. Sandy spoke about the good quality of the 2005 Guelph meeting program. Frances suggested planning ahead further than 1 or 2 years. CSBMCB has 2007 planned. Frances stated that the location for 2008 most probably would be Alberta. Sandy asked if CSBMCB would be interested in meeting with CFBS in 2008. Sandy stated that the registration fees were set by the organizing committee. Arend stated that he was involved in organizing a meeting every three years that has a registration flat rate of \$500. Mike stated that CSI had to discuss in their 2006 meeting with the CFBS in 2004. When discussed, it was decided that the theme for the 2006 should not compete with the CSI Annual meeting or have to cancel the CSI Annual meeting. Frances explained that the CSBMCB members like the format of a small meeting. Mike suggested having another meeting on top of their annual meeting. Frances stated that they tried to have two meetings once and found that they did not have enough volunteers to do so and were competing for funds.

#### **5.6 Potential solutions to the Financial Situation of CFBS**

Sandy said that he would leave this item after the budget presentation.

#### **5.7 Advocacy Activities for next year**

Sandy said that he would leave the advocacy activities for Bruce to report on later.

## **5.8 How to structure the AGM such that there is sufficient representation from the individual societies**

Kevin suggested that since the agenda of the AGM was the same as the board meeting, and the AGM was an information meeting, he recommended that the first board meeting becomes board & AGM meeting.

Moved that the first Board meeting of the year becomes the Annual general meeting – Ken Fisher, Seconded – Kevin Cockell, Approved.

## **6. Report of the Honorary Secretary – Ken Fisher**

### **6.1 Needed changes to the by law to clarify society withdrawal procedures**

Ken said that he would check with the lawyer to determine if the word ‘Governing Body’ needs further clarification.

## **7. Report of the Honorary Treasurer**

### **7.1 Budget - Attached**

Kevin stated that he would focus on key issues and items instead of details. He went through the columns’ titles and reported that the audited 2004 ended to be better than the projected June 2004 budget. He explained that was due to the fact that some 2004 meeting sponsorship funds were received and deposited in 2003. Also the difference between the auditors report and the 2004 audited was the depreciation factor. In June 2004 it was decided to reorganize the budget and divide it into three business lines which was then reported at the November Board meeting. He explained that the main items were stated in the accompanying notes. The levies, the total amount of the membership revenue are applied against the expenses of advocacy activities. He clarified that in the advocacy contract line, AIC had renegotiated their contract. Since they were having some financial issues, we had to decrease the total dollar amount of their contract. Bruce stated that they had gone through a reorganization, and did not know how much revenue they would have from individual members. Once they have this information we can renegotiate the advocacy contract. It was important to still have them on board, since they represent 6000 members, which makes our position stronger when approaching the politicians. Sandy added that there was no cost to us for their membership and having the \$500 revenue was a financial bonus. Bruce stated that they did not have a seat on the board, and this \$500 maintains continuity. Kevin explained that the interest in investment had dropped dramatically since we did not renew the GICs as we needed some cash to maintain the running of the office after the Vancouver meeting.

Kevin commented that Bruce was doing an incredible work for us next to nothing. He added that it was a situation we gained significantly from for some time. Bruce would like to have the opportunity to do other things and maybe retire. He explained Note #5. In the November 2004 budget presentation, the salary of the CFBS Manager was divided over the three business lines and the full salary of the Office Assistant was posted as part of the annual meeting expenses. In 2005 June Budget that we are presenting, we have divided the staff time of the office assistant against the three business activities. Frances asked if the staff time would be reviewed and readjusted in coming years. Kevin agreed and replied that depended on what other supports were needed in every year. He projected a modest deficit compared to the budget presented at the November board meeting where a modest profit was projected. The deficit in the advocacy budget would force us to increase membership fees and led into discussion regarding what rate of increase would support the advocacy activities. He estimated that 2006 would have more deficit in advocacy as a result of withdrawal of GSC. He clarified that none of the office expenses were included in the service contract business line. Kevin congratulated the 2005 local organizing committee on the great job they did in getting funding from the local area. Also, the LOC did a great job in attracting registration. But the problem is that some of the major contributor, who previously supported the conference have not come through this year. This meeting is projected to have a small deficit. CIHR previously has given us \$30,000 - \$40,000. CIHR institutes declined to support the meeting, as they prefer to put money towards their own workshops. . Bruce stated that the CIHR central was shocked that we did not get any support from the Institutes, and we might get some support from them for this meeting. We have to have them involved in the meeting to get some money from them. There is a possibility that we might get support from HC. The intention and good will is there, but the mean is not there and the cheque has not been signed yet. Kevin concluded that each of the separate business lines was costing us some money. The end result might end up a better picture if CIHR and HC come through, but we will only find out in the next coming months.

Sandy stated that the budget shows the meeting with a deficit of \$12,000 but also supporting the CFBS office by \$50,000 (staff and overhead). He explained that the meeting was a revenue generator since it supported the office expenses. Bruce stated that if there was no annual meeting, then we still have to pay for the office staff and overhead. Doug pointed out that projected revenue for 2006 grants was \$170,000 and might be an over estimation. Mike clarified that the two meetings would attract different CIHR Institutes, there was a good chance that CIHR immunology would support the 2006 Oct meeting.

Sandy pointed out that to wipe the deficit we have to increase the membership fees by \$20 He felt that we could not ask for this. Sandy asked what rate should the membership fees be increased by. Mike expressed his concern that some societies might walk if it was increased by \$10. Ric stated that we could increase it by \$5 with a notice that we would revisit it and might increase it again the following year. Mike mentioned that last year there was discussion about CFBS put in a membership leaflet. Carol said that the problem was the decline of membership numbers. Mike encouraged the societies to run their own meeting under the CFBS umbrella, then some revenue should go back to the society to support the society activities. Bruce stated that CFBS ran the last few meetings in convention centres, which is an expensive type of facility, and paid the speakers. Mike commented that you have to build up a culture of a quality meeting like the KeyStone meetings. Frances reported that the average revenue the CSBMCB meeting generated was \$10,000.

Sandy stated that the net bottom line of 2006 proposed budget was showing a small profit assuming that they cover loss of advocacy revenue. Mike commented that if we go to the Member Societies, then the Member Societies could justify the raise to their membership. The fact is the annual meeting is making a profit to support the office but not enough to support all the office activities. We can show that the meeting is not supported by the advocacy activities. The annual meeting is making a profit and that contributes to the advocacy activities. Sandy warned that if that was the message, sponsors do not want to support the office and a meeting that makes money to support the office.

It was mentioned that all the CFBS annual meetings in the last five years even the Vancouver one did make a profit, and contributed to the cost of the office. This same office is needed by the CFBS to run the advocacy activities. Kevin and Sandy expressed that we had to make a motion to the effect that the CFBS membership be increased by \$10.

Motion – the Annual CFBS Levy per member will be increased by \$10.00 – Kevin Cockell, Seconded – Arend Bonen.

Discussion – Mike preferred to split it over two years. Mike suggested \$5 for all membership in 2006 and another \$5 for regular members the following year. Arend warned against going twice to the membership to increase it. Lena talked about being uncomfortable to vote on something that was not discussed in the STC Board. Kevin stated that it should have been discussed in the STC Board since it was mentioned in the November board meeting. Doug suggested postponing the motion till Saturday to give all members present the chance to get feed back from their executive. Lena seconded to postpone it till Saturday. Kevin explained that it would not get us totally out of the hole but would cut down on the deficit. The two options are to increase either \$10 in one shot or \$5 two years in a row. Sandy commented that this board would be fiscally irresponsible if it did not increase their membership fees.

Amendment – motion to postpone the vote until the Saturday board meeting – Doug Jones, Seconded – Ric Devon,  
Vote – carried with one abstention and one negative vote.

Carol expressed concern, about E.D. expenses. The budget for E.D. is \$38,000. However, if we had a full time E.D for the cost would be \$100,000. Sandy stated that the E.D. Position would be only part time.

## **7.2 Approval of the budget**

Motion to approve the budget – Kevin Cokell, Seconded – Ric Devon, Approved.

### **7.3 Auditors Report**

Kevin stated that the auditors report was available for information.

#### **7.3.1 Appointment of Tammy Bastarache as the Federation Auditor**

Kevin explained that we changed the auditors this year based on instruction from the November Board meeting. Tammy Bastarache was hired to audit the 2004 financial books.

Motion to approve the appointment of Tammy Bastarache as the Federation auditor – Kevin Cockell, Seconded – Carol Greenwood, Approved.

### **7.4 House Keeping Motions**

#### **7.4.1 Reappoint the Signing Officers of the Corporation**

Kevin explained that for the convenience of having another signing officer in the same city as the Office, and as we did in the past, he will stay as a signing officer.

Motion to reappoint the signing officers:

- Bruce, Executive Director, authority up to 3,000
- Wafaa Antonious, Office Manager, authority up to \$2,000
- Kevin Cockell, Ken Fisher, Ric Devon, Mary Ellen Harper, Sandy Clanachan, and Mike Ratcliffe – no limit
- Seconded – Ric Devon
- Approved

#### **7.4.2 Approve the Expenditure of the Current Meeting**

Motion to approve the expenses of the current meeting – Kevin Cockell, Seconded Mike Ratcliffe, Approved.

### **8. Report of the Program Chair – Arend Bonen**

#### **8.1 Guelph Meeting 2005**

Arend reported that more than 250 abstracts were presented at the meeting, 380 – 390 paid registrants, 34 speakers.

#### **8.2 Program 2005**

##### **8.2.2 Awards**

He added that Ken Fisher would be presented with the Excellence Award and Bruce Holub with the Gordin Kaplan Award. The political award would not be awarded this year.

### **9. Report of the 2006 Program Chairs**

#### **9.1 Location and themes of 2006 Northern Lights Summer Conference – Bernhard Juurlink**

Ric circulated a summary of the 2006 June meeting, stating the theme, some symposia titles and identifying some sponsors.

#### **9.2 Location and themes of 2006 Northern Lights Fall Conference – Michael Ratcliffe**

Mike stated that a contract with the Ottawa Congress Centre was signed for the second week of October, Tuesday till Friday. He added that this summer the initial program would be ready, and he would start approaching sponsors.

### **10. Report of the Executive Director - Bruce Sells - Attached**

#### **10.1 Science Policy**

Bruce reported that most of the science policy activities were posted on the CFBS website. He added that one of the issues that CFBS had been promoting was better dialogue between the federal and provincial governments in terms of post secondary education. Bruce added that CFBS had been promoting 3 years rolling of grants with 10% carry over, and it had received positive feed back from Peter Adams and Art Carty. Bruce reported that representatives from different societies participated in visits this May. A summary of these meetings with decision makers would be posted

very shortly on the CFBS website. He added that a fair amount of input was received regarding leaders forum and recently there had been more discussions about it in Ottawa.

## **10.2 Partnership Development**

Bruce reported that he had been in talks with Biotech Human Resources and Biotech Canada, hopefully we may develop a contract with one of those and the other might be involved with us maybe not financially but in affiliation. We could partner with the Parliamentarian Librarians in developing sessions during our meetings to educate the MPs.

## **10.3 Annual Scientific Meetings**

Bruce felt that there was no need to say any more about the annual meeting. He encourage the board to identify the 2007 & 2008 themes and locations.

## **10.4 CFBS Financial Situation**

Bruce mentioned that since the CFBS financial situation had been discussed in details in that board meeting, there was nothing else to add.

## **11. Report of the Local Organizing Committee – Janis Randall Simpson - Chair**

### **11.1 2005 Meeting**

Janis expressed her thanks to the LOC members for their efforts and time, and receiving emails from her all the time.

## **12. Other Business**

Sandy wanted to record a special thanks to Janis, Arend and Ken for putting a successful meeting. Ric made put a motion of thanks to Kevin for his efforts the last few years as Treasurer. Unanimously approved.

Carol said that she would not be able to attend the Saturday Board meeting to vote regarding the increase of membership fees but would provide a proxy vote.

## **13. Adjournment**

Sandy made a motion to adjourn. Meeting adjourned.