

Entomological Society of America

Minutes of the Governing Board Meeting Denver, Colorado November 4th & 8th, 2017

Participants

Susan Weller, President
Michael Parrella, Vice President
Bob Peterson, Vice President-Elect
Michelle Smith, Treasurer
May Berenbaum, Past President
Gary Brewer, North Central Branch Representative
Timothy Schowalter, Southeastern Branch Representative
David Ragsdale, Southwestern Branch Representative
Livy Williams, International Branch Representative
Paula Shrewsbury, Eastern Branch Representative
Carol Anelli, Physiology, Biochemistry & Toxicology Section Representative
John Oswald, Systematics, Evolution & Biodiversity Section Representative
Christopher Geden, Medical, Urban & Veterinary Entomology Section Representative
Sujaya Rao, Plant-Insect Ecosystems Section Representative
Lina Bernaola, Student Representative

Staff

C. David Gammel, Executive Director
Rosina Romano, Director of Meetings
Debi Sutton, Director of Membership and Marketing
Neil Willoughby, Director of Finance
Lisa Junker, Director of Publications and Communications
Chris Stelzig, Director of Strategic Initiatives

New Members

Alvin Simmons, Vice President-Elect
Marianne Alleyne, Physiology, Biochemistry & Toxicology Section Representative
Jessica Ware, Systematics, Evolution & Biodiversity Section Representative

Not in Attendance

Nikki Olin, Executive Assistant
Douglas Walsh, Pacific Branch Representative

1. **Welcome and Agenda Review** – President Susan Weller convened the meeting at 11:03 a.m. and welcomed the board to Denver. The agenda was reviewed without changes.
2. **Discussion from Effective Governance Workshop** – Weller led a discussion of the governance workshop held immediately before the Governing Board meeting. The following motion was approved by the Governing Board:

Move to create a Special Committee of the Governing Board on Governance of no more than 7 people, with the President to appoint members of the committee including at least 4 board members to make recommendations on improving nimbleness, leadership development, and inclusion.

3. **Publications Update** – Director of Publications Lisa Junker and Oxford University Press (OUP) representatives Alison Denby and Fiona Williams presented an update on the Society’s publications. Junker discussed general operations of the publications portfolio and gave a preview of the presentation that will be made to the Publications Council later in the week about editorial and financial performance of the portfolio. A draft charge for the Publications Council to review editorial policy and financial performance was shared. Denby and Williams reviewed financial projections for the ESA portfolio with OUP and plans for raising revenue over time.
4. **Break** – The meeting paused for lunch from 12:21 p.m. to 1:01 p.m.
5. **Financial Update** – Treasurer Michelle Smith and Director of Finance Neil Willoughby presented the financial update. In 2017 to date, expenses have been well controlled and revenue for the Annual Meeting should come in higher than budgeted. The Society’s reserve investments have been performing well this year. The 2017 fiscal year should end year with a bottom line surplus due to those factors. Short general discussion ensued.
6. **2018 Proposed Budget** – Smith and Willoughby presented the proposed 2018 budget for the Society on behalf of the Finance Committee. In addition to the budget, the Finance Committee made the following recommended that Branch and Section allocations be reviewed in the near future and how they are aligned with overall strategy and operations of the Society. The Finance Committee will also be briefed on reserve investments by the Society’s financial advisors in the future on an annual basis.

General discussion was then held about building reserve earnings into future proposals. A motion was made to plan on 3% income from reserves as revenue starting in budget year 2019. The motion received a second and after general discussion the motion carried with one abstention. [Note: a new motion later in the meeting revised this action.]

7. **Discussion of Ethics and Code of Conduct** – Weller led a discussion of grass-roots member initiatives related to the #MeToo and #NeverOK movement. Gammel also reviewed a draft complaint procedure for Code of Ethics complaints and asked board members to provide any feedback they may have the proposed procedures. General discuss was held on these topics.
8. **Executive Session** – The Governing Board entered executive session at 2:07 p.m. to discuss the annual performance review of the Executive Director and to approve the compensation pool for staff in the 2018 budget. The session ended at 2:13 p.m.

9. **2018 Budget Approval** – A motion was made to approve the 2018 proposed budget as presented by the Finance Committee. After a second the motion carried.
10. **Adjourn** – The meeting adjourned for the day at 2:14 p.m.
11. **Reconvene** – The Governing Board meeting reconvened on Wednesday November 8, 2017 at 8:05 a.m.
12. **2017 Annual Meeting Report** – Annual Meeting Program Committee Co-chairs Rob Meagher, Wendy Johnson, and Julie Peterson presented an initial report on the Annual Meeting program. The meeting set a new registration record at 3,682. General discussion was held about the Program Enhancement Fund. Other discussion ensued with feedback that will be passed on to next year's Program Committee co-chairs. A final written report on the program will be provided to the board at its next meeting.
13. **Publications Council Update** – Governing Board member David Ragsdale provided an update from the Publications Council meeting, summarizing the discussion held about conducting a review of the Society's publishing policies, financial performance, and related operations. After general discussion, a motion was made to ask Vice President Parrella to form a Publications Task Force in 2018 charged with this review. After a second and brief discussion, the motion carried.
14. **Investment Income and Budget Planning** – Treasurer Michelle Smith proposed that a prior motion be revised so that the Finance Committee is charged with reviewing a proposal to budget for 3% income from reserves as part of the 2019 budget planning process and that the Finance Committee will make a recommendation on such policy to the Governing Board as part of the proposed budget. After a second and brief discussion, the motion carried and superseded the prior motion.
15. **Fellows Process Review** – Governing Board member Tim Schowalter gave a brief update on work of task force reviewing the Fellows selection process. The Task Force will make final recommendations to the Governing Board for consideration in the near future. General discussion ensued. Parrella indicated he will carry the Task Force forward into 2018 so they may complete their work.
16. **Science Policy Update** – Director of Strategic Initiatives Chris Stelzig and Lewis-Burke Associates representatives Erin Cadwalader and Ben Kallen provided an update on the Society's government relations and advocacy activities in 2017 as well as an update on the Federal landscape and likely future actions.
17. **Break** – The meeting held a break from 10:00 to 10:15 a.m.
18. **Disaster Response and Programming** – Weller and Gammel led a discussion of policy on response to natural disasters and helping to prepare members for natural disaster. After general discussion, Gammel indicated that staff will develop recommendations on policy for Society response to natural disasters as well as options for supporting members who

are leading or contributing to grass-roots response to emergencies.

19. **Charles V. Riley Book Proposal** – Governing Board member Carol Anelli presented a request for funds to support publication of a book about C.V. Riley to be published by the University of Alabama Press. After general discussion, a motion was made to approve \$5,000 to support publication of the book. After a second was received the motion carried.
20. **Approve Consent Agenda Reports with Motions** – A motion was made and seconded to approve all consent agenda reports that contained motions. The motion carried. The following motions were approved:
 - a. Awards Task Force motions:
 - i. MUVE to take over the management and administration of the ESA Recognition Award in Urban Entomology.
 - ii. P-IE to take over the management and administration of the ESA Recognition Award in Entomology (Sponsored by Syngenta).
 - iii. PBT to take over the management and administration of the Recognition Award in Inset Physiology, Biochemistry and Toxicology.
 - iv. SysEB to take over the management and administration of the ESA Thomas Say Award.
 - v. Move to eliminate the Distinguished Achievement Award in Horticultural Entomology. This award was offered to the P-IE section and they do not wish to take on the award.
 - b. The Common Names Committee moves that the common name listed above be approved by the Governing Board for addition to the ESA publication “Common Names of Insects and Related Organisms.”
 - c. Ratification of Cybermotion.
 - d. Approve the ESA Audit Committee to oversee a Cybersecurity Audit by ESA staff and present the findings to the ESA Governing Board when complete.
 - e. Approval of September Governing Board minutes.
 - f. Approval of pending Emeritus membership requests.
21. **Approve Consent Agenda Reports** – A motion was made and seconded to approve all consent agenda reports. The motion carried.
22. **Entomological Foundation** – Stelzig reported on Foundation activities behalf of Past President May Berenbaum. The Foundation is moving to focus on making small grants to K-12 educators. Stelzig reviewed a recent bylaw change which will have the ESA vice President to serve as President of the Foundation in order to balance the work-load of Society officers. A motion was made and seconded to appoint Andrine Shufran, Ronda Hamm, and Susan Weller to the Entomological Foundation Board of Directors for terms of three years. The motion carried.
23. **Recognition** – President Weller recognized and thanks three outgoing Governing Board members: Carol Anelli, John Oswald, and May Berenbaum.

24. **Adjourn** – The 2017 Governing Board meeting adjourned at 10:45 a.m.
25. **Convene 2018 Governing Board** – Vice President Bob Peterson convened the 2018 Governing Board at 11:08 a.m. on behalf of President Parrella who had to briefly step out of the meeting. The Governing Board thanked Past President Weller for her service in the past year and an amazing Annual Meeting.
26. **Welcome** – Peterson welcomed three incoming Governing Board members: SysEB representative Jessica Ware, PBT representative Marianne Alleyne, and Vice President Elect Alvin Simmons.
27. **Committee Liaison Roles** – Gammel reviewed committee liaison roles and asked board members to share their preference for assignment with him. Those assignments will be made before year-end.
28. **Executive Committee At Large Members** – The Governing Board elected Chris Geden and Tim Schowalter as the 2018 at large members of the Executive Committee.
29. **2018 Update** – President Michael Parrella rejoined the meeting and also thanked Past President Susan Weller for her excellent service and leadership over the past year. He then reviewed major initiatives for 2018 including the governance review and Grand Challenges summit in Vancouver. He discussed planning for the Vancouver Annual Meeting, which will be held jointly with the Entomological Society of Canada and the Entomological Society of British Columbia. A brief discussion of Program Enhancement Funds was held during this update.
30. **Adjourn** – Having no further business, the Governing Board meeting adjourned at 11:43 a.m.