



Arizona Hydrological Society

Arizona Hydrological Society (AHS)
Minutes of Corporate Board (CB) Meeting
August 6, 2005, 10:00 am
Woodlands Hotel, Flagstaff
Version: Draft v.1

Board Members Present:

Peter Kroopnick, President
Bill Petroustson, Vice President
Mike Geddis, Treasurer
Alan Dulaney, Secretary
Don Bills
Ted Lehman
Mike Block

Guests:

Nancy Riccio
Howard Grahn

1. Call to Order and Agenda Review
 - a. Peter Kroopnick called the meeting to order at 10:00 AM.
 - b. Agenda was revised as to order of items, addition of Web site updates by Nancy Riccio, and tabling of scholarship/intern discussion by Aregai Tecele, who could not attend.
 - c. Slight re-ordering of agenda items.

2. Chapter Reports
 - a. Ted Lehman presented Phoenix Chapter report.
 - Good attendance was seen at last meeting, 30+, where the Agua Fria Recharge Project was the subject.

- In November a joint meeting with AEG is planned; Steve Reynolds will make a presentation on geowalls.
- The 2006 Annual Symposium venue has been selected: Glendale Civic Center.
- Mike Block inquired about cost comparisons.
- Ted noted that rooms were cheaper, food costs slightly cheaper; also nearby Best Western room rates start at \$49.00.
- Deposit may be needed, about \$500.00 in seed money.
- Mike Geddis needs duplicate bank statements, also suggested budget for planning activities.
- General discussion of motels, potential attendance, exhibit space, layout, traffic flow, any need at all for event coordinator, possibility of alcoholic beverages at icebreaker event.
- General discussion of utility and drawbacks of event coordinators.
- Ted briefly discussed chapter budget. Mike Geddis wrote a \$1200.00 check for the intern stipend. Intern has worked out well.
- Phoenix Chapter is looking for a new dinner meeting venue, dissatisfied with service commitment at old venue.

b. Bill Petrouson presented Tucson Chapter report.

- Tucson Chapter held two monthly meetings since last report, scheduled NIWWTP field trip, and is now looking for a November speaker from the state.
- Intern was selected, will go to Metro Water, E.L. Montgomery, Nature Conservancy, and City of Tucson.
- Mike Geddis wrote check for \$1200.00 for intern stipend. AHS purchased safety boots for intern.
- Mike Block talked to BLM regarding the Cienega Basin groundwater

c. Don Bills presented the Flagstaff Chapter report, combined with update on Symposium activities.

- Chapter is consumed with Symposium activities, as expected.
- No intern this year, and thus no stipend is needed.
- Quarterly expenses were minimal.
- Handout (8.06.1) on Symposium activities, discussion.
- Layout at the Woodlands Hotel will be similar to the last time the event was held in Flagstaff.
- Available space for exhibitors (16) is full.
- Lunches will be held out-of-doors, weather permitting. Dinner will again be at the Museum of Northern Arizona; proof of insurance certificate is needed.
- Payment will be on-line through the Web site.
- General discussion of the conservation forum.

- General discussion of the schedule, especially the Annual Meeting and the MNA dinner. Annual Meeting is very important this year due to the Foundation presentation.
 - Annual Meeting could use an agenda.
 - AHS Foundation materials, article and packet, should go out in the registration materials.
 - Symposium overlaps the Science Fair; AHS should have booth at Wheeler Park. Volunteers are needed.
 - Banners appear to be lost.
 - Should the AHS brochure be updated? Discussions.
 - Menus will cost about half of the projected amounts.
 - Budget summary for the Symposium (handout 8.06.2).
 - Registrations are occurring on-line; the Web site is in use.
 - Chapter may need a cash transfer to cover some expenses.
 - Richard Brose will do follow-up on sponsors and exhibitors.
 - Possibility of “Water for People” bracelets in registration materials, depending on cost and budget.
3. Approval of last meetings’ minutes to occur via e-mail.
4. Report on the Web site progress and renewal by Nancy Riccio.
- Plan to store old documents, budgets, planning notes, etc. in separate folders, along with old checklists, Gantt charts, and other tools used in the past.
 - Password for Members Only section not yet distributed. Could go in newsletter or symposium announcement/registration materials, or be mailed. Legal requirements.
 - Newsletter will be electronic, supplemented by paper newsletter for those who want that format. Keep paper format for September issue.
 - Newsletter could be either pdf format or a link to the AHS Web site. Copyright issues for reprinted articles.
 - Could have an area on the Web site for newsletters in pdf format, accessible only by password, and then e-mail the password to members.
 - Discuss with Leilani B. the transition from paper to electronic newsletters; Nancy and Mike Block will handle this.
 - After Symposium, e-mail members on the Members Only features available at their Web site.
 - Web site has a public portion, the members’ section, and a Board section. More discussion in November, involve Paul Plato more if possible. We need a backup for Nancy.
 - Need one person from each chapter to share knowledge of the Web site, to update calendars, chapter news, etc.

- Peter Kroopnick suggested Web training.
- Secretary is to post pdf files in the Board section.
- Money spent for search engine, calendar, operations and maintenance, but \$700.00 remains. Could be used for training meeting expenses.

5. Treasurer's Report by Mike Geddis

- Mike Geddis explained the printouts of various chunks of AHS (handout 8.06.3) plus the chart (handout 8.06.4)
- General discussion of various budget sheets.
- Discussion of \$4.00 Web use fee in Symposium registrations.
- Many pointed out that it doesn't seem fair to get penalized for using the Internet.
- Motion by Mike Geddis: stop merchant transaction fees on all Internet transactions. Second: Mike Block.
- Discussion of motion.
- No complaints received on fee.
- Where does it come from if not surcharge?
- Corporate Board to absorb Internet fees?
- If burden is in Symposium fees, planning committees need to know.
- Howard Grahn noted that \$1200 in fees for Recharge Symposium was unexpected.
- Where is this expense to be covered?
- Don Bills noted that fees are not now in the budget, and thus must be separate; suggested adding fee as part of registration but not in membership dues, which cover newsletter.
- Mike Block suggested retaining fee for registration as built in.
- Motion restated by Mike Block: eliminate \$4.00 serve charge for on-line transactions of any sort. Second: Mike Geddis.
- Adopted unanimously.
- Mike Geddis will talk to Leilani for newsletter cost clarification.
- More discussion of various budgets.
- Mike Geddis would like the Treasurer to get duplicate bank statements for various accounts.
- Howard Grahn and Mike Geddis discussed the accuracy of treasurers' reports from chapters and committees. Bank statements could be seen as a quality control check on individual treasurer's reports.
- Don Bills suggested updating 1995 Treasury Operating Procedures by putting in a requirement for sending duplicate bank statements to Treasurer. Credit unions do this. No motion needed by Board.
- Mike Geddis suggested closing the landfill account and putting the money in an income-producing account for Ismar 2007; don't leave it out there doing nothing.
- Motion by Mike Geddis: to open Ismar 2007 savings account. Second:

Don Bills.

- Carried unanimously.
- Motion by Mike Geddis: that the Treasurer shall close the Landfill Symposium checking/savings accounts and loan money (approximately \$7325.00) to Ismar 2007 savings account. Second: Mike Block.
- Carried unanimously.

6. President's Report by Peter Kroopnick

- Central Arizona Project gave AHS \$1400.00 as a grant for CARSEF, SARSEF, the Bouwer and Halpenny funds, with the condition that AHS report back to CAP on what we did with the previous money.
- Meeting to plan Ismar 2007 event was held at ASCE.
- ASCE would help at a cost, but their Board may forego costs. They provided some names and contacts.
- Ismar 2007 draft schedule is circulating.

7. Discussion of the AHS Foundation

- Howard Grahn presented the history of the Foundation concept. Started in 1995, and was first broached to the membership in 1996 and 1997. General acceptance of the concept as a means for securing more donations that donors could then write off. AHS Bylaws had to be changed.
- Now Bylaws and Articles have been generated for the Foundation (handouts 8.06.5 and 8.06.6).
- Accountants are Kiegan, Lynscot, and Kinan.
- Howard made many revisions and improvements in documents.
- Arizona Corporation Commission rules require Certificate of Disclosure, Articles, various forms, then a 1023 form can be submitted to the IRS to secure tax status.
- After the ACC filing, AHS Foundation can accept donations, but not disburse any money until the 1023 is approved by IRS.
- General spirited discussions of the Foundation and draft documents.
- Need seed money from the AHS Board via motions.
- Does AHS Foundation need Board approval? No, but it is advantageous to donors for tax purposes, yielding more gifts, thus desirable.
- Discussion of the relationship between the Foundation and AHS with concerns expressed over control issues.
- Peter Kroopnick suggested strengthening links between the AHS and Foundations Boards. AHS needs mechanism to designate its member on the Board. Formal designation of AHS Board member could require a new position on the Board, and would require a Bylaws change.

- Consensus was that the Vice-President of the AHS Board could do the job. Membership must vote on Bylaws change.
- Howard Grahn suggested Foundation in order to get money concerns out of AHS.
 - Mike Geddis wants a letter from the Board Secretary support the Foundation as a public charity for IRS purposes, in which the Board agrees to intent and initial funding.
 - Don Bills noted that the Foundation could do whatever it wanted, which might be a hard sell to the membership.
 - It was generally noted that the Foundation would eventually raise money, and AHS can reduce the various fees; AHS could eventually give the Foundation less money later on as donations increased.
 - Bylaws need to be amended at the Annual Meeting.
 - Mike Geddis noted that AHS Board must confirm candidates for the Foundation Board, and thus exercises control with that mechanism.
 - Foundation Board should consist of AHS members.
 - To the Secretary, it seemed that the basic intent and concepts were acceptable to the Board, including the Articles and Bylaws for the Foundation, but there was lingering doubt and concern about the linkage between the two Boards and the degree to which AHS could control the Foundation.
 - Motion by Don Bills: to approve the establishment in concept of the Arizona Hydrological Society Foundation subject to modification of AHS Bylaws to expand the duties of the Vice-President to be a permanent member of the AHS Foundation Board. Second: Ted Lehman.
 - Carried unanimously.
 - Motion by Don Bills: to fund AHS Foundation for one year with seed money with amounts not to exceed \$17650.00 from the AHS Scholarship Fund pending approval of the AHS Bylaws to amend the duties of the Vice-President. Second: Ted Lehman.
 - Carried unanimously.
 - Motion by Ted Lehman: that AHS match donations to the AHS Foundation by Dr. Hermann Bower in amounts not to exceed \$10,000.00, and furthermore that Dr. Hermann Bower by recognized at the 2005 Annual Meeting with a special presentation. Second: Mike Block.
 - Carried unanimously.
 - Motion by Mike Geddis: that AHS Bylaws be amended to expand responsibilities and duties of the Vice-President to be a permanent member of the AHS Foundation Board. Second: Ted Lehman.
 - Carried unanimously.

8. Next Meeting: November 19 in Phoenix.
9. Adjournment at 2:45 PM.