

MINUTES OF THE PSG EXECUTIVE COUNCIL MEETING

18 February 2015, 42nd Annual Meeting, San Jose CA: 0900-1730 (Pacific Standard Time)
Amended and approved: 16 June 2015

Voting Member Present: Jo Smith (Chair), Pat Baird (Secretary), Christine Ogura (Treasurer), Stan Senner (Vice-Chair for Conservation), Doug Forsell (Past Chair), Kathy Kuletz (Chair Elect), Kuniko Otsuki (Asia/Oceania Representative), Ken Morgan (Canada Representative), Robb Kaler (Alaska Representative), Stefan Garthe (Europe/Africa Representative), Annette Henry (Southern California/Hawaii/Latin America Representative), Andrew Titmus (Student Representative)

Absent Voting Members: Iain Stenhouse (East Coast US Representative), Northern California Anna Weinstein (Northern California), Peter Hodum (Oregon/Washington Representative).

PSG Members present: Vivian Mendenhall (Bylaws Committee), Yuri Albores-Barajas (Southern California/Hawaii/Latin America Representative Elect), Jane Dolliver (Secretary Elect), Stephanie Avery-Gomm (Canada Representative Elect)

AGENDA

Stan moves Doug seconds to approve Agenda for Executive Council meeting in San Jose 2015. Passes unanimously

MINUTES

Approval of minutes from 30 January 2015 Conference Call.

Pat moves Andrew seconds to approve the 30 January 2015 minutes. No nays, one abstention.

SUMMARY OF 2014-2015 ACHIEVEMENTS

1. Five Teleconference calls (Pat and Jo)
2. Workplan (Pat and Jo)
3. Member surveys (Jo, Doug, Stephanie)
4. Budget: Operating expenses PSG = \$10,000 annually (not including publications or meetings). A balanced budget FY 15 passed, surplus of 4 dollars. New budget organization provides members with more information on where PSG funds are spent. Incoming ExCo should address membership in the IUCN. The endowment investment policy was finalized by Trustees (important for IRS but also helps further clarify how the investments are managed)
5. Bylaws review and revisions (Doug, Stan, Pat, Vivian), to comply with California nonprofit law
5. 42nd meeting 175 abstracts ~ 320 registered (Doug and Scott Shaffer)
6. Six conservation published (Stan): 2 on Marbled Murrelets (recovery strategy in Canada - SARA adopted the "disappointing option" of the percent threshold for managing the population), 1 on forage fish, 1 on Double-crested Cormorants on Columbia River, 1 with other groups on the Tongass National Forest, 1 on Kittlitz's Murrelets.
7. *Pacific Seabirds* V41, #1 & 2 (Holly Freifeld and 5 volunteers)
8. Elections Committee (Alan Burger, PB, KM, Mark Rauzon, Kim Nelson) voting procedures reviewed – tying in memberships due dates to voting date
9. PSG listserve and web (Annette) - 865 people are on this list server, website traffic 2X as high
10. Jennifer (Ma) Lang is the new membership coordinator: PSG has 64 student members, 409 current (paid) members, 80 life, representing 20 countries in 2014. Goal of 500 members could be included in our strategic plan. Numbers of members decreased in 2014 because of RegOnline glitch. We need to manage outreach after glitches better - make more professional
11. \$6 K to *Marine Ornithology* to provide honorarium for new business manager Gary Kaiser (from Endowment Fund – Jo, Chirstine)

12. Conflict of interest policy drafted (Jo, Stan)
13. Formed *ad hoc* committee code of conduct committee (Jo, Stan)

OTHER REPORTS

1. *Marine Ornithology* published 2 issues in 2014
2. Marbled Murrelet Technical Committee formed marine working group, June 2014
3. Seabird monitoring committee – formed 2015 goals (Heather Renner and Marc Romano)
4. Conservation fund – 5 inquiries 1 funded (Verena Gill, committee). NFWF grant report sent in.
5. Japanese Seabird Committee was at the IOC in Japan 2014 wrote a report about predator removal
6. Ornithological Council (Pat, Doug Jo) updated the ExCo on services provided. Melanie Steinkamp, chair of Corresponding Member Committee reports 16 corresponding members, no new in 2014
7. Scripps' Murrelet, subspecies Guadalupe technical committee – no meeting in 2014, Shaye Wolfe will give update at conservation committee meeting on Friday .
8. Kittlitz's murrelet technical committee will produce action items for 2015

TREASURER'S REPORT

Total income \$166,365, Total service expenses \$156,775, Surplus in FY2015 budget is \$4, Checking account \$120,000, Endowment funds \$204,000.

Question: publications costs for *Pacific Seabirds (PS)* and *Marine Ornithology (MO)*- to come out of endowment? Answer: Yes. To date use only endowment funds for publications for MO and for PS, but costs for these publications continue to rise and these publications need to determine how to generate income. Note that the endowment Trustees don't say how the money is spent- they just decide how much to give PSG.

WORKPLAN

1st Priorities addressed: Workplan, Bylaws, COI, Elections, Investment policy for endowment, List server move, *MO* business manager, New membership coordinator, *PS* Volume 41, Website revision and maintenance,

1st priorities not addressed: Annual meeting location 2015, *PS* future format

2nd priorities addressed: Code of conduct, Description of archivist position (Pat), *Marine Ornithology* , Survey monkey

2nd priorities not addressed: Handbook revisions (Doug)

ELECTIONS

The 2015-2016 ExCo new ExCo members re: Nina Karnovsky (Chair Elect), Jane Dolliver (Secretary Elect), Yuri Albores-Barajas (Southern California, Latin America, Hawaii Representative Elect), Stephanie Avery-Gomm (Canada Representative Elect), Samantha Richman (East Coast US Representative Elect)

[Kathy moves, Pat seconds to approve the new ExCo for 2015-2014. Passes unanimously.](#)

New ExCo need to review the PSG Handbook

BOARD TRAINING

John Glaza led the board training (Portland, 2013). Two points (1) "Establish direction of the group" (i.e., Strategic Plan, establish priorities) (2) "Ensure resources" (budget policies, procedures and decisions) (3) provide oversight

ExCo members are expected to attend all board meetings; calls alternate to favour Europe/Asia

ExCo must send volunteer hours to the Treasurer for IRS purposes

Regional representatives must stay in-tune with the members they represent

The decision-making ability of the ExCo needs to be evaluated (16 is large)

Action item: Jo will help with a Strategic Plan for PSG

Action item: Pat and Vivian to send to ExCo the articles on Board responsibilities published in PS

CONFLICT OF INTEREST POLICY

ExCo members need to recuse themselves from votes on issues with which they are involved – conflict of interest (COI) can be real, potential, or perceived. (e.g., if the ExCo and voted to send money to the WSU for travel funds, then a COI would be when you applied for those funds) COIs not limited to financial conflict of interest (e.g. inappropriate to accept gifts from persons having business relationships (contracts, collaborations etc.). New ExCo members will sign the COI form and disclose any conflicts they might have (secretary keeps on file). Small gifts (book, mug, t-shirt) ok. It would be good for those at agencies to get approval before signing Conservation Letters (or Vice Chair for Conservation and Past Chair sign). There are already lots of checks and balances on PSG travel awards. If USFWS donates to PSG travel, then draws on those funds, that is a COI, underwriting a meeting is not

Ken moves to adopt COI for PSG ExCo, Andrew seconds. Amend policy to define “small gifts.”
Passes unanimously.

ENDOWMENT FUND POLICY

Christine chairs the committee w/ Jim Kushman and Ken Briggs. Publishing symposia proceedings come out of endowment fund. The committee looked at risk, return on investment, withdrawal policy etc. Change in policy: expenditure shall not exceed trustees’ recommendation except by unanimous vote
Question: what is annual investment % income now? Answer: Christine will get that
Pat moves to to adopt PSG endowment policy 6 Feb 2015 as written with change (above), Robb seconds.
No nays. No abstains. Unanimous.

BYLAWS (use 4 Feb file)

Amend article 1 main objectives and compositions, section 2, objectives: add one sentence (verbatim from CA non-profit law)

Amend article 3 Executive Council, section 1 composition: ExOfficio positions eliminated

Amend article 3 Executive Council, section 2 duties: add sentence about ExCo fiduciary responsibilities

Amend article 3 Executive Council, section 4 Regional Reps, clause b, duties: change Pacific Seabirds to something more generic “Pacific Seabird Group publication.”

Amend article 3, section 9, terms of office: decouple terms of office from annual meetings (chairs = 1 year), (officers = 2 years). Changeover is 1 Feb if no annual meeting; or between 1 Dec and 15 Mar.

Question: what if someone resigns? Answer: we have a special election

Amend article 4, Elections and Appointments to the ExCo: now changed to Article 5. This moved from article 4. Part 2: minor change to dates of ballots –approx. 6 months before close of balloting instead of May 1. Date of elections (close of balloting) at least 15 days prior to close of office.

Article 2, balloting: members who have paid annual subscriptions or are life members before start of voting are eligible to vote.

Question: can you join and vote during the voting period? Answer: all members in good standing 1 week before ballots are sent out are able to vote.

Amend and move article 7, committees (became article 4): Part 1 (establishes a new category of committee, section 1, standing committee) – former ExOfficio coordinators (used to article 3, ExCo).

Permanent committees. Now that they are non-voting, not part important to state their existence and duties. Part 2 enumerates these committees and describes their duties (most of position are from former Article 3, Executive Council, Clause B duties, section 5-7). Communications committee now headed by coordinator, editor of Pacific Seabirds changed to subdivision of Communications Committee.

Part 3 renumbers existing committee descriptions to “working committees.” Former Article 8 Committees moves to Article 4, Section 2, Working Committees (most of this will remain the same – puts all committees together: ad-hoc committees and standing committees)

Amend the specific duties of the communications coordinator to include coordinating recommendations to the ExCo on publications expenditures

Article 4 now includes: communications committee, elections/nominating committee, members committee, conservation committee; working committees (Marbled Murrelet technical committee, Kittlitz’s Murrelet technical committee) not listed.

Article 5, Meetings: change numbering to Article 6 meetings (4 parts) 1: remove proxies (prohibited by CA law). Part 2: redefine how frequently meetings will be held (Article 6, Section 2, Clause A: purpose, frequency and notice) – changed to allow occasional meetings every other year (lack of local committee or sponsor for next year’s meeting, for instance)

Article 5, meetings, Part 2: PSG will hold an annual meeting approximately once a year not less than every 2 years. Part 4: allow ExCo meeting by teleconference, but not by electronic mail per CA law

Article 5, meetings, clause C: now all money comes into the general fund from RegOnline; local committee does not have any funds, treasurer manages funds.

Change clause C to “coordinator of local committee shall carry out duties as specified by the PSG handbook and/or the Executive Council”

Former Article 3: section 2, duties (moved some of this into form article 6, fiscal management, section 1, general) now: Article 7, fiscal management section 1, general, clause A: management: new clause A: ExCo obligation to oversee PSG’s financial health; exception to spending limit (local committee needs to spend funds greater than what was approved)

Article 7, fiscal management, section 2, endowment fund: creation of 1 or more endowment funds not restricted to publications. Endowment funds approved by majority vote of the ExCo. Trustees will have substantial investing experience in the US.

Article 7, fiscal management, Clause C, management: Trustees shall protect principal of endowment fund. Actual expenditure shall be decided by majority vote. Expenditure shall not exceed trustees’ recommendation except by 75% majority. Purpose of expenditures: endowment funds of respects requirements of donor. Publications fund can only be used for PSG-sponsored publications, including Marine Ornithology.

Article 9, publications: (other media are added) including Pacific Seabirds, PSG symposia, listserve, website, social media (twitter, Facebook), marine ornithology

Question: Does CA non-profit law say all changes needs to be presented to the members? Answer: Executive version will be sent to all members; website will include full new and old versions.

[Kathy moves for the ExCo to submit to the membership for a vote on the version 8 bylaws changes not withstanding minor and technical changes as needed, Stan seconds. 1 abstention. Motion passes by majority vote.](#)

[Action item: JD will write up a short explanation of what has been changed. Executive summary.](#)

WEBSITE

Annette worked with Verena - there is a technical problem- cannot have both the website and list server hosted on the same server. From now, this cost will be written into the PSG operating budget.

[Stan moves to approve \\$300 per year for Blue Host subscription, Pat seconds. Passes unanimously.](#)

[Action item - Jane will work with Annette to explore this new option of list servers.](#)

FUTURE MEETINGS: 2016, 2017

139 responses out of 800+ people on the listserve. We want meetings to be large – same amount of work to host small vs large meeting.

In 2015: 19% of respondents will attend WSC, 45% will not attend, 30% not sure.
In 2016: 40% would like a meeting somewhere, 15% want meeting in core, 7% want meeting in other location. 72% will attend in core area, 1% will not attend. 53% will attend if hosted in the Galapagos, 14% will not attend if hosted in the Galapagos. 10% said that it was fine to skip the meeting 2016.
Respondents mentioned limited funds available for international or any travel approvals (n=9), suggest joint meeting with Waterbird Society (n=7)
In 2017: 68% said either Vancouver/Seattle, 68% said Portland, 59% said Hawaii
2017 Local Committee options: Hawaii (n=1 Chair, 35 volunteers), San Diego (n=1 Chair, 30 volunteers)
Question: other options for 2017? Asilomar? Answer: Not Asilomar, 3 people as LoCo Chairs.
Question: mainland Ecuador for 2016? Answer: Maybe, potential committee wants to host May-Aug
Question: IOC in Vancouver, August 2018? Answer: PSG would need to be a sponsor, PSG members would submit abstracts through IOC, free rooms for meetings.
Question: If 2016 potentials say no, can we push them to host in 2017? Answer: yes.
Question: Can we host in Mexico in 2018 or 2019? Answer: maybe, hard-to-reach places are a hit to membership

Action item: Jo will confirm a Local Committee Chair for 2016

FUTURE OF PACIFIC SEABIRDS

Survey results:

61% get it on website, 33% get hard copy
7% read the whole thing, 79% read specific sections or skim, 15% don't read it at all
80% said it was important/somewhat important to put society news in one publication
43% want it 2X/yr, 24% want it 1X/yr, 15% want it 4X/yr, 3% want it 12X/yr
53% want to continue receiving as is, 65% read it on the website
32% want it via social media (blog, twitter, Facebook)
94% want it electronically, 89% want it downloadable, 51% want it printable, 39% want color graphics
84% want it free, 83% want it timely
71% prefer seabird conservation parts, 43% news about society, 42% research, 21% society history
79% read the regional reports, 66% research reports, 63% peer-reviews, 61% PSG news, 15% treasurer report, 11% translations; 88% request keeping conservation reports, section length is just about right.
78% did not like the idea of selling ad space
~50% would donate to receive Pacific Seabirds, ~50% would not
The cost of *Pacific Seabirds* now is about \$3K w/ layout, \$2K w/o layout
Question: do we need to send out *PS* in hard copy? Answer: 86% said the hard copy is not important

Options for the future of *Pacific Seabirds*:

1. Retain current content and print options, publish hard copy and online.
2. Online only and separate society business and news items from science. Publish PSG news and society business in e-newsletter only. Publish peer-reviewed articles, book reviews and translations in *PS*
3. Retain current content, publish in e-newsletter format, don't publish peer-reviewed articles

Question: Why do we need hard copies? Answer: for archival purposes

Question: Can we re-do the webpage to include regions and regional reports? A blog to search by topic?
Use Facebook for this purpose?

Note: 33% of libraries are ok with electronic-only copies, 33% prefer or need hard copy (Santa Barbara Museum of Natural History, Los Angeles public library, each pays \$30 per year).

Summary from the ExCo

Cease paper copies (unanimous), suggestions for dealing with content include: e-newsletter (of split content), e-newsletter (same content), move peer-reviewed articles to Marine ornithology, put all the information on the website, keep content the same and create downloadable pdf on web, need to look for communications coordinator, editors and writers for PSG, but ExCo makes a decision on PS content. [Doug moves to cease hard copy of PS, Kathy seconds](#)

Need to develop task force to work through the details of content/format/timing. There is still a PS Editor to arrange and edit the content. We can vote to keep or stop hard copies regardless of format or content. The layout and content decisions are the hardest. We could stop the development of PS completely in any format. Each section is a PDF with PS and volume number at top – these can be archived and accessed easily.

Question: If 50% want to keep receiving PS and 30% wanted hard copy, why drop the hard copy?

Answer: general shift to electronic communications, expenses incurred with paper

[Vote: unanimously passed.](#)

There needs to be good messaging to PSG members: a) strong support for electronic copy from survey b) extra expense for mailing c) saving paper and trees d) modernising PS c) people can still download and print PS.

Question: do we need a committee or task force discuss how PS moves forward electronically? Answer: committee to put forth an alternative format, look at creative ways to go forward.

[Action item: Andrew and Jane to chair committee, Yuri and Stan to serve on committee. Proposal to ExCo in next 6 months.](#)

[Action Item: Jo will get letter out to members re: no printing of PS, Vivian will send letter to libraries](#)

Need to recruit 3-4 more people on the “future of Pacific Seabirds” committee.

STUDENT REPRESENTATIVE

The problem: hard to join the ExCo with no experience to organize events, with overlap (2 student reps) there would be time to learn from the other. There is interest in the student representative position because 3 people ran last year.

Question: how is the handoff of student representative handled? The outgoing student rep has to help.

Question: there are so many projects and helpers needed – maybe a student rep committee should be formed?

[Action item: Andrew to come up with proposal that addresses the student representative issue, but doesn't change the bylaws. Put together a proposal to ExCo that is operational before next ExCo.](#)

THINGS THAT NEED TO BE DONE, 2015-2016

1. Webmaster: [this responsibility will go to Kathy](#). Volunteers came for in member survey.
2. Marbled Murrelet Technical Committee draft radar protocol for proposed wind development (from Feb 2015): [Jo and Doug need to read and approve/endorse](#). Jo will let Kim Rivera know.
3. Code of Conduct: to address ethics, professionalism, privacy, procedures (e.g. investment policy).
4. Handbook Revisions: [this responsibility will go to Doug](#).
5. Archives position: the purpose is to preserve records, documents and memorabilia, incl visual imagery of members, events, oral histories of founders. Perhaps a student could be recruited?
6. Ornithological Council: The OC is offering free board training by the Nonprofit consortium Board Source. The training will be for all board members of OC societies. 8-10 ExCo members are interested

STRATEGIC PLAN

Jane, Yuri, Stan, Andrew, Kathy, Stephanie, Jo will help. The 2015 workplan can be a starting point.

[Stan moves to adjourn, Pat seconds.](#)