

Minutes of the USSCI Board Meeting (December 1, 2021)

Date: 12/1/2021

Time: 12:00 p.m. CST

Format: Teleconference (via Zoom, <https://tamu.zoom.us/j/7192635131>)

1. Roll Call

In attendance:

WSSCI

- Anthony Marchese
- Erica Belmont
- Nicole Labbe
- David Lignell

CSSCI

- Timothy Jacobs (Chair)
- Rob Tranter (Vice-Chair)
- Ya-ting Liao (Treasurer)
- Steve Son
- Waruna Kulatilaka

ESSCI

- Perrine Pepiot
- Paul Papas – joined 1:30pm ET

Absent:

Guillaume Blanquart (Secretary, WSSCI), Yiguang Ju, Jackie O'Connor, Peter Sunderland (ESSCI)

- A quorum (3 members present per section) is required for votes, which is not the case for this meeting. Consequently, no vote will be conducted during the meeting.
- The question of holding electronic votes was brought up as an alternative to in-meeting votes. There is no specific language in the by-laws allowing electronic votes, but nothing explicitly prohibiting the practice either. Members in attendance did not raise any concerns in proceeding with an electronic vote. Alternatively, votes will be held in a subsequent board meeting in January, to be scheduled by the USSCI chair.

2. Approval of Minutes from September 29, 2021 USSCI Board Meeting

- Minutes attached from 9/29/21 board meeting.
- The meeting not having a quorum, this item will be added to the next Board meeting's agenda.

3. Conflict of Interest Acknowledgement

- All board members have acknowledged the conflict of interest statement of the USS/CI.

4. By Laws

- All sections have provided feedback Everyone agrees on the changes proposed on the bylaws regarding the change in rotation of chair and vice-chair. No objection or comments provided, hence the motion included in the agenda.
- Motion/vote to approve amended by laws was not brought forward due to lack of quorum. Approval of amended by-laws along with vote on new officers will be pushed to next board meeting.

5. 2021 USNCM Final Items

- Context: the covid situation forced the Texas meeting to move online, with a joint committee doing equal work to organize. A verbal agreement was made at the time to spread the profit equally among sections.
- The following funds distribution plan was proposed:
 - Per the By-Laws and standard operating practice (suggested during covid-related meetings)
 - CI Office distributes $\frac{1}{2}$ total proceeds to CSS and $\frac{1}{4}$ total proceeds to WSS and ESS each.
 - CSS will make in-kind cash donations equivalent in value to $\frac{1}{12}$ total proceeds each to WSS and ESS.
 - This should result in distribution of $\frac{1}{3}$ total proceeds to each section, as agreed upon for the COVID-impacted 2021 USNCM.
- Some concern was voiced regarding the potential legal or tax ramifications of such a process.
- Other options to reach equal distribution among sections were discussed, for example having CSSCI providing travel support for non-CSSCI, but those options were dismissed, again because of potential undesirable consequences.
- The option of passing a resolution establishing the unique and unprecedented nature of the COVID situation and describing the decisions made to manage the consequences garnered support. It was noted that it creates a paper trail documenting the process outside of the minutes and allows for good-faith flexibility around the bylaws.
- Tim Jacobs will obtain guidance from the CI to determine the best course of action, and if deemed appropriate, will draft a resolution to change profit distribution for that specific meeting.
- It was noted that the same level of rigor should apply to the discussion and vote of a resolution as what would be expected from bylaws changes.
- This issue will be added to January's meeting agenda.

6. Code of conduct

- An ad hoc committee with representatives from each section has been formed to draft a USSCI Code of Conduct, to be subsequently reviewed by the USSCI Board. This committee has not met yet but will do so in January 2022.
- To allow timely applications for NSF travel funds, USSCI needs to have a code of conduct approved prior to the Vancouver Symposium in July 2022 (Nicole Labbe, consultation with the CI).

7. Discussion about what USS/CI items require Section discussion (8 from Tim)

- The question of how to decide which issues need to be brought to the individual sections prior to a vote at the USSCI level was discussed, in particular whether or not specific criteria should be included in the bylaws.
- It was emphasized that every board member should be comfortable saying that they want to discuss an issue with their section prior voting on it as a USSCI Board member, and that when a motion is brought forth, the subsequent discussion can result into that motion being tabled pending discussion at the individual section level.
- It was also mentioned that some issues warrant section-level discussions, while others can be dealt with directly at the USSCI level, without section consultation.
- Whenever possible, meeting agendas should be sent well in advance of a USSCI Board meeting, so as to allow prior work at the individual section level to potentially identify whether or not feedback is necessary.

9. Other Items

- Anthony Marchese is leaving WSSCI at the end of 2021, WSSCI will announce his replacement on the USSCI board.
- The benefits of maintaining a USSCI website, which needs to be kept current, have been discussed. The website plays an important role when registering as a non-profit. Board meeting minutes need to be made public, and uploading them to the website is a convenient way to do that.
- Treasurer Ya-Ting Liao will update the USSCI website when the new slate of officers is voted on.

8. Next Meeting

- Next meeting planned for January 2022, Chair Tim Jacobs will send out scheduling requests shortly.

Respectfully submitted,

Perrine Pepiot, on behalf of Guillaume Blanquard, Secretary