

Director Meeting IFCA Board of Directors, Friday June 30, 2006, 18:57 BST at the Red Fort, 77 Dean Street, London.

Present: Jean Camp, Director, President, Chair
Hinde ten Berge, Director, Vice President
Ray Hirschfeld, Director, Treasurer
Burton Rosenberg, Director, Secretary
Stuart Schechter, Director

Agenda

- *Part 1: Order & Old*
 - Call to order.
 - Review action items.
 - Approve previous minutes.
- *Part 2: FC06 Closure*
 - Final cash report from 2005.
- *Part 3: FC07*
 - Official airline designation.
 - Usability Workshop:
 - * Do we want it?
 - * Who is general chair?
 - * What are IFCA commitments and requirements?
 - * What date will it be held?
 - Dates confirmed.
 - CFP confirmed.
 - Patrick as sponsorship chair update.
 - Ray report on location.
- *Part 4: Operations*
 - Treasurer report on long term financial planning: cushion, budget, etc.
 - Long term conference planning: locations for 08, 09.
 - By-law update.
 - Phishing book support — process for doing this in the future?

- *Part 5: Concluding*
 - Clarification of action items from this meeting.
 - New business.

Order & Old Business

- It was discussed that all action items should have deadlines.
- *Move to accept Minutes of 05/15/06 conference call.* Moved by Stuart; seconded by Ray; all in favor. Motion passes.
- By-law update: Ray reports that 30 Jan 2003 changes now incorporated into by-laws; that Hinde is to sign by-laws and send them to Lyn Bell for inclusion in the annual corporation filing. In doing so, this concludes the by-law update.
- Hinde requests that Burt send her the information she needs to update director information.
- Conference date: the date of FC07 shall be 12–15 February 2007. Conflicts have been considered by email exchanges since last board meeting. This date was also agreed upon at a June 3 discussion in Amsterdam with Ray, Hinde, Jean and Sven.
- The CFP for FC07 is in progress.
- President has tasked Vice President *to make transparent and easy to use voting guidelines*, to supplant current voting guidelines. Hinde to accomplish with assistance of Stuart by August 30-th.
- Treasurer to produce audits: Ray describes problem as insufficient clarity during 2003, at which time there was no treasurer. Discussion to meet with Ben in person in Vancouver to recover records for 2003. Hinde moves to put a 3 month time frame for an audit of 2003 and a 6 month time frame for audits of 2003 through 2005. Ray to contact Ben immediately and Stuart to possibly meet with Ben in Vancouver.
- On the issue of the endorsement of *Phishing and Countermeasures* by Jakobsson and Myers, Jean will write a first draft of endorsement; board will comment and improve. Endorsement will then be submitted to publisher. Endorsement will be from and of the Board, not the members, of IFCA.
- On the general issue of book endorsements: book endorsements will require (1) 60 day advance review of book, (2) that there be no financial transaction associated with review, and (3) the entitlement of a discount to IFCA members for purchase of the book.
- Jean will set conference call limit to 7 or 8.
- Usability Workshop has been placed on the agenda.

FC06 Closure

- Ray reports that FC06 financial reports are not yet ready and requests that this item be deferred to the next meeting.

FC07

- Usability Workshop
 - Usability Workshop will be held Thursday and Friday after FC07, Feb 15-16, 2007. Thursday will be a Joint Session with FC07.
 - Combined registration for both FC07 and Usability Workshop will be discounted by the price of IFCA membership: \$100 general, \$50 for students.
 - Stuart to ask Rachna Dhamija to be Program Chair.
 - General Chair names to be considered. Stuart is under consideration as GC.
 - Stuart is responsible for Workshop Sponsorship.
 - The issue of proceedings must be a future agenda item. Will Workshop members get FC proceedings? Will the Workshop have its own proceedings?
- Board is informed that Patrick has declined Sponsorship Chair for FC07.
- Sven has forward the name of Radu for GC for FC07. Ray to contact Radu proposing GC position.
- Ray has informed the Board that Air France will give a 5% to 10% discount if named official airline for the conference. Also, that Air France will not object if there are other official airlines. Ray to look into matter with other airlines and report to the Board within the next 60 days.
- Tobago quotes by Fabian given to Ray are unacceptably expensive. Ray to discuss matter with Fabian. FC07 location is still not certain until acceptably priced facilities are proposed.

Operations

- President announces a *financial cushion target* equal to the impending FC's total cost, including committed support to individuals, and requests an estimated date by which target will be achieved.
- Ray requests that he move forward on proposals for FC08 and FC09 locations, some of which may involve venue sponsored familiarisation visits.
- Ray names as possible locations for FC08 and FC09: Jamaica, Barbados, Martinique, Turks and Caicos, St. John, Bahamas, and Madeira. [Also Puerto Rico, Ray adds on July 2.]

- Ray would like the Board to have two FC08 location proposals by October 2006, for decision March 2007.

Resume of Action Items

1. Burt to give Hinde personal data for director filing.
2. Hinde to file by-laws.
3. Hinde to revise voting guidelines.
4. Jean to set conference call limit to 7 or 8.
5. CFP to be released by end of this week.
6. Treasurer to obtain numbers sufficient to produce an audit for 2003 within 3 months.
7. Treasurer to produce audits for 2003–2005 within 6 months.
8. Jean to provide first draft of book endorsement, and Board will promptly respond.
9. Stuart to ask Rachna Dhamija to be PC of Usability Workshop.
10. Ray will inform board on Official Airline parameters.
11. Ray will ask Radu as GC for FC07; or accept GC position himself.
12. Treasurer will have sufficient information to discuss closing FC06 books at next meeting.
13. Board will present two location proposals for FC08 by October 2006.
14. Ray to provide new quote for Tobago location by next meeting.
15. Proceeding policy for Usability Workshop to be considered.

New Business

- Jean moves that *the General Chair not be on the Program Committee for FC07*. Motion is at first tabled. Motion is taken up again and seconded by Ray. Burt and Hinde abstain, Stuart is against, Ray and Jean are for. Motion is deemed to have failed.
- [On July 2, Ray claims that motion determination was in error, and given that more were for than against, the motion in fact carried, and requests a ruling from the Chair.]
- Ray is to contact Radu concerning GC for FC07. Whether Radu can continue as Program Committee member if accepting GC, and what Ray should say concerning this, is the issue of this motion and vote.

- Ray points out that the current by-laws are modeled on a for-profit enterprise. The non-for-profit by-law model is more consistent with IFCA style and needs, and is even very much like current operating guidelines. He further points out that non-for-profits vote by members, whereas for-profits vote by shares.
- Hinde counsels waiting 3 months after current by-laws are filed before considering change.
- President puts issue of *revision of by-laws to a non-for-profit model* on agenda for December.

Adjourn

Ray moves to adjourn; Hinde seconds; all agree. Meeting was adjourned at 21:06 BST.

End of Minutes _____