

Board of Directors Meeting, Sunday, February 8th, 2004, at 1:15 PM at the Holiday Inn Beachside, Key West, FL, USA

Present Nicko van Someren, Director, Chair
Ray Hirschfeld, Director, Treasurer
Marc Briceno, Director (present from 1:45pm)
Paul Syverson, Director
Duncan Goldie-Scot, Director
Hinde ten Berge, Secretary, General Chair

Agenda

1. Minutes of previous meeting
2. Completion of business from previous meeting and email discussions
3. Audit Report
4. Nominate Directors
5. Any other business

1. Minutes of previous meeting

- IFCA General Meeting January 28th, 2003
All in favor: minutes approved.

- Incoming IFCA Board of Directors meeting January 30th, 2003
All in favor: minutes approved.

- Conference Call IFCA Board of Directors June 5th, 2003
All in favor: minutes approved.

2. Completion of business from previous meeting and email discussions

Accepted motions by email

- September 2003 – Motion to adopt the 13 October 2002 version of the membership guidelines.
3 in favor, 1 against, 1 abstain: motion carried.
- September 2003 – Motion to approve the Stinking Badges website proposal under conditions outlined by Jean.
4 in favor, 1 abstain: motion carried.
- September 2003 – Motion to appoint Markus Jakobsson as Acting Vice President.
All in favor: motion carried.
- December 2003 – motion to allow up to US \$1000 for the total travel cost for Riel Miller including air fare, hotel, taxis, and anything not covered in the (waived) registration fee, and that we inform the Program and General Chairs of this decision. We authorize them to take appropriate action, e.g., the organizers may offer him this money or rescind the invitation based on his previous set of demands.
All in favor: motion carried.

Update on Action Items previous meetings

All completed except:

- 20030216 Marc to write a poll to be send out to all previous attendees
- 20030401 Ray and Hinde to obtain last version and write General Chair Guidelines

ACTION ITEMS:

20040221 Nicko to write a poll to previous attendees to find out why they are not coming.

No date set Ray to check with Phong whether the information in the final statement is correct. An explicit acknowledgement would be better.

No date set Hinde to write General Chair Guidelines.

3. Audit Report

Because the FC'04 conference is starting Ray already took office as Treasurer although the audit has not yet been completed. A draft version of the financial statement is ready.

Remarks from Ray

- The amount for pre-proceedings listed in the conference breakdowns also includes the costs for the final proceedings. This will be transferred to the general budget because the final proceedings are sent to IFCA members rather than conference attendees, and paid for out of membership dues.
Uncovered/receivables:
 - o \$ 2,500 Sponsor France Telecom: has been received after all.
 - o \$ 850 FC'01 registration fee Don Beaver, due from CertCo.
 - o \$ 5,000 Sponsor Microsoft / will be difficult to follow up after this time.
- Payables:
 - o Don Beaver did not have all of his approved expenses reimbursed.
- Marc once mentioned that there were problems with moving money into the Anguillian account: Ray experiences that too and changes should be made.
- The bank account with Everbank is not used much yet, but a separate conference account is useful and recommended by the accountants to avoid potential tax problems. For FC'04 Hinde has no signature authority because the bank doesn't have a credit record for her. At this moment, Ray is also the only person with signature authority for the original account: the President should have that as well.

Questions

- Nicko: which exchange rates were noted for FC'03?
-> The rate of exchange at the end of the fiscal year. Not completely clear enough yet: Ray will check with the auditors.
- Bad debts over 2001 are \$5,850.

Motion: to write off \$850 registration fee Don Beaver due from CertCo.

All in favor: motion carried

ACTION ITEM

No date set Ray to investigate more on the Microsoft sponsoring issue and possibly send a new invoice for \$ 5,000.

- Nicko: what are we doing to keep the books straighter?
- > Hire an accountant plus better supervision of the Board and better reporting from the Treasurer.

ACTION ITEMS

- 20040214 Duncan to give Ray UK-based accountant details.**
- 20040221 Hinde to give Ray NL-based accountant details.**
- 20040227 Ray to ask for quotes from accountants and present them to the Board once received.**
- 20040210 Ray to contact Jean to add an item to the agenda of the General Meeting: to ask the membership whether they want an annual audit (costs £ 750 / \$ 1,500 per year).**

4. Nominate Directors

Two positions are open for elections: incumbents are Ray Hirschfeld and Nicko van Someren. Nicko already stated he will not stand for re-election.

Motion: To nominate Ray Hirschfeld and Jean Camp as candidates for the two vacant Director positions.

All in favor: motion carried.

5. Any other business

Hyperion's in-kind sponsorship

ACTION ITEM

No date set Hinde to get an official statement from Hyperion as to what services they provided in return for being listed as sponsor in kind, together with their evaluation of the effectiveness.

FC'04 Budget

Hinde explains the changes in the line items that exceed the approved budget by more than 50%, especially the A/V equipment and internet access. She also suggests adding an amount for Lisa Koonts, who helped greatly with the website. The costs for registration (Stinking Badges) are not included in the budget. SB did offer Hinde to reduce the amount from \$ 6,000 to \$ 2,500 because they are doing much less work than expected. The Board would like to see the implications of the lost-revenue agreement with the hotel reflected in the budget, with total costs per 'non-attendee'.

Motion: to approve the revised budget with the following changes:

- add the costs for Stinking Badges
- add \$ 500 for Lisa Koonts
- add costs per 'non-attendee'

All in favor: motion carried.

ACTION ITEM

No date set Hinde to update the budget with the approved changes.

Paul mentions the in-kind sponsoring of the data projector.

ACTION ITEM

No date set Paul to keep Hinde updated on a possible acknowledgement in the final proceedings of his organization as sponsor in kind.

FC'05 Venue

- Ray reminds to Board of an accepted motion to solicit proposals for FC'05. He has investigated options in Anguilla but has not yet received a response from them, and approached Stuart Schechter about Dominica.
- Dominica is an option, with Stuart Schechter as General Chair.
- Marc has a non-detailed proposal for Panama.

Other

Ray is now sending out notices of all payments to the Board. Nicko suggests he does that on a daily basis to consolidate. For the record Ray has spent \$ 38 on paper today.

ACTION ITEM

20040212 Hinde to write an evaluation form for the attendees. To be announced during the General Meeting.

Hinde mentions that the officers' reports are not included in this meeting and gives hers orally:

- Sent out Proceedings of FC'02 and FC'03.
- Filed all minutes and list of all Board and Officer changes with registrar due to changes of Anguillian policies.

ACTION ITEM

20040210 Ray to talk to Jean about President's report and agenda for the General Meeting.

The meeting is adjourned at 3:45 PM.

LIST OF ACTION ITEMS SORTED BY RESPONSIBLE PERSON AND DATE

Nicko van Someren, Director, Chairman

20040221 Nicko to write a poll to previous attendees to find out why they are not coming.

Duncan Goldie-Scot, Director

20040214 Duncan to give Ray UK-based accountant details.

Paul Syverson, Director

No date set Paul to keep Hinde updated on a possible acknowledgement in the final proceedings of his organization as sponsor in kind.

Ray Hirschfeld, Director, Treasurer

No date set Ray to check with Phong whether the information in the final statement is correct. An explicit acknowledgement would be better.

No date set Ray to investigate more on the Microsoft sponsoring issue and possibly send a new invoice for \$ 5,000.

20040210 Ray to talk to Jean about President's report and agenda for the General Meeting.

20040210 Ray to contact Jean to add an item to the agenda of the General Meeting: to ask the membership whether they want an annual audit (costs £ 750 / \$ 1,500 per year).

20040227 Ray to ask for quotes from accountants and present them to the Board once received.

Hinde ten Berge, Secretary, General Chair

No date set Hinde to write General Chair Guidelines.

No date set Hinde to get an official statement from Hyperion as to what services they provided in return for being listed as sponsor in kind, together with their evaluation of the effectiveness.

No date set Hinde to update the budget with the approved changes.

20040212 Hinde to write an evaluation form for the attendees. To be announced during the General Meeting.

20040221 Hinde to give Ray NL-based accountant details.