

## Minutes of IFCA Board Meeting

---

Thursday, 2 April 2009, 16:00 GMT.

By Conference Call.

**Present:** Jon Callas, Director, Chair  
Jean Camp, Director, President  
Ray Hirschfeld, Director, Treasurer  
Andrew Patrick, Director, Vice-President  
Burton Rosenberg, Director, Secretary

### Minutes

- Meeting called to order 16:07 GMT.
- Ray moves to accept minutes of meetings: Jan 15, Feb 22, Feb 24, and Feb 26, Jean seconds. Motion passes unanimously.
- **Review of Action Items:**
- Ray to introduce FC09 PC's with Springer, is done.
- Andrew to explore non-printed proceedings, in progress.
- Ray and Tyler to close FC09 budget, issues on today's agenda.
- Ray to talk to Jillian, completed.
- Ray to contact Pino to start FC10 budgeting, in progress.
- Ray has informed the FC11 alternate locations that they have not been selected.
- Ray hand off of FC12 locations to Helms-Briscoe, discussion on today's agenda.
- Andrew to write letter to Roger and Phillippe, in progress.
- Ray to give Radu list of suggested committee members, done.
- Burt to write letter to Tyler, in progress.
- Ray to close FC06 and FC07 budgets, in progress.
- Ray to suggest Morocco day trip to FC10 local arrangements committee, done and waiting a response.
- **FC09:**
- Ray reports that FC09 has about a \$2,000 surplus. Tyler had requested \$300 additional for his return travel. The directors had approved this expense by email around 18 March. We are waiting for a declaration of flight expenses from the invited speaker, however the speaker might have funded his own flight. A student had visa problems at the Barbados airport and had to fly home immediately. Tyler and Ray suggest refunding 1/2 the registration fee. The board agrees.

- It is believed that in this case, the student's denial of entry was later admitted to be an error. The board considered the possibility of establishing ties with host country immigration, and the local government, to help with emergency resolution of such problems in future conferences.
- **FC10:**
  - It is noted that Air Europa is opening a Miami-Tenerife direct flight.
  - Discussion of issues of the FC10 website.
  - *Action item:* Andrew to provide comments on FC10 website to Radu and Pino.
  - The hotel's payment procedure requires sending a photocopy of a credit card. The board objects to this and will work towards alternative procedures.
- **FC11:**
  - Ray says that Springer now offers paper submission and review management software, free of charge.
  - *Action item:* Andrew to talk to Paul Van Oorschot about PC's for FC11.
- **FC12:**
  - Ray has provided Helms-Briscoe with a list of possible locations for FC12. Board discussed the use of a Helms-Briscoe. The promise made is that their service is free, with the company paid out of commissions from the hotel, and that this does not result in increased prices.
  - Jon says that while the use of Helms-Briscoe might dissuade member involvement, such volunteerism, as much as he welcomes it, is rare. At the moment, FC13 is open for a member initiated location proposal, in any case.
- **New business:**
  - On 1 January, 2008, our registered office became C.E.G. Limited. Graham Crabtree of C.E.G. has requested items of due diligence from all directors and officers. The directors almost unanimously feel that the due diligence requirement is cumbersome.
  - As an alternative, Ray suggests changing the corporate structure to have one director and no officers, with the single director pass through and proxy to an advisory board. Jon and Jean think that such a complication in the governance structure could raise questions among the members as to intent of the complications. It need not be interpreted as a simple mechanism for streamlined due diligence compliance.
  - Another alternative is to move out of Anguilla. The advantages of Anguilla are: reporting requirements as minimal, there are no taxes of any sort, no tax returns need be filed. Alternative locations considered were the US and the Netherlands. US taxes are involved, and a heavy burden for the treasurer. The Netherlands is

easier to incorporate and IFCA would not need to file taxes. There might be VAT, most likely if the conference is in Europe.

- Burt is to work with the registered office to streamline due diligence compliance, and to make compliance efficient within the context of our directors' typical professions.
- **Concluding business:**
- Next meeting set for Monday, 4 May 2009, 16:00 GMT.
- Burt moves to adjourn, Jean seconds, all in favor. Meeting adjourned at around 17:00 GMT.

## **Appendix: Agenda**

---

1. Accepting the minutes
2. Action items from last meeting
3. FC09 Barbados
4. FC10 Tenerife
5. FC 11 St. Lucia
6. FC 12 (advanced planning)
7. New business

## **Appendix: Open Action Items**

---

1. Andrew to provide comments on FC10 website to Radu and Pino.
2. Andrew to talk to Paul Van Oorschot about PC's for FC11.
3. Andrew to explore non-printed pre-proceedings.
4. Ray to work with Tyler to close FC09 budget.
5. Ray to contact Pino to start the budgeting process for FC10.
6. Andrew to write a letter to Roger and Phillippe expressing the board's gratitude for a particularly relevant FC program and our appreciation of their decisions concerning the conference's direction.
7. Burt to write a letter to Tyler expressing the board's appreciation for an extraordinarily well run and enjoyable FC.
8. Ray to close FC07 and FC06 budgets.
9. Ray to await response of FC10 local arrangements committee about a day trip to Morocco.

## **End of Minutes**

---