

Minutes of IFCA Board Meeting

Monday, April 1, 20:00 JST.

Busena Beach Resort, Okinawa, Japan.

Present: Ray Hirschfeld, Director, Treasurer, Chair
Sven Dietrich, Director, President
Tyler Moore, Director, Vice President
Moti Yung, Director

Minutes

- Meeting called to order 20:00 JST.

Appointment of minutes-taker

- Tyler has agreed to take minutes

FC13 Okinawa

- *FC13 budget outlook:* Kazue sent Ray draft budget last week. just in the black without student travel awards, with student awards it was approximately -\$500. But since then we have received two registrations so we are now around \$600 in the black. Given unforeseen incidental expenses that usually occur, this is likely to be a wash.
- *Directors/Organizers dinner* While in previous years the dinner only included directors and/or the general/PC chairs, Kazue had planned for all organizers to attend the dinner with directors (12 ppl at 7000 yen each). Given the favorable outlook for the budget, we agreed that this seems like a reasonable proposal. Friday night was agreed upon as the best time.
- *Action item:* Ray to speak to Kazue about scheduling the dinner.
- *Preparation for General Meeting* Ray proposed the following draft agenda:

officers' reports
site coordinator report and straw polls
report on online proceedings/copyright
report on student support
election of directors
resolution on director/program committee amendment
planning for resolution on director fee waiver
planning for resolution on Dutch foundation

We discussed each point as follows:

- *officers' reports* Sven and Ray will coordinate the reports.
- *Action item:* Ray to give Sven a slide on the budgets for past conferences as part of the treasurer's report.
- *site coordinator report and straw polls*
- *report on online proceedings/copyright* Tyler to report that we've talked to Springer and they're ok with us putting papers online. IFCA still holds copyright but we are loosening the copyright agreement to make it better accommodate authors' interests. Explain that we are committed to open access, note that FC13 papers are available online for free to all. Mention that we are in the process of putting post-proceedings papers online from previous conference
- *report on student support* Tyler to report that this year, students not only received registration fee waivers, but 9 students received reg. fee waivers and \$500 cash to help defray travel expenses. Collectively this is approximately a \$9k value, made possible in part to Google's sponsorship.
- *election of directors* Ray reminds Tyler to look at election guidelines on IFCA website, also print out tally sheets and deputize tellers. It is reminded that we should announce 2 positions (currently held by Ray and Sven). We should mention that the board has nominated Ray and Sven, then see if there are nominations from the floor.
- *Action item:* Tyler to send Sven slides on proceedings/copyright, student support, and elections.
- *resolution on director/program committee amendment* Sven takes over on the presentation again. Plan is to state that we have already passed this resolution as the board, but we need approval from membership.
- *planning for resolution on director fee waiver* Sven is to state that this resolution will be brought up for vote in FC14 Barbados, we are notifying the community now to solicit feedback. Moti asks about the language from the FC11 board resolution, suggests that we mirror the original language, then modify the wording accordingly.

From the 20110301 minutes, the floor passed the motion

Resolved that: in the future, directors will not be reimbursed for registration, travel and accommodations; that this is not to be interpreted as preventing the PC and GC from being reimbursed for all such items; and that greater priority will be given to student support.

On 4 Mar 2011, the board passed the resolution:

The board affirms the resolution passed by the membership at the March 1, 2011 AGM; this does not preclude compensation of directors or others for services to the association in advancing the conference and affiliated activities.

After discussion it is decided to plan a slide along the following lines: Since 2011, we have followed the resolution to not compensate directors in any way. This has caused some logistical difficulty, in that some directors cannot attend conferences (e.g., Burt Rosenberg at FC13). We are considering to modify this rule to allow registration fee waivers for directors in extenuating circumstances. This will be brought to a vote of the membership in FC14, but we are interested in the community's feedback in the meantime.

– *planning for resolution on Dutch foundation*

It is suggested that we present the following background information:

1. IFCA is currently registered in Anguilla.
2. We have a registered office there, and shares are held in trust.
3. This was useful in the beginning because conference was regularly held in Anguilla.
4. Recently, however, our incorporation in Anguilla has caused some difficulties, including:
 - * logistical challenges since no one is permanently in Anguilla;
 - * become more expensive;
 - * caused us problems in obtaining funding in support of student stipends;
 - * raised some eyebrows regarding the location's reputation.

Consequently, we are investigating possibility of moving to the Netherlands and incorporating as a non-profit foundation to replace the Anguillan registered office. The foundation would have administrative officers, as well as a steering committee to run the conference, selected by attendees of the conference (as directors are now selected by members).

The main difference in terms of governance structure: currently the officers are selected by directors (and to save money, have been selected from directors). In new structure, officers will be part of the foundation rather than part of steering committee. The officers we are envisioning in this setup are Ray Hirschfeld and Hinde ten Berge. In the new setup, the day-to-day administration will be moved to separate positions, freeing steering committee to focus on the academic aspects of conference planning. Another benefit of the proposed structure is that we will be a non-profit organization.

We are planning to investigate this further (e.g., tax consequences, etc.) over the coming year, to put information and proposals on the website and distribute via fc-announce list, and to call for a vote on the matter in Barbados in FC14.

FC14 Barbados

- Date conflict with TCC

The problem is that we have announced dates on IFCA website for more than one year. There is concern that people may already have made plans based on this information.

Tyler found that RSA is Feb 24-28. Given the conflicts with RSA and TCC, the board's consensus view is that we should investigate moving to 1st week march.

Ray suggests that in future, we should notify steering committees of RSA, PKC, TCC and NDSS of the dates we have selected for future FCs to avoid conflicts.

- Action item: Ray to investigate if changing dates is possible with the hotel. If so, we will move to 1st week of march. Sven will then notify TCC contacts.
- The board discussed several promising candidates for FC program chair.

FC15 Puerto Rico

- proposal/contract from InterContinental San Juan

Ray notes that there are two main issues in the contract language: (1) the \$30k minimum spend for food and beverage (historical costs of f&B: FC12: 18K, FC11: 33k, FC10: 27k euros, FC09: 13k), (2) cancellation clause: if we cancel after 6 months prior, we lose \$60K. Moti noted that we've never actually considered canceling before, so the probability of this must be very low. The board concludes that these issues are acceptable.

Tyler expressed concern over holding the conference in late January rather than the traditional late February. Ray indicated that the attractive room rates were made on condition of holding the conference in January. It is suggested that Ray informally poll the members at the AGM over preferences on dates.

New and concluding business

- Next meeting date set for Friday afternoon before dinner. The exact time to be confirmed later this week.
- The chair hearing no objection, the meeting is adjourned at 22:00 JST.

Appendix: Agenda

- appointment of minutes-taker

- FC13 Okinawa
 - budget outlook
 - directors/organizers dinner
 - preparation for General Meeting

- FC14 Barbados
 - date conflict with TCC
 - program chair brainstorm

- FC15 Puerto Rico?
 - proposal/contract from InterContinental San Juan

- new and concluding business
 - next meeting date

End of Minutes
