



**MINUTES - MEETING OF THE
AEG FOUNDATION BOARD OF DIRECTORS**

**2012 Fall Board Meeting,
8:00 AM to 5:00 PM Tuesday, September 18, 2012
AEG Annual Meeting
Executive Board Room (1st Floor)
Hilton Salt Lake City Center
Salt Lake City, Utah**

SESSION ONE

1. Call to Order and Welcome President Bryan
Meeting was called to order at 8:15 AM MDT by President Bryan.
2. Roll Call to Establish Quorum Secretary Smith
Present were President Patty Bryan, Treasurer James May, Secretary Bill Smith, Directors Scott Burns, Eric Chase, Briget Doyle, David Fenster, John Peck, and Allen Shaw (all Directors present). Unable to attend: Executive Director Becky Roland (attended for AEG Needs Assessment presentation at 4:30 PM). Also present by invitation were Kerry Cato and John Moylan (joined mid-afternoon). AEGF Ex-President Greg Hempen joined for discussion of agenda item 22c and other issues.
3. Agenda Additions or Changes and/or Orders of the Day (Action) President Bryan
Agenda item 22, New Business, will be discussed at 10:00 AM.
Agenda item 20, AEG Needs Assessment, will be at 4:30 PM.
4. Secretary's Report Secretary Smith
 - a. Approval of Meeting Minutes of August 9, 2012 (Action)

MOTION: To approve the minutes of the August 9, 2012, teleconference as presented.
Seconded.
Approved unanimously.

- b. Secretary's action on signing documents

5. President's Report..... President Bryan

President's report is attached. On-line scholarship applications were fully implemented this year, with 117 completed applications received. There was no Marliave Scholarship awarded this year (see agenda item 21 d). We awarded a \$5,000 Legget Grant for a publication on the geology of Boston and a \$4,865 Research Grant for work in Cappadocia, Turkey. Total awards for the year were nearly \$30,000. A Student Chapter Support Fund has been implemented in cooperation with the AEG SYPSC. First awards are expected to be granted about October 1.

a. Recent Activity

i. Status of Bauerle Review and taxes

Bauerle has completed draft financial review and is working on taxes.

ii. GLAT

GLAT is up and running, material is being added. (See agenda item 13.)

iii. Website

See agenda item 19.

b. Goals for this meeting

c. President's Goals for the Foundation

- Complete FY 2012 Annual Report by December 31, 2012
- Complete FY 2012 taxes by November 15, 2012.
- Complete FY 2012 Financial Review (draft delivered September 17).
- Implement changes to Foundation website.
- Complete implementation of on-line scholarship and grant applications.
- Implement the GLAT.
- Improve Foundation management.
- Advance missions of Marketing and Development Committees.

d. Other Issues under Continuing and New Business.

6. Executive Director's Report..... Executive Director Roland

Presented during the Needs Assessment presentation.

7. Treasurer's ReportTreasurer May

Treasurer's report is attached. Total assets at end of FY2012 were \$864,086 and \$871,609 on August 31. Fidelity balance on September 14 was \$875,780. Contributions were over budget and expenses were under budget. Review of 1st Quarter Financials (July and August 2012)

a. FY 2012/2013 Budget Review

b. Review and Accept Treasurer's Report (Action)

MOTION: To Approve Treasurer's Report as presented.

Seconded.

Approved unanimously

SESSION TWO - COMMITTEE REPORTS Committee Chairs

8. Development Committee Report..... Chair Tepel

a. Cornerstone Fund Charter Review and Approval

There was a meeting held on September 19 during the Exhibitors' Luncheon with the Advisory Council. Twenty-one Advisory Council members attended. Refer to meeting minutes attached for details. Generally it was agreed to focus on existing engineering geology departments, and to focus on assistant/associate professors within those existing departments. It was also agreed to finalize the charter with comments due by the end of October 2012. The charter is in revision 8 and will be submitted to the Board soon.

9. Donor Acknowledgement Committee..... Director Chase

a. Publishing donor names in AEG NEWS?

Discussed publishing AEGF donors' names in the AEG NEWS with ranges of donations. Do we need to obtain donor's permission? Marketing Committee will consider.

10. Donor Reception Committee..... Secretary Smith

Reception is moved from hotel restaurant to Jennifer Bauer's suite due to misunderstanding over corkage fees. Scott Burns and Bill Smith will purchase wine, beer, and snacks. No corporate sponsor was obtained. Three Board members pledged substantial amounts for the reception. (Pledges greatly exceeded expenses.) Greg Hempen suggested that Donor Reception liaison be part of the Annual Meeting planning starting three years out. Reception arrangements need to be in hotel contract.

11. Finance Committee Director Peck

Finance Committee report is attached. Our assets are approaching \$1,000,000. This will be cause for a big celebration but will also require administrative changes such as requiring full audits each year. The return on our investments since inception is 8.65 percent. The Committee will work to develop a policy on when to take profits or cut losses on investments. There were redemptions of preferred stock of about \$200,000 in one month due to changes in regulations for financial institutions. These funds have been reinvested.

12. Fundraiser / Silent Auction Committee Report.....Chair Schmitz

The Fundraiser will benefit the Research Fund this year. The main prizes are a quilt featuring the geologic map of Utah and a gift certificate from Best Buy for a big-screen TV or other item. Expenses so far are between \$1,000 and \$1500.

13. Geoscience Internet Library Committee Report..... Director Fenster

The Committee held a conference call in July. Website is up, more material is needed. Curators have been selected and will write excerpts for their areas. Registration and passwords are still required on website. We only need to have terms and conditions acceptance box checked. Julie Keaton will have webmaster make change ASAP. There was a GLAT meeting September 21 at 8:30 AM in the hotel lobby, attended by Julie Keaton, Patty Bryan, Richard Proctor, and James May. It was agreed to remove security

from each document that would have required separate log in. The plan is to have a maintenance contract with the webmaster.

14. Marketing Committee Director Burns

We are approaching the \$1 million mark. Listing donors in the AEG NEWS may encourage more donors. We need to attract corporate donations; all donations are currently from AEG members. Some companies (e.g. Columbia Sportswear) will not give cash but will give merchandise which can be resold. Hats, shirts, neckties, etc. can be embroidered with AEG logo.

a. Fundraising from “outside the box” Director Chase

15. Nominating Committee..... Treasurer May, Director Fenster, Director Burns

a. Second Term, Director Succession, 2013 Officer slate

Director Scott Burns’ term ends December 31, 2012. Two individuals have expressed interest in Director positions. We will need to name a successor for President Bryan. There should be a training period for the new President.

MOTION: To elect Patricia Bryan to an additional two-year term as Foundation Director beginning January 1, 2013.

Seconded.

Approved unanimously.

b. Election of Officers for 2012/2013

MOTION: To approve William Smith as Foundation Secretary for a one-year term beginning January 1, 2013.

Seconded.

Approved unanimously.

MOTION: To approve Patricia Bryan as Foundation President and James May as Foundation Treasurer for one-year terms beginning January 1,2013.

Seconded.

Approved unanimously.

16. Planned Giving Committee Director Peck

a. Legacy Circle

Two persons so far have committed to name AEGF in their wills or trusts and thus are members of the Legacy Circle. Additional members are expected soon. Donors should notify AEGF of intent so that AEGF can notify administrator of estate. AEGF should know if a specific vehicle for transfer of funds has been set up. Items on planned giving should be placed in the AEG NEWS. Legacy Circle is viewed as a marketing tool.

17. Programs Committee Report Secretary Smith

a. Charter Review and Revisions

Programs Committee report is attached. Committee may propose change in charter review schedule due to increasing number of charters. Committee will review Student

Chapter Support Fund Charter to consider changes in application dates to accommodate schools on the quarter system.

18. SYPSC Scholarship application liaison..... Director Chase
- a. Student Chapter Grant Program
- The grant application is live on the AEG website. The SYPSC is active with social networking media.
19. Website Committee Director Doyle
- a. Status of Website initiative

LUNCH-11:45 AM – 1:00 PM JOINT WITH AEG Executive Council

The Board met with the AEG Executive Council and several Committee Chairs. Items discussed included:

- Memorandum of Understanding between AEG and AEGF.
- Donor reception liaison to Annual Meeting Committee.
- Encouraging Student Chapter formation at schools with scholarship applicants. Sections should coordinate with local universities. Some existing clubs at schools view AEG as a newcomer/competitor.
- Needs Assessment survey for “applied geology.”
- Revival of Cities of the World series as E&EG articles and Special Publications on CD and on-line on Geoscience World. Grants from Legget Fund may be needed.

SESSION THREE- N EEDS ASSESSMENT GRANT PROPOSAL – 4:30 PM

20. Presentation by AEG Needs Assessment Committee Deb Green, Duane Krueger
- AEG Strategic Planning Chair Deb Green and AEG COO Becky Roland presented a proposal from AEG for a needs assessment survey to be conducted by an independent contractor. Some questions to be addressed are:
- Is the membership model still viable?
 - Why are we not retaining student members after graduation?
 - Why are professional members not renewing?
 - What needs of our members is AEG not fulfilling?

The survey will canvass current members, lapsed members, and corporations that hire environmental and engineering geologists, among others. Other possible funding sources are GSA-EGD and AGI Foundation. Scope of work will be defined with consultant by January 2013. Approximately \$2,000 has already been contributed to AEGF and designated for this survey.

MOTION: To approve up to \$25,000 from the Greatest Need Fund for a Needs Assessment Survey to be paid incrementally per invoices submitted by the contractor selected by the AEG Needs Assessment Team. A sub-fund will be established within the Greatest Need Fund to handle pass-through contributions.

Seconded.

Passed unanimously

SESSION FOUR

21. Continuing Business President Bryan

- a. Shlemon Specialty Conference proposal May 16-17, 2013 – Dam Foundation Failures and Incidents

Awaiting proposal from Edwin Friend for Foundation Review and approval for seed money. Hold spring BOD meeting in conjunction with conference?

- b. Shlemon Specialty Conference - AEG wishes to re-write the Shlemon Specialty Conference Charter with a provision to earn a surplus on conferences. Discussions with Roy Shlemon indicate he wishes any surplus to be split between AEG, the organizers and AEGF. AEG defers action until its Spring Board meeting in Pittsburgh. The Programs Committee will work on revisions to the charter for Board consideration.

- c. Back up of AEGF files and President's files on the web, cost estimates, status

Patty Bryan and Becky Roland are investigating alternatives.

- d. Improvements to Scholarship Application – how to ensure qualified candidates are applying

We need to make clear the differing requirements for the various scholarships. There were 14 applicants for the Marliave Scholarship but none met the standards of previous recipients. Changes recommended by Marliave Selection Committee Chair Paul Santi were discussed.

MOTION: To approve changes to the Marliave Charter General Conditions as follows:

- The applicant must be sponsored by a faculty member or geoscience professional with personal knowledge of the applicant's qualifications.
- The applicant must demonstrate involvement in AEG activities.

Seconded.

Approved unanimously.

The Programs Committee will recommend other changes to the Charter including removing the amount of the award and changing the name to "Marliave Scholar Award." This may affect the taxability of the award.

22. New Business – **10:00 AM**

- a. Conflict of Interest Statement and Memorandum of Understanding (MOU) between AEG and AEGF - Develop and Approve for discussion with AEG EC during joint lunch

The need for an MOU was discussed. Patty Bryan, James May, and John Peck will work to develop the MOU in collaboration with AEG EC.

- b. Contract Review – PAMC (Closed Session)

The status and performance issues under the current contract with Phoenix AMC for administrative services was discussed.

- c. How donations are made. Should we invest in a credit card reader? (Greg Hempen)
Greg Hempen discussed options for processing credit card contributions to the Foundation, emphasizing efficiency and security. Greg will work with James May and John Peck to make recommendations to the Board.
 - d. Targeting scholarship applicant's colleges and universities for AEG Student Chapters
 - e. Other business
 - i. Map Your Neighborhood – Greg Hempen may present another proposal.
 - ii. AEG members working on Congressional Geoscience meetings should be named to an AEGF Committee so they can claim a charitable contribution.
23. Holiday Card signing
Cards will be delivered September 19. Directors are urged to sign the cards during the Cornerstone Fund meeting or later in the week.
24. Comments for the good of the Foundation
Scott Burns has a spreadsheet of environmental and engineering geology professors from the AGI database. This should be sent to all Section Chairs.
25. Set time and place of next meetings October, November, December 2012
President Bryan will send out a Doodle Poll.
26. Adjournment
The meeting adjourned at 5:35 PM.

Minutes approved October 18, 2012

William K. Smith, AEG Foundation Secretary