

Meteoritical Society Council Meeting
Invitees
Meteoritical Society Special Telecon
ZOOM Online Meeting – 8 am (US EDT time) May 29, 2019

Past President Invitee

Trevor Ireland

Council Members Invitees

Mini Wadhwa (Pres.)

Brigitte Zanda (VP)

Candace Kohl (Treas.)

Munir Humayun (Sec.)

Catherine Corrigan (and Elements)

Neyda Abreu

Chris Herd

Kuljeet Kaur Marhas

Maria Eugenia Varela

Council Members Regrets

Pierre Rochette

Mario Trieloff

Takashi Mikouchi

Guests

Tasha Dunn (Treasurer elect)

Agenda

Meeting with the treasurer (Tasha Dunn)

1. Actions to take to prevent future losses
 - a. Need to add information to “Treasurer’s Manual/Handbook” and/or add to bylaws: (i) No transactions above a specified amount (need to discuss how much!) to be performed without prior council approval; (ii) Exec Comm to be informed via email prior to making financial transactions above this specified amount.
 - b. Is it desirable or required for Treasurer candidates to have served as a Society officer prior to service in this role?
 - c. Need to discuss conditions for transfers to outside accounts to support workshops/conferences/other activities recommended by EC (i.e., no transfer to be made to personal bank accounts?).
2. Suggestions/actions to mitigate the impact of the losses incurred
 - a. No grants in support of workshops/conferences that are not directly relevant to the Society’s core mission for the next year?

Minutes of the Special Telecon:

The President welcomed Tasha Dunn as the new treasurer starting June 1, 2019. She thanked Candace Kohl for her services as treasurer. Candace will be the Deputy Treasurer starting June 1.

The Council needs detailed reports from Karen Ziegler (ex-treasurer) on transactions affected by the phishing scam to file a report with the FBI. This report is expected soon. Copies of all the emails have been forwarded to Tasha Dunn.

- Dunn: Failing to receive a report from Karen, Tasha would sort through those emails to extract details.

Discussion on agenda items:

1. (a) The Council was undecided on the benefits of setting a specified dollar amount before which the treasurer needed to obtain approval. The Council accepted that the treasurer would only make such transfers from the society's accounts that included either routine payments for recurring expenses, or transferring funds that had been approved by Council. The Council agreed that as a safety measure the treasurer should notify the Executive Committee (President, Past-President, Vice President, Secretary, Treasurer) by email when making transfers for any non-routine expenses. Routine expenses that would not require reporting would be defined in a revision of the *Handbook for Officers*.

- Secretary to add language to Handbook to describe permissible transfers. [see new item 3 below]

The Council decided that specific language needs to be drawn up to amend the Bylaws that all officers have the Handbook, review the Handbook procedures, and contribute to updating the Handbook and ensuring that their successors are provided with the Handbook.

- The Secretary was tasked with drafting the language and submitting to Council for review and approval [see new Article 2.6 below].

- All Executive Committee members are tasked with reviewing and updating their duties in the Handbook.

- All Officers: Document Retention Policy to be reviewed and updated as needed to preserve invoices, etc., for treasurer's records.

- Bylaws to be edited to state: "budget to be approved before/by the annual meeting". [see proposed language for Article 2.4 below]

(b) Council considered whether officers should have served on the Council prior to becoming officers. It was decided against adding this restriction.

(c) Council appreciated that it was difficult to set up dedicated accounts for workshop activities in some countries due to tax laws. In cases where MetSoc funds were planned to be transferred to personal bank accounts, the society would require detailed financial reporting on the expenditures made to show that funds had been used exclusively for purposes approved by Council. [We did not discuss what to do about any remaining funds.]

- Language will be crafted for Endowment Committee transfers [see 6. below] stating these terms of acceptance of MetSoc funds and added to Handbook.

2. Council agreed to advise the Endowment Committee to limit approvals for financial support to activities that were closely allied with the core mission of the society to ameliorate the impacts of the losses of operating funds.

- The President will approach individuals that have offered to help with the financial crisis for contributions to the operating account. [note: the President has already initiated this step].

Other points:

- Candace raised the need for hiring an accounting service to help with handling the books. Tasha/Candace tasked to select firm for accounting services. Proposal to be brought to annual meeting in Sapporo.

- Overall revision of the handbook to be conducted – President, Secretary, and others.

- Candace to consult IT security companies for securing emails and dealing with phishing scams.

The need for distinct email accounts for the officers (treasurer@netsoc, or info@netsoc) was discussed and tabled for further discussion at the Sapporo meeting.

Recommended changes to the bylaws:

New Article 2.6:

Officers of the Society and committee members shall use the *Handbook for Officers and Committee Members* for guidance on operations of the Society. The Secretary shall maintain the official version of the handbook. Each officer and committee chair is responsible for submitting updates to the handbook to the Secretary, and for passing the handbook along to their successor.

Revised Article 2.4:

The Treasurer shall keep accounts showing all the receipts and expenditures of money belonging to the Society and all the financial transactions of his/her office. The Treasurer shall oversee the collection of membership dues and other income and for the payment of legitimate Society debts. The Treasurer will file appropriate US federal tax forms and state forms to maintain our nonprofit corporation. At the end of each fiscal year, the Treasurer will prepare a written annual financial report and a budget for the new fiscal year, both to be transmitted to the Secretary by February 15 or two weeks prior to the Spring Meeting, whichever is earlier. The budget should include all anticipated income and expenditures, including royalty payments and repayments of loans to the organizers of annual meetings, and must be approved by Council at the Spring Meeting. The Council may, upon request, obtain all detailed financial records from the Treasurer.

Revisions to the Handbook for Officers and Committee Members

Endowment Committee:

Current language:

Please make sure that the Meteoritical Society is acknowledged by name for this support. Within a year of completion of the workshop, conference or other supported activity, a 1-page summary of the activities supported should be sent to the Chair of the Endowment Committee (Drew Barringer and Uwe Reimold, co-chairs), and copied to the Secretary of the MetSoc (metsocsec@gmail.com). This report should include a list of attendees supported, and a brief critique of what worked well or did not work well. Negative comments in a critique will not impact any future requests for support, particularly if ways for future improvement are identified.

Proposed addendum:

6. The Endowment Committee appreciates that it may be difficult to set up dedicated accounts for workshop activities in some countries due to tax laws. In cases where Meteoritical Society funds were planned to be transferred to personal bank accounts, the society would require detailed financial reporting on the expenditures made to show that funds had been used exclusively for purposes approved by Council. Funds received from the Meteoritical Society carry with it the obligation to provide a full financial report on the conclusion of the activity funded, to be sent not later than one year following completion of the workshop, meeting or activity date to the Treasurer. The report should show exactly how the funds were spent providing any invoices, bills or receipts showing the expenses incurred. **Any unspent funds are to be returned to the Treasurer of the Meteoritical Society.**

2.5 Duties of Treasurer:

New item 3:

In addition to routine payments described in Sections 3 and 5 below, the Treasurer also pays for activities that are requested from the Society and approved by Council. The treasurer must be alert to possible scams (e.g., email phishing scams) used to defraud the society. **No officer or member of the Council would request any special transfers to be made from the Meteoritical Society accounts without a motion that has been approved by a vote of the Council.** As a member of the Council, and of the Executive Committee, the Treasurer is privy to all such discussions. The Secretary maintains records of decisions that have been approved by the Council so for any funding request made by the President, the Secretary should have a record of that action being approved by Council. Prior to performing a transfer the Treasurer should notify the President and Secretary by email of the impending transfer referring to the action approved by the Council. This move adds a layer of protection for the Treasurer and for the Society.