

---

## **BOARD OF DIRECTORS MEETING ♦ MINUTES ♦ Sunday, January 25, 2015**

Hilton Daytona Beach Resort, Daytona Beach, Florida

---

### **Board Members Present:**

Kathleen Richardson, President  
David Green, Past President  
Mrityunjay (Jay) Singh, President-elect  
Daniel Lease, Treasurer  
Michael Alexander, Director  
Keith Bowman, Director  
Geoff Brennecka, Director  
Elizabeth Dickey, Director  
John Halloran, Director  
Vijay Jain, Director  
Edgar Lara-Curzio, Director  
Hua-Tay (HT) Lin, Director  
Tatsuki Ohji, Director

### **Non-Voting Board Members Present:**

David Johnson, Parliamentarian  
Charlie Spahr, Executive Director

### **Others Present:**

Bryan Huey, Chair, Basic Science Division  
Timothy J. Haugan, Chair, Electronics Division  
Marina Pascucci, Past President  
Lisa Rueschhoff, PCSA

### **Staff Present:**

Teresa Black  
Eileen De Guire  
Marcus Fish  
Sue LaBute  
Mark Mecklenborg

## **1.0 CALL TO ORDER AND OPENING STATEMENTS**

President Richardson called the meeting to order at 9:35 a.m. The agenda was approved without additions.

## **2.0 APPROVAL OF CONSENT AGENDA**

### **2.1 Approval of Previous Board Meeting Minutes**

- October 11, 2014
- December 18, 2014

### **2.2 Acceptance of Committee Reports**

### **2.3 Approval of Student Material Advantage Chapters**

- West Virginia University, Morgantown, Virginia

### **2.4 Parliamentary Report** [distributed at meeting]

On motion by David Green, seconded by Vijay Jain, the Board voted **unanimously** to approve the consent agenda.

## **3.0 PRESIDENT'S REPORT**

Richardson explained the Board meeting format change. Going forward, more information will be provided in advance to allow more time for discussion of strategic items such as the Foundation.

### **3.1 Presidential Committees Reports**

- **Society Lectures Attendance – Orton committee update/JPLT**

MS&T partners approved the proposal to make the plenary session home to named lectures. The goal is to increase attendance at the lectures. The plan is to have three lectures during the plenary, ACerS lecture will be the Orton lecture. This was discussed with the ACerS Orton committee, and they are prepared to select a lecturer who would have broad appeal to a more global audience.

- **Diversity in ACerS**

Communications were sent to ACerS leaders – Division officers, Committee chairs, PCSA, YPN – to update them on the ACerS diversity related activities that took place over the past year and to encourage them to consider ways to better include underrepresented groups as they populate committees, select award recipients, plan events. The PCSA and YPN leaders were connected to Shen Dillon, as a liaison for their activities going forward. Kathleen suggests sending a similar message each year to these leaders to keep the message in the forefront.

- **Pan Am Ceramic Societies – membership agreement**

Staff is working to implement the terms of the MOU with ABCeram. Agreements with other countries will be considered as they come forward, and will be evaluated on a case by case basis. Edgar Lara-Curzio commented that the Ceramic Expo would be a good venue to bring in trade groups.

- **ECerS Collaborations – Summer School, Student Exchange Program**

The ECerS summer school opportunity was recently promoted to US students resulting in five applicants. The summer school will take place in Madrid, Spain, preceding the ECerS annual conference in June, 2015. Outside funding was not successful so ACerS needs to determine how this will be funded, at what level, and if funding will come from CGIF. The goal is to fund up to \$1,500 per student, which equates to approximately 50% of the expense per student. Will reciprocate with hosting a 'winter school' next year between the EMA and ICACC conferences. Will complement the programming with the leaders of both meetings committee.

There also has been discussion with ECerS about a three month lab experience exchange for a US student in Europe and a European student in the US, however, ACerS has not committed to this yet.

- **Presidential Ambassadorship Program**

A committee of Geoff Brennecke, Vijay Jain, Ivar Reimanis and Jay Singh developed a plan to utilize past ACerS leaders to support current BOD and Society activities. \$10k was allocated in the proposed budget for this program. This will be a pilot program for a year or two, if it proves successful, will be formally added to the Procedure Manual. An evaluation will be conducted each year during the fall meeting whether to continue and to budget for future years.

On motion by Vijay Jain, seconded by Edgar Lara-Curzio, the Board voted unanimously to approve the establishment of the Presidential Ambassadorship Program.

- **Strategic Planning for Emerging Opportunities Update**

Jay Singh updated that the SPEO committee met during MS&T in October. The committee has been focused on TIGs for the past several years, but they need to focus on more activities, such as establishing something for manufacturing or organize a meeting. The committee is meeting this week in Daytona Beach where they will discuss working on a manufacturing meeting, or other meetings.

- **Medal for Advancement of Research and Technology**

A committee of Tatsuki Ohji, John Halloran and Edgar Lara-Curzio developed a draft proposal to institute an award to recognize corporate executives for their involvement promoting ceramics. They will continue to work on the draft with the stipulation that the nominees do not have to be members or corporate members of ACerS. The committee will redraft the rules with David Johnson, and present a proposal that will be added to the procedure manual at a future meeting. The award will not be awarded this year.

- **Global Graduate Researcher Network Update**

Jay Singh and Mark Mecklenborg, staff director of Membership, Meetings and Technical Publications, updated that graduate students who attended the EMA and ICACC meetings automatically became members of the GGRN, have 265 members so far. An advisory committee has been formed to develop the substance of the network, having a meeting this week with membership committee and PCSA. Ideas so far are to hold webinars and networking activities, professional development, how to write a journal

article. Graduation dates of members will be captured in the database. Feedback is good so far, almost have achieved goal of 300 members for the first year. A flyer is included in the meeting materials. Still developing a marketing campaign.

**Action item:** Staff to provide a flyer/information for the Board members to use to promote the GGRN. Also will promote to the GOMD/DGG attendees.

- **ACerS Global Ambassadors Program Update**

Jay Singh updated that staff is developing the guidelines for this program, but pointed out that this isn't an award, it's a thank you/recognition of volunteers you keep giving to the Society.

- **Membership Appeal/Challenge to Board Members (Singh)**

Jay Singh issued a membership appeal/challenge to Board members to recruit members and talk about the Society in their travels/visits. A presentation has been created by staff that Board members can use, it will be finalized and distributed to the Board members in the coming weeks. Beginning at the May meeting, Board members will report on what's new in their life, who they have recruited, etc. Also, will report how they utilized the presentation, did they use it as, update it, made revisions.

### **3.2 Nominations and population of committees/leadership**

Kathleen Richardson discussed the lack of nomination for leadership positions, need to do better at nominating for these positions, need to develop best practices, provide good position descriptions to provide to candidates, to help provide clarification to committee members, define timelines. Will be discussed later today and will be asking for some volunteers to help.

## **4.0 FINANCIAL UPDATE**

### **4.1 2014 YTD (November) and Full Year Preliminary Results**

Treasurer Dan Lease reviewed the financial reports that were included in the advance materials. He reported on results through November 30 and also year-end projections. As of November 30, the combined operating surplus is \$310k, which is \$182k ahead of budget.

### **4.2 Investment Portfolio Update and Major Fund Balances**

The investment rate of return through December is 6.1% and the year-end balance of funds is \$7,770,771.

### **4.3 Status of Designated Award Funds**

Lease reported that the Finance Committee recently met via teleconference to discuss the inactive fund balances. A status report with recommendations was included in the advance materials.

The expenses for the Frontiers of Science and Society – Rustum Roy Lecture will be reduced and the sustainability will be evaluated in three years. May need to seek external funding.

The Marquis fund will transfer to the new Manufacturing Division since this was a Whitewares and Materials Division award.

Jay Singh is working with the former Pacific Coast Section members regarding the Geijsbeek fund to establish a PACRIM award. He'll provide a plan for approval at the May Board meeting.

**Action Item:** Jay Singh will provide a plan for the Geijsbeek fund for approval at the May Board meeting.

On motion by Keith Bowman, seconded by Geoff Brennecka, the Board voted **unanimously** to approve the transfer of the Everett Thomas funds to the Ceramic and Glass Industry Foundation (approx. \$2,500).

### **4.4 2015 Budget Review and Approval**

Lease reviewed the 2015 budget, expressing that this is one of the best budget packages that he has seen in all his experience thanking staff for their efforts. He noted that there is no budget for the Ceramics Expo since ACerS does not own the event, however, ACerS does benefit financially from commissions for exhibit space sold by ACerS sales staff. The real benefit is a terrific platform to improve relations with ACerS Corporate members, a place to develop a manufacturing technical conference, and possible additional

activities. The exhibit is on target to exceed original number of exhibitors, over 125 so far. He also pointed out that a new item in the budget is for CGIF expenses, budgeted at \$193k.

Beth Dickey commented that she would like to not see so much revenue from meetings, thinks the meetings are too expensive and asked if it is a goal to set an overall surplus. Spahr responded that the surplus is needed to sustain the Society activities and programs, such as the Foundation matching funds, not looking to maximize the surplus, the surplus does not include overhead such as IT and accounting, plus need to maintain a cushion for the worst case scenario.

**Action Item:** In the future budgets, recap exactly what goes into each item, add a line item at the end of the meeting budget that reflects the indirect expenses, estimate if necessary. Evaluate if meeting registration rates can be reduced.

On motion by Edgar Lara-Curzio, seconded by John Halloran, the Board voted **unanimously** to approve the 2015 Budget as recommended by the Finance Committee.

## 5.0 DIVISION FUNDING

Richardson introduced a proposal for ACerS that will allow supplemental funding for Divisions, upon request of up to \$2,500 per year to support specified activities, and based on availability of funds.

On motion by Keith Bowman, seconded by Elizabeth Dickey, the Board voted **unanimously** to approve additional funds of up to \$2,500 per Division, per year, for authorized requests.

On amended motion by John Halloran, seconded by Geoff Brenneka, the Board voted **unanimously** to add 'a two year pilot program' to the original motion.

A process and request form have been developed and will be routed to the Divisions. The supplemental funds cannot be carried over into the next year. The initial funding will be for Divisions only, but could be expanded to sections in the future.

Defined as a pilot program for two years, based on availability of funds. Will evaluate to make permanent or modify the rules and include in the Constitution at that time.

## 6.0 PRESIDENT'S COUNCIL OF STUDENT ADVISORS

PCSA Communications Committee Chair, Lisa Rueschhoff, presented an update of PCSA activities. These include the development of a new ceramic and glass kit and the implementation of Divisional Delegates. The Divisional Delegates will serve as a point of contact between the divisions and the PCSA. Development Director Marcus Fish has been working with the PCSA regarding fundraising efforts and techniques.

**Action Item:** PCSA to collect statistics on international participants.

**Action Item:** PCSA to coordinate fundraising efforts through the CGIF.

Suggestions from the Board members for the PCSA to consider:

- Inform the ACerS leaders who is attending conferences from PCSA as they might be able to provide support.

- Make the division assignment sooner.

- Expand the student guide to include MS&T.

- Coordinate activities with the various ACerS groups – PCSA, Keramos, MA, GGRN, EIC

## 7.0 CERAMIC and GLASS INDUSTRY FOUNDATION

- **Board of Trustees Recruitment Update**

Spahr presented the list of members who have agreed to serve on the Foundation Board of Trustees. There are 15 with several more pending.

On motion by John Halloran, seconded by Tatsuki Ohji, the Board voted **unanimously** to approve the slate of 15 Foundation Board of Trustee members:

Richard Brow	Ted Day
Richard Feeser	Shin-ichi Hirano
Joel Moskowitz	L. David Pye
Lora Cooper Rothen	Shreekant Somany
Mary Stevenson	Jon Tabor
Jose Varela	Shunpei Yamazaki
Kathleen Richardson (ACerS Presidents appointee for a one year term)	
Daniel Lease (as required by the rules as ACerS Treasurer)	
Charlie Spahr (as required by the rules as ACerS Executive Director)	

**Action item:** Provide background information on the CGIF BOT members to the ACerS Board.

The inaugural BOT meeting will take place on Monday, April 27 in Cleveland, Ohio. The remainder of the Board members will be finalized in the coming weeks, which will require another vote prior to the April BOT meeting.

- **2015 Program Development**

Spahr discussed the areas of program development, six areas have been identified, it will be a function of the BOT to prioritize the goals.

The six areas that have been proposed as potential program elements of the CGIF are:

- Establishing a global internship database
- Providing scholarships
- Create a university–industry network with Key Professors and Corporate Champions
- Develop content for continuing education and workforce training
- Perform student outreach to high schools and middle schools
- Advocate for the ceramics and glass industries and their workforce, e.g., public policy

- **2015 Fundraising Plans including major donors and planned giving**

Development Director Marcus Fish discussed fundraising goals and activities, highlighting the various levels of gift giving and the importance of effective communication about the mission, programs, and accomplishments of the Foundation to the members and donors. The goal is to raise the financial support needed to launch and sustain the programs of the CGIF. Would like to issue a Board challenge with a goal of 100% participation by the members of the BOD. BOT members are expected to donate, however, a set dollar amount is not established. The CGIF will establish and maintain an organizational framework for successful fundraising by the CGIF and ACerS.

## 8.0 ESTABLISHING A 'MANUFACTURING' DIVISION

A proposal to revitalize the Whitewares and Materials Division by establishing a Manufacturing Division was submitted by member William Carty, et al., as a place for ceramic and glass manufacturing companies and members. John Halloran provided information about the plan provided in the attachment, which include programming for manufacturers, short courses to serve the engineering community, possibly could coordinate with AACCM. If approved, the Manufacturing Division will be introduced at the Ceramics Expo in April. Seeking consensus from the ACerS Board to proceed to the next step in the process which is to poll the current

Whitewares and Materials Division members to approve the name change, revised mission and slate of officers, followed by approval by ACerS Board. The ACerS Board is very enthusiastic about this initiative, lots of areas to explore and look forward to hearing more details.

#### **9.0 ABET**

On motion by Geoff Brennecka, seconded by Keith Bowman, the Board voted to ratify the proposed ABET governance change and endorsed by the ACerS ABET representatives William Mullins, Alexis Clare, Bill Hammetter, Janet Callahan and Kathy Lu.

President Richardson thanks the above named ACerS ABET representatives.

#### **10.0 NOMINATIONS TO BOD POSITIONS**

David Johnson provided an overview of nominations process and how the Nominating Committee operates.

David Green provided a brief update about his concerns about nominations and participation of Nominating Committee members. After discussion it was suggested that the Nominating Committee members need to understand the importance of their roles, what's expected including that they bring nominees forward, not rely only on those from membership. It's important that the President and President-elect 'sit in' on the nominating committee activities as a training ground. Also, Board members have a responsibility for submitting candidates too.

**Action Item:** Include on the Board meeting agendas a report of the number of candidates, also emphasize at the Division leaders meeting during the annual meeting that they should submit nominations too.

**Action Item:** A Nominating Committee Best Practices committee was formed with members Vijay Jain, Tatsuki Ohji and Hua-Tay (HT) Lin (all three previously served on the Nominating Committee) to submit a report at the next Board meeting.

#### **11.0 EXECUTIVE DIRECTOR'S REPORT**

Executive Director Charlie Spahr referenced the operations updates that were included in the advance materials but in the interest of time did not review in detail.

He updated that ACerS is recruiting for a web manager due to a staffing change.

Spahr provided an update on the status World Kitchen lawsuit. Essentially, the discovery stage will be concluding in the next couple of months before next steps are taken (if needed).

Spahr reported that ACerS is undergoing an IRS review related to unrelated business income. The original inquiry was related to Section activity, especially inactive Sections. During the review a question came up whether journal income should be unrelated business income. Currently awaiting the IRS preliminary recommendation. ACerS audit firm, Schneider Downs represented ACerS in the process.

#### **12.0 EXECUTIVE SESSION**

On motion by John Halloran, seconded by Edgar Lara-Curzio, the Board voted to move into executive session.

#### **13.0 SOCIETY AWARDS**

##### **2015 Varshneya Lecture Award**

On motion by Vijay Jain, seconded by Elizabeth Dickey, the Board voted **unanimously** to approve Dr. Steven Jung as the 2015 Darshana and Arun Varshneya Frontiers of Glass Technology Lecturer.

#### **14.0 COMMITTEE APPOINTMENTS**

##### **Du-Co Ceramics Scholarship Award Committee**

On motion by Edgar Lara-Curzio, seconded by Vijay Jain, the Board voted **unanimously** to approve Steve Jung as chair of the Du-Co Ceramics Scholarship Award Committee for the term of January 2015 to October 2014.

## 15.0 NOMINATING COMMITTEE REPORT

On motion by Vijay Jain, seconded by Jay Singh, the Board voted **unanimously** to approve the slate of nominees for the positions of President-elect and Board of Directors as presented by the 2014-2015 Nominating Committee, with Greg Rohrer as the alternate for Lynnette Madsen who is pending for management approval at her organization.

President-elect nominee - Society term 2016-2017: Michael Alexander  
Director nominees - Society term 2015-2018: Manoj Choudhary, Martin Harmer, Lynnette Madsen  
(alternate – Gregory Rohrer)

Note: subsequent to the meeting, candidate Lynnette Madsen advised that she did not secure the necessary approval, therefore, her candidacy was withdrawn, making Gregory Rohrer the Director candidate in her place.

## 16.0 DISCONTINUE EXECUTIVE SESSION AND ADJOURNMENT

On motion by Edgar Lara-Curzio, seconded by Elizabeth Dickey, the Board voted to exit executive session and adjourn the meeting. The meeting adjourned at 3:45 p.m.

## BOARD OF DIRECTORS FUTURE MEETING SCHEDULE

### 2015

- Sunday, May 17, 2015 Miami, FL 10:00 a.m. – 5:00 p.m. (GOMD)
- Saturday, October 3, 2015 Columbus, OH 10:00 a.m. – 5:00 p.m. (MS&T)

### 2016

- Sunday, January 24, 2016 Daytona Beach, FL 10:00 a.m. – 5:00 p.m. (ICACC)
- Spring/Summer TBD, 2016 TBD 10:00 a.m. – 5:00 p.m.
- Saturday, October 22, 2016 Salt Lake City, UT 10:00 a.m. – 5:00 p.m. (MS&T)

## SUMMARY OF ACTION ITEMS

**Action item:** Staff to provide a flyer/information for the Board members to use to promote the GGRN. Also will promote to the GOMD/DGG attendees.

**Action Item:** Jay Singh will provide a plan for the Geijsbeek fund for approval at the May Board meeting.

**Action Item:** In the future budgets, recap exactly what goes into each item, add a line item at the end of the meeting budget that reflects the indirect expenses, estimate if necessary. Evaluate if meeting registration rates can be reduced.

**Action Item:** PCSA to collect statistics on international participants.

**Action Item:** PCSA to coordinate fundraising efforts through the CGIF.

**Action item:** Provide background information on the CGIF BOT members to the ACerS Board.

**Action Item:** Include on the Board meeting agendas a report of the number of candidates, also emphasize at the Division leaders meeting during the annual meeting that they should submit nominations too.

**Action Item:** A Nominating Committee Best Practices committee was formed with members Vijay Jain, Tatsuki Ohji and Hua-Tay (HT) Lin (all three previously served on the Nominating Committee) to submit a report at the next Board meeting.