

AOS REORGANIZATIONAL MEETING
SATURDAY, MAY 3, 2014
Frank Smith, President -Presiding

I. Call to Order:

The meeting was called to order at 11:00 A.M. CDT

II. Proof of due Notice of Meeting:

The meeting was announced in *Orchids* magazine in January, February and March 2014 and has been widely publicized over the last two years by the Orchid Society of Minnesota.

III. Roll Call:

Officers Present; Frank Smith, Mario Ferrusi, Harry Gallis, Jean Hollebhone, Susan Wedegartner, Nancy Mountford, Sandra Svoboda.

Trustees Present: Jeanne Buchanan, John Ingram, Carol Zoltowski, Fred Missbach, Juan Felipe Posada, Bill Zimmerman

Absent: Ron Giles, Fred Clarke, Tom Etheridge, David Toyoshima, Linda Thorne

Invited Guests: Taylor Slaughter, Jennifer Reinoso, Norman Fang (for part)

IV. Declaration of Quorum:

A quorum was declared.

V. Welcome to New Trustees:

Frank Smith

Frank Smith welcomed the new trustees and officers. He acknowledged that the Board of Trustees has come through some difficult times in the last two years but the future is bright for the AOS; if we build on current successes and work together cooperatively, we can achieve a strong and resilient AOS that is fun for everyone.

VI. Approval of Chairs and Committees:

The President introduced Committee chairs and members, as follows:

Finance: Chair : Susan Wedegaertner
Members: Fred Missbach, Nancy Mountford and Peter Furniss

Governance: Chair: Mario Ferrusi
Members: Tom Etheridge, Taylor Slaughter, Harry Gallis, Jean Hollebhone

Development: Chair: Norman Fang

Affiliated Societies/ Membership: Chair: Laura Newton

Education: Chair :Sandra Svoboda
Members: Gail Furniss

Information Technology: Chair: Greg Filter
Library/ Archives: Chair: Kenneth Roberts
Public Relations: Chair: David Toyoshima
Research/Conservation: Chair: Carol Zoltowski
Judging Committee Chair: Aileen Garrison
Nominating Committee: Chair: TBD

**Upon a motion made and seconded,
the Trustees VOTED to APPROVE
the chairs and members of the AOS Committees as presented.**

VII. Fall Meeting

Ron McHatton

Ron McHatton gave an update on the AOS Fall Meeting to be held October 29, 2014 to November 3, 2014 in Orlando, Florida in conjunction with the 16th International Slipper Symposium. AOS will manage costs related to registration, vendors, and the AOS auction. A draft contract for guest rooms and meeting rooms with the Hotel Sheraton, Orlando North was reviewed. Rooms will be a reduced rate of \$112/night plus tax and must be booked by October 10. Meeting room rental is \$2400 per day, subject to an increasing discount based on the number of room nights pre- booked. If less than 158 room nights are booked, then the meeting room rate is 100%, for 159-300 nights a 25 % discount is applied, for greater than 461 room nights, meeting rooms are discounted 100% (are complimentary). Vendor fees are \$800 per table. A deposit fee of \$2800 has been paid in advance, a donation to AOS from Frank Smith. The newly approved 2014-5 budget contains a line item for an estimated show budget of \$28,400 against which expenses would be made and later recovered through Fall Meeting income. After discussion , and,

**Upon a motion made and seconded,
the Trustees VOTED unanimously to ACCEPT the Contract
with Sheraton North, Orlando, Fl.**

Ron McHatton indicated that advertising for the fall show will go up on the website immediately and the first notice in *Orchids* will be made in July, and for three months thereafter.

VIII. Nominations

Frank Smith

The President requested Trustees go into Executive Session to discuss nominations to be considered.

**Upon a motion made and seconded,
the Trustees AGREED to go into Executive Session.**

The Trustees entered Executive Session at 11:30 CDT and came out of Executive Session at 12:15 CDT.

The results of the Session are as follows:

**Upon a motion made and seconded,
the TRUSTEES VOTED to APPROVE
the appointment of Taylor Slaughter to Honorary Vice President.**

**Upon a motion made and seconded,
the TRUSTEES VOTED to APPROVE
the appointment of Sandra Tillisch Svoboda as AOS representative to
the World Orchid Congress Trust (WOC).**

VII. Web- based membership

Nancy Mountford

Nancy Mountford presented the report of a task force (Nancy Mountford, Jay Balchan and Don Ghiz) charged by the President with examining the cost of a digital-only membership and recommending fees for this new membership category. A digital membership would give (AOS) members access to existing, basic on-line services /tools such as the web site, and digital *Orchids* magazine. Other product options such as OrchidsPlus Online and hot links to other digital resources, could be added as incremental cost options and products over time. The report proposed:

Membership Type	Digital Only (US/Worldwide)	U.S. Destination (Digital and Print)	Canada and Mexico (Digital and Print)***	All Other Countries (Digital and Print)***
Individual, one year	\$40.00	\$65.00	\$85.00	\$105.00
Individual, two years	\$75.00	\$125.00	\$165.00	\$205.00
Joint, one year*	\$55.00	\$80.00	\$100.00	\$120.00
Joint, two years*	\$100.00	\$155.00	\$195.00	\$235.00
Student, one year**	\$25.00	\$40.00	\$60.00	\$80.00
Student, two years**	\$45.00	\$75.00	\$115.00	\$155.00

* Joint membership is for two individuals residing at the same address and includes only one subscription to the monthly magazine, *Orchids*.
 ** Student members must be in high school or enrolled at an accredited college or university. Valid student ID required at time of application.
 *** Additional cost covers priority delivery of the print magazine. NOTE: For **U.S. Destination ONLY**, First Class Mail is available for an additional \$30.00 per year.

After discussion, and

**upon a motion made and seconded,
the TRUSTEES VOTED to**
a) IMPLEMENT the tiered system of digital memberships, and,
b) to CHARGE THE DIRECTOR of Public Relations
to DEVELOP a Public Relations PLAN TO LAUNCH
the new digital memberships. as soon as possible.

The PR plan will include the use of social media outreach. Ron McHatton indicated notices could be placed in *Orchids* magazine and on the web site as early as July.

A motion to consider lifetime digital memberships was tabled for further cost analysis and consideration at the next BOT meeting.

There is also strong membership support for completion of the digitization of archived magazines as soon as possible, as referenced by three offers made at the meeting to the President to give donations to support completing this project as soon as possible.

VIII. Review of Confidentiality and Conflict of Interest Statements and Insurance Policies

Ron McHatton indicated each Officer and Trustee has been given the Conflict of Interest Policy and Statement as per a Bylaws requirement to sign. Most have already complied. The Confidentiality Statement will be sent by e-mail to each Trustee next week for signature. Electronic signature and return by e-mail or regular post are acceptable.

Insurance Policies are now due for renewal. Fred Missbach volunteered to work with Ron McHatton on the review of these policies.

IX. Contract with Fairchild Tropical Botanical Garden (FTBG)

As agreed, (February 27, 2014 BOT minutes), FTBG has forwarded a contract proposal on May 2 2014, (which has been favorably reviewed by their Board of Directors), for consideration by the AOS.

**Upon a motion made and seconded,
the Trustees AGREED to go into Executive Session
to discuss the contract proposal.**

The Trustees entered Executive Session at 12:05 p.m. At 2:45 p.m., the Board came out of Executive Session.

**Upon a motion made and seconded,
the TRUSTEES AGREED to APPROVE
the modified contract with FTBG,
and following a review by the AOS attorney
and a second review and approval by the Board,**

the contract will be presented to FTBG for signature.

X. Additional Business

The Trustees agreed to schedule their next meeting, electronically, on Thursday, May 29, 2014.
The Executive Committee meeting will be May 28, 2014.

IX. Adjournment:

The President called for adjournment.

**Upon a motion made and seconded,
the Trustees VOTED to adjourn the meeting.**

The meeting adjourned at 2:55 CDT.

Respectfully submitted,

Jean Hollebone
Secretary
May 3, 2014

Attachments

There are no attachments.

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