



Geological Society of Connecticut

Board of Directors Meeting December 1, 2010, Dinosaur State Park

Call to order:

1. Meeting was called to order by Janet Stone at 4:45 pm. In attendance were the following: Janet Stone, Ralph Lewis, Daniel White, Michael Wizevich, Camille Fontanella, Mark Lewis, Margaret Enkler, Randolph Steinen, Margaret Thomas. Absent: Peter Letourneau
2. Minutes of the Board of Directors' meeting on October 18, 2010 were approved as presented
3. Treasurer's report (attachment A) was distributed in advance of the meeting. The treasurer discussed the current state of the treasury (attached to these minutes) and the recent fraudulent use of the Society's debit card. As soon as the fraudulent use of the debit card is confirmed by a bank investigation team (EFT case #8606), the funds will be replaced in the Society's account by the bank.

Old Business:

1. Status report on recent filings and applications.

Steinen reported that the Society's *Certificate of Incorporation as a NonStock Corporation* was filed and recorded by The Secretary of State on October 27, 2010 (Vol. B-01461, p. 01546-01549). IRS Form 990 has been completed and filed (delivery verification was not received by mid last week). The Department of Consumer Protection issued the Society a *Certificate of Charitable Organization Registration* (expiration date 11/30/2011).

Batchelder discussed revision of IRS Form 1023 (Application for Recognition of Exemption Under Section 501(c)(3) of the IRS Code), which is mostly completed. Particular concerns are Part VIII, Section 4(a), "Your Specific Activities" relative to fundraising, Section 11, relative to acceptance of donations and Section 13(a) relative to the Society's plans to make grants to other organizations. After considerable discussion about the specific issues it was decided to seek advice from John Purtill on legal definitions and ramifications of our answers to those sections.

2. Up-date on Membership. Thomas reported that the Society currently has 184 members, 7 of whom are members for 2011. Annual dues notices for 2011 will be sent out to the membership soon. The newly formed membership committee includes

Rebecca Cutler, Tom Benedict, Pam Brundage, Mark Lewis, Randolph Steinen, and Margaret Thomas. The committee is working on recruitment strategies.

3. Up-date on potential changes to Society Documents: Refinements to language in the Constitution and By-Laws relative to election of officers and terms of board-members are needed (see minutes of Oct. 18, 2010). Thomas will present the Board with suggested wording.

New Business:

1. Website. Questions about what Society Documents should be posted on the website were addressed in a letter from John Purtill. His recommendations were to post Form 990 (it will be made public information by the Guidestar website), and minutes of the Board meetings after they are approved. Other documents would be in the purview of the Board. It was recommended that the web-master be sent appropriate files for posting (Form 990; approved minutes).

Considerable discussion ensued concerning the website in general. Ralph Lewis moved and Daniel White seconded to ask the Communication/Education Committee to report to the Board at its next meeting a plan for website, future of the newsletter etc... The motion passed without opposition.

2. Formulation of Conflict of Interest Policy. The instructions for completing Form 1023 contained a sample Conflict of Interest Policy, which was distributed by e-mail to the Directors. Batchelder volunteered to craft a more simple form of the policy for presentation at the next Board meeting. Further discussion was tabled.
3. Reports of Standing Committees have been made during previous discussion.

Next Meeting- Mon Feb 7th, at Dinosaur State Park, 4:30pm.

Meeting Adjourned – 6:30pm