

**MINUTES OF THE BOARD OF GOVERNORS
REGULAR MEETING BY TELECONFERENCE
JANUARY 11, 2005
ARIZONA ARTS, SCIENCES AND TECHNOLOGY
ACADEMY FOUNDATION, INC. (AASTA)**

The regular meeting of the Board of Governors of AASTA was held by teleconference on January 11, 2005. The following members participated in the meeting: Russell Balda, Lyle Bootman, Jim Collins, Jonathan Lunine, Gary Krahenbuhl, Jane Maienschein, and Joaquin Ruiz. Not present or participating: Charles Backus, Jim Buizer, Phil Christensen, Curtis Hinsley, Laurie Leshin and Zachary Smith. Also participating were Patrick Burkhart and Suzanne Reuss, who recorded the minutes.

Chairman Gary Krahenbuhl called the meeting to order at 4:05 p.m.

The minutes of the organizational meeting of the Board of Governors on October 26, 2004 were approved as distributed.

Treasurer's Report

Treasurer Jane Maienschein has lost her voice and has provided Patrick Burkhart with her written report for him to read. A brief financial report is attached and summarized as: a checking account has been opened at the Bank of America. Gary Krahenbuhl, Jane Maienschein, Patrick Burkhart and Suzanne Reuss have signatory and electronic access to the account. One major transaction this month involved pre-incorporation expenses handled by Patrick. Jane approved a reimbursement request for these expenses and Patrick then donated these back to AASTA. Additionally \$500 was used to cover the filing costs for the 501c3 application to the Internal Revenue Service. The cash balance as of today is \$17,835.

Gary Krahenbuhl brought up interim compensation for Patrick and Suzanne, without whom AASTA would not exist. One way to begin to provide some support to them would be to pay each a stipend of \$2500, as it is not yet reasonable to start a payroll but seems wrong to do nothing. Russ and Jim thought the idea fair and Lyle moved to approve the motion and Russ seconded, that **RESOLVED** Patrick Burkhart and Suzanne Reuss each receive \$2500 as a stipend for this month only. Jane pointed out that foundation funding would be needed to begin paying regular salaries. There being no further discussion, no one opposed it and it was carried. Jane indicated that an updated Balance Sheet would be attached to these minutes.

Chairman's Report

The Founding Fellows recruitment involved 300 personalized invitations with 61 positive responses to date and 21 others indicating that their dues will be forthcoming. We have 82 commitments in total with the 13 incorporators, 2 have not yet responded. Are there other good leads for invitation as Fellows? It might be a good idea for the Board to follow up with those who have not yet responded. Russ is willing to do more contacting

at NAU. Jane asked if any reason was given by those invited who declined to join. Patrick indicated the responses ranged from \$150 dues being too expensive, to upcoming sabbatical and travel plans for the year. No one suggested that AASTA was a bad idea. Jim wondered if we had overlooked certain categories of people and Gary noted we were light in the arts, humanities, social sciences and mathematics. A request was made that Patrick provide the Board with a list of the individuals contacted and their responses, so that personal follow-up could occur.

Last week Gary, Patrick and Suzanne met with the Piper Foundation President Judy Mohraz and Program Officer Carol Kratz to acquaint them with AASTA and lay the groundwork for future support. Gary noted the warm reception and key suggestions to spend time thinking about how AASTA is unique in the context of other community institutes. AASTA should make a clear statement about this uniqueness and carefully pick 1-2 things to do and do them with distinction for the positive word of mouth and community regard this will engender. A meeting with the Flinn Foundation is scheduled for this week. Suzanne indicated that Piper has a special program interest in retirees that might coincide with AASTA activities. The Chairman then asked if there were any questions or comments.

Jon Lunine asked if corporate members and sponsorship would be possible with AASTA's tax status and Gary indicated that we would always welcome a donation and that our tax status would allow such gifts. Patrick explained that the New York Academy of Science has approached the bio-industry in New York and made a case for financial sponsorship that would result in key services offered by the Academy, such as publications or events highlighting cutting edge research. These corporations then receive membership slots to be used for a specific period of time.

Gary completed his report and noted that the President of Piper Trust was a former Dean at SMU and he hopes that she will become an AASTA Fellow.

President's Report

Patrick reiterated that the 501c3 status was recently filed and that it might take 12-16 weeks to receive approval. The law, however, allows AASTA to function retroactively to the date of incorporation.

The Board Briefing Book indicates a budget that needs to be adopted at the end of the fiscal year. As we do not yet have an elected Board, we should consider this budget as a model for the duly elected Board to approve later. This is a provisional budget to use as we visit with foundations.

Jon noted that the scale assumes a membership size of 350; does this look like a reasonable goal? Patrick feels it is attainable and worries that it would be a mistake to have lower expectations at this point in AASTA's development. Gary remarked that at this stage of AASTA's evolution, this budget might be inappropriate to share widely. Jane felt that the budget looked staff-heavy rather than activity-rich, but that is more an issue of budget organization and presentation than the actual amounts. Gary mentioned

that Patrick and Suzanne would visit with each of the founding Fellows to gather ideas about topics and activities to give AASTA a face and place in Arizona. Russ concurred. Jon agreed but noted that unless you have a strongly anchored staff for programs, it becomes a burnout issue for the Fellows. These salaries noted in the budget allow for AASTA to develop.

Jane just wants to re-arrange the budget so that activities are noted first and salaries second. However, she noted several issues that arise from this discussion: 1) what is the psychology of the budget, (2) what is the right mix of items between staff and activity and (3) what are realistic amounts and when do we share the budget more widely? Patrick then wanted to survey the Board with the question of whether we can mention a figure of \$300,000 per year for the first three years as a reasonable amount when we meet with the Flinn Foundation. Jim wondered where the rest of the money for the budget would be coming from and Patrick indicated a mix of contract support for events or reports. The discussion centered around the fact that the budget is a working document meant to reflect the information at hand and we should use it in that fashion.

New Business

Patrick indicated that there would be a Founding Fellows Planning Committee that would work from the visits with each Fellow. Fellows would be asked their short-term aspirations for AASTA, their point of view for membership and any individual roles they might play serving on committees or providing leadership. We are now looking for the timing of an organizational meeting and election, checking calendars for best days and times in early April.

Jon felt the most important issue is to get a list of ideas for the organization anecdotally. He has heard great ideas and expectations raised in regard to AASTA and we really have a chance to do something important, turn these ideas into useful actions. We need a committee to plan the agenda and it shouldn't be less than a day. He advocates for something meaningful that lasts more than a half day. Gary said we must move on this now because calendars fill up quickly and we don't want to lose the opportunities. Lyle thought we should do something at a motel and conference center. The event should be a destination place where the evening could be spent for those who don't wish to drive long distances at night. Patrick suggested he look into voting by mail or proxy.

Jon thinks the website looks good and urges us to allow the site to evolve by getting a good Webmaster early to make the site complex and engaging. There should really be an interactive component to the website to show development of the organization. Gary urged Patrick to begin inquiries regarding the Webmaster and Patrick indicated that the universities have very talented graduate students who may be ideal for this task.

Lyle asked if there would be any publicity about AASTA in the near future. Patrick wanted time to make a splash, so that the publicity efforts would coincide with an event or clear deliverable. Gary noted that we don't want to squander the press attention once we get it. If Flinn Foundation makes a contribution then that would be the time to

consider publicity. We need an agenda for the April Board Meeting and Election and that should come from the Planning Committee.

There being no further business, a motion to Adjourn was made, seconded and the meeting ended at 5:00p.m.