

**Council Meeting of the Wildlife Disease Association  
December, 19 2012, 11:00 AM – 1:00 PM PST  
Conference Call**

**Welcome and Introductions**

President Gavier-Widén welcomed members, reviewed the rules of order and called the meeting to order at 11:06 AM PST.

**Council Members Present:**

Dolores Gavier-Widén (President), Thierry Work (Vice President) Laurie Baeten (Treasurer), Peri Wolff (Secretary), Lynn Creekmore (Past President), Renee Carleton (Website Editor), Samantha Gibbs (Newsletter Editor), Jim Mills (Journal Editor), Erik Ågren (Chair Nordic Section), Jon Arnemo (Chair Wildlife Veterinary Section), Christian Gortázar (Chair European Section), Andrea Reiss (Chair Australasian Section), Marcella Uhart (Chair Latin American Section), Lisa Shender (Student Representative), Patti Bright (Member at Large), Rick Gerhold (Member at Large), Julie Langenberg (Member at Large), Ignasi Marco (Member at Large), Carol Meteyer (Member at Large)

**Others present:**

Dave Jessup (WDA Executive Manager)

**Agenda Item #1 – Information Item:**

**2012 – 53: Corrections on rotation of Council positions.**

**Discussion:** D. Jessup explained the oversight – no comments from Council

**Agenda Item #2 - Action items:**

**2012 – 34 and 35:** Approval of the Minutes of Council meeting and, the Minutes of the Membership Business meeting, Lyon, France.

**Discussion:** No discussion

**Motion: (Work/Langenberg):**WDA Council approves the minutes of the July 2012 Council meeting. : *Passed Unanimously*

**Motion: (Reiss/Baeten)** WDA Council approves the minutes of the July 2012 WDA members business meeting. : *Passed Unanimously*

**2012 – 37: Treasurer’s report and approval of 2013 budget.**

L. Baeten presented the interim summary financial report for the end of the 3<sup>rd</sup> quarter of 2012.

- Total Budget is \$265,890

- Investments are down slightly at 3.2% for this period but not too far off the benchmark of 4%.
- Endowment and donations are up this year, likely due to the increased awareness of the endowment efforts.
- Total Operating expenses were \$248,000 with \$158,000 of that attributed to the production and distribution of the JWD.

Summary as of end of September 2012:

- Assets \$444,000 in the bank
- CD with EverBank at \$27,000
- Investment portfolio (includes all unrealized gains) \$1,452, 000

**Discussion:** No discussion

**Motion (Meteyer/Creekmore):** That the Wildlife Disease Association interim 2012 financial report detailing current assets totaling \$1,460,097 as of September 30, 2012 (as reported by Allen Press) be accepted as presented. ***Passed unanimously***

L. Baeten presented the proposed 2013 budget which was compiled with assistance from the Budget and Audit Committee (BAC):

The budget is prepared conservatively for estimates of revenue, expenses and for investment revenue especially in this economic climate.

Highlights of the explanatory notes for the budget include:

New contract with Allen Press – had issues with their changed billing system – but we feel that the contract will reflect the BAC budget projections and there may actually be some savings. We have made some profit from publishing color plates within the Journal and from the new billing system for Journal submissions and collection of page charges. Donations are increasing probably due to our continued efforts to highlight donations on the website.

- Auction Revenue was shared with EWDA – Total was \$8,000, we received 4,000 from our ½ of the auction. Projected to make \$3,000 at the 2013 annual meeting but feel that this is probably a conservative estimate.
- Advertising Sales – we have made more money than projected based on the amount of income that we have made so far in 2012.
- Geographic Sections – may need to revise how these are billed based on the new billing system from Allen Press. The New African/Middle East Section may come on board in 2013 and this is reflected in the Geographic Section budget.
- Student Activities and Chapters – again budgeted for \$2,000.
- WDA Awards are higher than previous years due to increased number of awardees that will be attending the 2013 conference
- Allen Press expenses are highlighted in red within the document. The annual AP base fee of \$15,500 from previous years of \$5,000 is higher. But after discussions with AP the amount of \$15,500 includes charges from other categories that had

previously been billed separately and that overall the increase is only \$892 over 2012. This is based on the number of members and subscribers that we have. .

- Executive manager expenses have been at \$15,000 during the past two years to accommodate the transition to a new Executive Manager and to establish their office. This will now be dropped back down to \$11,000. This covers office expenses, conference calls, travel and contract to develop searchable database by previous Executive Manager.
- \$400 for new web page but in consultation with the Website Editor we may not need this because of added support from Allen Press for the website.
- Bank fees – Any wire transaction fees are associated with the associate budget item such as wire transfer of funds to the Geographic Sections, these would go under the Geographic Sections accounting line. However these are not billed real time and also are not always properly coded by the accountant so they can be difficult to track. This is why there is an increase between 2012 and 2013. However we are working with the accountant to try to increase transparency for these bank fees.
- Committee Work – there is \$5000 budgeted in this fund. No requests to date but there are some pending.
- Spending Priority Projects – Up to \$40,000 was budgeted for this item which will be discussed later in the call. Discussion amongst the BAC as to whether this should be included as budget line item or not, but the Treasurer felt strongly that it be included so that there was a clear picture of our final year end projected deficit.
- New Contract for Production of JWD. It was difficult to compare previous contracts to this one. But based on discussions with Allen Press it appears that there will be an increase of approximately 3%. However we may see a decrease as the paper charges so the projected budget of \$124,000 may be a bit high.
- Online publishing The Executive Manager and Journal Editor will be working on a new contract for online publishing services. The current budget projection is for a 4% increase over 2012 and is based on the current Highwire contract which is set to expire in the first half of 2013
- Author publication fees and use of the PayPal account to collect these fees appears to be working well and thus may reduce the fees charged to us by Allen Press. Savings were already realized in the 3<sup>rd</sup> quarter of 2012 and we expect to see continued savings into 2013.

**Discussion:** It was noted that WDA routinely projects a deficit for the annual budget but if the previous annual budgets are reviewed, the majority of the time the Association's annual budget rarely ends up with a deficit.

**Motion (Mills/Creekmore):** WDA council approves the 2013 budget as developed by the Budget and Audit Committee. ***Passed unanimously***

President Gavier-Widén thanked Treasurer Baeten and the Budget and Audit Committee for their hard work on the budget.

**2012 – 38: Clarify Budget and Audit Committee Guidance:**

Treasurer Baeten explained that last year Council voted to allocate \$40,000 of our investment revenue to a set of spending priorities that included 1) endowment of the JWD, 2) improving WDA's electronic presence and 3) funding for the new small grants projects. In the motion that was passed it was specified that this was for 2012. Thus Council needs to decide if for the new budget year do we want to continue to use the Monte Carlo model as recommended by our investment company for determining the amount available each year for discretionary spending or does Council want the BAC to provide an annual dollar amount based on our end of the year budget status, economic projections, etc.? One of the concerns from some members of the BAC is that WDA may be moving away from our highest priority which is endowment of the JWD. However all of the money that does go to the Journal endowment continues to earn interest as it stays in our investment portfolio as a cause specific fund as opposed to monies that are designated for two other spending priorities.

**Discussion:** J. Langenberg - if we go to annual projections by the BAC how will this affect the small projects grants timing and when the money would be approved by Council. Treasurer Baeten - this could occur by March of the year. Executive Manager Jessup - this would push any decisions on amounts available to the March meeting. C. Meteyer - for example if this had been initiated in FY 2011 then we would find out in March of 2012 how much money we had available to spend and didn't feel that there would be a problem with this timeline. A. Reiss - perhaps the conservative approach may be more appropriate as the fiscal models may not be current with changing financial paradigms. Executive Manager Jessup commented that per Jacobson & Schmitt, the Monte Carlo method gives you an average for 10-12 years and so it works if you look at it over this time period. They also indicated that there are other models that are more sensitive to the market projections but this will be reflected in the amount of funding you get annually and thus may impact your ability to plan year to year. T. Work - with the Monte Carlo model you will get a set sum that will be stable on a yearly basis. Executive Manager Jessup - our investors advised us to use this model with our type of investments when we asked them for a model to use. A. Reiss - we aren't talking about large amounts of money so this may be a better way to go. C. Meteyer - the advantage of the Monte Carlo method is that we can plan 1-2 years ahead and this predictability is something we may want. L. Creekmore – could WDA use the Monte Carlo method and then have some sort of alert that may indicate to the BAC that this is model is no longer working. Treasurer Baeten - this could be done during the bi-annual meeting with Jacobson & Schmitt to review the Association's investments. This meeting occurs in the fall so it would be before the December conference call.

**Motion (Meteyer/Work):** WDA Council supports the continued use of the Monte Carlo simulation model recommended by Jacobson and Schmitt Associates for yearly budgeting in the use of investment revenue subject to review by council. ***Passed unanimously***

Treasurer Baeten further explained that last year Council identified that for our three identified spending priorities that 65% or \$25,000 would go toward endowment of the

JWD and the remaining 35% or \$15,000 would be spent on improving WDA's electronic presence and funding the Small Grants Projects. However we did not spend any monies on the small grants project as funding guidelines had not been developed and only \$4,000 was spent on increasing electronic presence. Any of the unspent money at the end of the year was designated to roll back into the JWD endowment fund. Council needs to decide whether they want to continue with this percentage distribution of funds or reassess each year how the spending priorities for the discretionary fund will be distributed.

**Discussion:** Vice-President Work – the intent was to build the endowment.

A number of Council members agreed that proposed Motion 2a appears to still capture the intent of Council for distribution of discretionary funding.

**Motion (Baeten/Work):** WDA Council affirms that the proportions of these funds recommended for 2012, \$25, 000 (or 65%) to JWD endowment, and \$15,000 (or 35%) for other declared WDA priorities, should be used as a guideline for prospective budgeting purposes in future years until the goals of the JWD endowment are met or until Council directs otherwise. ***Passed unanimously***

**2012 – 39: Approval of report from the Nominations Committee and the slate of candidates for the election to be held in the spring of 2013.**

Past President Creekmore introduced the report and the slate of candidates. There has been an effort by the Committee to make multiple notifications to the memberships and the Section leadership for potential candidates. The current slate shows geographic and professional diversity. However, the Committee struggled to balance the slate with individuals that have had little previous WDA committee/section experience with those with more previous experience while taking into account diversity of geographic regions and professional representation. The Committee recognizes that everyone is over committed in their professional and personal lives and has emphasized to potential candidates that active Council leadership is critical to the Association and can be a significant time commitment. When seeking potential candidates it has been helpful to review their history of commitment to the Association.

In the package there are included two candidates that were not chosen by the Nominations Committee (NC). If Council agrees that these two individuals not be included in the current slate, then the NC highly recommends that they are included in active committee positions so that they can progress to leadership position in the future. The Nominations Committee Guidelines are still being revised.

**Discussion:** J. Langenberg – the increase in international candidates is nice to see.

**Motion (Work/Ågren):** WDA Council approves the report of the Nominations Committee and the slate of candidates for 2013. ***Passed unanimously***

**2012 -40: Approval of new Allen Press contract**

Executive Manager Jessup explained that the Allen Press management contract is fairly stable each year as it does not involve items that are subject to inflation or fluctuations in

price. This contract also has a built in cost of living clause which previously has been 3% per year. Allen Press has changed their cost accounting codes' making it a bit more difficult to compare the old contract to new one, but the new contract appears to have an annual increase of 2.3% with specified 2% cost of living increase for 2014 and 2015. This is about what the rate of inflation has averaged over the past few years.

The publication contract is more difficult to compare with the previous contract as it includes costs that are fluctuating (paper, number of pages printed, postage, etc.). But the contract shows a decrease for the new contract. We could allow the current printing contract to go into an automatic renewal but as written it stipulates a 3% annual increase, but by signing the new contract we only incur a 2% annual increase. So the recommendation from the Officers is to accept the 2 new contracts from Allen Management and Marketing.

President Gavier-Widén thanked the Executive Manager, Officers and Journal Editor Mills for their hard work on these two contracts. Journal Editor Mills, Executive Manager Jessup and Treasurer Baeten added that AP appears to be recognizing and appreciating WDA as a customer and have greatly increased their customer service.

**Discussion:** No discussion

**Motion (Baeten/Meteyer):** WDA Council accepts the contract "Association Management Services Agreement" offered by Allen Press dated 11-29-2012 with a total management fee of \$30,250 for the year 2013, valid from 1 January 2013 through 31 December 2015 with expected increases of no more than 2% per year. ***Passed unanimously***

**Motion (Baeten/Carleton):** WDA Council accepts the contract "Printed Services Agreement" offered by Allen Press dated 12-5-2012 with an estimated quarterly publication services fee of \$24,710, valid from 1 January 2013 through 31 December 2015 with expected increases of no more than 2% per year. ***Passed unanimously***

**2012- 41: Approval of travel and lodging costs for awardees.**

- a. 2010 Emeritus Award - Danny Pence
- b. 2012 Ed Addison Distinguished Service Award- Margo Pybus
- c. 2012 Emeritus Award -Kathy Converse

President Gavier-Widén presented the topic. The Guidelines for Award Winners stipulate that awardees will be offered to have their travel costs paid to the annual conference so that they can accept their award in person at the annual banquet. The above three individuals did not receive their awards in person at the banquet. Council is being requested to provide monies to cover the travel costs so that these three award winners can travel to the 2013 annual meeting to accept their awards.

**Discussion:** Treasurer Baeten commented that less than 50% of the time does WDA actually pay for these travel costs as the awardees don't ask for reimbursement

**Motion (Uhart/Reiss):** WDA Council approves reimbursing the actual costs of travel to and lodging at the 2013 Annual Conference for the 2010 WDA Emeritus Award winner, Danny Pence; the 2012 Emeritus Award winner Kathy Converse; and a 2012 Ed Addison Distinguished Service Award winner Margo Pybus, at an expenditure of approximately \$3000. ***Passed unanimously***

**2012 – 42: Approval to dedicate any profits from 2013 meeting registration, exhibitors, sponsors or workshops to JWD endowment fund.**

Vice-President Work introduced the item and noted that our highest priority is endowment of the JWD. This started with a seed grant from USDA, then a membership drive and now we have \$86,000 in the fund, but it needs to grow faster. So any discretionary funds that we have should go into this pot. This is the first time that we will have exhibitors/vendors at the 2013 conference and any profits from vendors along with any other sources of net revenues and savings (sponsors, etc.) should go to the JWD endowment.

**Discussion:** M. Uhart clarified that this does not include auction proceeds. We have realized zero net revenue from recent conferences due to the way in which the contract was structured however we may actually realize some net revenue in 2013. The new fee structure for the 2013 conference will not impact (increase) the registration fees for this year or decrease the conference amenities.

**Motion (Uhart/Baeten):** WDA Council approves the use of the net revenue from the 2013 Annual Conference, excluding auction revenues, for support of the endowment for the Journal of Wildlife Diseases (JWD) and its worldwide distribution. ***Passed unanimously***

**2012 – 43: Committee guidelines approval**

A) Updated International Committee Guidelines (with track changes)

I. Marco presented the revised guidelines with track changes.

**Discussion:** A. Reiss asked if there is a timeline for scheduled review of the Committee guidelines. President Gavier-Widén indicated that there is no review timeline but that the President and Vice-president try and get a number of Committee guidelines reviewed each year.

**Motion (Work/Uhart):** Council Approves the WDA International Committee Guidelines as Dated 19 December, 2012. ***Passed unanimously***

B) Small Grants Committee

Vice President Work presented an overview of the guidelines for the Small Grants Committee. The committee would solicit; review and award grant proposals as well as

insure that reports were received from the grantees at the end of the project. Council approved the concept at the 22 July meeting in Lyon, France and requested that guidelines be developed.

The Small Grants Committee will need to work closely with the Treasurer and try to roll out the guidelines so that funds are available for award in 2014.

**Motion (Baeten/Creekmore):** WDA Council approves the Guidelines for the Small Grants Committee as presented to Council 19 December 2012. *Passed unanimously*

**2012 – 44: Approve request for additional funding for student chapters by Student Activities Committee**

L. Shender explained that in 2011 \$4000 was allocated by Council to be spent by the SAC. These monies were spent in 2011 and 2012 to continue providing funding for student chapter grants. The Student Activities Committee (SAC) is currently looking for other ways to generate funds for these student chapter grants but until additional funding is secured the SAC is requesting \$2000 until additional funding sources can be secured. It was noted that there have been a number of new Student Chapters (SC) formed and that many have been very active.

**Discussion:** M. Uhart pointed out that it seems like the SC are based in the U.S. or CA. Has there been an effort by the Committee to establish SC in other regions and if so how would this work? L. Shender noted that the announcements on the website and the application materials for SC are all in English so maybe we want to get these announcements translated into different languages and distributed through the different sections. It should be noted that the bylaws don't state how a SC should develop; it could be from a university or from a geographic section. The SAC wants to encourage the development of student chapters.

L. Shender – if the amount of the grant is over \$1000 then Council needs to approve expenditure. But over the past 2 years the SAC has been making the decision on how much funding is allocated to each SC. So one question that Council needs to address is should SAC make initial cut with Council providing final approval or if once the \$2,000 has been delegated to the SAC can then the Committee make the final decision as to how the money is allocated even if an individual allocation is over \$400? Executive Manager Jessup pointed out that Proposed Motion 1 specifies that the SAC can rank and recommend the award amounts but that these final awards must be approved by Council. Proposed Motion 2 allows the \$2,000 once appropriated by Council to be further allocated to the SC without Council approval; this then becomes an interpretation of wording within the bylaws that reference spending limits that require prior Council approval. This may be a governance issue that needs to be explored further at another time. The discussion was tabled and the Motion was modified to approve the award of the \$2,000 to the SAC. The question of the requirement for Council approval for dispersal of the awards to individual SC was tabled for further discussion. Treasurer Baeten recommended that how council approves the allocation of this money be addressed in the SAC guidelines.

**Motion (Creekmore/Baeten):** WDA Council approves allocation of \$2000 from the dedicated student activities account for use in the yearly student chapter competitive grants competition. ***Passed unanimously***

**Action Item:** How council approves Student Chapter competitive grant awards monies shall be incorporated into the Student Activities Committee guidelines.

**2012 – 45: Approve reduction of JWD print run by 240 copies**

Editor Mills explained that due to a number of factors (decreasing memberships, increased number of Associate memberships that do not receive the Journal and a greater percentage of the membership choosing “online only” option to receive the Journal) the request for the number of print copies is going down. Executive Manager Jessup calculated that the Association can decrease the number of print copies from 1,700 to 1460.

Treasurer Baeten – The cost savings would be approximately \$700 in paper and \$800 in binding costs per year.

**Motion (Langenberg/Reiss):** WDA Council approves reduction of the print run for JWD by 240 copies beginning with issue 49(1). ***Passed unanimously***

**2012 -54: Change of WDAs’ Registered Agent in Illinois**

Executive Manager Jessup explained that WDA is a private non-profit Association incorporated in the state of Illinois. The Secretary of State in Illinois requires that we have a registered agent who lives in the state. Our current registered agent is moving out of Illinois and WDA needed another agent. A new member has agreed to act as WDA’s registered agent. Compensation for this has been provided in the form of a complimentary annual membership. The State of Illinois requires that any change in the registered agent be approved by the board of directors of the corporation. Thus, Council approval is required.

**Motion (Work/Gibbs):** WDA Council approves the naming of Karen Terio as WDAs’ Registered Agent in the State of Illinois. ***Passed unanimously***

**Agenda Item #3 - Information items:**

1. 2012 – 46: Update on site selection for 2014 and 2015 Annual Conferences. *Thierry Work*
2. 2012 – 47: New Website roll out - progress and capabilities. *Dave Jessup*
3. 2012 – 48: JWD endowment / fundraising efforts update. *Dave Jessup*

4. 2012 – 49: Review and Evaluation of services and costs of electronic publishers. *Jim Mills*
5. 2012 -50: IWVS contract for Executive Manager services and progress on performance review. *Lynn Creekmore*
6. 2012 – 51: Potential MOU with AAZV. *Dave Jessup*
7. 2012 – 52: Communications with OIE. *Dolores Gavier-Widén*

**Motion (Work/Langenberg)** WDA Council moves to adjourn the meeting at 13:06 PST.  
***Passed unanimously***