



MINUTES OF THE BOARD OF DIRECTORS
 Wednesday, September 21, 2005
 6:00PM—dinner 6:30PM
Room: Conservatory
 Kensington Court, Ann Arbor MI

AFS BOARD MEMBERS PRESENT:

Chairman	
Ed Homonoff, Edward C. Homonoff & Associates, Inc.	Executive Committee
1st Vice Chair	
Jerry Lynch, Sigma Design Company, LLC	Executive Committee
2nd Vice Chair	
Tom Ramsey	Executive Committee, Chair, Long Range Planning Committee
Treasurer	
Norm Lifshutz	Executive Committee Financial Committee, Chair
Past Chairman	
Scott Yaeger, FAST	Executive Committee Tellers Committee, Chair Nominations Committee, Chair
Executive Manager	
Suzanne Sower, Horizon Visuals	AFS Administration
Board Members and Committee Chairs	
James Chen, Petreco International Inc.	Board (2005-2006)
John M. Finley II, MemPro Ceramics Corporation	Board (2005-2006) Performance Committee, Chair
Norman Lifshutz, HOLLINGSWORTH & VOSE	Board (2005-2006) Treasurer
Anders Hallsby, Ondeo Nalco Company	Board (2005-2006)
Barry Perlmutter, BHS-Filtration Inc.	Board (2005-2006)
Neville Bugli, Visteon	Board (2006-2007)
Ernest Mayer, Dupont	Board (2006-2007)
Vince Hamilton, Westech Engineering	Board (2006-2007), Chair of Membership Committee
Byron (Andy) Pardue, Par3Technology	Board (2006-2007), Chair of

	Bylaws Committee
Barry Verdegan, Fleetguard	Board (2006-2007)
GUESTS	
Ken Sower, Horizon Visuals	

Attendees:

E. Homonoff, S. Yaeger, A. Pardue, F. Levine, K. Rubow, E. Mayer, T. Jaroszczyk, P. Augustyn, J. Lynch, K. Keller, C. Peuchot, N. Bugli, B. Verdegan, E. Gregor, J. Finley, J. Liu, D. Yaeger, H. Schreuder-Gibson, S. Tarleton, S. Rose

Board Meeting Sept 21 6:00 PM

REVIEW AND APPROVAL OF SPRING BOARD MINUTES

S. Yaeger opened meeting at 6:05 PM. All attendees introduced themselves.

Minutes from the previous board meeting were reviewed. J. Finley moved that the minutes be approved. The motion was seconded and the minutes were approved.

S. Yaeger explained the changes to the Treasure Position and Marketing Manager Position. At the last Board meeting it was approved to create a Marketing Manager Position. The Executive Committee formed a search committee that included the EC and the second vice chair elect.

There were 9 applications. From the resumes the Search Committee cut the total down to 4 candidates. The Search Committee interviewed the 4 candidates and after a reference check selected one candidate. The selection was Ms. Faith Levine.

The Bylaws restrict payment to board members. Since Ms. Levine was the Treasure a selection of a new treasure was required. By the vote of the board, Dr. N. Lifshutz was approved as new Treasure.

F. Levine handed in her registration, which S. Yaeger would not accept until the current budget is approved. After current budget is approved, Dr. Lifshutz will assume the responsibilities of Treasurer of the AFS.

In the spring, AFS elections will take place; the position of Treasure will be required to run.

S. Yaeger overviewed quickly the compensation plan for the Marketing Manager.

S. Yaeger then listed the board members that are leaving the board:

N. Bugli, S. Rose, V. Hamilton, K. Keller, N. Lifshutz and H. Gibson; and introduced the newly elected members of the board:

B. Verdegan, A. Pardue, K. Rubow, E. Mayer V. Hamilton and N. Bugli

S. Yaeger passed the chairmanship to E. Homonoff.

E. Homonoff lauded gratitude to Mr. Yaeger for his work within the Society.

E. Homonoff briskly moved the meeting into the agenda items. The Review Committee Report, since Chair, J. Finley needed to leave early, was moved for presentation out of sequence to the agenda. The Review Committee had the EC rate the management company on a number of areas. Finley then averaged the scores and added the comments. Scores were all 3,4 or 5--with an average of 4.1.

There was discussion in the committee meeting about having the Board rate itself—a 360 type of evaluation. The committee will also be developing a review for the new Marketing Manager position. (Action Item)

E. Homonoff and F. Levine will develop a road map for performance. There will also be a discussion with Horizon Visuals to discuss objectives for the year 2006.

A motion was made that the EC put together a plan for a self-review of the Society. S. Yaeger made motion. It was seconded and passed. (Action Item)

Finance Committee

F. Levine reported that one goal was to move away from Excel and start using QuickBooks. Currently the year (2205) through August 31 is entered into the COA software.

A second goal was to obtain liability insurance for the board and for the Society and that is in place.

2004 Taxes were completed and 2004 was compiled by (Schindler CPA). No issues with the books.

2006 Budget as of 9/21/05

Current liquid assets of \$337,541.82.

All totals are indicated in the attached financial statements.

The goal was to have a one-year worth of operating expenses.

Report 1

Profit and loss Jan 1-August 31

Fall conference net income will be close to \$24,000.

Spring conference was hurt by payment to AIChE of \$76,000.

The overall view for the year is positive and year-end should come out looking good.

Report 2

Profit and Loss Budget vs Actual

2006 Budget

Review the budget as a worst-case scenario. This approach was taken to limit expenditures until income has been realized.

Planning for expenses based on no increases. Expenses would not exceed the worst-case scenario for income.

Motion was made to approve budget—so done—it was seconded and approved.

Ms. F. Levine's resignation was accepted by the Chair—with that motion, officially Dr. N. Lifshutz is now the Treasurer for the AFS.

[\(See attached reports.\)](#)

Program Committee:

E. Homonoff reporting as outgoing chair of the committee. Topical 2005 conferences were successful by doubling anticipated incomes. The short courses had 31 attendees rounding off the entire conference participation at 112 attendees.

Spring 2006

J. Lynch will be the technical program committee chair. B. Verdegan is chairing the liquid side and C. Shields is chairing the air and gas sessions.

Sessions are being established. S. Sower has set a timeline for the conference. Heidi is working of putting together a poster session. Ten universities have been identified—the poster announcement will be sent to top 10+ universities by the Executive Office. (Action Item)

The expectation is with the marketing manager in position the push will start to sell booths. Co-hosting with PBS, managed by Reed Exhibition, the mood is positive—Reed has been fantastic to work with. The 2006 conference will be a win-win situation.

Topical Conference 2006

Pencil in Chicago as a location and Power Generation as a co-location opportunity for the topical conference. Bob McIlvaine will be the program chair. Need to pick a date and a sight. There was some discussion about holding two conferences like this year. The program committee will look at options.

Annual Conference 2007

Discussions with WQA in Orlando are underway informally—while the first official conversation has not taken place, S. Sower, (EO) is in contact with J. Collins, WQA, Conventions and Meeting Manager. Dates of March 26-March 29, 2007 are tentative.

This will be the 20th anniversary of AFS. Desire to plan spectacular event was expressed. The EO has plans to go to Orlando in January. Contract issues are being discussed. (Action Item)

Topical Conference 2007

Membrane discussed, Filter testing mentioned and Diesel was mentioned. Ed H asked program committee to come up with a plan for this conference and Spring 2008 and Fall 2008. (Action Item).

In terms of planning future conferences the need to create a future calendar plan, what other conferences are doing was stated—the view would look 4 years out. S. Sower requests assistance in identifying possible associations to target for this scope. (Action Item)

Long Range Planning

J. Lynch put together synopsis of vision and mission statement and long-range plan. A campaign has been mounted to collect position descriptions for all society chairs and offices. Committee chairs will be asked to complete this in three weeks. Timelines will be established for all upcoming conferences. (Action Item)

Needs assessment—how much manpower is needed to reach goals? Do we need as many committees? Could we be more effective with fewer committees? The LRP asks all committee chairs to put together a one page 3-year plan. This will allow us to measure ourselves—if something is broke how do we fix it?

What new products does the AFS have the manpower to launch? Student participation is very important to the AFS; they are our future. Need activity going there. (Action Item)

Discussion:

The number of committees, scope and function are in the bylaws. The Bylaws Committee will address that issue in their report.

Tom Ramsey will inherit the chair of Long Range Committee.

Education Committee

E. Mayer gave report on Sept 8, 2006 meeting. Planning to expand short courses. “Practical guide to Gravity Sedimentation” and “Wastewater Sludgewater” Big issue is finance, education has been lacking in last 5 years.

Motion is made that EC look at recommendation of education committee and come back with proposal. See Education committee report. (Action Item)

It was seconded and passed.

It was recommended by Wu Chen that each board member write one article for One-minute filtration. E. Homonoff asks the EO to coordinate the articles for the OMF.

Marketing

S. Yaeger reported on the Marketing Committee—he is looking to Marketing Manager to take the lead. F. Levine gave a good presentation on how she is going to achieve her goals. Web seminars are something that still needs to be addressed.

Publications

The year commitment to keep our publications melded with the Brits and the Filtration—do we want to continue—has this met or exceeded our expectations? E. Homonoff asked EO to arrange conference call with publications committee and E. Homonoff to see what we want to do. (Action Item)

Bylaws

A. Pardue has accepted the reigns of chairing the Bylaws committee. The current Bylaws are silent on many issues that need to be in-line with reality. E. Homonoff has asked S. Yaeger and E. Gregor to join the committee and to address changes in Bylaws to the BOD in the upcoming spring meeting.

Each committee chair needs to read Bylaws so they can make recommendation about their committee.

Membership

Faith highlighted the written report.

Nominations and Tellers

E. Gregor has written up job description and procedure for elections.
Past Chair becomes the Chair – S. Yaeger now assumes the reigns.

Awards

N. Lifshutz– no activity—letters are distributed in early 2006. According to the Bylaws the Past Chair becomes Chair of this committee.

Users Committee

E. Mayer updated—the Empire chapter had organized meeting, but not enough registered for the activity so the meeting was cancelled.

Dixie Chapter is having a meeting Nov 17-18

Chapter Affairs

The base of the society is fed through the chapters. The New England is having a meeting in October. The Dixie Chapter is having a meeting in November. There is interest in restarting Great Lakes chapter. Discussion of student chapter together with other organizations was explored.

The society needs a Chair for the Chapter Affairs Committee. (Action Item)

H. Gibson-Schreuder highlighted the New England chapter meeting.

E. Homonoff will ask each board member what they have done for local chapter in last six months. (Action Item)

S. Sower is to send a fax about meeting to each corporate sponsor in New England announcing the New England Chapter meeting and to promote attendance. (Action Item)

Standards Committee

Neville Bugli reported – short and concise—the committee is looking for volunteers for committee – J. Lynch and S. Rose volunteered.

Technical Committee

Part of program committee – no report

Vince Hamilton will become chair of Membership committee.

Horizon Visuals and the AFS Executive Management update
Performance review response will be sent to John Finley.

Annual meeting 2006 is in the full steam-planning mode. Meeting in Nov so marketing manager can takeover booth sales.

Sustaining Education Fund

Report by E. Gregor—discussion on the new brochure for the fund—this will be on the next EC along discussing spending money for book.

New Business

IFTS approached AFS to offer a discount to AFS Corporate sponsors to join the IFTS as part of a reward for joining AFS.

Discussion took place on the question:

Motion was made to develop a marketing tool to utilize the offer of the IFTS with legal review facilitated through the marketing manager and this be done in the next three months. (Action Item)

The motion was seconded and passed.

A motion was made to amend the previous motion to wait until next board meeting for approval of the offer of the IFTS. The EC will have a recommendation for next board meeting. (Action Item)
Seconded and passed.

The next Board of Director meeting will be Wednesday, May 10, 2006 at the annual conference at the Donald E. Stephens Convention Center.

The Board will be polled to see if it is possible to hold a board meeting in January or February of 2006.

Motion was made to adjourn the meeting at 9:45 PM. It was seconded and passed.

Respectfully submitted,

Suzanne Sower

American Filtration & Separations Society
Profit & Loss
January through August 2005

Profit and Loss	<u>Jan - Aug 05</u>
Ordinary Income/Expense	
Income	
4000 · Program revenue	
4100 · Spring Conference	158,235.00
4200 · Fall Conference	35,470.49
Total 4000 · Program revenue	<u>193,705.49</u>
4300 · Membership dues	
4305 · Corporate dues	48,000.00
4310 · Individual dues	31,808.51
4320 · Student dues	50.00
4325 · Retiree dues	60.00
4330 · Distributor/Manu Rep dues	1,000.00
Total 4300 · Membership dues	<u>80,918.51</u>
4500 · AFS Publication revenue	<u>1,747.07</u>
Total Income	<u>276,371.07</u>
Expense	
5100 · Spring Conference expenses	
5105 · Administrative	76,952.99
5110 · Audio-Visual	11,427.55
5120 · Food	38,455.80
5125 · Hotel	3,750.02
5130 · Marketing	3,854.42
5135 · Postage & Shipping	1,910.13
5140 · Printing	10,316.94
5145 · Short Course	2,986.68
5150 · Travel	1,576.20
Total 5100 · Spring Conference expenses	<u>151,230.73</u>
5200 · Fall Conference expenses	
5205 · Administrative	6,486.57
5220 · Food	3,940.00
5225 · Hotel	4,896.50
5235 · Postage & Shipping	962.88
5240 · Printing	1,605.45
Total 5200 · Fall Conference expenses	<u>17,891.40</u>
5500 · Publications	
5535 · Mailings	1,001.09
5500 · Publications - Other	21,083.94
Total 5500 · Publications	<u>22,085.03</u>
6305 · Office administration	51,750.00
6330 · Marketing Manager	501.58
6335 · Postage	2,377.35
6340 · Printing	1,536.08
7600 · Committee expenses	
7650 · Awards	2,978.83
7655 · Corporate Sponsors	1,597.40
Total 7600 · Committee expenses	<u>4,576.23</u>
7700 · Chapter Rebates	2,883.00
8002 · Telephone/Teleconference	2,791.74
8006 · Office supplies	1,014.71
8012 · Web site	783.19
8014 · Merchant fees	4,888.54
8016 · Bank charges	66.50
Total Expense	<u>264,376.08</u>
Net Ordinary Income	<u>11,994.99</u>
Net Income	<u><u>11,994.99</u></u>

American Filtration & Separations Society
Profit & Loss Budget vs. Actual
January through August 2005

Profit & Loss Budget vs Actual

	<u>Jan - Aug 05</u>	<u>Budget</u>	<u>\$ Over Budget</u>	<u>% of Budget</u>
Ordinary Income/Expense				
Income				
4000 - Program revenue				
4100 - Spring Conference	158,235.00	80,000.00	78,235.00	197.79%
4200 - Fall Conference	35,470.49	10,000.00	25,470.49	354.71%
Total 4000 - Program revenue	193,705.49	90,000.00	103,705.49	215.23%
4300 - Membership dues				
4305 - Corporate dues	48,000.00	80,000.00	-32,000.00	60.0%
4310 - Individual dues	31,808.51	40,000.00	-8,191.49	79.52%
4320 - Student dues	50.00	500.00	-450.00	10.0%
4325 - Retiree dues	60.00	600.00	-540.00	10.0%
4330 - Distributor/Manu Rep dues	1,000.00	2,000.00	-1,000.00	50.0%
Total 4300 - Membership dues	80,918.51	123,100.00	-42,181.49	65.73%
4500 - AFS Publication revenue	1,747.07	4,000.00	-2,252.93	43.68%
Total Income	276,371.07	217,100.00	59,271.07	127.3%
Expense				
5100 - Spring Conference expenses				
5105 - Administrative	76,952.99			
5110 - Audio-Visual	11,427.55			
5120 - Food	38,455.80			
5125 - Hotel	3,750.02			
5130 - Marketing	3,854.42			
5135 - Postage & Shipping	1,910.13			
5140 - Printing	10,316.94			
5145 - Short Course	2,986.68			
5150 - Travel	1,576.20			
5100 - Spring Conference expenses - Other	0.00	30,000.00	-30,000.00	0.0%
Total 5100 - Spring Conference expenses	151,230.73	30,000.00	121,230.73	504.1%
5200 - Fall Conference expenses				
5205 - Administrative	6,486.57			
5220 - Food	3,940.00			
5225 - Hotel	4,896.50			
5235 - Postage & Shipping	962.88			
5240 - Printing	1,605.45			
5200 - Fall Conference expenses - Other	0.00	8,000.00	-8,000.00	0.0%
Total 5200 - Fall Conference expenses	17,891.40	8,000.00	9,891.40	223.64%
5500 - Publications				
5535 - Mailings	1,001.09			
5500 - Publications - Other	21,083.94	21,000.00	83.94	100.4%
Total 5500 - Publications	22,085.03	21,000.00	1,085.03	105.17%
6305 - Office administration	51,750.00	46,000.00	5,750.00	112.5%
6330 - Marketing Manager	501.58			
6335 - Postage	2,377.35	1,700.00	677.35	139.84%
6340 - Printing	1,536.08	1,400.00	136.08	109.72%
7600 - Committee expenses				
7650 - Awards	2,978.83	2,000.00	978.83	148.94%
7655 - Corporate Sponsors	1,597.40	1,000.00	597.40	159.74%
Total 7600 - Committee expenses	4,576.23	3,000.00	1,576.23	152.54%
7700 - Chapter Rebates	2,883.00	2,000.00	883.00	144.15%
8000 - Professional services	0.00	3,000.00	-3,000.00	0.0%
8002 - Telephone/Teleconference	2,791.74	1,000.00	1,791.74	279.17%
8004 - Insurance	0.00	800.00	-800.00	0.0%
8006 - Office supplies	1,014.71	1,350.00	-335.29	75.16%
8008 - Licenses and permits	0.00	600.00	-600.00	0.0%
8012 - Web site	783.19	400.00	383.19	195.8%
8014 - Merchant fees	4,888.54	2,300.00	2,588.54	212.55%
8016 - Bank charges	66.50			
Total Expense	264,376.08	122,550.00	141,826.08	215.73%
Net Ordinary Income	11,994.99	94,550.00	-82,555.01	12.69%
Net Income	11,994.99	94,550.00	-82,555.01	12.69%

Income Categories		2005 Budget	2005 Forecast		2006 Budget		2006 Goal
	AFS Publications	\$5,000	\$2,711		\$3,000		\$3,000
	Corporate Dues	35 members \$70,000	\$48,000	24 members	\$48,000	28 members	\$56,000
	Individual Dues	400 members \$40,000	\$36,364	360 members	\$36,000	400 members	\$40,000
	Distributor	2 members \$2,000	\$1,000	1 member	\$1,000	1 member	\$1,000
	Retired	10 members \$600	\$60	1 member	\$60	1 member	\$60
	Total Operating Income	\$117,600	\$88,135		\$88,060		\$100,060
	Spring Meeting Income						
	Booth Income		\$55,800	20 booths	\$50,000	25 booths	\$62,500
	Registration		\$92,215	200 attendees	\$80,000	200 attendees	\$80,000
	Sponsorship						\$7,500
	Short Course		\$11,200	25 attendees	\$10,000	25 attendees	\$10,000
	TOTAL	\$80,000	\$161,315		\$140,000		\$160,000
	Fall Meeting Income						
	Sponsorship/Tabletops		\$3,000		\$3,000		\$5,000
	Registration		\$44,750	60 attendees	\$18,000	60 attendees	\$18,000
	Short Course			10 attendees	\$4,000	10 attendees	\$4,000
	TOTAL	\$20,000	\$45,750		\$25,000		\$27,000
	Expense Categories						
	Office Admin	\$69,000	\$69,000		\$69,000		\$69,000
	Marketing Manager		\$11,000		\$24,000		\$24,000
	CSM Success Payment				\$2,400		\$4,400
	Office Expenses				\$4,000		\$4,000
	Publications	\$28,800	\$26,232		\$30,000		\$30,000
	Committee Expenses						
	Membership	\$2,000	\$409		\$500		\$500
	Corp Sponsors	\$1,000	\$1,530		\$1,500		\$1,500
	Awards		\$2,979		\$3,000		\$3,000
	Chapter Rebate	\$2,000	\$5,040		\$5,000		\$5,000
	Mailings	\$2,000	\$980		\$1,500		\$1,500
	Merchant Fees	\$3,500	\$8,565		\$5,000		\$6,000
	Web Site	\$600	\$720		\$720		\$720
	Postage	\$2,500	\$3,747		\$3,500		\$3,500
	Printing	\$2,000	\$1,667		\$1,750		\$1,750
	Telephone/Teleconference	\$1,500	\$3,450		\$3,500		\$3,500
	Insurance	\$800	\$800		\$800		\$800
	Office Supplies	\$2,000	\$1,092		\$1,000		\$1,000
	Professional Services	\$4,000	\$4,040		\$4,000		\$4,000
	Licenses/Permits	\$600	\$0		\$600		\$600
	Total Operating Expenses	\$122,300	\$141,550		\$161,770		\$164,770
	Spring Meeting Expenses	\$30,000					
	Booth Expenses (GES)		\$3,750				
	Booth Sales				\$2,000		\$4,000
	Short Course Expenses		\$2,987		\$3,000		\$3,000
	Session Rooms				\$4,000		\$4,000
	Admin		\$4,188		\$4,000		\$4,000

Income Categories		2005 Budget	2005 Forecast		2006 Budget		2006 Goal
	Printing/Signage		\$10,369		\$12,000		\$12,000
	Travel		\$1,624		\$3,000		\$3,000
	Food		\$37,216		\$34,000		\$34,000
	Shipping		\$1,840		\$2,000		\$2,000
	Marketing		\$1,500		\$2,000		\$2,000
	Audio-Visual		\$11,813		\$12,000		\$12,000
	AICHE Payments		\$72,712				
	TOTAL	\$30,000	\$147,998		\$78,000		\$80,000
	Fall Meeting Expenses	\$12,000					
	Food		\$14,226				
	Hotel Expenses		\$3,900				
	Printing		\$588				
	Postage		\$677				
	Admin		\$6,040				
	TOTAL	\$12,000	\$25,431		\$13,000		\$14,000
	Spring 2006		\$2,680				
	Total I-E	\$53,300	(\$19,779)		\$290		\$28,290