## UCAR Board of Trustees

### Board of Trustees Meeting

**MINUTES**

**MAY 13, 2015**

<table>
<thead>
<tr>
<th>TYPE OF MEETING</th>
<th>Meeting of the Board of Trustees</th>
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| TRUSTEES PRESENT| Eric Betterton, University of Arizona - Chair  
Roberta Balstad, Columbia University  
Eric Barron, Pennsylvania State University  
Tom Bogdan, UCAR President  
Chris Bretherton, University of Washington  
Ken Bowman, Texas A&M University  
Rafael Bras, Georgia Institute of Technology  
Tony Busalacchi, University of Maryland  
Kelly Fox, University of Colorado  
Charlotte Geffen, Pacific Northwestern National Lab  
Everette Joseph, SUNY – Albany  
Petra Klein, University of Oklahoma  
Gudrun Magnusdottir, University of California – Irvine  
Jerry Mellilo, Marine Biological Lab  
Romy Olaissen, Harris Corp.  
Scott Sternberg, Vaisala Inc.  
Gene Takle, Iowa State University |
| UCAR, NCAR, UCP STAFF AND OTHERS PRESENT FOR ALL OR PORTIONS OF THE SESSION | Mark Abbott, Oregon State University (GTG Chair) – present via phone  
Terri Adams, Howard University – PACUR Member  
Simona Bordoni, Cal Tech – PACUR Member  
Rena Brasher-Alleva, NCAR Directorate  
John Braun, UCAR – PACUR Member  
Phil Bye, Federal Science Partners  
Mary Campagnolo, Internal Auditor  
Susan Chavez, NCAR Directorate  
Rachael Drummond, UCAR Communications Director  
Kathy Eller, University of California, Irvine – Legislative Affairs Director  
Aneka Finley, UCAR President Office, Governance  
Stephanie Gillin, UCAR Chief of Staff  
Ari Gerstman, UCAR Business Development  
Jennifer Griswold, University of Hawaii – PACUR Member  
Jim Hurrell, NCAR Director  
Maria Isquierdo, Human Resources Director  
Brain Mapes, University of Miami – PACUR Member  
Meg McClellan, UCAR Chief Legal Officer  
Liz Marsis, UCAR Governance  
Melissa Miller, Interim Vice President of Finance & Administration  
Scott Rayder, Senior Advisor for Development and Partnerships  
Yvette Richardson, Pennsylvania State University – PACUR Member  
Karyn Sawyer, JOSS Director  
Meg Thompson, Federal Science Partners  
Jeff Trapp, University of Illinois, Urbana-Champaign – PACUR Member  
Michelle Travis, Treasury Operations  
Michael Thompson, NCAR Deputy Director  
Joel Widder, Federal Science Partners  
Dan Wilson, UCAR Treasury Operations, Director  
Mike Wiltberger, NCAR – PACUR Members |
| NATIONAL SCIENCE FOUNDATION | Bernard Grant, AGS Assistant Program Coordinator  
Sarah Ruth, AGS Section Head  
Paul Shepson, AGS Division Director |
The Board met in Executive Session, the minutes from this session are kept separately.

The Board convened in regular session.

1. Board Chair, Eric Betterton welcomed everyone, and reminded the Board of the recent retirement of UCAR's Vice President of Finance and Administration Katy Schmoll. Betterton read the following resolution of appreciation for Katy:

   Whereas, Katy Schmoll has faithfully served as UCAR's Vice President for Finance and Administration since 1997 and has retired on May 1, 2015;

   Whereas, Katy's unequalled and deep understanding of UCAR's financial and business systems incorporated with her dedication to staff has positioned UCAR as a center of excellence;

   Whereas, Katy's wise stewardship oversaw the acquisition, expansion and remodeling of over 100,000 square feet of UCAR facilities;

   Whereas, Katy's vision of leadership and mentoring spurred creation of the Leadership Academy and Executive Leadership Program that are now emulated in many other institutions;

   Whereas Katy's belief in supporting working families with child care, elder care and other family friendly benefits, have made UCAR a stronger and better workplace;

   Whereas, Katy's wisdom, professionalism and knowledge has guided us through good times and more challenging times;

   Whereas, Katy's generous spirit and devotion to the community finds her volunteering countless hours as a board member of local non-profits and on federal agency advisory panels, including a current term on the NASA Advisory Council;

   Whereas, Katy's sense of humor and laughter are always appreciated;

   Now Therefore, let it be resolved that Katy takes with her the UCAR Board of Trustees' deepest appreciation and heartfelt best wishes on all her future endeavors, especially on her upcoming nuptials.

   A motion was made to approve the resolution; the motion was seconded and approved unanimously.

   Betterton presented a proposal to use a consent agenda for certain agenda items in future meetings. He explained that these items on the consent agenda would all be approved at one time at the start of each meeting without discussion. The material for these items would be made available to the Trustees no later than 7-days before a meeting for review. If any Trustees felt a certain item needed to be discussed they have the ability to move the item from the consent agenda into the open discussion portion of the meeting. See procedure attached. A motion was made to approve the consent agenda policy; the motion was seconded and approved unanimously.

   Secretary, Gene Takle, presented the minutes from the February 2015 Board of Trustees meeting. A motion was made to approve the minutes; the motion was seconded and approved without change.

2. UCAR Governance Task Group (GTG) Chair, Mark Abbott reported that, with the bylaw change in October that gave one vote per Member Institution, the GTG had been working on the new voting
procedures. The GTG was also working on proposed bylaws changes that would allow for remote voting. Abbott explained that the current bylaws require physical presence at the Members Meeting for Member Reps to cast a vote. The proposed change would eliminate the presence requirement at the Members Meeting so votes by all Members, regardless of attendance, would be counted. He also explained the need to change the requirement that candidates for Trustees and the Members Nominating Committee needed to receive a majority of the votes to be elected. The proposed change would eliminate majority voting in favor of plurality voting, meaning the candidates receiving the highest number of votes cast would be elected. Abbott reminded the Board that this change was necessary if remote voting was allowed because additional ballots would not be an option to elect candidates if they did not receive the required majority of votes on the first ballot. Although not a bylaw change, Abbott reviewed the new voting procedure that will be used at the 2015 Members Meeting. He reported that Member Reps would be asked to indicate on their meeting registration form which of the Reps from the Member will be voting. It will be the “voting” Member Rep who will receive the username and password for the ballot upon checking in at the Members Meeting. See attached ballot questions. A motion was made to approve the proposed bylaw changes; the motion was seconded and approved unanimously.

3. Treasurer Kelly Fox gave the Treasurer’s report and reminded the Board that this report was to give a snapshot view of the funding available to UCAR at the time of the report and show the relative funding health of the organization compared to previous years. Fox reviewed the new funding for the current Fiscal Year as of the end of March. Funding is down this year and does include carryover from past years. Fox also reported that investment returns over the past one, three and five years are exceeding the return expectations. In the near future the Audit and Finance committee will be hearing more about adding an allocation to an emerging market fund.

4. Audit & Finance Committee Chair, Kelly Fox reported on the activities of the committee in their meeting the day before. Fox reported that the committee reviewed a draft of the revised investment policy and provided some suggestions. Once the revisions are complete the committee will review it again for approval by the Board. Internal Auditor Mary Campagnolo provided her audit plan for the year and reported that she had completed audits on mobile device management, home internet reimbursements, conference planning and did a follow-up to the FY12 Event Services audit. The committee also heard from Rena Brasher-Alleva from NCAR and Lana Kimayeva from UCP on their respective 5-year funding projections. Melissa Miller, the interim Vice President for Finance and Administration, reviewed the FY14 990 form and the approved FY15 budget for the KPMG audit.

5. NCAR Budget and Programs Committee Chair, Tony Busalacchi, gave an update from the committee’s meeting the day before. The committee heard from Michael Thompson regarding NCAR’s Program Operating Plan (POP) activities, which will align with NCAR’s strategic plan. Busalacchi described the progress of the Data Stewardship Engineering team and the Data Assimilation Initiative, both of which have received funding to bring on a couple new software engineers. A new program has also been created which is a visitor program for postdocs working in data assimilation. Busalacchi also reported that the committee had a good discussion around the FY16 budget, the end of one-time funding and the loss of funding from Air Force Weather Agency.

6. The National Science Foundation’s AGS Director, Paul Shepson, gave an update from NSF. Shepson highlighted AGS’s connections with GEO’s research initiatives including Prediction of and Resilience Against Extreme Events (PREEVENTS), Innovations at the Nexus of Food, Energy and Water (INFEWS) and Science Engineering and Education for Sustainability (SEES). He reminded the board of that there are plenty of opportunities for NCAR within these initiatives, and said he is interested to see how it all interacts with the university community. Shepson talked briefly about the budget, which was flat across AGS with the exception of a small bump up for NCAR in FY15. However, FY16 looks to be flat. He said the America Competes Reauthorization Act (HR 1806) is a challenge because it calls for a reallocation of NSF resources. The NSF has issued a response to HR 1806, which explains how the reallocation places arbitrary limits on scientific disciplines, and “runs counter to the way NSF currently set priorities for the Nation’s investment in science and engineering”. Shepson also spoke about the loss in funding from the U.S. Air Force Weather Agency. He is worried about the impact this will have on
NCAR staff, the loss of future WRF and MPAS development, and the general erosion of support for WRF and the community that supports it. Shepson called attention to an objective in the UCAR strategic plan that calls on UCAR to “Lead the community in understanding the evolving need of all UCAR stakeholders”, and on a goal of “advancing the cause of our community by advocating for the intrinsic societal value of our research”. He reminded the Board of the obligation to engage in these conversations with the larger community.

7. The Board of Trustees were joined by members of the President’s Advisory Committee on University Relations (PACUR) for a working lunch to review talking pointes with Meg Thompson, Joel Widder and Phil Bye from Federal Science Partners in preparation for visits to Capitol Hill.

THURSDAY MAY 14, 2015

The Board met in deep deep (Trustees only) Executive Session, no minutes were taken during this session

The Board adjourned at 9:30am

~End of Minutes~

Minutes prepared by Aneka Finley

Minutes approved by Gene Takle