

**COUNCILOR TALKING POINTS**  
**SUMMARY OF GOVERNANCE ACTIONS/REPORTS**

**AMERICAN CHEMICAL SOCIETY**  
**233<sup>rd</sup> ACS NATIONAL MEETING**  
**CHICAGO, IL**  
**MARCH 25-29, 2007**

Note that this particular Council Meeting was almost like the House of Commons in the UK, in that it was incredibly raucous, with much hooting and lively “discussions”! It was the best council meeting that I have attended in that many members were not content to “tow the corporate line” in terms of the requirements for getting a candidate on the ballot for President of the ACS. The big issue revolved around the petition part of the nomination procedure; as it stands now, the required number of signatures needed to put a candidate on the ballot was biased toward the majority constituents, and was not fair for the smaller constituent groups, such as the WCC and the Minority Affairs’ members in terms of the number of signatures required.

The following summary is provided to help councilors report to their local sections and divisions on key actions of the ACS Council and Board of Directors at the 2007 spring national meeting.

**ACTIONS OF THE COUNCIL**

**Election Results**

- The Committee on Nominations and Elections presented to the Council the following nominees for selection as candidates for President-Elect, 2008: Pat N. Confalone, Thomas H. Lane, William A. Nugent, and Howard M. Peters. By written ballot the Council selected Thomas H. Lane and Howard M. Peters as candidates for 2008 President-Elect. These two candidates will stand for election in the Fall National Election.
- The Committee on Nominations and Elections announced the results of the election to select candidates from the list of nominees to represent District II and District IV on the Board of Directors for the term 2008-2010. Nominees for District II included: Robin J. Hood, Joseph R. Peterson, Diane Grob Schmidt, and Steven W. Yates. Nominees for District IV included Paul F. Barbara, Eric C. Bigham, John P. Fackler, Jr., and Gregory H. Robinson. By mail ballot the councilors from these districts selected Joseph R. Peterson and Diane Grob Schmidt as District II candidates; and as District IV candidates, Eric C. Bigham and Gregory H. Robinson. Ballots will be mailed on or before October 10 to all members in District II and District IV for election of a Director from each District.

**Candidates for Directors-at-Large**

- The Committee on Nominations and Elections announced the selection of the following candidates for Directors-at-Large for a 2008-2010 term: Janan M. Hayes, Helen A. Lawlor,

Kent J. Voorhees, and Frankie K. Wood-Black. The election of two Directors-at-Large will be conducted in the fall. Ballots will be mailed to the Council on or before October 10.

### **Committee Performance Reviews**

- As part of a regular review, the Council VOTED to continue the Committee on Science, the Women Chemists Committee, and the Younger Chemists Committee - subject to concurrence by the Board of Directors. The Committee on Science provides an organizational framework to facilitate policy formulation, actions, and planning in several areas of ACS activity directly related to the science of chemistry. The Women Chemists Committee was established to recognize women chemists and to encourage them to take an active interest in Society activities; and the Younger Chemists Committee facilitates communication of ideas and attitudes between the governing bodies of the Society and younger chemists.

### **Petitions**

(For Action)

- The Council received three amendments to the ACS Bylaws (Petitions) for action: the Petition on Election Procedures 2006, the Petition on Rules for Nominating Members of N&E for National Offices, and the Petition on Multi-Year Dues.
- The Council VOTED to split consideration and action on the Petition on Election Procedures 2006 into two parts: Part 1 changes the timing of run-off elections and specifies an election process for situations in which only one Director-at-Large position is open.

Part 2 addresses consistency in national election procedures. It proposes changes to standardize the petition and election processes for President-Elect and all Director positions based on percentages of voting members. It replaces language specifying a required absolute number of petition signatures for nomination of candidates for President-Elect, and Director-at-Large with language specifying a higher requirement for petition signatures as a percentage of the membership for nomination of candidates for these offices.

The Council VOTED to accept Part 1. For Part 2, the Council VOTED to recommit this petition back to the Committee on Nominations and Elections and ask that they reconsider the signature requirements, procedures for processing electronic signatures, and those suggestions arising from the Governance Review Task Force pertinent to election procedures.

This part of

- The Petition on Rules for Nominating Members of N&E for National Offices establishes a one-year waiting period following service on the Committee on Nominations and Elections before an individual can be nominated for District Director, President-Elect or Director-at-Large. The Council VOTED by recorded vote to defeat this petition.
- The Council VOTED to accept the Petition on Multi-Year Dues. This petition will allow members paying full dues without any of the discounts to pay for periods of two or three years if they wish, at a rate equal to two or three times the rate for a one year period. Council

also VOTED to make this petition effective when technical components are instituted to offer and track the payments, but no later than January 1, 2010.

- The Board of Directors will vote within 90 days on whether to ratify the approved petitions.

(For Consideration)

- The Council received one petition for consideration: the Petition on Local Section Affiliations. The petition addresses a difference in current Society bylaws regarding the responsibilities of the Committee on Local Section Activities (LSAC) and the Committee on Divisional Activities (DAC) in oversight of the establishment of affiliations by local sections and divisions, respectively. The petition grants responsibilities for LSAC parallel to those currently established for DAC. Action is expected on the petition at the fall national meeting.

### **2008 Member Dues**

- The Council VOTED to set the member dues for 2008 at the fully escalated rate of \$136. This rate is established pursuant to an inflation-adjustment formula in the ACS Constitution and Bylaws.

### **The Society's Finances**

- The Society ended 2006 with a net contribution from operations of \$12.2 million, on revenues of \$424.0 million and expenses of \$411.9 million, which was \$7.8 million favorable to the approved budget. The favorable variance was primarily attributable to higher-than-budgeted electronic services revenue and investment income, as well as expense savings from lower-than-budgeted health care costs and reduced IT spending. In addition, the Society ended 2006 in full compliance with the Board-established financial guidelines.

### **Registration Report**

- As of March 27, 2007, the ACS fall national meeting had attracted 14,520 registrants as follows: Regular attendees 7,152; Students 5,059; Exhibitors 1,283; Exposition only 573; and Guests 453.

### **Future National Meetings**

- The Council VOTED to approve dates and sites for 2017 national meetings as follows: April 2-6, San Francisco, California; and September 10-14, St. Louis, Missouri.

### **New Local Section**

- The Council VOTED to establish the Snake River Local Section with headquarters in Boise, ID. This brings the total number of local sections to 190.

### **Member Statistics**

- ACS closed 2006 with 160,491 members, the highest year-end membership since 2002. Of the 17,857 applications processed in 2006, more than 1,000 came from the Member-Get-A-Member campaign, in which many councilors participated.

### **Governance Review**

- The Council received a report on the recent activities of the Governance Review Task Force. Councilors were informed that since the last Council meeting, the task force has met twice and action teams have been actively addressing those areas under the “Advance” category. Councilors also learned that the Council Policy Committee and the Board of Directors VOTED, as recommended by the Governance Review Task Force, to accept four recommendations under the “Refine” category.

### **Chemical Professional’s Code of Conduct**

- The Council VOTED to approve the Chemical Professional’s Code of Conduct as submitted by the Committee on Economic and Professional Affairs. This document offers guidance for Society members in various professional dealings, especially those involving conflicts of interest.

### **Resolutions**

- The Council adopted resolutions in memory of deceased councilors and ACS Past Presidents Robert Parry (1982), and Fred Basolo (1983).

## **ACTIONS OF THE BOARD OF DIRECTORS**

### **The Board’s Standing Committees**

- The Board of Directors received a report on the screened list of candidates from the Committee on Grants and Awards for the 2008 Priestley Medal and the Volunteer Service Award. The Board will announce the winners of these two awards after its June meeting. The Board also VOTED to approve a new award: the ACS Award for Affordable Green Chemistry, and an endowment to support the award sponsored by the Rohm and Haas Company. The Committee on Grants and Award concluded its report with an update from the PRF Steering Committee.
- The Board received a report on the activities of the Committee on Public Affairs and Public Relations where they were informed of its actions at this meeting and recent governance advocacy activities since the committee’s last meeting in December.

### **Activities of the Board’s Task Forces and Working Groups**

- The Board of Directors received status reports from several of its task forces and working groups namely: the Governance Review Task Force, the International Strategy Advisory Group, Percy Julian Task Force, the Board Oversight Group on Leadership Development, the working group on 2007 Board Goals and the working group charged with planning the

Board's retreat. The Board VOTED, on the recommendation of the Governance Review Task Force, to accept four recommendations under the "Refine" category. The Board also expressed its appreciation to the Percy Julian Task Force for its outstanding work and presented its members with plaques of the US House of Representative Resolution (February 2007) honoring the life and contributions of Dr. Julian.

### **Recognition of Chemical Society Milestone Anniversaries**

- The Board approved resolutions recognizing the 100<sup>th</sup> anniversary of the Hungarian Chemical Society and the 150<sup>th</sup> anniversary of the French Chemical Society. The French Chemical Society's anniversary will be celebrated in connection with its national meeting and the "C6" meeting, a summit of six large international chemical societies, in July. The Hungarian Chemical Society will celebrate its anniversary in June.

### **The Review and Approval of Two Policies**

- The Board reviewed and approved a statement on scholarship as presented by the Committee on Education, and a series of policies for the acceptance of gifts as supported by the Task Force on Development Activities.

### **Compensation of Society Staff**

- On the recommendation of the Committee on Executive Compensation, the Board VOTED to approve several actions relative to compensation for the Society's executive staff. The compensation of the Society's executive staff receives regular review from the Board.

### **The Executive Director/CEO Report**

- The Executive Director/CEO led a discussion on challenges facing the ACS, 2007-2011, including demographic/disciplinary, international, workforce readiness & science competitiveness, knowledge transfer and governance reform, and on priority recommendations for addressing those challenges. She also, along with several of her direct reports, updated the Board on the following issues: the impact of evolving information and communication technologies and trends on the Society, the Web Presence initiative, the ACS Green Chemistry Institute, and the activities of Chemical Abstracts Service, the Publications Division, and the Society's General Counsel.

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