

American Chemical Society April 7, 2020

Summary of Governance Issues and Actions

The following summary is provided to help Councilors report to their Local Sections and Divisions on key actions of various governance units since the termination of the in-person Philadelphia National Meeting.

Actions of the Council Policy Committee acting Ad Interim for the Council

Special Meeting of Council

The Council Policy Committee authorized a **Special Meeting of the Council - to be held on April 20, 2020, from 11:30 AM – 12:30 PM EDT** for voting Councilors to hear from and question the four nominees for ACS President-Elect, 2021. Following the meeting, Councilors will be asked to select two candidates for this office by Council ballot. All voting Councilors will receive an invitation from ACS Webinars to register for this event. Balloting will be conducted via the web (using our election vendor SBS) after the meeting with voting taking place from Monday, April 27 thru 11:59 AM CDT on Friday, May 1, 2020. Information on the nominees for ACS President-Elect, 2021 can be found in the Philadelphia Council agenda, and on the Elections page of www.acs.org.

Council Policy Committee acting Ad Interim for Council

The Council passed resolutions

- in memory of Past President Mary L. Good;
- in memory of Past Secretary Halley A. Merrell, Jr.; and
- In memory of other deceased Councilors.

Continuation of Committees

On the recommendation of the Committee on Committees, the Council Policy Committee approved the continuation of the Committees on Technician Affairs and on Patents and Related Matters - the latter contingent on approval by the Board of Directors.

2021 Member Dues

The Council Policy Committee voted on the recommendation of the Committee on Budget and Finance (B&F) to set the member dues for 2021 at the 2020 rate of \$175. The Board of Directors previously committed to ensure that this pause in the dues escalator will not have a negative impact on the overall amount in the dues pool, from which allocations to local sections and divisions are made.

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Petition on Benefits and Dues

The Council Policy Committee voted on the recommendation of the Committee on Membership Affairs to approve the *Petition on Benefits and Dues*, which is contingent on confirmation by the Board of Directors. This Petition amended Standing Rule I, Sec. 5, b, 9, 10; and Standing Rule II, Sec. 5, a. By amending these two Standing Rules, the Committee on Membership Affairs is able to offer versions of ACS membership that are less expensive to the Society, more appealing to members who are price sensitive, and with enhanced products that are more relevant and targeted. All membership information would be annually published in a Schedule of Membership and future changes require Council approval.

2021 Schedule of Membership

The Council Policy Committee also approved the *2021 Schedule of Membership*, which is contingent on the approval of the *Petition on Benefits and Dues* by the Board of Directors. The 2021 approved Schedule maintains all current membership classifications, benefits, dues, discounts and rules. Future changes in 2022 and beyond would require Council approval but these Schedules would allow for flexibility in proposing various dues and benefits concepts for members.

Actions of the Board of Directors

The Board's Executive Session

ACS Board of Directors met virtually in Executive Session on March 20, 2020, and discussed a number of key strategic issues and took several related actions.

The Board's Committees

The Board of Directors received and discussed reports from its committees on Executive Compensation, Professional and Member Relations, and the Joint Board-Council Committee on Publications. These committees requested and obtained Board action on one or more items, as follows.

- The Board received an extensive briefing and approved several recommendations from its Committee on Executive Compensation. The compensation of the Society's executive staff continues to be reviewed regularly by the Board.
- On recommendations of the Joint Board-Council Committee on Publications, the Board voted to approve the reappointments of Editors-in-Chief for two ACS journals. Those appointments will be announced in C&EN once the appointed individuals have been notified and appropriate arrangements for their continued service have been made.
- On recommendations of the Committee on Professional and Member Relations, the Board approved Society nominees for the 2020 Grand Prix of the Fondation de la Maison de la Chimie as well as the Committee's screened lists of five nominees each for the 2021 Priestley Medal, the 2021 Charles Lathrop Parsons Award, and the 2021 Award for Volunteer Service to the ACS. The Board will select the recipients of these latter three awards from the screened lists provided.

Chief Executive Officer's Report

The Board received an extensive report from the Chief Executive Officer on issues relating to the COVID-19 virus, the termination of the ACS 2020 Spring National Meeting in Philadelphia, Safety and

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Professionalism as core values of the Society, ACS financial performance, and upcoming events and activities. His direct reports then discussed with the Board the status of the proposed transformation of the membership model (Membership 2.0) and a range of opportunities and challenges facing CAS and the ACS Publications Division.

Other Society Business

The Board heard reports from the Presidential Succession on their current and planned activities for 2020.

Board Resolution

In anticipation of the Petition on Membership and Dues scheduled for action by Council, the Board adopted the following resolution on setting a temporary floor for dues allocations.

Whereas, extraordinary but unsustainable efforts were implemented recently to successfully halt the downward movement in the number of ACS members;

Whereas, efforts are underway to transform ACS membership offerings to a future model that will provide greater value and more attractive tiers of offerings to prospective ACS members;

Whereas these new offerings may include variable dues levels;

Whereas, decreases in the numbers of ACS members and/or changes to dues levels during the transition to the new model may negatively impact the level of the dues pool, which serves as the basis for local section and division allocation amounts;

Whereas, local sections and divisions rely on these allocations to provide their services and programming for ACS members and to achieve the ACS Mission;

Therefore Be It Resolved that should new membership offerings be implemented which negatively impact overall dues revenue, the ACS Board of Directors commits to (1) ensure through the budgeting process that the overall amount available for allocations to local sections and divisions through the dues pool over the period 2021 through 2025 does not drop below the 2018 level (\$3.04M), and (2) revisit this commitment for 2026 and beyond.

Actions of ACS Governance Units

Following the termination of the Philadelphia Meeting, 35 ACS Committees and Advisory Boards met via webinar, video, or teleconference. Initial reports were that these virtual meetings were an effective way to conduct their business and more research is being conducted to determine if there should be greater reliance on these technologies in the future.

Councilor Talking Points, produced by the ACS Office of the Secretary & General Counsel.

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Please direct all comments and questions to: secretary@acs.org