

Space Frontier Foundation Board Minutes – Saturday, July 24, 2004

Present:

- Tony DeTora, Executive Director
- Al Differ, Board Chairman
- Brook Mantia, Corporate Secretary
- Manny Pimenta, Board Member
- Rich Pournelle, Board Member
- Natalie Vollrath, Board Member
- David Livingston, Board Member
- Joe Gillin, Advocate Coordinator
- Erin Medlicott, Board Member

Absent:

- Bob Hillhouse, Board Member
- Elaine Walker, Board Member
- Bill Gaubatz, Board Member
- Bob Werb, Treasurer

- **Call to Order:** 9:05amPT/12:05pmET
- **Approval of Board Minutes** – A motion to accept the June 12, 2004 Board of Directors Meeting Minutes was approved.
- **Current Business**
 1. Executive Director Status – Tony DeTora
 - The Return to the Moon 5 event last weekend was outstanding, with 110 attendees. James Cameron could not be present, which left Radio Shack miffed, but we will try to arrange a meeting at a later time. There are some budget issues, but a final accounting has yet to be completed. Some media opportunities incurred additional expenses for press coverage and satellite feeds. A financial report will be prepared for the Board for the next meeting.
 2. By-Laws Proposed Amendments: Director's Length of Term and other minor fixes.

According to the procedures specified in the By-Laws, the Board will vote to approve the following verbatim modifications to the By-Laws at the next meeting, pending legal approval:

Article V -- BOARD OF DIRECTORS

SECTION 1: The Board of Directors shall consist of not less than three (3) and not more than nine (9) members. Directors shall be elected to fill available seats at the Annual General Meeting of the Corporation by a majority vote.

SECTION 2: The term of office shall be two years. Vacancies on the Board may be filled by the Board of Directors prior to the expiration of the term. Such appointment shall continue until the conclusion of the next Annual General Meeting of the Corporation.

ARTICLE VII – DUES

SECTION 1: Each Voting Member of the Foundation shall pay an annual amount set by the Board of Directors or its designee(s) as membership dues. The annual dues are payable upon application for membership in the Foundation.

SECTION 2: The dues and payment schedules for nonvoting members (Supporters) shall be set by the Executive Director.

ARTICLE VIII – OFFICERS

The officers of the Foundation shall be as follows:

SECTION 2: Secretary. This person shall serve as the repositor and archivist of all non-financial records of the Foundation. He shall prepare and report minutes of all meetings of the Board and handle all correspondence not prepared by another Officer and shall receive for filing any correspondence prepared by another officer, or person, for the Foundation. In coordination with the Executive Director he shall transmit meeting notices, agendas and minutes to members of the Board. The Secretary is also responsible for the preparation and filing with the Georgia Secretary of State, or any other state authority, of any annual reports of the Corporation that are required by law.

SECTION 3: Treasurer. This person shall serve as the repositor of all financial records of the Corporation, shall keep and report timely books of account for the Corporation as a whole and shall maintain accounts of deposit (both time and demand) in the name of the Foundation in financial institutions designated by the Board of Directors, shall prepare and file with state or federal authorities any financial statements or tax returns required by law and in general be responsible for all financial transactions of the Foundation.

SECTION 4: Other officers. The Board of Directors may appoint other officers to assist the Executive Director, Secretary, and Treasurer in the performance of their responsibilities.

ARTICLE XI -- ELECTIONS; TERMS OF OFFICE

SECTION 1: A Director's term of office shall start at the end of the Transition Meeting of the Board of Directors immediately following the individual's election to the Board.

ARTICLE XIII – MEETINGS

SECTION 1: There shall be one Annual General Meeting of the Foundation each year, at a time and place to be fixed by the Board. The meeting for one year must occur at least 9 months after and no more than 15 months later than the meeting for the previous year. At that meeting, and before the election of a new Board of Directors, an annual financial report shall be made by the Treasurer and a 'State of the Foundation' report shall be made by the Executive Director with written copies of each submitted to each Advocate at or before the meeting. The principal business of the Annual General Meeting is the election to fill upcoming vacant seats of the Board of Directors. The Secretary shall record the minutes of the meeting.

SECTION 2: The next meeting of the Board of Directors after the Annual General Meeting shall be the Transition Meeting. The principal business of the Transition meeting is to prepare the newly elected Directors. The Board meeting following the Transition Meeting is the Budget Meeting. At that time the Board shall make decisions as to plans for the forthcoming fiscal year and shall approve a budget proposed by the Executive Director.

SECTION 9: The fiscal year of the Foundation starts on the first day of January.

3. Fund Raising Updates – The Executive Director will assign Board members people to call.

4. Advocate Coordinator Status – Joe Gillin has the floor

Changes in Advocate Status: 23 Advocates have renewed to date this year. The process for nominating and inducting new Advocates will be discussed at the next Board meeting.

Issues Raised By Advocates: Nothing new.

- **New Business** – The Executive Director and Secretary will initiate the Awards nominations and Elections procedures.
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- **Date for next Board Meeting** – Saturday, August 7, 2004, 10:00am PST/1:00pm EST
- **Adjourn** – 9:45am PT/12:45pm ET