

**American Birding Association
General Membership Meeting
Sunday, September 21, 2014**

American Birding Association Headquarters
93-ABA Clinton Street, Delaware City, DE 19706

The annual meeting of the American Birding Association (ABA) was held on Sunday, September 21, 2014, at the headquarters of the American Birding Association, 93-ABA Clinton Street, Delaware City, DE 19706. Approximately 40 people were in attendance, both members and non-members.

In attendance from the Board of Directors – Lou Morrell (Chair), Carl Bendorf, D. H. Michael Bowen, Scott Fraser, Terry Rich, Matt Fraker, Lili Taylor and Bill Sain (nominee)

In attendances from the ABA staff - Jeff Gordon (President), Bill Stewart, George Armistead, Liz Gordon, and Greg Neise.

Board Chair Morrell called the meeting to order at 3:05 p.m.

Chair Morrell introduced the board members in attendance, Jeff Gordon introduced the staff. Gordon then recognized several ABA members who were present, including Maureen Fleming, David La Puma (new Director of the Cape May Bird Observatory), and former ABA Director Pete Dunne and his wife Linda.

Chair Morrell said that, as provided for in the Association's bylaws, the Notice and Proxy had been included in the August 2014 issue of "*Birding*" that was mailed to ABA members in good standing during the period from August 14, 2014 through August 19, 2014. In addition the Notice and Proxy were mailed to the 46 ABA members in good standing who do not received "*Birding*". Morrell also said that the proxy had also been posted on the Association's website. He said that ballots for the election of directors were also available at the meeting.

George Armistead, as attorney and agent for the members represented by proxy, reported that 103 valid proxies had been received at ABA headquarters. From sing-in sheets there were 29 members present at this meeting who had not sent in their proxies for the Director election. Therefore, 132 members were present either in person or by proxy. The Chair declared that annual meeting was valid for conducting business, since far more than the required 100 members were present or represented at the meeting.

1. Approval of the Minutes of the Annual Meeting held at the Bahia Resort Hotel, 998 West Mission Drive, San Diego, CA 92109 on Saturday, October 12, 2013.

The Chair stated that the draft minutes of the Association's Annual Meeting held in Wilmington, Delaware on September 23, 2012, had been posted on the Association's website. He said that copies of those minutes were available at this meeting. There being no comment on the minutes a motion to accept the minutes of this meeting without change from the version distributed was made from the floor, seconded and approved unanimously.

2. President Gordon then addressed the meeting. He began his remarks welcoming everyone to the ABA's new headquarters and that the move to the historic Central Hotel

in Delaware City had been accomplished successfully. He thanked all that were involved specially Dana and Sue Renoll, our most generous landlords. He then went on to discuss other highlights of the year, including that the ABA had begun selling the U.S. Fish & Wildlife Service's Migratory Bird Hunting and Conservation Stamp (the "Duck stamp"). Gordon reported that over 800 stamps had been sold to date. He then updated the membership on the young birders activities and upcoming ABA events.

3. Financial Report

Board Chair Morrell stated that the audited financial statements and auditor's management letter for the year ended December 31, 2013 and the Form 990 for 2013 had been posted on the ABA's website. The Chair made brief remarks about the ABA's financial situation, which he said that after a long period of decline was beginning to stabilize. He said that much of the stabilization was due to strong expense control. However, he stressed that the organization needed to increase its membership base to provide the revenue generation needed to reach sustainable breakeven levels, improve the organization's cash position and begin to rebuild reserves. He reminded members that about one third of the organization's revenues came from their dues, with subscriptions, advertising and other fees accounting for another 40%. The rest he said came from their contributions and other giving. He told members that we do not solicit their contributions to the extent other birding and conservation organizations do. He asked that "when you hear from us, please respond".

4. Election of Directors

The Chair then said that this past year, in accordance with the provisions of the Association's bylaws, Terry Rich had been appointed to serve the unexpired term of Director Roberta Kellam, who resigned in December 2013. Rich's term will expire as of the Members Meeting in 2016. The Chair reported that there were no other board changes and that no current director was retiring or had reached the maximum term limit.

The Chair then stated that in accordance with the Association's bylaws, the Governance Committee through its subcommittee, the Nominating Committee, had presented a slate of individuals to be nominated to be directors of the ABA. The Board at its meeting of July 24, 2014 accepted the recommendations of the Nominating Committee and voted to place before the members the following candidates for election to the board – for a third 3-year term, Louis M. Morrell and D.H. Michael Bowen; for a second 3-year term, Carl Bendorf and Kenn Kaufman; and for an initial 3-year term, Jennifer Owen-White, Linda Rockwell and Bill Sain.

A motion was made from the floor and seconded and approved to accept the slate of directors presented to the members. George Armistead, as attorney and agent, reported that 97 members voting by proxy, ballots voted for Morrell, Bowen, Bendorf, Sain and Owen White and that 96 members voting by proxy and voted for Kaufmann and Rockwell. There were 6 abstentions.

Members present at the meeting were then asked and agreed to vote on the slate as a whole, rather than separately for each nominee. Members then voted by hand, 28 for all of the nominees and 1 member voted no.

The Chair said as a result of the vote in which all candidates received more than 94% that all seven candidates had been elected to the Board of Directors.

5. Awards Committee

The Chair then introduced Mike Bowen, chair of the Awards Committee. Bowen then reviewed the 2014 awards that were given out during the year and referred members to the website for more details. Bowen then reminded members of the award nomination process and referred them to the website for the nomination forms and instructions.

6. Recording Standards and Ethics Committee

The Chair then introduced Matt Fraker, chair of the Recording Stands and Ethics Committee. Fraker summarized the Committee's activities over the past year. He said key items on the Committee's agenda were the review and updating of the ABA's Code of Ethics, clarifying and revising the requirements for annual and Big Year reporting and listing, and the issue of the ABA area and the inclusion of Hawaii and other locations.

7. Membership And Development Committee – The Chair then introduced Carl Bendorf, ABA Vice-chair and chair of the Membership and Development Committee. Bendorf reported on the Board of Directors/Staff planning meetings that had been held the previous day and summarized the issues discussed. He told attendees that a new survey of members would soon be made, and urged all members to respond to it.

8. Other Business and Questions

The Chair and President then addressed questions from the floor about procedures, process and programs.

There being no further comments or business the meeting was adjourned at 4:25 p.m.