

Association of Consulting Chemists & Chemical Engineers, Inc.



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MINUTES OF THE COUNCIL MEETING OF ACC&CE

HELD ON JANUARY 12, 2020 VIA GTM

ATTENDED BY: Richard Goodman (President), Steve Duerr (Treasurer), Charles Leonard, Joe Porcelli, David Manuta, Marvin DeTar, Dick Schauer, Cathy Byrne, John Wetzel, Al Sagarese, David Morse, Heather Wahab and Bernie Ennis. Charlie has Koki's proxy.

AGENDA AND CHANGES: Meeting was called to order by Richard Goodman at 7:01 PM EDT Richard made an addition to the agenda, an ad hoc committee to look into the Constitution about membership for large consulting firms..

APPROVAL OF PREVIOUS COUNCIL MEETING MINUTES: The Minutes of the December 2020 Meeting were approved after the motion was moved by Charlie and seconded by David mantua.. The motion carried and the Minutes were accepted.

TREASURER'S REPORT by Steve Duerr:

1. The filing of IRS 990 was done on time.
2. The current bank balance is \$ 30856.67
3. 27 Members paid (of 37 expected) - incl. 1 Honorary and 3 of the 7 who previously paid the introductory \$25
4. Len Anderson has paid but is not yet an approved member.
5. Ads paid – 9 of expected 10
6. Bookkeeping reconciles to the bank account.
7. Marketing and website has a large unplanned budget.
8. Reminder notices to those who have not paid will go out.

Richard observed that the organization has enough resources to allow any ideas for improvement.

Motion to accept the Treasurer's report was adopted.

President's Remarks: Richard Goodman

Richard requested that we proceed to committee reports as he did not have any other item apart from the one mentioned in the change in agenda.

REPORTS OF COMMITTEE CHAIRS

Programs: Al Sagarese

Al confirmed that there will be a presentation in mid-summer and that he will draft an announcement in next two weeks and send to Charlie and Richard for canvassing to membership after reconfirming the date for a Tuesday. He later confirmed the presentation by Mitch Zimmer for Thursday February 11th. In May, Dr. Bob Pribush will give a presentation. He was dean of the Chemistry Department at Butler University, recently retired, and an ACS Fellow. The tentative presentation date is Tuesday May 11th. There was a short discussion when two events seemed scheduled for Thursdays. By consensus, it was suggested that Al should try to schedule presentations on Tuesdays.

NEWSLETTER: Joe Porcelli

According to Joe the next newsletter is expected to go out at the end of March. He expressed concern that Koki may not have Microsoft Publisher software and that he will continue the basic work of arranging content as needed, he would like Committee chairs to provide content and for Koki to run down content. For example, Marvin can give a short summary of the LinkedIn project for the organization. Richard seconded these sentiments. It was agreed that if Koki does not have Publisher software the organization should fund it if needed.

MEMBERSHIP: Dick Schauer

The membership request from Nigeria is no longer applicable as there was no response to the questions posed. Mr. Len Anderson was contacted by email and requested to make a formal application for membership, but Dick has not heard from him yet. As soon as he gets the response, Dick will distribute his application to Council members with his affirmative vote.

WEBSITE: Charlie Leonard

Nothing to report except usual periodic updates and setup for a new year.

OLD BUSINESS:

Marvin commented that when our web pages are assembled and in order, then the LinkedIn project can proceed. LinkedIn will have links to webpages on the website and if there are pages that we prefer not visited, Marvin should be informed. The person working on this project can complete it in less than 4 hours. It involves linkage from LinkedIn to the website. Charlie responded that any pages currently visible may be linked, and new information will be related to meetings, presentations and minutes as

they occur in the future. A budget of \$300.00 was approved for the LinkedIn project after motion by David and seconded by Charlie.

The ad hoc committee for voting rights of membership for consultants with large organizations consisted of David Manuta, John Wetzel and Charlie Leonard with comments by Bernie Ennis. It discussed various possible scenarios whereby larger organizations with voting numbers can influence decision making or policy/regulatory changes to the detriment of individual members. They found no reason to believe in these thoughts whereby this organization can be adversely affected. There was also the issue of offending prospective members by limiting voting rights. Again with current membership also having individuals who are part of larger organizations, any decision can affect them retroactively. The committee did not find it necessary to change the Constitution in absence of compelling justification for the same. The committee's recommendation is to leave the membership rules as they are. Richard appreciated their effort and reasoning and the ad hoc committee report will be attached to these minutes and a website link created.

Succession planning:

No progress on this subject. One Council Vacancy is open. Richard will mention this in his letter in the next Newsletter.

Current Council membership is:

Officers: Goodman (747) President, Sagarese (955) Vice President, Doshi (974) Secretary, Duerr (592) Treasurer

- Councilors**
- Hoffman (908) and Byrne (921) [expires 2021]
 - Wetzel (943) and [Vacant] [expires 2022]
 - Manuta (882), DeTar (910) [expires 2023]

The next meeting is scheduled for February 9, 2021 and a presentation scheduled on Thursday February 11, both at 7:00 PM EDT.

Motion to adjourn was proposed by Charlie and seconded by all.

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From: [Bernard Ennis](mailto:Bernard.Ennis@wetzels.com)
To: jwetzels@wetzels.com
Cc: "David M. Manuta, PhD., FAIC"; charlie@cleonard.net
Subject: re: ACC&CE: ad hoc discussion of membership/voting rights for members of large consulting firms
Date: Monday, January 11, 2021 6:55:51 PM

John,

Thanks to your team for evaluating my comment. I do agree with the team's conclusion and the reasoning for it.

I am planing on attending tomorrow evening's meeting and will express my support for the good work of your ad hoc committee.

Bernie

Bernard Ennis, P.E.
ACC&CE Member Number 860
973 239 0456 Mobile

----- **Original Message** -----

From: "" <jwetzels@wetzels.com>
To: <ennis@egtgroup.com>
Cc: "David M. Manuta, PhD., FAIC" <dmanuta@dmanuta.com>, <charlie@cleonard.net>
Date: Mon, 11 Jan 2021 18:15:03 -0500
Subject: ACC&CE: ad hoc discussion of membership/voting rights for members of large consulting firms

Dear Bernie,

As agreed in the ACC&CE council meeting of December 8, 2020, David Manuta, Charlie Leonard and I held a brief meeting today to discuss the topic described below (excerpted from the Council meeting minutes):

New business: Richard invited the council's view about making consultancy firms like Richman Chemicals (with chemists and chemical engineers) members through some sort of agreed upon arrangement. Bernie suggested that we can make these organizations a member without voting rights to avoid losing control. Richard mentioned that we could make them members but the organization gets only one vote. A discussion on the constitution and the article IV on membership was followed by Richard's suggestion to form an ad hoc committee to rephrase the wording to take care of the anticipated situation of possible collective membership as against single individual membership as it reads now. David Manuta, Charlie Leonard and John Wetzel are part of the ad hoc committee with Bernie Ennis to review the membership eligibility and make recommendations for a collective membership request by any organization.

We reviewed the language on membership qualifications in Article IV of the current constitution, which is attached for your convenience.

We acknowledged that several current members of ACC&CE are employed by larger consulting firms.

We considered the concern that you and perhaps others raised about multiple members of one consulting firm potentially swaying decisions of the ACC&CE organization in favor of the interests of that consulting firm, at the expense of other members who are independent consultants. We acknowledged that ASTM is an example of an organization that restricts the voting rights of members of large firms to one vote per firm. We felt that this practice makes sense in the case of ASTM, because

decisions made by that organization are sometimes adopted as policy by industrial and government organizations. Such policies may have significant regulatory and economic impacts that are viewed as beneficial by some entities and detrimental by others. However, we were unable to identify likely scenarios in which decisions made by ACC&CE voters could be influenced by multiple members of one consulting firm in such a way as to dramatically favor that firm's interests over those of other consultants. If you can think of such a scenario, we invite you to point it out.

We weighed the above concern against the potential drawbacks of modifying the constitution to restrict the voting rights of some members. One potential drawback would be that both current members and future prospective members might take offense at having only their voting rights, but not those of other members, restricted. Such potential to offend might be acceptable if there were a strong justification for restricting the voting rights of these members. However, as mentioned above, we were unable to identify such a compelling justification.

It was also noted that the most recent revision of the constitution was an arduous process. Enthusiasm for revising it for any reason was not high.

Overall, we feel that, given ACC&CE's current challenges in attracting new members and encouraging participation from new and existing members, there is more to be gained by leaving the current membership criteria as they are than by restricting them for members who work for large consulting firms.

We will present our consensus view at tomorrow's council meeting. We welcome you to express your views then also.

Kind regards,
John

John M Wetzel, PhD
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