



MINUTES
NANPA Board of Directors Meeting
July 22-23, 2011
Denver, Colorado

Attending: Officers: Bill Plunkett, President presiding; Bill Campbell, President-elect; Jerry Monkman, Treasurer; Board members: Charlie Borland, Jamie Davidson, Gary Farber, Bruce Haley, Doug Otto, Lynda Richardson and Mary Jane Gibson, President of the NANPA Foundation, ex-officio, and Susan Day, Executive Director, ex-officio.

Guests: Richard Halperin, legal consultant, Rick Brown, Summit committee chair (Friday afternoon).

Absent: Budd Titlow

Note: MSC = Motion made, seconded and carried.

The meeting was called to order at 8:08 am on July 22, 2011. A quorum was present.

I. Call to Order and Welcome – Bill Plunkett

President Bill Plunkett called the meeting to order at 8:08 am and welcomed the Board.

II. President's Report

Bill Plunkett welcomed new member Doug Otto and thanked the transition team: Bruce Haley, Rich Halperin, Jerry and Marcy Monkman, John Lock, and Susan Day. He also expressed gratitude to Charlie Borland for his work on the eBook. He gave an overview of main topics of discussion for the meeting with his goals of increasing membership, improving communication with members, and adding/updating member benefits. He reminded board members of their board liaison responsibilities.

III. Minutes of March 8, 2011 Meeting

The Minutes had been approved by email for filing.

A. Task List Review

Susan Day went over the Task List from the March 8, 2011 meeting.

B. Brainstorming Notes, McAllen, TX

C. Minutes of Business Meeting, McAllen, TX

Susan Day reviewed both documents (B & C above) with board.

D. Actions by Email:

- MSC: To approve a New or Renewal Membership Give-Away of an eBook of approximately 25 pages with the content written by 5 NANPA Pro members. The book will be titled *5 Tips from 5 NANPA Pros* or similar as deemed appropriate by the design team. Contributors will be NANPA members in good standing and with recognizable names within the market to draw more interest in membership. Compensation to the Pros to write the content for the eBook will be renewal of their membership for the year beginning May 2011. (Approved by board April 7, 2011)
- MSC: To approve the minutes of the Board of Directors' meeting held March 8-9, 2011. (Approved by board April 20, 2011).
- MSC: To offer NANPA members a renewal incentive of an additional three months free if they renew their



membership by May 31, 2011. (Approved by board April 25, 2011)

- MSC: To terminate contract with the Resource Center for Associations as soon as possible. (Approved by board, May 13, 2011)
- MSC: To authorize the NANPA president to establish an account with yourmembership.com to begin the preliminary setup work and training. (Approved by board, May 13, 2011)
- MSC: To name Marcy Monkman as the NANPA Bookkeeper at an hourly rate of \$25.00 and an estimated 10 hours per week. The final scope of work to be determined. (Approved by board May 13, 2011)
- MSC: To name Susan Day as the NANPA Executive Director at an hourly rate of \$45.00 and estimated weekly hours between 20 and 30 hours. The final scope of work to be determined. (Approved by board May 13, 2011)
- MSC: To approve the Transition Agreement between NANPA and the Resource Center and to authorize President Bill Plunkett to sign it on NANPA's behalf. (Approved by board, June 22, 2011)
- MSC: Invite Doug Otto to serve the remaining term on the board of directors for Kimberli Bindschatel (which ends 2014). This vote is subject to Doug being available. (Approved by board July 7, 2011)
- MSC: To leave the open board position of Susan Day vacant until the next election for the NANPA board of directors which will take place in October 2011. (Approved by board July 7, 2011)

IV. Consent Calendar

- A. **Awards** – Report accepted for filing.
- B. **Environment** – Report accepted for filing.
- C. **History** – Report accepted for filing.
- D. **Pro Issues** – Report accepted for filing.
- E. **Technology** – Report accepted for filing.

MSC to accept the consent calendar as presented.

V. Executive Director's Report

Susan Day thanked the board for hiring her as Executive Director. She reported that Marcy Monkman and John Lock were doing great jobs and the three of them made a strong team that was working hard for NANPA. She commended Bill Plunkett for helping NANPA through the management transition as well as the Finance Committee for putting together a working budget to move NANPA forward. She updated the board on the progress with YourMembership, switching bank accounts, gave an overview of membership data and various other tasks and projects she has been working on for NANPA.

Membership Report

Susan Day presented a membership report with numbers of renewals since July 1. She noted that there was a discrepancy in renewal dates on forms that had been mailed and data that had been transferred to YourMembership from RC —some showed July 1 as expiration dates and others July 31. NANPA will honor both dates for member renewals.

VI. Finance Report

Treasurer Jerry Monkman gave an update on finances and end of year projections. He introduced a working budget that he, Marcy Monkman and Bruce Haley had prepared. Projections of dues income this year was more conservative than in past years. He mentioned that our biggest expense is paying off debts from the McAllen Summit and the balance owed to the Resource Center. Our current budget will pay these off during this fiscal year. With reduction in management costs and no debts, future budgets will look better. The board asked Bruce Haley to contact NANPA's current CPA, Mr. Hollis, to find out how much a full audit will cost and to let us know the date of our last formal audit.



MSC to not conduct a formal audit for the current fiscal year.

MSC in any situation where the board or Executive Committee votes, the individual votes of members shall not be retained.

VII. Committee Reports

A. Communications Print – Jamie Davidson

The report was presented for filing. The Board discussed options regarding NANPA's communications including replacing Ripples with an eNewsletter called NANPA News which would be distributed via YourMembership. This would be more frequent, less expensive and less labor intensive than Ripples. NANPA News could have RSS feeds that members or non-members could subscribe to. A "Receive Our Newsletter" button will be added to the NANPA website so non-members can sign up to receive NANPA News.

MSC to discontinue publication of Ripples with the final issue of September/October 2011 issue. The Executive Director to give immediate notice to Loupe Media per terms of existing contract.

MSC The Board appointed Bill Campbell to serve as interim chair of the Communications Committee Print until a new chair is recommended by the Committee on Structure.

Note: Bill Campbell abstained from discussion and vote

The board also discussed ways to improve Currents. The consensus of the board was that articles should be by NANPA members only, that there be more news by NANPA members, more visual content of members' photos, and more information on NANPA events and Foundation News. NANPA is to be listed as the Publisher on Currents, Expressions, and all other NANPA publications.

The board discussed the upcoming (August 1) Expressions/Showcase Competition including reducing entry fees.

B. Communications Web – Jamie Davidson

The report was presented for filing. Bill Plunkett commended John Lock for moving the Membership Section of the NANPA website to YourMembership in a timely manner. YM had indicated it typically takes 90 days to transfer and John accomplished it in 2 weeks. The board talked about how the website will include more features of future projects in the works and that it will need to be updated. Many features can be moved to YourMembership but others will need to remain on a separate NANPA site. Future projects include the NANPA Learning Center with blog, education, Pro Sites, an eBook Store, Ambassador Program, online portfolio reviews, and other educational and networking opportunities for members and non-members. Some areas would be free and others paid. Task Force Members: Charlie Borland, Bruce Haley, Jerry Monkman and Doug Otto.

C. Online Portfolio Reviews—Doug Otto

Doug presented an oral update on the Online Portfolio Review program that was approved by the board last year. It had taken a back seat because webmaster, John Lock had been preoccupied with the Membership and website transfers from the Resource Center to YourMembership. John indicated that he could have it set up by September 1. Sharon Cohen-Powers had originally been designated as administrative coordinator but does not have access to the membership database. The board thought it would be appropriate to appoint an administrator who does have access.



MSC to appoint Bill Plunkett to replace Sharon Cohen-Powers as interim administrative coordinator for the Online Portfolio Reviews.

Note: Bill Plunkett abstained from voting.

VIII. Summit

A. Summit Committee Report—Bill Campbell & Rick Brown

The report was presented for filing. Bill Campbell explained the recent history of the Summit and Committee to bring new board members up-to-date. Rick Brown, committee chair, attended this portion of the meeting to discuss options and ideas for the Jacksonville 2013 Summit. The Summit will have a Celebration of Nature Photography theme. Additions include poster session type presentations, making the trade show a main attraction rather than a side item to the Summit, continue and expand on the McAllen Quinta Mazatlan-type outreach event in the Jacksonville community, possibly include some type of photo contest tied into the Summit, how to attract more pros, and possible partnerships with local and national groups and organizations.

B. 2013 Summit Budget –Jerry Monkman

The Finance Committee will prepare a preliminary budget for board approval when more info is available from the Summit Committee.

C. 2014 & Beyond Discussion –Bill Campbell & Rick Brown

The Board discussed future Summits and ways to improve them to attract more attendees.

MSC to create a Task Force to recommend to the board a meeting planner for future Summits, Regional Events and Road Shows. Members include: Rick Brown, Bill Campbell, Jamie Davidson, and Bruce Haley.

D. 2014 Seattle joint meeting ASPP & PACA

Susan Day presented the possibility of a joint meeting in 2014 in Seattle with ASPP and PACA. The board liked the suggestion and asked Susan to proceed with discussions between ASPP & PACA on feasibility and logistics.

IX. Committee Reports

A. Ethics – Lynda Richardson

The report was presented for filing. The board asked the committee to complete the expulsion-of-members-for-cause policy that is in the works. Discussion included Ethical Field Practices and other forms created by the committee. NANPA News to include info that Ethics Forms are available on the NANPA website.

B. Fine Art – Bruce Haley

The report was presented for filing. The Board discussed adding more members to the committee as well as adding a co-chair to help Mark Lukes. Other topics included expanding the charge of the committee to include education and networking among members about fine art.

The board expressed gratitude to Mark Lukes for storing the NANPA Fine Art Exhibit after transition from the Resource Center. Susan Day was asked to review permissions on fine art prints.

Another topic discussed was asking Mark Lukes to be liaison between NANPA and iLCP.

MSC to appoint Aletta de Wal to serve as co-chair with Mark Lukes of the Fine Art Committee, subject to her acceptance.



C. Nominations & Elections – Bill Campbell

The board discussed pros and cons of reducing number of board members. The consensus was that the board had functioned for several months with only 12 directors and as a cost-cutting measure, it was prudent to make a change.

MSC to amend the first two sentences of Article 4, Section 2 of the NANPA Bylaws to read as follows: The Board shall consist of 12 Directors. Ten shall be elected by and from the general membership.

MSC to appoint Jerry Monkman as one of the board members of the Nominations Committee to replace Susan Day who resigned from the board in May.

MSC that the deadline for the submission by the Nominations Committee of its slate of nominees for the current year be deferred to November 1, 2011 and that the ballot on nominees be deferred to no later than February 28, 2012.

D. Membership – Charlie Borland

The report was presented for filing. A considerable amount of time was spent discussing ways to increase membership and provide more member benefits. Topics included the Ambassador program, camera club affiliates, advocacy for nature photographers, adding more members to the committee, implementing NANPA News, advertising and promotion, establishing a ProMember level of membership, adding a 2-year membership level, and conducting a membership drive. Also discussed was whether to merge the Marketing and Membership committees since Marketing currently has no committee chair. It was decided to keep them separate and find a chair for Marketing. Several names were given to Charlie Borland to ask. The board decided that the Ambassador Program would be under the charge of the Membership Committee.

E. Publications & Products –Susan Day

The report was presented for filing. Board discussion included the NANPA inventory and possible disposal of old books and products with donations to nature centers and libraries preferred over destroying them. The board also talked about sending back copies of Expressions and Currents to trade shows, photographers' workshops, etc to use as promotion. Also mentioned was the possibility of taking in books and/or fine art products from members on consignment to sell on the NANPA website and/or at meetings.

F. Regional Field Events –Jamie Davidson

The report was presented for filing. Jamie and Bruce Haley, committee chair, provided an overview of how these events operate as well as challenges the committee encountered since McAllen. It was recommended that the committee use local NANPA Ambassadors, if possible, to help with local logistics. The board discussed locations for 4 possible upcoming events and asked the committee to find photographer leaders, hotels, and photo locations for each. Possible destinations include: January 2012 Albuquerque, NM; March 2012 Everglades, April 2012 Smokies; October 2012 Acadia. Others to research include Oregon, northern California, and the Seattle/Palouse area.

G. Road Shows – Gary Farber

The report was presented for filing. Kathy Adams Clark stepped down as committee chair in April but agreed to continue to work on the committee until a replacement is found. Several names were recommended for the chair position who will be asked of their interest. Also noted was that the



committee needs to build a pool of speakers and open these speaking opportunities to more pros. The board discussed the proposal from Kathy to conduct a Road Show held at the Houston Zoo in September. The committee also had requested a name change for future events.

MSC to retain the name of NANPA Road Shows.

MSC to proceed with the Houston Zoo Road Show on September 24, 2011.

X. Foundation Update

Mary Jane Gibson explained the relationship between the Foundation and NANPA to the new board members and gave an update on changes to the Foundation since the transition from the Resource Center. The Foundation did not have a quorum available to hold an in-person meeting in Denver so will be holding their meetings via email discussions in the coming months.

XI. Scholarship Programs

A. College – Lynda Richardson

The report was presented for filing. The board discussed how to integrate 6 students and 4 instructors into one of the upcoming Regional Events in lieu of a Summit in 2012. More information is needed to make a decision. Other options included working with a conservation organization as a project. Bill Plunkett, Linda Richardson and Bruce Haley will talk to Keith Snell on options.

B. High School - Susan Day

The report was presented for filing. The board recognized the challenges the committee faces in not holding a Summit in 2012 and administrative staff support for the program at Summits without our former management company. The board discussed ways to assist the committee for future Summits and projects. A suggestion for a new project was to hold a high school photo contest sponsored by Hunts or another vendor. This could be done in off-years of Summits. The board was supportive of Ray Klass' proposal to incorporate the Junior Nature Photographer Program with the National Park Service and would like to see that program implemented. Lynda Richardson will assume the board liaison position.

XII. New Projects

A. Ambassador Program

The Board reviewed and discussed the guidelines prepared by Bill Campbell regarding the Ambassador Program.

MSC to approve the guidelines for the Ambassador Program which will be administered by the Membership Committee.

B. Marketing Proposal from Hunts Photo

MSC to provide NANPA brochures to Hunt's Photo with a coupon code offering a 20% discount to new general members only—subject to easy integration to YourMembership..

C. Two-Year Membership Level

MSC to add a 2-year US general membership level for \$180.00 and a 2-year joint US general membership level for \$270.00.

D. NANPA Bucks

The board discussed the apparent lack of interest and use of the NANPA Bucks program. MSC to discontinue issuing NANPA Bucks.



E. Magazine Subscription Program

The board discussed and reviewed data provided by Susan Day regarding the program. The consensus was to continue the program.

F. Plus Registry Update

Susan Day presented the request from the PLUS Registry asking for NANPA's participation. The board decided this is a member benefit.

MSC to participate in the PLUS Registry member benefit distribution offering a fee listing for NANPA members in the PLUS Registry.

G. Addition to Comp Policy

MSC to add to the comp policy a free one-year general membership to any major presenter who is not a NANPA member.

H. Airline Advocacy

The board discussed having NANPA explore working with airlines regarding relations with photographers and their equipment. Susan Day will ask Joe MacDonald if he would be interested in submitting a proposal.

XIII. Contracts for Bookkeeper & Executive Director

The Board reviewed contracts drafted by Richard Halperin and the Executive Committee for Bookkeeper and Executive Director.

MSC to authorize President Bill Plunkett to sign the agreement and Scope of Work between NANPA and Executive Director, Susan Day.

MSC to authorize President Bill Plunkett to sign the agreement and Scope of Work between NANPA and Bookkeeper, Marcy Monkman.

Note: Jerry Monkman abstained from discussion and vote.

XIV. Conflict of Interest Forms

Susan Day explained Conflict of Interest forms and asked all members to sign and return.

XV. Election of Incoming President-elect

According to NANPA bylaws, the Board approves the incoming President-elect at its summer meeting. This individual does not take office until the next board meeting but the appointment precludes him/her from having to stand for re-election, if applicable.

MSC to approve Jerry Monkman as the incoming President-elect to take office March 1, 2012.

MSC to approve Bruce Haley as the incoming Treasurer to take office March 1, 2012.

MSC to approve Charlie Borland as Member-at-Large of the Executive Committee with his second term beginning March 1, 2012.

XVI. Next Board Meeting – To be Announced

XVII. Adjourn

XVIII. The NANPA Board Adjourned at 5:39 pm, on July 23, 2011