

MINUTES
NANPA Board of Directors Meeting
February 26, 2008
Sandestin Resort ♦ Destin, Florida

Attending: Officers: Kathy Adams Clark, President presiding; Richard Halperin, President-elect; Al Sieg, Past President; Sharon Cohen-Powers, Treasurer; Board members: Nancy Carrizales, Susan Day, Alison Jones, Efraín Padró, Lynda Richardson and John Nuhn, ex-officio liaison to the NANPA Foundation Board. Staff: Francine Butler, Executive Director, David Stumph, Management Liaison, and Annette Rogers, Association Manager. Guests: Lina Dennison, Meetings Manager, Bill Campbell, Incoming Summit Committee Chair, and Ralph Clevenger, incoming Board member.

Not attending: Susan McElhinney and incoming Board member Boyd Norton.

The meeting was called to order at 8:15 am. A quorum was present.

I. Call to Order and Welcome – Kathy Adams Clark

Kathy Adams Clark called the meeting to order at 8:10 am and welcomed the Board.

II. Minutes of July 13-14, 2007 meeting

The minutes had been approved by an email vote.

III. President's Report – Kathy Adams Clark

Kathy commended the Board for the cooperative efforts put forth as a group during the last year. She noted the success of the Regional Events and the Road Shows as well as the new publications, *Currents* and *Ripples*. The multi-candidate slate was a success as was the increased communication among the committee chairs. She noted that NANPA was represented at WildPhoto festival in London and the Microsoft conference which she attended. She encourages future NANPA Presidents to continue reaching out to other organizations' events. She noted that because Sharon Cohen-Powers is a NANPA officer and director and a partner in Loupe Media, the publishing company for *Currents*, the Board of Directors carefully followed NANPA's conflict of interest policy in reviewing NANPA's relationship with Loupe Media and found that the arrangement was of substantial benefit to NANPA. It was decided that this information would be shared with the membership at the Business Meeting.

IV. Executive Director's Report – Annette Rogers

Annette Rogers reported on a number of successful NANPA initiatives: health insurance for members, increased marketing tactics, a growing member discount program additions and member outreach efforts, including a first-time attendee program. Staff recommends developing an updated strategic plan. The Board agreed to put this item on the agenda for the July meeting. In order to make the planning session productive, the staff and board will do a portion of the work ahead of time. A member survey will be explored.

A. Meetings – Future Locations

Lina Dennison joined the meeting to present her report. She introduced possible locations for 2011, which included information she received in response to RFPs sent to Knoxville, Tennessee, Reno, Nevada, and Daytona, Florida. The board discussion focused on Reno.

MSC to direct staff to pursue an agreement with the Peppermill Resort and Casino in Reno, NV, in 2011.

The board also discussed potential arrangements for holding the 2010 Summit in McAllen, Texas. Following the Destin Summit, Lina Dennison and Sharon Cohen-Powers are traveling to McAllen to do a site visit. More information will available and shared with the board after that visit.

B. Membership

Annette Rogers presented the Member Services Department report. Although the budgeted goal for the 2007-08 membership has been met, overall membership and the number of new members are down slightly

compared to the previous year. An updated list of vendors providing member discounts was provided. More vendors are asking to be part of the discount program.

C. Updated Committee List

The current committee list was presented for reference.

The Board discussed the fact that there is little chair turnover. While this supports continuity, it does not allow opportunity for new member participation. It was agreed that the Board should appoint all chairs annually. Chairs may be reappointed by the President. All chairs must be approved by the Board.

MSC that committee chairs are appointed by the Board each year.

V. Treasurer's Report – Sharon Cohen-Powers

A. Proposed Dues Increase

Sharon proposed a dues increase for the general membership rate. She suggested that a dues increase should be discussed every three years. Nancy Carrizales noted that memberships are dropping throughout the industry. Francine Butler explained that there are two schools of thought when it comes to dues increase: a small annual increase that happens automatically or a more substantial increase every three years. The board decided to increase the dues this year and to ask the Membership Committee to revisit the issue every year and to come back with a recommendation for the January/February Board meeting.

MSC to increase dues to \$100 effective starting with the May 2008 renewal cycle.

B. Current Status

Sharon Cohen-Powers reported that NANPA is operating a lightly lower income this year than last, mainly due to a lower Summit attendance and a lower renewal rate. She noted that careful monitoring of NANPA programs and budget is ongoing. The current financial reports were presented for review and filing.

C. CPA Annual Review

The CPA Annual Review was presented for review and filing. The reported noted that a bonus payment to the Resource Center was received for 2006 and 2007; it was applicable to 2006 only. A credit will be given to NANPA in the 2008 budget year to refund the dual payment.

MSC to accept the CPA report for filing.

VI. Committee Reports

A. Awards – Alison Jones

Alison Jones presented the report noting that the committee will meet during the Summit to discuss future award recipients. She asked the Board to propose names of potential award recipients to the committee.

1. Legacy Task Force

Lynda Richardson gave a status report on the *Legacy* book project. The task force sent letters to the past award recipients, with a number of positive responses. Letters to the publishers will go out shortly.

MSC to authorize the task force to begin seeking a publisher and to submit a detailed financial proposal to the Board.

A number of issues regarding the vision, process and logistics of the project were discussed. The task force requested that a member of the communications committee be on the task force. Sharon Cohen-Powers will serve on the task force.

B. Communications – Sharon Cohen-Powers

1. Print

Sharon Cohen-Powers reported on the achievements of the committee, including the introduction of the new *Currents* magazine and *Ripples*, the online member newsletter. She noted that the editor stipend had not been included in the approved budget and she also noted that a portion of the stipend was to be paid to her and the remainder to Niki Barrie, the other *Ripples* editor. In the discussion that followed, it was acknowledged that a potential conflict of interest exists. The Board concluded that the stipend should be included in the budget.

MSC to amend the 2007-08 budget to include \$2,430 for editor stipend three issues of *Ripples*.

Sharon Cohen-Powers abstained.

2. Website

Sharon reported on the status of the new website. Kathy asked that the Board review the current structure and give John Lock or Sharon input regarding suggested changes and additions. Committees are urged to send information to *Ripples* and the website.

C. Development/Marketing – Lynda Richardson

Lynda Richardson reported on activities of the Marketing Committee. Recent achievements include completion of the NANPA display and a comprehensive marketing plan. Stephen Spill, chair of the committee, has been also serving as the exhibits chair. Since that will no longer be the case, Steve will be able to focus on more marketing initiatives next year.

MSC to commend Stephen Spill on his work as chair of the marketing committee.

D. Environment

The committee report was reviewed and accepted for filing. It was suggested that the Environment Committee newsletter be posted on the NANPA website.

E. Ethics – Efraín Padró

Efraín Padró reported that the committee has been focused on the breakout panel to be offered at this Summit.

F. History – Lynda Richardson

Lynda Richardson presented the committee report. There was discussion that the transcripts need to be posted to the website as soon as possible. Staff will issue a call for volunteers to get transcribers.

MSC to direct the history committee to proceed with the transcription of the oral history interviews with all due speed with a goal of completing four transcriptions per year.

The Board discussed the Nature Photography Day project within the context of the History Committee and felt it would be better placed under the Marketing Committee. Shirley would continue as chair of the project. The Board commended Shirley Nuhn's efforts to start the Nature Photography Day, which will be June 15, 2008.

MSC to move Nature Photography Day under the auspices of the Marketing Committee. The Board hopes the Shirley will remain involved in the project.

G. International

MSC to disband the International Committee and include the charge of the International Committee be folded into the Membership Committee charge.

H. Membership – Alison Jones

The Board discussed the committee's proposal to develop chapters. The Board consensus is to not pursue chapters but they expressed interest in increasing the social connection of members at the local level. Possible ideas include some NANPA affiliation with existing camera clubs, tiered discounts for club members and soliciting local hosts of regional events and road shows. Staff will issue a call for volunteers to serve on the committee. The Membership Committee was asked to review the Board's suggestions and report back.

I. Nominations and Elections

Al Sieg updated the Board on the Nominations Committee. Niki Barrie will remain on the committee and will be joined by Cathy Sachs, who is replacing Wendy Shattil. Lynda Richardson will seek re-election. Efraín Padró will not be seeking re-election. Al asked that the Board members bring potential candidates to his attention. A call for nominations will be sent to the membership.

J. Publications and Products

Nancy Carrizales reported that the committee had a challenging year in terms of ordering new products to sell at the NANPA book store. Some possible solutions were discussed by the Board.

MSC to direct the committee to focus on projects for all seasons and all price ranges and that the committee be limited to making suggestions of the products and that staff be charged with the sourcing.

K. Resource Relations – Efraín Padró

Efraín presented the report to the Board. The purpose of the committee was reiterated: that it is to be the source of connections with national and state government agencies and contacts. It is not to deal with environmental issues. They may also be called upon to be fact finders for particular issues.

L. Youth Action

Susan Day presented the report for filing. The resource packet has been updated. Chair Gabby Salazar continues to contact students on an ongoing basis to promote NANPA and the student programs. Alison noted that the membership committee and the youth action committee should work together as needed.

1. Youth Education Task Force

The charge of the task force was reviewed as no action had taken place since the July Board meeting. Efraín Padró agreed to chair the task force with the charge to present a report. Possible priorities include review of the high school program, a possible shift to a pay program instead of scholarships, a possible master class and/or, mentoring program for adults. The task force is to do an analysis and make recommendations. Task force members include Efraín Padró, Ralph Clevenger, Mark Lukes, Lou Lettelhorst and Gabby Salazar. The definitive priority list was determined during the High School Program discussion. (See below)

VII. NANPA Meetings/Events

A. Summit

1. Committee Report

Bill Campbell reported that numbers are down for the Summit. The committee plans to visit the marketing issue to develop a plan for the coming two years to boost numbers. He noted that Jon Canfield canceled his workshop. Pre- and post-workshops are full. He talked about the introduction of the Fun Shoot. He plans to build on the concept for 2009.

2. 2009 Proposed Keynote Speakers

Planning for 2009 is going well. The committee presented potential keynote speakers for Board approval.

MSC to approve the following speakers for 2009:

- **Joel Sartore**
- **Norbert Rosing**
- **Art Wolfe**
- **Bill Fortney**
- **Phil Borges (back-up)**
- **David Suzuki (back-up)**

B. Regional Events

1. Committee Report

Nancy Carrizales presented the report from the committee for filing. The event in Chincoteague was a huge success. Registration is open for the Colorado event. Plans are underway for future events.

2. Comp Policy Clarification

The Board reviewed a proposal from the Regional Events Committee regarding updates to the comp policy. The Board asked that the committee convert the proposal to fit into the current compensation grid to allow for a more realistic comparison of figures. Staff will work with the committee in this endeavor. The revised proposal will be presented to the Executive Committee upon completion. The Board agreed the fees would not be retroactive.

3. Texas Event

The Board reviewed the proposal for a Regional Event to be held in the Texas hill country. They asked the organizers to refine the proposed budget, using the approved form, for review at the July Board meeting. More information on the specific location was also requested.

C. Road Shows

Kathy Adams Clark reported on committee activities. Three Road Shows are planned for 2008: San Diego, Philadelphia/Wilmington and Chicago. The events are being promoted as opportunities for education, small-group learning and networking. Early and frequent promotion is needed. The program for 2009 needs to be planned.

VIII. NANPA Issues Discussion

A. Fellow Recipients

Annette Rogers raised the issue that the Fellow Award is the only category that is not given a complimentary registration.

MSC that NANPA Fellow recipients receive complimentary registration beginning in 2009.

B. Amicus Brief

Richard Halperin and Nancy Carrizales reported that NANPA has been asked to sign on to an amicus brief regarding the Perfect Ten lawsuit against Visa. Richard recommended being included as a signer on the brief. The Board debated the issue.

MS to sign onto the amicus brief. The motion was defeated by a vote of three for, four against, and one abstention.

C. Meeting the needs of the Pros

A proposal was made to establish a Pros Committee to focus on the needs of professional members, including photographers, editors and others. Kathy Adams Clark agreed to chair the committee. A task will be to define "Pro."

MSC to establish a Pros Committee to be chaired by Kathy Adams Clark.

D. RTP Centennial

The Board discussed ways that NANPA could contribute to the anniversary celebration of the Roger Tory Petersen Institute. The celebration will take place in August 2008. One idea might be a special issue of *Ripples*.

MSC to form an RTP task force. Potential members include Francine Butler, Mark Lukes, Russ Kinne and John Nuhn.

E. Logo Trademark

Annette Rogers presented a plan to roll-out the new NANPA logo starting with an announcement at the Saturday night dinner. The Board consensus was that there was not a need to formally register a trademark of the logo at this time. Staff will work with the logo designer on a usage guide and templates for new logo collateral.

F. Whistleblower Policy

Francine Butler introduced a proposed policy, which comes as part of new Internal Revenue Service Form 7 effective in 2009. The Board is in favor of adopting such as policy. Approval of the specific language was tabled until the July Board meeting to give incoming President Richard Halperin time to review the text.

IX. Incoming President's Remarks

Richard Halperin talked about his ideas for the upcoming year. He commended Kathy and Al for their leadership during the past two years. He hopes to address the following items during his tenure: Pros, committee direction and purposes, advocacy, strategic planning, cooperation between NANPA and other organizations.

X. Board Nominations and Elections for:

A. President- Elect – MSC to name Sharon Cohen-Powers as President-elect.

B. Treasurer – MSC to name Susan Day as Treasurer to take office at the close of the Annual Meeting.

C. At Large Member of the Board to serve one term on the Executive Committee – MSC to name Efraín Padró as the At-large Member of the Board to serve on the Executive Committee.

D. Appoint sole voting NANPA Member to the NANPA Foundation Board – MSC to appoint Sharon Cohen-Powers as the sole voting NANPA Member to the NANPA Foundation Board.

E. New Board Liaison Assignments

- Awards – Alison Jones
- College – Alison Jones
- Communications – Susan Day
- Environment – Boyd Norton
- Ethics – Efraín Padró
- Executive – Richard Halperin
- Finance – Susan Day
- High School – Ralph Clevenger
- History – Lynda Richardson
- Marketing – Lynda Richardson
- Membership – Alison Jones
- Nominations – Susan McElhinney and Efraín Padró
- Pros – Efraín Padró
- Publications and Products – Nancy Carrizales
- Refuge Blinds – Boyd Norton
- Regional Events – Nancy Carrizales
- Resource Relations – Efraín Padró
- Summit – Nancy Carrizales
- Youth Action – Ralph Clevenger

XI. Joint Meeting with Foundation Board

The NANPA Board remained in session. The Foundation Board was called to order at 3:15 pm. A quorum was present. Attending were John Nuhn, President; Alice Robertson, Treasurer; Board members Danita Delimont, Mary Jane Gibson, Kevin O’Neal, Dee Ann Pederson and Rob Sheppard.

A. NANPA Foundation Board Vacancies

John Nuhn completed his term on the NANPA Foundation Board. He agreed to serve another three-year term.

NANPA Foundation: MSC to approve John Nuhn for a three-year term on the NANPA Foundation Board.

NANPA: MSC to ratify the recommendation from the NANPA Foundation to appoint John Nuhn for an additional three year term on the NANPA Foundation Board.

B. College Scholarship Program

Alison Jones presented the committee report noting that Mark Lukes wants to step down as chair of the committee. Richard Halperin recognized the excellence and efficiency of the college program. The Boards acknowledged the support that Alice Robertson has given to the program over the past five years.

C. High School Scholarship Program

Susan Day presented the committee report, including a list of Lou Nettelhorst’s concerns about the 2008 program. Susan suggested that the Summit Committee work with the High School Committee in the development of the program in the future. She also discussed the status of the Photo Partnering Project.

Kathy Adams Clark reported that NANPA had created the Youth Education Task Force to explore a number of issues involving education efforts of NANPA. The goal of the youth programs were reviewed: educating the next generation and connecting younger people with the NANPA community in the most cost efficient, streamlined and integrated manner. Specific topics to be addressed include:

- Streamlining high school program
- Investigating a paid tuition plus program
- Developing a continuum of education experiences, including the college program, mentoring and possibly a master class for adults.

D. Refuge Blinds Program

Annette Rogers reported on the current status of the blinds program. A new chair is needed and the relationship between NANPA and the USFWS is changing. It was the consensus of the Boards that NANPA work directly with NANPA members who are involved in local Friends of the Refuges. It was also suggested that the committee look at building blinds in other locations in addition to refuges (state parks, etc).

XII. Next Board Meeting – July 11-12, 2008 – Denver, CO

XIII. Adjourn – The NANPA Board Adjourned at 5 pm.