



MINUTES
NANPA Board of Directors Meeting
February 16, 2010
Reno, Nevada

Attending: Officers: Sharon Cohen-Powers, President presiding; Susan Day, President-elect; Richard Halperin, Past President; Bill Plunkett, Treasurer; Board members: Bill Campbell, Ralph Clevenger, Alison Jones, Boyd Norton, Lynda Richardson and Mary Jane Gibson, President of the NANPA Foundation, ex-officio, and Annette Rogers, Executive Director, ex-officio. Staff: David Stumph, Management Liaison. Incoming Board members: Jerry Monkman and Budd Titlow.

Guests: Lina Dennison, Meetings Manager; Committee Chairs: Kathy Adams Clark, Doug Otto, Bruce Haley, Stephen Spill, Joyce Harman, Jack Graham, Bonnie Meunch, Jeff Botkin, Tom Carlisle, Rick Brown, Ray Klass and John Lock.

Absent: Nancy Carrizales and Susan McElhinney

The meeting was called to order at 8:10 am. A quorum was present.

I. Call to Order and Welcome – Sharon Cohen-Powers

President Sharon Cohen-Powers called the meeting to order at 8:10 am and welcomed the Board.

II. President's Report

Sharon Cohen-Powers reviewed procedures for the Board, including confidentiality and conflict of interest. She welcomed the new Board members: Jerry Monkman and Budd Titlow. She also emphasized the positive aspects of the Summit and recognized the Board for its time and successes during her year as President.

III. Consent Calendar

A. Minutes of July 17-18, 2009 meeting

The minutes had been approved by email for filing.

B. Actions by email

- Motion: To approve Francine Butler as a recipient of the 2010 NANPA Outstanding Service Award. (Approved, July 24, 2009)
- Motion: To approve the minutes from the July 17-18, 2009, meeting of the NANPA Board of Directors. (Approved, July 29, 2009)
- Motion: To approve Mark Lukes as the chair of the NANPA Fine Art Exhibit Committee. (Approved, August 5, 2009)
- Motion: In recognition of the time and effort dedicated to the high school and college student programs, NANPA agrees to comp registrations for the students and instructors (instructors are defined as an individual who participates with the student program for a majority of the days the program is scheduled) with the understanding that the NANPA Foundation will be invoiced by NANPA for the cost of meals for students and instructors of both programs as determined annually. (Approved, August 17, 2009)
- MOTION: To join The American Society of Media Photographers, Inc., the Graphic Artists Guild, the Picture Archive Council of America, together with individual photographers Joel Meyerowitz, Dan Budnik, Pete Turner and Lou Jacobs, Jr. in objecting to the proposed settlement of the class action filed by plaintiffs Authors Guild, Inc. and others against Google, Inc. arising from the "Google Library Project". (Approved by the Executive Committee, September 3, 2009)



- **MOTION:** To begin the expulsion process for NANPA member Ryan Springer as a result of unethical professional practices. (September 23, 2009)
- To approve the establishment of a Fine Art Exhibit Committee with the charge to explore opportunities, develop partnerships and coordinate logistics for the exhibition of NANPA's collection of prints for its Outstanding Nature Photographers of the Year and any other NANPA exhibits that might be formed in the future, subject to Board approval. (Approved October 23, 2009)
- To approve the creation of a NANPA Environmental Impact Award. This award honors a photographic project undertaken by an individual or a team that addresses an important and urgent regional or global environmental problem. The project should be concerned with one or more species or ecosystems and illustrate perils facing the species or ecosystems and/or sustainable management solutions to help preserve them. The project will be judged on its success in raising public awareness for the need to protect our natural world and in stimulating further study of the issue(s) addressed. The individual or team directing the project may be offered a Summit Keynote presentation position. The award is open only to NANPA members or, in the case of a team project, a team headed by a NANPA member. (Approved November 27, 2009)

C. Communications-Print

D. Communications – Web

E. History

F. Publications and Products

All reports were accepted for filing. Sharon Cohen-Powers noted that the Nominations Committee and Professional Issues reports were moved to the regular agenda due to the need for discussions and/or action.

MSC to accept the consent calendar as presented.

IV. Executive Director's Report

Annette Rogers discussed the need to look at the Summit in terms of its financial effectiveness and whether its current structure is meeting the needs of the membership. She also encouraged the Board to reactivate the review process of ongoing programs and projects. She commended the Board on its decision to invite committee chairs to the meeting and urged that this be put into practice on a regular basis.

A. Membership

The Board reviewed current membership data, which show that renewals are holding steady for the year but that the number of new members is down about 15%. The Board discussed some ways to generate new memberships. One idea was to send supplies of the membership brochure/forms to all workshop leaders who post their events on the NANPA calendar to distribute to their participants. The Board concurred that this should be put into practice immediately.

V. Treasurer's Report – Bill Plunkett

A. Current Financials

Current financial reports were accepted for filing.

B. CPA Annual Review

Bill Plunkett shared the annual review with the Board, which showed that NANPA ended the 2008-09 fiscal year with a fund balance of \$56,191.

MSC to accept the CPA review for filing.

VI. Discussion Items

A. Game Farms

The Board discussed two items related to game farms. The first was in reference to advertising policies and the second regarded adjusting the mission statement of NANPA.



The Executive Committee recommended to the Board that NANPA stop sending emails on behalf of paying advertisers under the NANPA banner. Although there are disclaimers on the emails, the general consensus was that having the message come from NANPA was perceived as a tacit endorsement of the content. This was especially noted with regard to game farm advertising but applies to all such messages. The Board discussed the viability of renting the email list to outside vendors rather than acting as the message distributor. It was agreed that such a policy shift would distance NANPA from any perception of endorsement.

MSC to discontinue the commercial email distributions. Instead NANPA will license use of the email mailing list on a one-use rental basis.

This change is effective immediately. Staff will handle administration of the rental agreement, opting out of third party lists and seeding for tracking purposes.

The Board had a lengthy discussion about game farms and whether NANPA should accept advertising from such entities.

MSC will not accept advertising or rent its list to any mammal game farms.

This policy is effective immediately and includes acceptance and/or distribution of advertising from mammal game farms.

The Board also had a long discussion about wildlife photography and the use of captive animals. The consensus of the Board was that NANPA, as an organization, wants to encourage photography in the wild. Toward this end, the Board adjusted the mission statement to include "... and especially encourages responsible photography in the wild."

MSC to accept the modified mission statement (addition noted in blue): NANPA promotes the art and science of nature photography as a medium of communication, nature appreciation, and environmental protection.

NANPA provides information, education, inspiration and opportunity for all persons interested in nature photography.

NANPA fosters excellence and ethical conduct in all aspects of our endeavors, and especially encourages responsible photography in the wild.

B. Advertising/Exhibits

The Board discussed whether to renew the contract with Stephen Spill for advertising/exhibits sales through the conclusion of the Nature Photography Summit in 2011.

MSC to renew the contract with Stephen Spill for another year.

C. Allied Programs

1. Teaching the Teachers

The Board reviewed a report from the task force charged to explore the idea of a "Teach the Teacher" program. The task force recommended that such a program be linked to the Road Shows in order to teach teachers to use photography as an educational tool.

MSC to approve the recommended concept of a Teach the Teachers program to be implemented in conjunction with the Road Shows and request a formal budget.

2. Naturescapes

The Board consensus was to continue building a relationship with Naturescapes and renew NANPA's membership with the site on an ongoing basis.

D. Curriculum

The Board commended the task force for its work on the proposed content and activity plan. The Executive Committee recommended that a curriculum committee is not necessary but that the report be distributed to the planning committees for the Summit, Regional Events, Road Shows, publications and website as a resource for future planning. The Board concurred that most committees are already implementing the concepts outlined in the curriculum plan, albeit more informally, and that implanting the plan in a formal way would add an unnecessary level of oversight to the planning process already in place within the NANPA committee structure. The Board asked the task force to distill the report into a more streamlined guidance document that all committees could use as a resource for reference.

E. Google

Richard Halperin gave an overview of the current status of the Google Books suit, including the separate class action by American Society of Media Photographers (ASMP) on behalf of visual artists against Google for unauthorized scanning of visual art materials. ASMP is seeking like-minded groups to sign onto the suit, as well as individual plaintiff. The Professional Issues Committee will be asked to write an article about the case for *Ripples*.

MSC to sign onto the Google Books case.

VII. Committee Reports

A. Awards – Alison Jones

Bonnie Meunch is resigning as chair of the Awards Committee. Committee member Jack Graham has agreed to step into the position.

MSC to approve Jack Graham as the chair of the Awards Committee.

It was noted that the committee needs new members.

Regarding the *Legacy* book project, the Board directed the task force to secure outside sponsorship for funding of the project. If the book is published, pending said sponsorship, the final product will be sent to all NANPA members and sold in conjunction with the NANPA Fine Art Exhibit.

B. Environment – Boyd Norton

The committee report was reviewed. Tom Carlisle, current chair of the committee, will officially retire as of June 30, 2010. But Tom has agreed to put the preliminary plans for the 2011 Outreach Event in place prior to his retirement. Recommendations are needed for a new chair/co-chair.

C. Ethics

The Board discussed the committee's proposed expulsion policy and made a few suggestions. The committee will be asked to make adjustments to the policy for final approval at the Board's July meeting.

D. Fine Art Exhibit

The committee report was reviewed for filing. The Board supported the committee's intent to purchase an art exhibition software database program. It also gave its support for a survey and exploration of the idea of expanding *Expressions* into an exhibit.



E. Marketing

The Board discussed requests from both the marketing and membership committees to merge their efforts into one committee. It was the consensus of the Board to approve these requests, with the stipulation that the original charge of the membership committee, which was to focus on member benefits and internal member needs, not be lost in the merger.

MSC to merge the marketing and membership committees.

F. Membership – Alison Jones

See Item VII-E.

G. Nominations & Elections

The Board reviewed a proposal from the Nominations Committee about possible changes to the election process designed to provide more accurate representation of NANPA's membership base. One recommendation was to divide the slate of candidates into two groups: image makers and members of other backgrounds.

MSC to approve the intent of the Nominations Committee to divide the slate into two categories for the 2011 election, pending review of the bylaws.

The 2011 election (which occurs October 2010) will be the last chaired by Al Sieg.

MSC to approve Richard Halperin as the incoming nominations chair taking effect for the 2012 election. Richard recused himself.

H. Professional Issues

The Board discussed the need for the committee to evolve into a more proactive rather than reactive entity and that there needed to be more communication between the Professional Issues and the Summit Committees with regard to the Professional Issues Meeting.

MSC approve new charge: Collect and disseminate information on the needs of professional members including photographers, editors, and others on an ongoing basis and give suggestions to the Summit Committee to develop a program at the Summit.

I. Technology

The committee report was accepted for filing. The Board noted the achievements of the committee in terms of NANPA's social network presence. Looking forward, the Board tasked the committee to develop a proposal for NANPA to provide online portfolio/editorial reviews.

VIII. NANPA Meetings/Events

A. Summit

1. 2010

The Board reviewed challenges faced for 2010 Summit with the intent of changing systems where applicable in order to aid the Summit Committee's planning process for future years. Everyone was commended for overcoming the many obstacles that faced the committee this year.



2. 2011

Staff reviewed the current status of plans for the 2011 Summit, which will be held in McAllen, Texas, March 9-13, 2011. The Board also reviewed a proposed working budget for the 2011 Summit with the understanding that the numbers may change if the structure of the program is altered dramatically.

MSC to approve the working budget for 2011.

3. Future Summits

The Board also discussed the need to radically review the Summit as a whole in terms of its financial viability, its ability to meet members' needs and other factors. The Board urged the committee to implement as many changes as feasible for 2011 with an eye toward instituting more major shifts for the 2012 event.

B. Comp Policy

The Board reviewed the current comp policy with regard to all meetings activities.

MSC to increase transportation comp to \$1,000 for international speakers and award recipients.

MSC to provide comped registration for the chair of the program/website content working group.

C. Regional Events

The committee report was accepted for filing. It was noted that there is still confusion about the difference between a Regional Event and a Road Show.

MSC to change the name of the Regional Events to Regional Field Events.

D. Road Shows – Kathy Adams Clark

The committee report was accepted for filing.

MSC to change the name of the Road Shows to Road Show Seminars.

IX. Committee Chair Presentations

Committee chairs were invited to attend a special portion of the Board meeting. Although they did not present their individual reports during this time, select committees did make presentations or brought specific questions before the Board for future consideration.

A. Web capabilities

John Lock provided a demonstration of the web capabilities available to committee chairs. There was discussion about site maintenance by individual chairs, discussion forums, student participation and posts.

B. Ethics

Jeff Botkin gave an overview of the expulsion policy that was discussed earlier in the Board meeting.

C. Curriculum

There was discussion of the curriculum proposal and the Board's decision as it relates to committee programming and activities.



D. High School

Raymond Klass presented a request to reduce the student program participation fee from \$400 to \$250. He was advised to include the requested figure in his budget proposal for review during the July Board meeting.

He also presented ideas about expanding NANPA's reach among younger kids.

X. Incoming President's Remarks

Susan Day thanked the outgoing Board members, Richard Halperin and Nancy Carrizales, and welcomed the new Board members. She noted that her goals for her tenure include maintaining financial stability and continuing high quality programming. She stressed the need to continue working as a team when leading the organization.

XI. Board Nominations and Elections

- A. President-elect – Bill Plunkett was approved as President-elect at the July 2009 meeting.**
- B. Treasurer – MSC to name Bill Campbell 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 Ralph Clevenger 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 Bill Plunkett as the sole voting member of the NANPA Foundation.**
- E. Assign New Board Liaisons to Committees**
 - Awards – Ralph Clevenger
 - Communications (Print) – Boyd Norton
 - Communications (Web) – Budd Titlow
 - Environment – Jerry Monkman
 - Ethics – Bill Campbell
 - Finance – Bill Campbell
 - Fine Arts Exhibit – Alison Jones
 - History – Sharon Cohen-Powers
 - Marketing/Membership – Ralph Clevenger
 - Nominations – Alison Jones/Susan McElhinney
 - Professional Issues – Jerry Monkman
 - Publications and Products – Susan McElhinney
 - Regional Events – Lynda Richardson
 - Road Shows – Alison Jones
 - Students (College) – Lynda Richardson
 - Students (High School) – Boyd Norton
 - Summit – Budd Titlow/Bill Campbell (EC)
 - Technology – Sharon Cohen-Powers

XII. Joint Meeting with Foundation Board

The NANPA Board remained in session.

The Foundation Board meeting was called to order at 3:40 pm. A quorum was present. Attending were Mary Jane Gibson, President; Danita Delimont, Vice President; Alice Robertson, Treasurer; Board members Cindy Miller Hopkins, Michael Nadler, Kevin O'Neal, and Rob Sheppard.



Mary Jane welcomed the Foundation Board and reviewed procedures.

A. NANPA Foundation Board Vacancies

Mary Jane Gibson, Alice Robertson and Rob Sheppard all completed their term on the NANPA Foundation Board. They all agreed to serve another three-year term.

NANPA Foundation: MSC to approve Mary Jane Gibson for a three-year term on the NANPA Foundation Board.

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

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

NANPA: MSC to ratify the recommendation from the NANPA Foundation to appoint Mary Jane Gibson to a three year term on the NANPA Foundation Board.

NANPA: MSC to ratify the recommendation from the NANPA Foundation to appoint Alice Robertson to a three year term on the NANPA Foundation Board.

NANPA: MSC to ratify the recommendation from the NANPA Foundation to appoint Rob Sheppard to a three year term on the NANPA Foundation Board.

B. College Scholarship Program

Alison Jones presented the report for filing. The committee needs more members. Twelve students are attending the program this year.

C. High School Scholarship Program

Ray Klass wants to expand the program to introduce nature photography to younger students. Michael Nadler noted that several promising students are in middle school.

The issue of the application fee was discussed. It was suggested that when the budget is submitted, a line item be added for financial assistance for those who need help with the fee.

Michael Nadler reported that Canon, one of two primary corporate suppliers for the program, wants to see more applications to the program. The Boards discussed the need for more marketing and promotion of the program.

D. Fundraising

The Boards discussed potential fundraising ideas for the NANPA Foundation, including a raffle in McAllen, moving the auction online, and/or offering used equipment sales.

XIII. Next Board Meeting – July 16-17, 2010, Denver, CO

XIV. Adjourn – The NANPA Board adjourned at 4:30 pm.