



North  
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Nature  
Photography  
Association

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**MINUTES**  
**NANPA Board of Directors Meeting**  
**July 16-17, 2010**  
**Denver, Colorado**

Attending: Officers: Susan Day, President presiding; Bill Plunkett, President-elect; Sharon Cohen-Powers, Past President; Bill Campbell, Treasurer; Board members: Ralph Clevenger, Alison Jones, Susan McElhinney, Jerry Monkman, Budd Titlow, Mary Jane Gibson, President of the NANPA Foundation, ex-officio, and Annette Rogers, Executive Director, ex-officio. Staff: David Stumph, Management Liaison, and Lina Dennison, Meetings Manager. Guest: Jamie Davidson, 2011 Summit Chair.

Not attending: Boyd Norton and Lynda Richardson.

The meeting was called to order at 8:04 am. A quorum was present.

**I. Call to Order and Welcome – Susan Day**

President Susan Day called the meeting to order at 8:04 am and welcomed the Board.

**II. Minutes of February 16, 2010 meeting**

The minutes had been approved for filing by an email vote.

A. Task List Review

Annette Rogers reviewed the task list noting that many of the items that were pending have since been addressed.

B. Actions by email

The following actions by email were accepted for filing:

- MOTION: To approve the minutes from the February 16, 2010, meeting of the NANPA Board of Directors. (March 12, 2010)
- MOTION: To approve a transfer of \$80,000 from NANPA's investment with Morgan Stanley Smith Barney to the NANPA checking account effective Monday, March 15. (Approved by Executive Committee, March 12, 2010)
- MOTION: To approve Rick Brown as Vice Chair of the Summit Committee. (March 19, 2010)
- MOTION: To support the 2010 CSU Extension Summer Environment Camp with one scholarship and the offer to contact local members about possible instructor opportunities. (March 19, 2010)
- MOTION: To recommend to the full NANPA Board that Paragraph 1 of Article X of the association's bylaws be amended to read as follows:

The Nominations Committee shall nominate at least one general member for each forthcoming vacancy on the Board and shall submit to the Board its slate of nominees for Board approval no later than July 1 of each year. For any year, the Nominations Committee may specify separate slates or categories of nominees which, if accepted by the Board, shall govern the election of Directors for such year.

(Approved by Executive Committee, March 29, 2010)

- MOTION: To approve the following comps to be given to the recipient or representative of the recipients (if a team effort) of the Environmental Impact Award – comp registration, up to \$500 in travel reimbursement (or \$1,000 if they are international), 4 nights hotel, banquet ticket (if applicable), and a lifetime membership in NANPA. (April 6, 2010)



- MOTION: Paragraph 1 of Article X of the Association's bylaws shall be amended to read as follows:  
The Nominations Committee shall nominate at least one general member for each forthcoming vacancy on the Board and shall submit to the Board its slate of nominees for Board approval no later than July 1 of each year. For any year, the Nominations Committee may specify separate slates or categories of nominees which, if accepted by the Board, shall govern the election of Directors for such year. (April 7, 2010)
- MOTION: To approve Molly Steinwald as the chair of the Environment Committee. (April 16, 2010)
- MOTION: To reduce the High School Student Scholarship Program attendance fee to \$250 with the understanding that the budget will not be increased to cover the difference in income. (April 16, 2010)
- MOTION: For the Portfolio Review committee to compensate photo buyers and photo stock agents that have proven themselves historically, to receive free summit registration and up to \$400 in travel expenses to attend the Summit and do portfolio reviews. In return, each reviewer would agree to do at least 12 reviews and allow NANPA to use their status as reviewers to promote the Summit. The intent is that these reviewers would draw more photographers who are working pros in the editorial field and that these people would attract more amateurs. (Approved by the Executive Committee, June 8, 2010)

#### C. Curriculum/Checklist

Ralph Clevenger presented the refined educational programming guidelines. The Board made some minor additions and edits to the document. It was the consensus that this document would be distributed to the committee chairs to have as a resource when developing programs.

Semantics, including terminology used in membership materials about “how to define yourself as a photographer” were discussed as a first step in an ongoing standardization of terms. Susan Day suggested that a task force be established to review NANPA’s materials and develop a standard vocabulary for the organization, including terms for membership categories. Annette Rogers will lead the task force and will seek volunteers to help with the process. The project will be completed by September/October.

### III. President’s Report – Susan Day

Susan Day emphasized that the current financial challenges facing NANPA provide the board with opportunities to re-evaluate programs, redefine priorities and strategically develop new positive energy for the organization. She reminded the board about confidentiality and other meeting protocols. She also discussed the importance of the board liaison role within the board-committee communication process.

### IV. Executive Director’s Report – Annette Rogers

Annette Rogers presented the Executive Director’s report for filing. The Board focused on one idea presented as part of the report, which was the possible development of special interest groups within the NANPA structure. It was the consensus that such groups could enhance the member experience through more focused networking and program development.

#### **MSC to initiate special interest groups (SIGs) as a new program for NANPA.**

The Board was asked to provide Annette Rogers with lists of possible SIGs. The goal is to launch these groups in the fall so that they are in place by the time NANPA meets at the Summit in March 2011. Annette will also develop a SIG guidelines document to present to the Executive Committee as a potential operational protocol for the initiative.

#### A. Membership

Annette Rogers presented the membership services report for filing. Bill Campbell presented an idea for a membership drive that would add extra incentives for people to refer new members to the organization.



On July 6, via an email vote, the Executive Committee approved the program with the incentive of \$10 in addition to \$10 in NANPA Bucks. But after taking into consideration staff feedback regarding implementation of such a program, the Executive Committee revisited the program on July 15 and made the following decision: MSC to change the membership drive incentive from \$10 cash and \$10 NANPA Bucks with a \$20 NANPA Bucks/credit. This motion was presented to the Board for filing.

The Board also discussed marketing efforts that could enhance membership growth. It was decided the organization needs a comprehensive marketing plan that incorporates tactics such as Google recognition, a presence in industry publications, photo contests, additional collateral and more. Budd Titlow, Jerry Monkman and Annette Rogers will work with Steve Spill to develop such a plan and implement its tactics in an expedient manner. (See item VI-H for additional marketing discussions.)

## **V. Finance Report – Bill Campbell**

### **A. Current Financials**

Bill Campbell presented the projected end-of-year results, which are estimated at a loss of more than \$100,000 due primarily to less than budgeted membership and a severe financial loss from the 2010 Summit.

### **B. Budget introduction**

Bill Campbell discussed overall budget strategies for coming year given NANPA's financial situation. The Board was urged to think not only about how to cut costs but also how to increase income. Budget requests would be reviewed individually throughout the agenda and the final budget approved as item VIII-C.

## **VI. Committee Reports**

### **1. Awards – Ralph Clevenger**

Ralph Clevenger presented the committee report, which included recommendations for upcoming awards (2011 Outstanding Photographer of the Year, Lifetime Achievement Award and Community Recognition Award were approved in July 2009)

#### **2011**

- **MSC to approve Rich Reid as a Fellows Award recipient for 2011.**
- **MSC to approve Jerry Bauer as the 2011 recipient of the NANPA Mission Award.**
- **MSC to approve Juli Wilcox as the 2011 recipient of the Outstanding Service Award.**
- **MSC to approve Jenny Ross as the 2011 recipient of the NANPA Vision Award.**

#### **2012**

- **MSC to approve Flip Nicklin as Outstanding Photographer of the Year for 2012.**
- **MSC to approve Derek and Beverly Joubert as the Lifetime Achievement in Nature Photography for 2012.**

### **2. Communications**

#### **1. Print – Sharon Cohen-Powers**

Sharon Cohen-Powers presented the report on behalf of Boyd Norton, Board liaison. She addressed resolutions to specific issues that have been raised regarding image quality in *Ripples* and *Expressions*. She also introduced online options for *Currents*.

The board discussed the options as they related to the results of the recent survey that polled members regarding their distribution preferences for NANPA publications. The Board opted to make a change for the coming budget year. Sharon Cohen-Powers left the room for the discussion and vote.

**MSC to convert to 2 print and 2 online versions of *Current* with the understanding that a follow-up survey will be conducted after a year.**

The Board also discussed the possibility of selling back issues of and subscriptions to *Currents*.

2. Web – Budd Titlow

Budd Titlow presented the report for filing, emphasizing new calendar features and the Summit website. There was discussion about selling space for pro portfolios. The consensus was to ask the committee to propose a portfolio posting program.

**C. Technology – Sharon Cohen-Powers**

Sharon Cohen-Powers presented a proposal from the committee for NANPA to provide online portfolio reviews. The Board discussed the pros and cons of the proposal.

**MSC to implement the proposed online portfolio review program.**

The Board also discussed the status of the blog listing, social networking initiatives and a potential resource list.

**D. Environment – Jerry Monkman**

Jerry Monkman presented the report for filing and reported on the transition to Molly Steinwald as chair of the committee. He also noted that plans for the Outreach Event are on track.

**E. Ethics – Bill Campbell**

Bill Campbell presented the report for filing. Current projects include development of a session to be presented at the 2011 Summit and refining a statement regarding expulsion of members for cause.

**F. Fine Art Exhibit – Alison Jones**

Alison Jones presented the report for filing. In addition to the exhibit to be held in conjunction with the Summit in McAllen, Texas, there are possibilities for exhibits in Philadelphia and the Phipps Conservatory in Pittsburgh. The Board approved the idea of using images from *Expressions* in a travelling exhibit to promote NANPA. It was also the consensus of the Board that the images could be sold with a portion of the proceeds going to NANPA. The Board asked that the chair work with Niki Barrie, chair of the Communications Committee (Print) on updating and revising NANPA's permission policy with photographers.

**G. History – Sharon Cohen-Powers**

Sharon Cohen-Powers presented the report for filing, including progress on transcription of the oral histories. The board discussed ways to distribute the histories. Susan McElhinney brought up the idea of finding a donor or grant to support the history committee efforts.

**H. Marketing/Membership – Ralph Clevenger**

Ralph Clevenger presented the report, emphasizing the member benefit aspect of promotion and internal communication issues that are impacting marketing efforts. The Board had a lengthy discussion about marketing efforts, overall institutional marketing goals and specific tactics that it would like to see implemented.



**MSC to separate the Marketing/Membership Committee into a Marketing/PR Committee and a Membership Committee.**

**MSC that the Marketing/PR Committee investigates the possibility of hiring a professional PR consultant.**

**I. Nominations – Alison Jones/Susan McElhinney**

The Board reviewed the slate of candidates that was recommended by the committee for approval.

**MSC to approve the slate as recommended by the Nominations and Elections committee.**

The Board recognized the efforts of Al Sieg for all his work as chair of the committee.

**J. Professional Issues – Jerry Monkman**

The Board discussed the committee's narrow scope of activity versus a broader vision for efforts for the pros. The Board explored an offer from Norbert Wu to develop a private pros event at the Summit. Susan Day introduced an idea of a President's reception. The Board discussed possible changes to enhance productivity of the committee.

**K. Publications and Products – S. McElhinney**

The Board discussed possible new products for the NANPA Store. They also discussed ways to market the products more effectively both to sell more items and as a way of broadening NANPA's name recognition.

**L. Regional Field Events – Annette Rogers**

Annette Rogers presented the report for Lynda Richardson. She noted that the Regional Event model continues to be extremely successful. The Board discussed future locations and a request from the committee for a name change.

**MSC to change the name of the committee to Regional Photo Events.**

**M. Road Show Seminars – Alison Jones**

The Board discussed possible changes to the program in an effort to make them financially viable. The consensus was that they should be one-day seminars using local instructors. It was the general feeling that such a structure would make the events more affordable, attractive, and better able to compete with the variety of seminars that are available online through other organizations. Alison Jones will take the suggestions back to the committee for possible revision of the proposed 2011 seminars. It was also decided that the events would be marketed as stand-alone seminars rather than as part of an annual line-up.

The Board also discussed a possible program called Teaching the Teachers that could run in conjunction with the Road Shows. It was decided that the program is an important initiative that the Board wants to adopt at a later time. At present, the Board wants the priority to be remodeling the Road Shows into a viable NANPA program before adding another element to the mix.

**VII. Summit**

**A. Committee Report – Jamie Davidson**



Jamie Davidson presented a status report on planning for the 2011 Nature Photography Summit, including a new website for the Summit. She provided an overview of the program, including speaker and event highlights.

The Board discussed renting table space in the exhibit hall to workshop leaders as well as the possibility of portfolio/image sharing space. There was also further discussion about an invitation-only event for the pros either separate from or in conjunction with a possible President's reception.

Marketing of the Summit was also discussed both in terms of how to attract more members but also how to bring in more allied organizations and local residents.

#### **B. 2011 Summit Budget**

The Board reviewed the proposed Summit budget with particular emphasis on AV costs and changes being made to the food/beverage plans.

##### **MSC to approve the 2011 Summit Budget as amended.**

#### 1. Comp Policy

The reviewed the current compensation policy for award recipients, speakers, Summit committee, Board members, etc. It was decided that the current policy accurately reflects the needs of the organization at this time. The Board made one addition with regard to the Summit.

**MSC to amend the compensation for photo buyers such that they receive an honorarium of \$400 rather than travel expenses in addition to the comp registration.**

#### 2. Sponsorship Protocol

Board made adjustments to the document proposed by Stephen Spill. It was the consensus of the Board that this be used as an internal reference document only.

#### **C. 2012 Discussion**

Various scenarios were discussed with regard to the 2012 Summit in Jacksonville, Florida. After reviewing the contract, it was staff's recommendation that NANPA hold a Summit to avoid costly cancellation fees. The Summit Committee is considering new models for the event, including a field-trip focused program, two rooms running concurrent sessions all day for one-day only and other ideas. It was also suggested that breakfast and lunch not be included but that the receptions provide heavy hors d'oeuvres. The Summit Committee will come back to the Board with more definitive proposals concerning the structure of the event.

#### **D. 2013 and beyond**

The Board had a lengthy strategic discussion about future Summit plans. One option that was explored was to hold Summits every other year with 3-4 Regional Photo Events held during the off years. Another idea was to hold one-day events headlined by a big name in the industry instead of the usual Summit format. Implications of the various options were discussed. The Board consensus was to establish a task force to explore the situation in-depth and come back with a recommendation in 6-8 weeks. Annette Rogers will set up the task force with representatives from all interested groups.

### **VIII. NANPA Issues Discussion**

#### **A. NANPA Advertising Policy**

The Board reviewed results of a membership survey about new advertising policies established in February 2010 regarding the mailing list rental procedures.



**MSC based on the advertising policy survey conducted in June 2010, the Board will make no changes to the established advertising policies approved February 16, 2010 (noted below for reference).**

- MSC to discontinue the commercial email distributions. Instead NANPA will license use of the email mailing list on a one-use rental basis.
- MSC will not accept advertising or rent its list to any mammal game farms.

**B. Attorney at Board Meeting**

Susan Day made a proposal that NANPA invite an attorney to attend board meetings as a guest consultant. The Board discussed the necessity of such an arrangement and decided that it was a worthwhile endeavor with the understanding that a letter of agreement will be developed for a two-period at which time the relationship will be reviewed.

**MSC to invite Richard Halperin to sit in as a guest at the Board meetings.**

**C. 2010-2011 Budget**

The Board made the following changes to the proposed budget:

- Added projected revenue from online portfolio reviews.
- Added expenses related to online portfolio reviews.
- Added expenses related to possible portfolio posting.
- Adjusted the *Currents* expenses taking into account the new distribution model.
- Reduced the management fee.

**MSC that the NANPA Board approve the 2010-11 budget in the amount of \$658,702 income and \$634,342 expense, including a management fee of \$286,412\* (budget included as Attachment A).**

\* As part of the management fee negotiations for the 2010-11 budget year, the Resource Center for Associations will provide a pro bono membership needs survey and will coordinate a strategic planning session(s).

**D. Conflict of Interest**

The Board revisited its conflict of interest policy in terms of transparency, vendor selection, perceived influence and other factors. It was determined that the current policy continues to adequately provide coverage in all areas.

**E. Election of Incoming President-elect**

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

**MSC to approve Bill Campbell as the incoming President-elect to take office at the close of the 2011 Summit.**

**F. Survey Feedback**

As part of the annual staff review by the Board and Committee Chairs, additional questions were added to solicit feedback from the chairs about the Board itself and the general strategic direction of NANPA as related to its governance. The Board reviewed the responses and discussed several trends that arose, including the need to serve the professional photography community, the demand for more marketing/pr, and the need for more transparency on board issues and actions. These and other areas will be targeted as part of the strategic planning initiative.



## **IX. Joint Meeting with Foundation Board**

The Foundation Board meeting was called to order at 3:05 pm. A quorum was present. Attending were Mary Jane Gibson, President; John Nuhn, Past President; Alice Robertson, Treasurer; Board members Cindy Miller Hopkins and Dee Ann Pederson. Not attending, Danita Delimont, Michael Nadler, Kevin O'Neal and Rob Sheppard.

Mary Jane Gibson welcomed the Foundation Board and provided an overview of the actions and discussions from the Board meetings, including the establishment of special interest groups, changes in *Currents* publishing, marketing/membership initiatives, etc.

### **A. College Scholarship Program – Annette Rogers**

Annette Rogers presented the committee report for filing. Alice Robertson presented a committee request that if open slots are available for the post-conference workshops, the students would like to know in enough time to adjust their travel arrangements accordingly. The NANPA Board decided that a few additional spaces above the projected number of paying attendees would be added to accommodate interested college students. This will apply to all post-Summit workshops except the video event, which has a limited capacity.

**NANPA: MSC to approve the college budget as presented.**

**NANPA: MSC to ask the NANPA Foundation to fund college program for the 2011.**

**NANPA: Fdn MSC to fund the college program expenses up to \$15,000 for 2011.**

### **B. High School Student Program – Ralph Clevenger**

Ralph Clevenger presented the committee report. The Boards spent a good deal of time clarifying the income and budget structure, with particular emphasis on the relationship between earmarked donations to the high school program and general Foundation fund usage, as well as how they relate to potential carry-over (aka restricted) funds for the program. Annette Rogers was charged with having a conference call with Raymond Klass and Ralph Clevenger to explain the structure more clearly.

**NANPA: MSC to approve a budget of \$15,000 for the 2011 high school program.**

**NANPA: MSC to ask the NANPA Foundation to fund the high school program for the 2011 year.**

**NANPA Fdn: MSC to provide up to \$15,000 (which includes the attendance fees) for the 2011 high school program.**

The Boards also discussed the need to cut expenses, suggesting that reducing the schedule by a day might help meet this goal. The Foundation Board also urged the committee to develop a contingency plan/budget in the event that Canon and Apple do not provide equipment for the program.

The Boards also reviewed a proposal by the committee to allow the chair to independently pursue grants to support an educational curriculum using nature photography for young students.

**NANPA: MSC to approve the concept of the chair of the high school program to pursue grants in the name of NANPA for the development of the educational curriculum involving nature photography with the understanding that the funds will pass through the NANPA Foundation as the designated 501(c)3.**

## **XII. Next Board Meeting – March 8, 2011, McAllen, TX**

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

