

**PNBA Board of Directors Retreat
McMenamins Edgefield, Troutdale, OR
Monday, January 28, 2013**

Board Members present:

Karla Nelson, President
Tegan Tigani, Vice-President
Brad Smith, Secretary / Treasurer
Jamil Zaidi, Past-President
Maggie Freitag - Parnassus Books
Leigh Ann Giles - Western AS Bookstore
Becky Milner - Vintage Books
Courtney Payne - Chronicle Books
Susan Richmond - Inklings Bookshop

Staff present:

Thom Chambliss, Exec. Dir.
Larry West, Exec. Asst. & Bookkeeper

Karla called the meeting to order at 9:00 am.

Member Business

Fiscal Priorities

Thom reported that we now had most of the Holiday Catalog Co-Op checks written and the total was coming in under budget. This will improve the look of our bottom line for 2012.

Thom went over his written 2013 budget report and asked if there were any questions or comments. There followed a lengthy discussion of NW Booklovers. Karla asked if NWBL was getting more "hits". Thom said there was a modest increase. It was receiving more Facebook "likes", but this goes up and down depending on current stories. Tegan asked if NWBL was generating any income and would it ever? Larry responded that he thought not. Brad asked if we had really explored all the possibilities for generating income? Tegan said we should try to get more store participation. Courtney said lots of blogs have sponsorships and maybe we should look into that possibility. Susan asked if we could send out email notification of new stories. Karla asked if NWBL was bringing any money into our stores and Brad asked if it was being used by our stores in other ways? Thom said that we need NWBL to promote the Book Awards. Without NWBL we should discontinue the Awards. He also asked what we would gain by discontinuing NWBL. What would we do with the \$30,000 in savings? If the time comes that we really need to cut the budget again, NWBL should be the first thing to go.

Brad asked if Jamie could send monthly figures (hits, like, etc) to the Board so that they would have some hard facts to base any future decisions upon. Karla asked the Board if they felt we should continue NWBL. Courtney said we need to find a way to offset costs. Thom said we shouldn't kill it unless we can come up with an alternative program.

Brad moved to continue on with NW Booklovers and for the Board to receive monthly reports from NWBL staff. Tegan seconded the motion. A vote was taken and the motion passed with no opposition.

The Board discussed the pros and cons of changing the Holiday Catalog Co-Op reimbursement program. No decisions were made. Thom explained why he had added a CPA review to this year's budget and what it entailed. Brad asked if our income projections weren't so conservative, could we spend more on other programs. Thom explained that he had raised the prices for author promos at the show. These rates haven't been raised in many years. Courtney felt that we could get even more for author appearances.

Brad moved to accept the 2013 budget as presented. Becky seconded the motion. A vote was taken and the motion passed with no opposition.

Consider the Publisher Advocate Program

Thom explained the Program as he understood it. It works through Eidelweiss. Stores signup through PNBA, reps signup and then provide marked up catalogs for our participating stores. The Board had a long discussion about what the program was, did it have any value and should PNBA become involved. Everyone was having a hard time understanding just how this program would work and what - if anything - was it going to offer our store. Thom and Courtney both advised to "wait and see." The Board concurred.

11:00 Ten minute break

Looking Ahead to 2013 - New Priorities

Thom said that worrying over the budgetary issues for the last few years has taken precedence over program priorities. Should we be doing anything new? Karla said we should reach out to other groups - primarily sidelines - for new participation and possibly new members. Toys, puzzles & games are a big sideline for bookstores right now and maybe we should try to maximize that interest. Becky thought that we might invite independent toy stores to join the Association. The Board had a lengthy

discussion of this issue. Becky also asked if we could do something to help stores that were in trouble. Possibly some regular “survival skills” articles in *Footnotes*.

12:10 - Break for lunch

Transitioning to a new Executive Director

Thom said that he would love to continue as ED for another five years, but at some point it may no longer make financial sense to the Association or unforeseen health issues could make his continuing no longer feasible. In any case, the Association needs to be prepared. It’s time to start thinking about what the Association wants in an ED and what process do we use to find a new ED? Sometime in the next few years he would love to only work half time and maybe just produce the Fall Show. He said he has begun the process of simplifying and systematizing staff processes so that it will be easier for someone new to step in.

Brad felt that a replacement should have new ideas and try new things, but sometimes experience was just as important as “new ideas.” Tegan said we should create a job description that covers both directions. Karla said the we need to start the process now. Build a job description and a “wish list” of skills. Courtney said we should set up a timeline for completing the process. Tegan & Maggie volunteered to be on a committee to begin work on the process. Courtney suggested that, by the April meeting, we have a job description and a timeline for continuing. Thom was asked to come to the April meeting with a job description of what he currently does.

New Business

Possible Changes to Bylaws

The Board had a discussion about the possibility of looking at and cleaning up the Association Bylaws and Governance Policy. The Bylaws were written long ago when the Association was much different than it is today and certain parts are much too specific. The Board felt the ED transitioning process took priority. Courtney suggested we tackle the Bylaw changes right after we finish the transitioning process.

Sidelines

Brad & Karla suggested that staff should try to get more sideline vendors to participate in the Association - advertise, attend Fall Show, join Association. There followed a long discussion of this issue, what types of sideline vendors to target and how to go about it. The Board felt strongly that this could be a new area of expansion for the Association.

Spring Meeting

Because the Spring meeting is in April rather than March, Brad’s term will have technically expired before the meeting.

Tegan moved that Brad should be invited to attend the April 4th meeting as a full, voting Board member. Maggie seconded the motion. A vote was taken and the motion passed with no opposition.

Announcements

The Spring Board Meeting will be held in Seattle on April 4th from 3-7 pm. Location
TBA

The Fall Board Meeting will be held in Portland on Saturday, Oct. 5th from 1-5 pm at the
PDX Holiday Inn

Tegan moved to adjourn the meeting. Courtney seconded the motion. A vote was taken and the motion passed with no opposition.

Meeting adjourned at 5:00 pm.

Meeting minutes by Larry West.

Approved by Brad Smith, Secretary / Treasurer

Signed_____ Date_____