



**PNBA Board Meeting
March 23, 2015
Holiday Inn @ PDX, Portland, OR**

Board Members Present:

Tegan Tigani, Queen Anne Book Co., President
Becky Milner, Vintage Books, Vice-President
Leigh Ann Giles, Western AS Bookstore, Secretary/Treasurer
Colleen Conway, Penguin Random House
Shawn Donley, Powell's Books
Maggie Freitag, Parnassus Books
David Hartz, Book 'n' Brush
Jack Wolcott, Grass Roots Books and Music

Incoming Board Members Present:

Pam Cady, University Book Store, Seattle, WA
Brad Smith, Paulina Springs Books, Sisters, OR (arriving late)
Carol Spurling, Bookpeople of Moscow, Moscow, ID

Board Members Absent:

Karla Nelson, Time Enough Books, Past-President

Staff Present:

Thom Chambliss, Exec. Director
Larry West, Exec. Asst. & Bookkeeper
Brian Juenemann, Marketing Director

President's Welcome & Introductions

Tegan called the meeting to order at 1:00 pm. She welcomed the current Board and the incoming Board members. She asked everyone present to introduce themselves and talk a bit about what they were currently reading.

Secretary/Treasurer's Report and Approval of the Minutes

Leigh Ann asked if there was any discussion or correction to the minutes from the January Board Retreat. If not, she asked for a motion to approve.

Leigh Ann moved to approve the Minutes of the Fall 2014 Board Meeting. Becky seconded the motion. A vote was taken and the motion passed with no opposition.

Leigh Ann presented and recapped the bookkeeper's written report to the Board.

Larry updated his written report by saying that it was possible that a couple of the small outstanding invoices would have to be written off as bad debts. If this does happen it would negatively affect our financials for 2014. Instead of ending 2014 \$742.00 in the black, we would have a break-even year (as budgeted.) He will report the final figures at the fall Board meeting.

There was also some general discussion of the number of stores that have not yet renewed for 2015.

Jack moved to accept the Secretary/Treasurer's Report as presented. Shawn seconded the motion. A vote was taken and the motion passed with no opposition.

Executive Director's Report

Thom recapped his written report to the Board. He said that it was time for the Board to get serious about revising the Governance Policies and the Bylaws. Both were last revised some years ago and certain things in them are no longer relevant to the current Association. He also said that he was feeling that his retirement was coming sooner rather than later and that the Board needed to finalize the selection process for a new Executive Director, so they would be ready when the time came.

David asked Thom if he had a date in mind for his leaving. Thom said no, but it would probably be sometime in the next two years.

Jack asked some questions about our Bestseller List and the lack of usage by our member stores. There followed a discussion of the List and how it is used. Shawn suggested that we find ways to promote the regional uniqueness of our list to our stores.

Colleen moved to accept the Executive Director's Report as presented. David seconded the motion. A vote was taken and the motion passed with no opposition.

Education Committee Report

Pam reported that in 2014 quite a few of the Committee members were not active through the summer months and this had put a burden on the few members who were working on Education through the summer. She felt the Committee needed to start work earlier this year. She said the Educational events at the show were good and well attended. The only complaints were of conflicts with the Rep Picks. Thom said that this has always been a problem, but he still felt that having too many choices of educational events was better than having too few.

Tegan suggested that the Reps provide handouts of their presentation that we could post online after the show for the benefit of people who could not go to all of the Rep Picks. She also suggested having comment sheets for attendees to fill out after each educational event. Thom said this had been done in the past and was found to be little used and of marginal value.

Brian suggested that we might set up a video camera to record the Rep Picks presentations and then post them on YouTube after the show. Jack thought this was a good idea and that it would make it possible for staff who were not present at the show to see the Picks.

Tegan asked for a vote to accept the Education Committee Report. The Board voted to accept the report. There was no opposition.

Award Committee Report

The was no verbal Awards Committee Report

Tegan asked for a vote to accept the written Awards Committee Report from Billie Bloebaum, Awards Committee Chair. The Board voted to accept the report. There was no opposition.

2:36 - Ten Minute Break

Old Business

2015 Budget Revision

Thom said that since the approval of the Budget at the January Meeting he had made a few small changes due to our need to upgrade some of our computer equipment. He added a category for Computer Software so it would no longer be lumped in with Office Supplies. He said the Budget bottom line has not changed. He has just split a couple of expense categories. Even though the bottom line numbers had not changed he would like the Board to approve the changed Budget.

Maggie voted to approve the revised Budget as presented. David seconded the motion. A vote was taken and the motion passed with no opposition.

Confirm Board Election Results

Thom reported that 47 ballots were returned for the Board Election and the slate of Jack Wolcott (running for a second term), Pam Cady, Brad Smith, and Carol Spurling were elected unanimously.

Tegan asked for a vote to approve the Board Election results. The Board voted to approve the results. There was no opposition.

Election of Board Officers

Tegan reported that the Executive Committee has put forward a slate of 2015 Board Officers as follows:

Tegan Tigani to continue as President
Shawn Donley as Vice-President
David Hartz as Secretary/Treasurer

Leigh Ann moved to approve the slate of new Board officers as presented. Jack seconded the motion. A vote was taken and the motion passed with no opposition.

Appoint 2015 Awards Committee

Thom reported that Billie Bloebaum would continue as Chair of the Awards Committee and that Dianah Hughley of Powell's Books in Portland and Casey Stryer of Elliott Bay Books in Seattle would be joining the committee as replacements for two retiring members.

Tegan asked for a vote to approve the complete Awards Committee list as presented. The Board voted to approve. There was no opposition.

Appoint 2015 Education Committee

Thom presented the list of Committee members for 2015. Pam Cady will continue as Chair. Muir Cohen of Waucoma Bookstore in Hood River, Karen Emmerling of Beach Books in Seaside and Robert Moore of Oregon Books & Games in Grants Pass will join the Committee as replacements for retiring members.

Tegan asked for a vote to approve the complete Education Committee list as presented. The Board voted to approve. There was no opposition.

3:00 pm - Brad Smith arrives

Support of Independent Bookstore Day

Tegan said that Seattle Area stores were working together to publicize IBD. She asked that the sample press release be posted on our website. The Board discussed various ways of promoting the event. Thom said that the unique materials offered by publishers were the key to this becoming a successful national event.

Update of Bylaws and Governance Policies

Tegan said that it was time for the Board to form a committee to work on updating the Bylaws and the Governance Policies. David volunteered to be part of the committee. Brad asked if it was becoming more difficult to find people to serve on the Board. Thom said that it was. The size of the Board was originally set when the Association had a larger number of member stores. The membership has been going down in the last few years and that makes it more and more difficult to find members willing to serve on the Board. There followed a lengthy discussion of bookstore membership issues. Pam suggested that it would be nice to have a printed map/brochure of member stores.

A motion was put forward to appoint a Bylaw Review Committee consisting of David Hartz, Brad Smith and Tegan Tigani. Shawn moved to approve the motion. Leigh Ann seconded the motion. A vote was taken and the motion passed with no opposition.

Executive Director Job Description

Tegan reported that she and Leigh Ann were just finishing up a preliminary job description and would be sharing it with the Board at the Fall meeting. This should give the Board a starting point to put together a job description for any potential new Executive Director. She reported that she had met with the other regional association presidents and found that they all have different processes for choosing new Executive Directors. She felt that the Board needed a Transition Committee to oversee the process. Brad and Jack volunteered to be on such a committee. The names of Chuck Robinson of Village Books and Libby Manthey, of Riverwalk Books were mentioned as people who have shown an interest in being on the final Search Committee, when the time comes.

Thom felt that the Board should come up with a statement about what is needed for the committee, with a timeline and lay-out the whole process. The Board needs to finalize the current job description and then move on to create the "ideal" job description.

New Business

NW Indie Bookselling Facebook Page

Becky reported that she and four other PNBA members had created a Facebook page where PNBA members could share and discuss items of mutual interest. The page is not connected or sponsored by PNBA, but is only open to PNBA members, by invitation only. They have 28 members so far. Thom and Brian both expressed some concerns about allowing publishers to offer free reading copies via the page.

Bookseller/Sales Rep of the Year

Tegan, once again, put forward the idea of having a PNBA Bookseller and Sales Rep of the Year. The Board will discuss it further at a future meeting.

Announcements

Fall Board Meeting, Thursday, October 1, 1-5 pm, Rm. TBA, Holiday Inn PDX, Portland, OR

Fall Membership Meeting, October 2, 5:30-6:30pm, Rm. TBA, Holiday Inn PDX, Portland, OR

Wi11, Saturday - Tuesday, Jan 23-26, 2016, Denver, CO

PNBA Board Retreat, Monday & Tuesday, Feb 1-2, 2016, McMenamins Edgefield, Troutdale, OR

Meeting adjourned at 5:30 pm.

Meeting minutes by Larry West.

Approved by Leigh Ann Giles, Secretary/Treasurer

Signed _____

Date _____