

2011 NPPA January Board Meeting Minutes

Meeting called to order – President Bob Carey 7:02 p.m. EST Friday, January 14, 2011

Roll call – Secretary Denise McGill – Roll call of Board of Directors and certification of the presence of a quorum

Seating of the Board of Directors - The following Board of Directors members, being duly elected or appointed according to the procedural outlines in the NPPA by-laws, are certified to be seated.

President – Bob Carey
Vice President – Sean D. Elliot
Secretary – Denise McGill
Treasurer – Sarah Evans
Past President – Tony Overman
Regional Chair Representative – T.J. Mullinax
Director – Smiley Pool (2-years remaining in term)
Director – Greg Smith (2-years remaining in term)
Director – Mike Borland (1-year remaining in term)
Director – Jim Michalowski (1-year remaining in term)
Director – J. Bruce Baumann (3-years remaining in term)
Director – Michael King (3-years remaining in term)
Director – Tom Kennedy (Presidential appointee)
Director – Ron Londen (Presidential appointee)
Director – Drew Carey (Presidential appointee) absent

Seating of Special Guests

Parliamentarian – Travis Barrick (by phone)
NPPA Executive Director – Mindy Hutchison
Student representative – Patrick Fallon

New Board Member Oath of Office - Administered by President Bob Carey to Michael King and J. Bruce Baumann at 7:07 p.m.

"I do hereby pledge myself faithfully, to perform to the best of my ability, the duties of my office as prescribed in the bylaws of this association."

Board Introductions 7:07 p.m.

Roll call for the recently deceased – Secretary Denise McGill
(Everyone stands)

Douglas Tesner
Duane Hopp

Gary Wolfe
Jack Anderson
Fred Keesing
Bernard Moser
Harlen Brown
Vincent Reyes
Stephne Lukasik
Otis Rose

Adoption of the Agenda. 7:10 p.m.

Adoption of the Standing Rules 7:14 p.m. was unanimously approved.

Each of the aforementioned board members is entitled to one vote each, according to the association's by-laws except that:

NPPA by-laws exclude the president, the vice-president, the secretary, the treasurer, and the past president from voting in the election of any member of the executive committee (president, vice-president, secretary, and treasurer).

On all votes before the Board, the president only votes to break a tie (except elections as mentioned above).

The special guests shall have no vote, but may be granted the right to speak.

During debate, there shall be a 15-minute time limit on each item of business. A 2/3 vote shall be required for each 5-minute extension.

The President may create a Speakers List; once closed, a 2/3 vote is required to reopen the Speakers List. When offering your name for the Speakers List, please state whether you are speaking for or against the pending question.

When called to speak, please stand, identify yourself, and speak loudly and clearly. Each speaker is allowed 3 minutes; you may chose to pass your turn if you wish to speak later on the List, but may not "yield" time to another member.

During debate, no side conversations are permitted; please use written notes, texts or emails to communicate so that there is no disrespect of others or disruptions.

Election of the Committee for Approval of the January 2011 Minutes.

Jim Michalowski, Smiley Pool, and Denise McGill were unanimously approved.

Reading and approval of minutes from July 2010 Meeting – Secretary 7:16 p.m.

Vote: yes unanimous.

Motion to change order of agenda. Motion seconded at 7:18 p.m.

Vote: yes unanimous. Motion passes.

President's Report "State of the NPPA" – Bob Carey (20 minutes) 7:18 p.m.
See Written Report (Appendix A)

For the Good of the Order. Open Discussion, no action (60 minutes) 7:34 p.m.

Approval of Judiciary Committee (15 minutes) 8:55 p.m.
President nominates Tom Hardin, CONTACT _Con-42675E32157 Alicia Wagner Calzada and Jim Veneman.
Vote to approve Committee: Yes unanimous.

Recess for evening 9:03 pm.

Reconvene Saturday January 15, at 9:35 a.m.

Executive Director's Report – Mindy Hutchison (20 minutes) 9:36 a.m.

Resolution V – Fraternal Wording (By-Laws) – TJ Mullinax (15 minutes) 10:20 a.m.
Vote: No unanimous. Resolution fails. (See Appendix B.)

Resolution VII – Board & Quorum (By-Laws) – Mike Borland (15 minutes) 10:34 a.m.
Vote: 2 yes, 11 no. Resolution fails. (See Appendix B.)

Resolution IX – Parliamentarian (By-Laws) – Sean Elliot (15 minutes) 10:50 a.m.
11:03 a.m. Amendment proposed by Tom Kennedy (see text in Appendix B.)
Seconded by Ron Londen.
Vote to amend passes unanimously. 11:05 a.m. Discussion.
Vote to pass as amended: Yes, unanimous. Resolution passes. 11:08 a.m.

Move to change agenda. Passed by acclamation.

Reports – Committees, Task Forces, etc. (60 minutes) 11:28 a.m.
Web report from Ron Londen 11:30 a.m. (See written report in Appendix C.)
Enter Executive Session at 12:09p.m. Website vendors.
End Executive Session at 12:29p.m.
Move to extend report time. Seconded and passed unanimously at 12:30 p.m.
Move to enter Executive Session at 12:30p.m. re: Website vendors. Seconded and passed unanimously.
End executive session at 12:52 p.m.
Break for lunch.

Back in session at 1:34 p.m.

Honor special guest Jim Straight, former Executive Director.

Continue Reports – Committees, Task Forces, etc.

Continue Web Committee Report by Ron Londen.

Advocacy Report by Alicia Calzada and Mickey Osterreicher on speaker phone at 1:45 p.m.

Vote to extend reports for 10 minutes, unanimously approved.

Artist's Bill of Rights Report by Greg Smith at 2:18 p.m.

Board Directive: New Chair of Programs Committee will follow previous Board Directive to implement Artists Bill of Rights document.

Best of Photojournalism Contest Report – Mindy Hutchison (20 minutes). 2:30 p.m.

Move to Executive Session, re: discussion of proprietary contest information.

Seconded and passed unanimously at 2:36 p.m. Enter Executive Session. End Executive Session at 2:55 p.m.

Move to extend Best of Photojournalism discussion 20 minutes. Seconded and passed unanimously.

Reenter executive session at 2:56 p.m. Continued discussion of propriety contest information. End Executive Session at 3:16 p.m.

Continue Best of Photojournalism discussion.

Directive from President: Mike Borland work with Best of Photojournalism TV committee to work on judging 2010 contest, with deadline of June 2011.

Continue to work on solutions for future years.

5 minute break.

Resolution I – Limit number of free entries for Best Of Photojournalism (P & P) – TJ Mullinax (15 minutes)

3:29 p.m. (See Appendix B.)

President makes Speakers List. Discussion.

Move to extend discussion 5 minutes. Seconded and approved. Extension passes.

Motion to refer resolution to BoP Committee. Motion seconded.

Vote 12 yes, 1 No. Resolution I referred to the Best of Photojournalism Committee to recommend action to the Board.

Resolution II – Overage Cost for BOP (P & P) – TJ Mullinax (15 minutes) (See Appendix B.)

Motion to refer to Best of Photojournalism Committee. Motion seconded.

Vote: Yes unanimous. Referred Resolution II to the Best of Photojournalism Committee to recommend action to the Board. 4:07p.m.

Resolution III – Election Results (P & P) – TJ Mullinax (15 minutes) 4:08 p.m. (See Appendix B.)

Vote: Yes 1, No 12. Resolution III fails.

Resolution IV – Candidate Endorsement (P & P) – TJ Mullinax (15 minutes)
4:08 p.m. (See Appendix B.)
Vote: No unanimous. Resolution IV fails.

Resolution VI – Assistant Regional Chairs Representative (P & P) – TJ Mullinax
(15 minutes) 4:27 p.m.
(See Appendix B.)
Vote: No unanimous. Resolution VI fails.

Resolution VIII – Membership Definitions (P & P) – Mike Borland (15 minutes)
4:41 p.m. (See Appendix B.)
Motion to table discussion until after Membership item on agenda. Seconded
and unanimously approved.
Resolution VIII moved on agenda.

Resolution X – Regional Events (P & P) – Mike Borland (15 minutes) 4:54 p.m.
(See Appendix B.)
Vote: Yes 4, No 9. Resolution X fails.

Resolution XI – Regional Budgets (resolution) – TJ Mullinax (15 minutes) 5:06
p.m. (See Appendix B.)
Motion to table resolution until budget discussion. Motion seconded and passed
unanimously.
Resolution XI moved on agenda.

Resolution XII – Chairs of Events (P & P) – Sean Elliot (15 minutes) 5:24 p.m.
(See Appendix B.)
Motion to enter Executive Session, Re: personnel matters. Motion seconded
and passed unanimously. Enter Executive Session at 5:27 p.m.
End Executive Session at 6:26 p.m.

Recess for dinner at 6:26 p.m.

Reconvene at 8:43 p.m.

Continue discussion of Resolution XII.

Enter executive session 8:44 p.m.

End executive session 8:52 p.m.

Motion to amend with the following:

“The Chairs of said Subcommittees must sign the Conflict of Interest Disclosure.
They must also be NPPA members in good standing or have signed the NPPA
Code of Ethics annually, and serve on the designated Standing Committee as
appropriate.”

Motion seconded. Amendment passes.

Vote: Yes 9, No 1, Abstain 2. Resolution XII passed as amended. (See full text in Appendix B.)

Reimbursement for Expenses – Sarah Evans (15 minutes) 9:00 p.m. No action taken.

Author's Coalition Report – Sarah Evans, Tony Overman & Mindy Hutchison (20 minutes)

Recess for evening at 9:54 p.m.

Reconvene Sunday, January 16 at 10:00 a.m.

Membership Discussion. Revisit Resolution VIII, memberships with written suggestions from Sarah Evans.

(See Appendix B.)

Smiley Pool moves to refer Sarah Evans' document to Membership Committee. Motion seconded.

Vote: yes unanimous. Motion passes. Board directs Membership Committee to make recommendations by May 1.

Denise McGill moves to refer Resolution VIII to Membership Committee. Seconded.

Vote: yes unanimous. Motion passes.

Denise McGill moves to direct Membership Committee to examine targeted marketing ideas and report no later than May 1. Seconded.

Vote: Yes unanimous. Motion passes.

Education Discussion – Mindy Hutchison (30 minutes) 11:05 a.m.

NPPA's current list of events

News Video Workshop

Multimedia Immersion

Advanced Storytelling Workshop

Northern Short Course (in cooperation with Regions 1, 2 and 3.)

New event: Mini-Emersion instead of convergence/convention

Other events funded by ACA funds

No action taken.

Finance Committee report and adoption of the budget (2-hours) 11:35 a.m.

Move to enter Executive Session, re: proprietary information, at 11:36 a.m.

Motion seconded and passes unanimously.

End executive session. 11:45 a.m.

Break for lunch 11:45 a.m.

Reconvene 2:11 p.m.

Continue Finance Committee Report 2:11 p.m.

Report on Fiscal Year 2010

Report accepted by unanimous vote.

Budget for Fiscal Year 2011 - Motion to adopt budget – Sarah Evans & Mindy Hutchison

Tony Overman gives summary. Amendments made by Finance Committee based on Board discussion throughout weekend.

Board votes on budget category-by-category.

Approved amendment to hold Board of Directors meeting online in July.

Approved amendment to hold Immersion 2 on West Coast in Q3 or Q4

Motion to amend budget for \$500 to each region. Hardship extensions will come through the National Office and be funded by National funds, not region funds. Seconded.

Vote: yes unanimous. Amendment passes.

Motion to pass budget as amended. Seconded.

Vote: Yes unanimous. Budget for Fiscal Year 2011 passes at 3:25 p.m.

Resolution XI (region funding) revisited.

Vote: No unanimous. Resolution XI fails.

Recess at 3:30 p.m.

Reconvene at 3:33 p.m.

Election of National Officers –

Nominations for President: Sean Elliot.

Vote for President: Sean D. Elliot 8, Abstain 1.

Elliot elected President.

Nominations for Vice President: Mike Borland.

Vote for Vice President: Mike Borland 7, Michael King 2.

Borland elected Vice President.

Nominations for Treasurer: Sarah Evans.

Vote for Treasurer: Sarah Evans 9.

Evans elected Treasurer.

Oath of Office given by Bob Carey to Elliot, Borland and Evans.

"I do hereby pledge myself faithfully, to perform to the best of my ability, the duties of my office as prescribed in the bylaws of this association."

Adjourn at 4:00 p.m.