

**TAB 1: SEBA GOVERNANCE POLICY — POLICY TYPE: GOVERNANCE PROCESS**

Last updated: March 9, 2017 by Wanda Jewell

**13A. SUGGESTED ANNUAL MEETING SCHEDULE TO ASSIST IN AGENDA PLANNING**

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**General**

For each meeting/event SIBA will reimburse participating board members for the event registration fee, door-to-door travel (use current IRS business travel reimbursement rate if using your personal vehicle), meals, lodging\*, and incidentals if expense report is submitted within 60 days of the trip.

\*SIBA covers up to only 3 nights of lodging at Meeting Two.

**Meeting Zero at Winter Institute**

The SIBA board attends Winter Institute for the purposes of board education. SIBA does not plan to hold a board meeting unless special circumstances require it. Outgoing & incoming board members are expected to attend. Board members agree to strategize towards SIBA ends. This trip should allow for board members to explore trends, consider education for themselves and their colleagues, and to meet and network with each other and publishers, authors and booksellers.

**Meeting One to be held between Feb. 20 & 29**

This meeting should allow for board members to vet education, train, and determine what outreach and linking they want to do for the year. Board members must arrive in time to attend the mandated events, Carver Training and Board Meeting..

Decision Info Provided

Call to order

Read Minutes of Annual Membership Meeting into our Board minutes

Discussion of internal or external monitoring in cases of noncompliance or at board member request (optional)

Acknowledgement of receipt and approval as to previous monitoring (including External Audit)

Motion to add (or reject from) next Board Slate those eligible current board members whose terms are expiring this year (optional)

Schedule Call for Board Nominations

Discuss results of previous year's plan to link owners & operators

WI Debrief

Plan to link owners and operators

Board Self Evaluation – Review the following policies:

11. Governing Style

12. Board Job Description

13., 13a Agenda Planning

14. Board Nominations & Elections

16. Board Members' Code of Conduct

Minutes

Adjourn

Incidental Info Provided

**Meeting Two at BEA**

The Board must arrive in time to attend mandated events including a pre-board and board meeting.

Decision Info Provided

Call to order

Discussion of monitoring in cases of noncompliance or at board member request (optional)

Acknowledgement of receipt and approval as to previous monitoring

Discuss nominee interviews and prepare slate

Results of plan to link owners and operators

Board Self Evaluation – Review the following policies:

15. Chief Governance Officer's Role

19. Cost of Governance

22. Accountability of the CEO

23. Delegation to the CEO

24., 24a Monitoring CEO Performance

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Adjourn  
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**Meeting Three**

Board members are expected to attend the ticketed events and should clarify if they are not going to be present. The Board will be available to huddle if needed on Thursday afternoon with the Exec Director and attend the Trade Show Planning Meeting. The Board of Directors is responsible for their annual meeting to be held immediately following the Industry Breakfast to last no more than one hour and for meeting with their Advisory Council. The Board of Directors will hold a pre-board and board meeting on Monday after the trade show.

Decision Info Provided  
-CEO policy violations report (if applicable)  
-CEO salary comps  
-Wanda's report on SIBA's financial ability  
-Economic indicators report  
-External auditor engagement letter

Call to order

Discussion of monitoring in cases of noncompliance or at board member request (optional)

Acknowledgement of receipt and approval as to previous monitoring

Review Mega-Ends with owners and operators link info

Set upcoming Budget lines for CEO Salary & Cost of Governance

Motion to engage external auditor

Review board reserve fund statement

Board Self Evaluation – Review the following policies:

10. Global Governance Commitment

17. Board Committee Principles

18. Board Committee Structure

20. Global Governance-Management Connection

21. Unity of Control

Elect upcoming President

Minutes

Adjourn

Incidental Info Provided