

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

Last updated: September 22, 2014 by Wanda Jewell

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

SIBA pays travel to 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. SIBA pays Room & Tax for 3 hotel nights and all incidentals. SIBA pays registration fees to attend Winter Institute. SIBA buys dinner over 2 nights for booksellers in the SIBA territory who attend WI as an outreach effort. Board members are invited to join these dinners any or all nights, but are not required. Board members agree to meet together for breakfast 3 mornings of WI. SIBA will pay for these breakfasts. 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. The board might find someone they'd like to invite to Meeting One pre-board event.

Meeting One

SIBA pays travel to GABBS & SIBA in the Springtime. SIBA or GABBS pays hotel Room & Tax for all nights & incidentals. SIBA hosts an event for SIBA Members at GABBS which board members are encouraged to attend. Carver Training takes place the Saturday of GABBS and the board meets the Sunday 8AM – 1PM of GABBS. SIBA provides education to booksellers at GABBS on Friday and Saturday morning. Board members must arrive in time to attend the mandated events. Board members are encouraged to be seen on the GABBS exhibit floor on Friday afternoon as we are guests of the GABBS show. This trip should allow for board members to vet education, train, and determine what outreach and linking they want to do for the year.

Decision Info Provided

Call to order

Acknowledgement of receipt and subsequent discussion and approval as to previous monitoring

Review External Audit

Schedule Call for Board Nominations

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

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

SIBA pays travel to BEA and pays any registration / attendance fees to participate in Day of Education or Institute or BEA and pays Room & Tax for 3 hotel nights & incidentals up to four days. The Board agrees to meet from 7-11am on the Day of Education even if it conflicts with programming. The board will schedule a pre-meeting 2-5pm the day before the board meeting. This trip should allow for board members to attend education, discuss nominations, and review the linking efforts.

Decision Info Provided

Call to order

Acknowledgement of receipt and subsequent discussion and approval as to previous monitoring (optional)

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*

Minutes

Adjourn

Incidental Info Provided

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Meeting Three

SIBA pays travel to trade show and all hotel nights, and all incidentals, to include meal tickets to each event. Board members are expected to attend the ticketed events and should clarify if they are not going to be present. The Board will huddle on Thursday with the Exec Director, attend the Trade Show Planning Meeting, and meet with their Advisory Committee. Each of these meetings should last no more than one hour. 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. The Board of Directors will hold a pre-board 8am - Noon and board meeting 1 – 6pm on Monday after the trade show.

Decision Info Provided

Call to order

Acknowledgement of receipt and subsequent discussion 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

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