



RA Master Plan

Note... This plan was created and adopted by the RA (now the CRA) in 2008 for FY 2009. Hence the organization's name, the Retail Alliance, has not been updated to the "Collegiate Retail Alliance". (Changing the corporate identity and branding was one of this plan's objectives).

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Executive Summary

The RA Vision is to “**deploy best practices.**” This plan articulates four strategies to achieve that vision and related objectives to advance each strategy. A summary is presented below:

Best Practice Incubator – “The PACT”

The PACT was established in 2005 as a dedicated inner core of RA members committed to a higher standard of engagement, participation in programs and commitment to common business priorities. This strategy suggests that the PACT will increasingly become the primary incubator for RA sponsored best practice business and systems initiatives. Recommendations to address the following tasks are presented in Appendix C:

- **Governance & Decision Making** – Define a governance & decision making process. *(Proposals are presented in Appendix C for action in the July, 2008 annual PACT business meeting)*
- **Funding** – Agree upon funding mechanisms with an intention to target. *(Proposals are presented in Appendix C for action in the July, 2008 annual PACT business meeting)*
- **Project Management** – Agree upon project management processes. *(Proposals are presented in Appendix C for action in the July, 2008 annual PACT business meeting)*
- **Growth** – Agree on a growth strategy to develop the PACT. *(Proposals are presented in Appendix C for action in the July, 2008 annual PACT business meeting)*

The PACT is also committed to the ongoing development and completion of 4 major projects initiative in 2006-7 including 1) A Digital Delivery Initiative, 2) Development of a state of the art web store, 2) development of an industry best practice Customer relationship Management (CRM) system and integration of industry standard and expanded Benchmarks into RATEX.

Best Practice Systems – “RBS”

A separate rolling 3 year rolling business plan (for fiscal years 2009 – 2011) to develop RATEX into the industry “best practice system” has been approved by the RA board in its March, 2008 meeting. Major objectives articulated in that report are as follows:

- **Make RATEX the premier best practice system** – Integrate best practice benchmarks and underlying processes into RATEX. The net store value will constitute the primary criteria for investing discretionary RATEX resources.
- **Maximize RATEX investment.** – Accelerate development by accessing development resources from the RA, the PACT, RBS, individual store, and vendor partnerships. The target is to \$1,000,000 per year by 2011.
- **Add Business Consulting Services** – Expand RBS professional staff and engage in targeted partnerships to provide strategic professional services (i.e. CRM-Marketing; B to B integrations; etc)

- ***Align RATEX Development Priorities with RA & PACT*** – Define the roles of the RA, PACT and RUG to insure complementariness.
- ***Expand RATEX market share through Application Service Providers (ASP)*** – Develop a business model and prototype for ASP
- ***Make RA Branding and the Best Practice commitment integral to the VR identity*** – Unify the RA-RBS and PACT strategies and identities around a common RA Brand and vision to deploy best practices.
- ***Stabilize RATEX Finances*** – Restructure recurring revenues to exceed recurring expenditures; set aside a \$500,000 buffer.
- ***Position RATEX as an Industry Standard System*** – Explore ways to deploy RATEX as a standard industry system and/or use it to pressure the other software companies into best practice competition.

Best Practice Partnerships – “MP + ”

Pursue the aggressive expansion of the Millennium partnership to fulfill the initial commitment to leverage Follett’s considerable market power to the advantage of our independent store members. Specific proposals are included in Appendix A:

- ***RBS – FHEG ‘Best in Class’ Used Book Supply Channel*** – Fully integrate the connection between RATEX and FHEG systems as specified in the project proposal in Appendix A
- ***Share textbook central buying study results*** – It is proposed that FHEG share the results of its study (including buying algorithm) regarding a recent proprietary study of textbook buy quantity to provide.
- ***Trade buying services*** – Prototype central services general book buying support through FHEG
- ***Share their FHEG proprietary information*** – Share ongoing FHEG benchmarks and select proprietary market studies
- ***Partner in digital delivery*** – Develop a co-development and co-marketing agreement for CafeScribe digital delivery
- ***Develop and scale existing and incremental services*** – Develop a marketing plan for existing MP services including Shopper’s Survey; Loss Prevention; Fixture Sourcing

Because RA’s current financial stability is heavily dependent on the FHEG relationship (especially used book commissions), it is strategic to aggressively diversify in this three year horizon to gain new income both from other corporate partners and from RBS dividends.

Best Practice Recognition

The RA, in cooperation with other likeminded associations (i.e. LSG, ICBA,CACS,CCRA, NACS, NACUBO, NCCI) will develop a comprehensive recognition system that honors the collective deployment (not the individual achievement) of best practice initiatives. Objectives include:

- ***Define best practice metrics*** – Engage qualified consultants (i.e. Noah Barsky, Steve McDaniel, et al) to work with RA leadership or its designees to 1) Define what to measure (include stakeholder outcome criteria); 2) Define method of measure (the formula); and 3) Integrate into RATEX
- ***Develop best practice recognition*** – Work with likeminded industry associations to develop a best practice recognition program. Elements include: 1) Performance 2) Deployment and 3) Worldwide Comparison.
- ***Acknowledge measured excellence*** – Acknowledge scaled best practice metrics, scaled continuous improvement, and scaled innovation

An overarching priority is to unify the RA-RBS-PACT around the RA Brand. To this end we have engaged Gienfagna Associates, a marketing consultant with prior experience in our business. The project scope includes:

- ***Website Design*** – Develop a coordinated website for the RA-RBS-PACT around this blended identity.
- ***Awareness campaign*** – Raise awareness of the value propositions unique to the RA including commitment to the common vision of best practice deployment, the development of RATEX (Retail Alliance Textbook Exchange) as a best practice system committed to maximize the business interest of independent stores, and recognition that this is the only independent store business alliance with a wholly owned software company.
- ***Public Relations*** – Get the word out on new partnerships including press releases, newspaper and magazines, conferences, trade fares, etc
- ***Inclusiveness around a high standard*** – Seek to reverse the perceived exclusivity of RA leadership without compromising requirements that inclusion require firm commitment to business alliance criteria and presented in the PACT agreement.

Background

Throughout the 1990s the number of large independent college stores were declining as major contractors like Follett and Barnes & Noble targeted prime sites (Stanford, Ohio State, U Penn, Yale, Boston, Sacramento, et al.) offering commissions as high as 12% of net sales and other enticements (free renovations, inventory buy out, etc). The classic business model that made the math work was twofold. There was a profitable vertical integration opportunity as major used textbook wholesalers bought into the college retail market thereby insuring access to used textbooks at low prices. Also, there were significant economies of scale to be gained as these large chain store conglomerates consolidated buying and other overhead support.

Toward the end of the last decade, the rapid development of the Internet created increasing competition from ‘peer to peer’ selling and from ‘e-retailers’ like Amazon. To make matters worse, early digital textbook initiatives were launched and it was becoming increasingly clear that the digitization of course materials would eventually have a dramatic impact.

The course materials world of the 21st century was changing rapidly. Since 2000, average textbook sell-through has dropped on average more than 1% per year (*more than 10% to date*). While there was some relief due to rapid price escalation of the fewer units sold, it became clear even to skeptics that these trends would mean further competitive disadvantage to independent college stores.

While there had been long standing traditions of college stores sharing both ideas and time, there was little precedent for disciplined business alliance until the Retail Alliance was founded in 1999 “**to create a principle-centered virtual chain.**” This was to be advanced through four widely publicized key strategies:

1. **Large stores 1st** – The 77 largest independent stores represented in the LSG (the Large Stores Group) at that time represented over a \$1.4 billion per year in revenues and RA leaders knew many of these store directors. Large stores were a logical, high-impact target.
2. **RATEX 1st** – It was believed that common systems would create both efficiency and a vehicle for unification of independent stores. Therefore the RA purchased RATEX (the most prevalent system servicing large stores) in December 2000.
3. **Business to Business 1st** – Wal-Mart had proven the power to supply channel integration. However, these process innovations had not yet reached the college store market. Therefore a 3rd core strategy was the use of RATEX to develop and deploy supply channel integration opportunities.
4. **Course materials 1st** – At that time 64% of the college store industry’s product mix was represented by course materials.

Using RATEX to develop and deploy supply channel integration of course materials among large college stores became the targeted strategy during the first five years of RA operations. The intent was to achieve high impact quickly and the strategy proved successful

The Outcome 2000–2005

Building on the credibility of its five university owner-cofounders (UConn Coop, UC Boulder, UCSD Bookstores, BYU Bookstores and the Cornell Store), and a growing sense of urgency among independent store leaders, the RA hit several home runs. Within two years more than two dozen large stores had enlisted, and the numbers grew steadily thereafter. Today, more approximately 50 large and/or influential college stores are enlisted, representing in excess of \$750 million per year in retail activity and a half billion in purchasing power if fully harnessed).

The first order of business was to organize the purchase of used textbooks, the primary profit driver in the college store industry during the preceding 75 years.. To that point wholesalers had successfully kept independent stores “independent”, precluding any effective collaborative business negotiation. The result was a relationship with Follett Higher Education Group (FHEG) including the best terms and conditions any of the store sponsors had ever received and a further commitment to leverage Follett’s two billion per year business base to the benefit of independent store partners called the ‘Millennium Partnership’. The relationship also allowed the RA to earn modest commissions that in aggregate empowered the organization to take further unprecedented action.

Early in this century it was becoming clear that the college store industry was going to be driven by technology developments culminating in digital delivery. In effect, technology was going to be a major source of competitive advantage if not a market maker. The RA therefore purchased RATEX, a somewhat outdated software system that still boasted some of the biggest and most prestigious users in the country. Using RA program commissions, the RATEX product has been modernized into the best industry system on the market today.

Beginning with an innovative program with Ingram Wholesale Book Company and moving on to pick up most of the course materials providers, the RATEX system focused its development efforts to pioneer Wal-Mart-like system to system integrations with major publishers and book distributors. Links to Ingram, Follett, NACSCorp, Prentice Hall, Thompson and B&T were developed.

Taken collectively these were all sound business decisions that bootstrapped other changes, however efforts to date have not been wholly successful and it is prudent to learn from these failures if we are to avoid repeating them. They are as follows:

- **Participation** – Building meaningful business alliances among independent college stores proved more difficult than expected. It required considerable efforts to develop compelling programs, to explain and market them and to deploy resulting in a somewhat lower participation rate.
- **“B to B” complexity** – The innovative supply channel integrations were not well understood. Although highly profitable, they require fundamental process changes in stores which were often resisted and the consequence of sloppiness in a fully automated process is that mistakes can be multiplied by thousands.
- **RATEX Development** – The magnitude of the challenge to reengineer the RATEX software product was underestimated. Even today there are a handful of underdeveloped components (now being addressed); notably a fully integrated web store solution and an updated POS system.

- **The MP** – The RA-Follett Millennium partnership programs have not been as quickly developed as initially hoped. In part this resulted from a lack of dedicated staff.

The RA Vision – “to Deploy Best Practices”

We envision a world where best practices are clearly defined and measured, their underlying processes are codified into RATEX (Retail Alliance Technology Exchange) for rapid deployment, RATEX is made widely available at a low cost, long lasting mutually advantageous supply channel partnerships are forged to maximize customer value and colleagues are recognized and rewarded for their success in helping others to deploy best practices. Imagine a comprehensive support system including training, conferences, consultation and communication to network stakeholders in pursuit of this common end. Our collective commitment could even lead to more revolutionary decisions like making RATEX an industry owned system (not a for profit subsidiary of the RA) and developing Wal-Mart style approaches to supply channel integration (both ‘B to B’ and ‘B to C’). This is the vision that we collectively embrace to be achieved by 2015.

Unified (RA-RBS-PACT) Vision & Strategy

The **RA** was founded in 1999. It purchased the **RATEX** (Retail Accounting & Textbooks) software product in December of 2000 and launched the **PACT** in 2005. Today, they operate semi-autonomously in accord with a loose allegiance to independent store members/customers. Ironically, until now, they have lacked clearly articulated common purpose and priorities. We propose a common vision and blended identity for all three – “to deploy best practices.” Our work is done when our member stores are operating to the fullest extent possible under the highest standards of stewardship. For that to happen, we are committed to advancing the following four core strategies:

Best Practice Incubator

While not exclusive, the PACT will become the primary incubator for the RA’s best practice initiatives. It will achieve this through collaboratively funded initiatives endorsed by the PACT leadership, and through better-coordinating the independent initiatives of individual store members.

Best Practice Systems

New application development and refinement at RATEX will be driven by “best practice” deployment criteria. To that end, we pledge priority use of discretionary resources including RA funds, PACT funds, RBS funds, individual store development funds and partner-funded initiatives. Further, we will explore new ideas to change the governance and ownership model in any way consistent with firm control over “best practice” prioritization in an effort to further leverage industry systems.

Best Practice Partnerships – “MP + ”

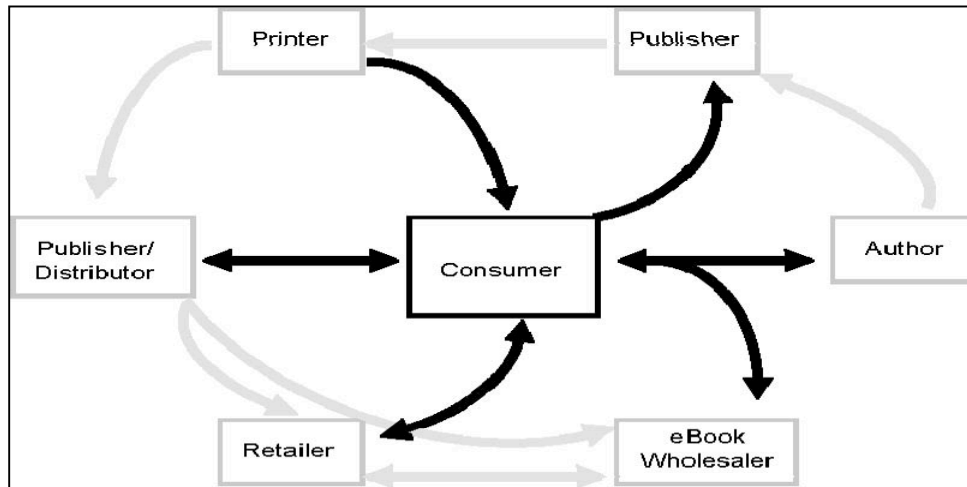
We will vigorously pursue the aggressive expansion of the Millennium partnership (MP) with FHEG in order to fulfill its initial vision and commitment to leverage Follett’s considerable market power to the advantage of our independent store members. Ideas range from discrete programs to buy general books or collaborate on digital delivery to the collaborative development of a full-fledged franchise service option. We will also vigorously pursue other partnerships to achieve financial independence from FHEG by 2011.

Best Practice Recognition

The RA, in cooperation with other like-minded associations (i.e., LSG, ICBA, CACS, CCRA, NACS, NACUBO, and NCCI) will develop a comprehensive recognition system that honors the collective deployment (not the individual achievement) of best practice initiatives.

The strategic sweet spot is the space where these strategies overlap to advance the common purpose to deploy best practices. For example, the PACT might commit to an incubation project to develop a scalable Customer Relationship Management (CRM) solution. RBS will provide project management, software development, training, and deployment services. To the degree appropriate, the work may involve vendor partnerships. A successful deployment would then qualify for our recognition system. In effect, the project is not completed until exceptional results are documented, the processes are fully deployed, the industry is made aware, and the innovators are recognized.

Best at what? Best practices focus on ‘means and not ends’, efficiency and not effectiveness. The underlying question is “Best practices in achieving what”? The obvious, albeit commonly overlooked, answer is “best practices in buying and selling goods and services that our customers value” (faculty, students, staff, alumni and campus visitors). The ability to competitively offer the right products and services at the right time, place, and price is not an individual effort; it requires the efficient interaction of many. College stores are a part of a larger delivery system in which they add value. However BIG changes are underway in that system (as the Course Materials Channel Diagram illustrates), and stores will need to redefine their value proposition soon, delivering more or different value, and doing it faster, better and cheaper. To do so, we will need to adopt better practices in both our connections to other businesses and to customers to do that.



- “Business to Business – B to B” interactions

Independent college stores are generally well positioned both geographically and with respect to connection to the institutional mission. Campus stores have used this advantage to provide the value of “one stop shopping” for course materials as well as convenient access to other products and services. This physical proximity to the campus and its students, faculty, and administrators will continue to be a significant competitive advantage. However, historic market conditions have not forced stores to achieve high levels of channel integration and efficiency akin to the Wal-Mart best practices in general retailing. Building supply channel efficiencies through “B to B” integration is low hanging fruit for the RA-PACT-RBS. While we have developed solid core capabilities we have not scaled and marketed them well, leaving most of this opportunity untapped.

- “Business to Consumer – B to C” interactions

Even bigger changes are afoot with Business to Consumer connections. Web stores and “Customer Relationship Management -- CRM” methods are enabling the cyberspace equivalent to ‘one stop shopping’ and ‘mass customized’ services in the store of the future. This may well be the biggest opportunity in the college store field today. Effectiveness in developing systems and processes to exploit “B to C” will not only determine the success of stores in the course materials market, it may provide the key to developing a new business model around long relationship management. After all, the entire 8 billion dollar a year textbook industry is dwarfed by what is spent just on advertising to this audience and well below what the same students spend on beer.

Best practices apply to these “B to B” and “B to C” processes. Independent college stores have a mediocre record in this arena including long standing traditions of under-investing in new business development and supporting technologies.

Strategy #1: Best Practice Incubator – The PACT

Background... The PACT was founded in 2005 as an inner cycle of committed store members to 1) expand input and leadership in the RA and 2) increase program participation and 3) collaborate on best practice development and deployment.

Strategy statement: While not exclusive, the PACT will become the primary incubator for RA sponsored best practice initiatives. It will achieve this through collaboratively funded initiatives endorsed by the PACT governing group and through coordinating “skunk work initiatives” that individual store members choose to advance with their own resources.

PACT Commitment

The PACT has been in place for approximately two years. It was created to serve as a disciplined inner core of independent stores willing to commit to higher standards of collaboration. PACT member commitments to each other include:

- **Planning** – “We commit to plan together”
 - We will agree upon common priorities
 - We will co-develop common business solutions
- **Accountability** – “We commit to a common framework for measurement”
 - We will adopt a comprehensive system of stakeholder metrics
 - We will identify best practices
 - We will facilitate the adoption of best practice processes among our members
- **Corporate Connections**

“We agree to actively participate in the Follett Millennium Partnership and other RA sponsored corporate commitments to the fullest extent reasonable”.
- **Technology** – “We commit to the joint development of common IT systems”
 - We will maintain the latest version of RATEX (renamed – Retail Alliance Technology Exchange)
 - We will collaborate on store funded systems enhancements
 - We commit to remote polling and transmission of approved data to serve our common purposes

Short Term PACT Objectives

The following four objectives have been discussed in the February 8th PACT meeting and are slated to be fully resolved at the PACT annual business meeting in July,2008. Proposals are outlined in Appendix C.

1. ***Governance & Decision Making*** – Define the governance & decision making process
2. ***Funding*** – Agree upon funding mechanisms
3. ***Project Management*** – Agree upon project management process
4. ***Growth*** – Discuss the proposed growth strategy

Current Incubator Projects

There are 4 current PACT projects including:

1. ***The Web Store*** – The development of a “best in class” web store solution
2. ***Benchmarks*** – The integration of benchmarks into the RATEX product
3. ***Customer Relationship Management (CRM)*** – Develop an industry best practice CRM solution to be deployed through RATEX
4. ***Digital Delivery*** – Develop and deploy prototype distribution channels through business alliances with both FHEG-CafeScribe and CourseSmart

Strategy#2: Best Practice Systems – RBS

Background: The RA acquisition of RATEX was a risky venture in December of 2000. The system was comprehensive, yet outdated. The company was losing money; its text-based structure effectively made it unsalable and users were beginning to jump ship. Three of the four prime competitors were owned by used book companies willing to subsidize in order to lock in used textbook supply. The one bright spot was that many of the largest and most prestigious stores in the industry were still using RATEX.

The business plan was simple, yet effective:

1. Invest RA vendor program surpluses into reengineering RATEX
2. Bring users into a common and modern platform
3. Leverage future investment of individual stores in ways that would benefit all.

This plan worked. In 2005 Visual RATEX was introduced. The new product (while not perfect) is arguably the industry's best. Today RATEX is the only store owned system on the market and the industry is on the cusp of a period when control over technology will be one of the most critical sources of competitive advantage.

Strategy statement: In an industry where control over technology is fast becoming the preeminent source of competitive advantage, and where the scale of investment necessary to achieve that advantage outstrips the resources of even the largest college store by more than an order of magnitude, RATEX is the only system where that control rests entirely with independent college stores.

New application development and refinement at RBS will be driven by RA “best practice” deployment criteria. To that end, we will commit every available resource including available 1) RA funds, 2) PACT funds, 3) RBS funds, 4) individual store development funds and 5) partner-funded initiatives. Further, we will explore new ideas to change the governance and ownership model of RA-RBS consistent with retaining firm control over business direction to insure consistent pursuit of “best practice” deployment.

RBS Objectives *(see RBS Business Plan FY 2009-2011)*

The complete RBS business plan is presented in an adjoining document. Some of the bigger objectives include:

- ***Make RATEX the premier best practice system.*** Integrate best practices into RATEX. This includes:
 - ***Incorporate Best Practice Metrics*** – Incorporate standardized BP metrics into RATEX systems
 - ***Incorporate Best Practice Applications*** – When a best practice is recognized, incorporate the underlying process into RATEX as a standard option to be deployed to the entire user base

- ***Expand Funding*** – Maximize RATEX investment to unprecedented levels targeting \$1,000,000 per year (including RA, PACT, RBS, Individual store and vendor funds).
- ***Consider making RATEX an industry system*** – Working with NACS, the LSG and other industry business groups, investigate creative ways to make RATEX a not-for-profit arm of a bigger industry-wide consortium and/or cooperative ownership.
- ***Incorporate Business Consulting Services*** – Either directly or through partnership with professional consulting firms and store leaders and vendor partners (Follett), develop a business consulting arm of RATEX.
- ***Align RATEX Development Priorities with the RA and the PACT*** – Currently, the top PACT priorities are: 1. CRM, 2. Digital Delivery, 3. Web Store and 4. Benchmark. Several PACT stores are also in discussion to collaborate on a 5th initiative to develop a state of the art POS system. More significantly, the process for establishing development priorities is being clarified, reframing RUG input to insure consistent and complimentary processes.
- ***Expand market share through ASP*** – Use newly proven Application Service Provider model to scale RATEX from large stores to all college stores. (See RBS Business Plan for details.)
- ***RA Branding and Best Practice Marketing*** – Make the RA Brand and its commitment to deploying best practices integral to the RATEX (Retail Alliance Technology Exchange) corporate identity and marketing strategy. Also market it as the only store owned system wholly dedicated to the business interest of independent college stores.
- ***Stabilize RATEX Finances*** – Develop RBS secure recurring incomes (i.e. services and maintenance) at a level to exceed recurring expenses (i.e. occupancy and payroll). Explore creative ways to fund RBS through vendor partnerships. Note that part of these vendor rebates may be directed to reduce the store's recurring costs through program participation.

Strategy #3: Best Practice Partnerships – MP et al

Background... The core purpose in creating the RA in 1999 was to establish a business forum to align independent stores in the common development and use of systems and partnerships. The first and largest partnership was established with Follett; several others have been added including Ingram, NACSCorp, NACS freight, Baker & Taylor, and Doug Stewart. Others are under development including CaféScribe, CourseSmart and a supplies program. These partnerships are envisioned to be “win-win”, long term business relationships that establish best terms and conditions as well as best supply channel integration processes available in the market.

Strategy statement: We will pursue the aggressive expansion of the Millennium Partnership (MP) with FHEG in order to fulfill the initial commitment to leverage Follett’s considerable market power to the advantage of our independent store members.

We will also vigorously expand non-Follett partnerships with the intention to become financially independent—secure by 2011.

Objectives – Expand the RA– FHEG Millennium Partnership (MP)

Appendix A presents an overview of the business plan co-developed with FHEG. It includes:

- *RBS – FHEG ‘Best in Class’ Used Book Supply Channel* – a proposal to use RATEX and the FHEG system to fully integrate the supply channel for used books and for digital books
- *Share FHEG textbook central buying study results* – a request of FHEG to share a proprietary study on remote textbook buying.
- *Trade buying services* – a proposal to prototype central buying services at FHEG for general books
- *Share other FHEG proprietary information* – a proposal for FHEG to share proprietary benchmarks and the results of market analyses
- *Partner with FHEG in digital delivery* – a proposal to collaborate on the CafeScribe digital delivery initiative
- *Develop and scale existing MP services and programs* – a proposal to scale existing services including the shoppers’ survey, loss prevention, and fixture acquisition option.

Objectives – Expand Other Vendor Partnerships

Other “best practice” programs that have high potential include:

RA-PACT-RBS Master Plan

- *NACS Freight Mgt Program*
- *Baker & Taylor – Majors*
- *Doug Stewart*
- *NACSCorp upgrade and consolidation of services*
- *Service Wholesale & Pens, etc.*

Objectives – Association Partnerships.

Strategy: Look for ways to cooperate with other associations in the definition, deployment and recognition of industry best practices.

- College Store Industry Groups – ICBA; CCRA;NACS;LSG
- Higher Education Groups – NCCI;NACUBO;NACAS

RA Partners Summit – Investigate consolidation of Vendor-Store business planning into one annual summit meeting attached to the RA-PACT-RUG meeting.

Strategy #4: Best Practice Recognition

Background: The history of the college store industry recognition is mixed. Generally, acknowledgments have been based on willingness to volunteer time and talent. In the few instances of performance based awards, the recognition has been based upon subjective reviews by panels (without published criteria), and upon individual achievement, not success in deploying a best practice for the benefit of others. We propose the development of a recognition system with the following characteristics:

Strategy statement: The RA, in cooperation with other likeminded associations (i.e., LSG, ICBA, CACS, CCRA, NACS, NACUBO, NCCI) will develop a comprehensive recognition system that honors the collective deployment (not just individual achievement) of best practice initiatives.

- ***Objectively Defined Metrics*** – Today’s college store industry metrics need both greater breadth (i.e., adding indicators for textbook sell-through) and depth (adding indicators for payroll costs % by overhead function such as costs for accounting, receiving, marketing, etc.). There are also well known problems with accuracy in even the most basic indicators like sales per square foot, payroll %, or inventory turnover. Accuracy problems will likely remain until there are system based measures, review and validation by a third party, or the introduction of flexible comparisons that empower stores to choose a peer group known to be reliable (leaving unreliable stores out of the mix).
- ***Credible Performance Based Acknowledgment*** – The recognition envisioned is for outstanding performance. In important matters, it should be based upon measured excellence and validated by third party experts (*such as a respected CPA firm*). Ideally it should be awarded in collaboration with other likeminded industry leadership bodies like ICBA, NACS, LSG, CACS, CCRA, NCCI, NACUBO.
- ***Based on Best Practice Deployment (not individual achievement)*** – Recognition should be based upon deploying best practices to other college stores.
- ***Visible to VIPs*** – This recognition should be prestigious. To that end, it must be effectively communicated to key industry stakeholders including senior College Officials and peers within the industry including stores and vendors.

Objectives

- ***Define Best Practice Metrics*** – Engage qualified consultants (i.e., Dr. Noah Barsky, Dr. Steve McDaniel, et al) to work with RA leadership or its designees.
 - Define what to measure (include stakeholder outcome criteria)
 - Define method of measure (the formula)
 - Integrate into RATEX

- **Develop Best Practice Recognition** – Work with likeminded industry associations to develop a best practice recognition program. Elements include:
 - *Performance* – Based on best performance in a prototype application
 - *Deployment* – But awarded based upon the documented impact of deployment
 - *Worldwide* – Best can be defined by standards beyond college stores (i.e. cashiering)

- **Acknowledge the following types:**
 - *Scaled best practice metrics* – based on industry best practice metrics
 - *Scaled continuous improvement* – based upon measured “continuous improvement”
 - *Scaled innovation* – New ideas (i.e., CRM) deployed but based upon customized measures

Appendix A:

Part One... Expand RA-FHEG Millennium Partnership Sales

Fiscal Year 2009 Objectives *(ending 4-30-09 for FHEG)*

Deliverables (in priority order)... Based upon a meeting on January 7th, 2008 in Chicago attended by Jerry Lynch et al (FHEG); Richard McDaniel & Ami Mitra (RA)

1. Add \$500,000 in used book supply to Follett-RA.

Strategy

- Identify target prospects -- Completed
- Develop a sales plan to sell MPs. Collaborate with Follett and RA leadership to deliver at least 2 new MPs in FY 09 -- Completed
- Implement plan – In progress. Ahead of target

2. 100% Re-up of existing MP accounts – Insure that current MP agreements coming up for renewal in FY 09 are reenlisted.

Strategy

- Identify the re-up schedule
- Verify satisfaction
- Verify productive use of MP agreements

Note... FHEG believes that reenlistment of all FY 09 accounts is secured.

3. Improve Performance for Current MPs – Demonstrate measured improvement in MPs use of programs (i.e. more used books to the store; improved buy-sell ratio)

Strategy – Assess the terms, processes and outcomes in use by stores. Consult with stores as appropriate regarding how to optimize each store's use of MP programs and services including:

- Follett EDI interfaces
- Follett and store conformance with contractual commitments.

- Use of other Follett MP programs

This will result in a succinct report to each store on how to get the most out of their MP. The evaluation will include:

- **Source analysis** – Defining where the store gets its used book supply: NBC, Follett and MBS?)
- **Order analysis** – Defining what is the pattern of ordering in the store – do they order “early and often”; do they utilize EDI and other process efficiencies?)
- **Systems usage** – Recommendations to optimize system to system interfaces.

Note… FHEG will lead this review.

4. **Market Existing Programs (See next section)** – Develop new programs that have a measured value to current and prospective MPs. It is believed that with modest efforts, existing services could be improved and marketed and new services added including:

- *The Shopper survey*
- *The Loss prevention services*
- *Central fixture services*
- *Training services… to be developed*
- *Marketing services… to be developed*

5. **Develop new MP Programs…** See enclosed document on new program proposals

Summary of New Program Proposals

Build a “Best in Class” Used Book Supply Channel – There is significant common interest in substantial upgrades to RBS – FHEG supply channel integration. Specific goals included:

- **Spec List Integration**

FHEG already provides spec services for MPs. However the system will be profitably improved if automated to enable course adoption information to be viewed by FHEG two to three months earlier in the order cycle. This will have value both for used book spec list services and for acquiring digital masters.

- **Buyback Integration**

- **CRM** – Pilots to use of RATEX CRM to inform and leverage the buyback have proven highly effective in increasing both the wholesale and the retail buyback. Since FHEG receive 85% of the wholesale buy, there is considerable interest in scaling this functionality.
- **Buyback link to FHEG** – if the data regarding “books in transit” could be made known to FHEG earlier in the cycle, they can sell incoming product several weeks earlier in a time sensitive market. This is seen as a significant advantage.

- **Ordering, receiving and payment integration**

Most MPs use some level of EDI. However few use the full range of integrations leaving significant potential untapped. Also want list cascading and full integration with other wholesalers was considered essential. It was noted that FHEG’s primary concerns are to 1) keep the MP client satisfied, 2) get primary access to the sell non-prime titles.

- **Sales (e-Follett)** – There is ongoing investigation into the potential for integrating eFollett into the VR fulfillment system

- **Returns Integration**

Systems enhancements are needed that would make it easier for stores to direct first returns to other wholesalers in order to maximize their returns bonus from FHEG. Also, if data regarding “books in transit” could be made known to FHEG earlier in the cycle it would enable them to sell-commit incoming inventory. This is seen as a significant advantage.

- **Business Metrics**

Included in the project would be the development of automated business metrics to be used to better assess store utilization of FHEG services. The measures would be embedded inside VR and applied to ALL wholesalers (including metrics to assess “early and often”, sell through, returns, process costs, etc.).

- **Annual Review**

FHEG agreed to complete an annual review of each MP account.

Process

FHEG is presently committing to a multiyear program to upgrade its systems in an effect to more fully integrate their supply channel. RBS is well positioned to be an effective partner. The discussion team agreed to the following:

- **Establish a SWAT team** – The team is charged to specify the project, the timetable and a budget. Members are to Include:
 - **FHEG Project Manager** – FHEG agreed to immediately investigate access to an internally provided project manager.
 - FHEG used buy analyst – Jim
 - FHEG IT director – Irwin Gafen,
 - RA VP New Business Devt – Ami Mitra

RA-PACT-RBS Master Plan

– RA Representative – Wendy Johnson (SFSU)

- **Approve Funding**

It was agreed that the budget would be submitted to FHEG for funding during this budget cycle (completed in the next 2 months). It was felt that the initiative is significant when correctly scoped and may run \$150,000 to \$250,000. *At issue to FHEG is the ROI opportunity to be quantified in the study.*

FHEG to share textbook Central Buying Study Results

FHEG is exploring the viability of centralizing the textbook buying functions. In part this is because the skills are highly specialized and succession planning in over 900 stores is difficult. It was also believed that there may be significant efficiency associated with central buying (as in all other product lines). They therefore commissioned a \$100,000 study to define buying algorithms to support a central buyer. They are now testing the effectiveness of the buying algorithm against the local buyers' performance. If results are comparable or better, this approach will much cheaper. Two applications may eventually come from this:

- **Central buying services for textbooks**

The same services can be made available to MP stores (or the experience can be shared such that the RA can replicate the information inside of RA-RBS).

- **Share the algorithm**

The algorithm can be easily built into the VR system allowing the text buyer a prediction that can be used, edited or ignored. Note in an industry where the average returns % is 24%, there is clearly room to improve buying effectiveness.

FHEG was amenable to sharing this information.

FHEG to provide support to prototype a general book front list buying service

FHEG is in a position to pilot a general book front list buying service with one to three stores. VR would be used for back list. The core process would be as follows:

- **Information Sharing**

FHEG can share with interested stores what they are buying for their own stores considered to have a comparable profile. If that looked interesting, then the following steps would occur.

- **Sign up and Systems & Processes developed**

Processes and systems interfaces would be developed to permit FHEG to profile MP stores and to buy front list for them. Books would be committed as POs within VR.

- **Support Services**

Marketing and related materials would be included in the service package.

There are presently two to three stores interested in exploring this type of service.

FHEG to share proprietary information

FHEG agreed to share appropriate benchmarks and FHEG operational data with the RA. This included sharing their key measures (on time adoption %; sell through; etc.) as well as the results themselves. They were also amenable to sharing the results of focus groups, strategic analyses, and market studies (i.e. predictions on the impact of trends on course materials product mix, etc.)

FHEG and RA to partner in digital delivery

FHEG has recently acquired CaféScribe, a social networking technology company expert in digital delivery. They have expressed interest in collaborating with the RA to co-develop and co-market digital course materials. More specifically, they have agreed to partner with the MPs in ways that enable competitive advantage to our independent stores and are consistent with RA requirements that all partner programs must constitute a best practice. Business negotiations have begun and technology interfaces are under development.

Leadership Joint Strategic Planning Summit

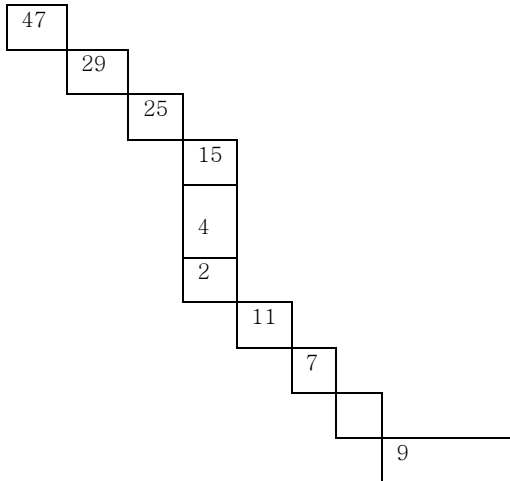
Senior RA & FHEG leadership should meet prior to a joint strategic planning session in July to conduct a day long joint business planning exercise. We agreed not to schedule this until we were certain that there were significant proposals worthy of consideration by a more senior group (such as those above).

Appendix B: RA-PACT-RBS Consolidated Membership Lists

RA	F	I	N	F	K	System	PACT	Institution	Store
*	MP	I	B	F		VR		Appalachian State University	University Bookstore
*	MP	I		x		RATEX	Yes	Brigham Young University	BYU Bookstore
*						MBS		Brown University	Brown Bookstore
*	MP	I		x	K	VR	Yes	Brigham Young University-Idaho	BYU-Idaho Bookstore
*						MBS		California State University at Fullerton	Titan Shops
*				F		MBS		Clackamas Community College	CCC Bookstore
*	MP	I	B			MBS		Colorado State University	CSU Bookstore
*	MP	I	B	F	K	VR	Yes	Cornell University	Cornell Business Services
								Cornell University	Cornell Store
*	MP		B	F		VR		Fullerton College	College Bookstores
*	MP	I				VR		Grant MacEwen Community College	MacEwan Bookstores
*						MBS		Iowa State University	University Book Store
*	MP					VR	Yes	McMasters University	Titles Bookstore
*	MP					VR		Mount Royal College	MRC BookStore
*	MP	I	B			RATEX		New York University	NYU Book Centers
*		I	P			RATEX		Oklahoma State University	Student Union Bookstore
*			x			RATEX		Point Loma Nazarene University	Common Knowledge Bookstore
*	MP					VR		Ryerson University Bookstore	Ryerson University Bookstore
*		I	B	F	K	VR	Yes	San Diego State University	Aztec Shops
*	MP	I	B			VR	Yes	San Francisco State University	Franciscan Shops
*	MP					VR		San Jose State University	Spartan Shops
*	MP					RATEX		University College of the Fraser Valley	University Bookstore
*			B			MBS		Texas State University San Marcos	University Bookstore
*	MP					Prism		University of Alabama	University Supply Store
*	MP	I			K	VR	Yes	University of Arkansas	University Bookstore
*	MP	I				VR	Yes	University of British Columbia	UBC Bookstore
*		I	B			MBS		University of California at Davis	UCD Bookstore
*		I				Sequoia		University of California at Irvine	UCI Bookstore
*	MP	I	B			RATEX		University of California at Los Angeles	UCLA Store
*		I	x			MBS		University of California at Riverside	UCR Bookstore
*	MP	I	B	F	K	VR	Yes	University of California at San Diego	UCSD Bookstore
*		I				MBS		University of California at Santa Barbara	UCSB Bookstore
*		I				Sequoia		University of California at Santa Cruz	Bay Tree Bookstore
*	MP	I	P	F	K	VR	Yes	University of Colorado at Boulder	CU Book Store

RA-PACT-RBS Master Plan

RA	F	I	N	F	K	System	PACT	Institution	Store
*	MP	I	B	F		VR	Yes	University of Connecticut	UConn Co-op
*						RATEX		University of Guelph	The University Bookstore
*		I	B	x		Prism		University of Illinois at Urbana/Champaign	Illini Union Bookstore
*	MP		P			Sequoia		University of Iowa	University Bookstore
*	MP	I	B	F		VR		University of Kansas	University Bookstore
*	MP					MBS		University of Manitoba	University Bookstore
*	MP		P	F	K	VR	Yes	University of New Mexico	University Bookstore
*	MP	I	B			RATEX		University of Pittsburgh	The Book Center
*		I				RATEX		University of Tennessee at Knoxville	University Book and Supply Store
*	MP			F		Prism		Valencia Community College Bookstore	College Bookstores
*	MP	I	B	F		VR		Wake Forest University	University Stores
*	MP					RATEX		Wilfrid Laurier University	Laurier Bookstore
*	MP					Sequoia		Virginia Polytechnic Institute	University Bookstore



- Total - Retail Alliance Members
- Total - FHEG Millennium Partners
- Total - Ingram Book Program EDI
- Total - NACSCORP Book w/Contracts
- Total - NACSCORP Book w/o Contracts
- Total - NACSCORP Book Non-Compliant
- Total - NACS Freight Program
- Total - NACS/Kudzu Program
- Total - Staples Program
- Total - RA members/RATEX Users

Appendix C: RA-PACT Objectives

1. Proposed Governance and Decision-Making Process

Background

The PACT is an inner core of RA members coming together to create 1) advice and counsel on major RA initiatives, and 2) an incubation forum to foster the development and deployment of best practices. These outcomes will require dedicated leadership and a format for credible decision making.

PACT Leader

The PACT leader will be elected for a 2 year term. Roger Reynolds, Director of the BYU Bookstores, was nominated by the RA board and elected to be the first PACT leader in March, 2007.). Leader qualifications will include:

- **Leadership Experience** – The leader must have demonstrated proven ability to orchestrate the activities of other volunteers to achieve targeted outcomes. He/she must be a store director
- **RA Alignment** – Because, the PACT is not considered to be a separate organization, but an integral role within the RA, alignment will prove essential. The leader may be nominated by the RA board or the membership of the PACT. If the leader is not a sitting member of the RA Board of Directors, he/she will be invited to serve as an ex-officio member of the board during his/her tenure as PACT leader. Any proposed leader must be approved by majority vote of the board.
- **Job Description** – The PACT leader is a working role with limited staff support requiring a significant volunteer effort. The expectations of this role will be documented in a position description (first draft to be prepared by Roger Reynolds)
- **Reelection** – There is no limit on reelection should a qualified individual be requested and willing to serve additional term(s).
- **Overlapping terms**… Newly elected leaders will serve one year as leader elect, working for one year with the veteran leader, prior to undertaking their two year term of leadership (for a total commitment of three years).

Business Meetings

The members will always convene a business meeting during each annual strategic planning forum beginning in July, 2008. Any store member may submit items for consideration as long as they are submitted with full supporting information at least 1 month prior to the meeting. A template for agenda items will be provided upon request of the RA-RBS headquarters at Plymouth Meeting and on the web site. Minutes will be taken and distributed to the members within 30 days of each meeting.

Decision making

From time to time, the PACT chairman or his/her designee presiding over a meeting will call for decisions of the membership. (S)he may convene the group as a business forum for that purpose. Whenever the forum is convened for the conduct of business, the leader and members will follow Roberts Rules of Order. Decisions will be made by majority vote of attending members, with one vote per store to be rendered by the director or his/her designee. Whenever an absent director wishes to be represented by a member of his/her professional staff, (s)he will notify the PACT leader prior to the beginning of the business meeting.

RATEX Ex-officio Non-voting Membership

Given the strategic role of RBS, its leaders will be routinely invited to meetings and its CEO will serve as an RA-PACT ex-officio member.

Appendix C: RA-PACT Objectives

2. Proposed Funding Strategies

Background

Given the rapid rate of change in the college store industry, there is considerable need to leverage the investments of independent stores and their vendor partners to achieve common priorities. To that end we propose the following range of alternatives to support PACT initiatives.

- ***RA-PACT Administrative Costs***

- *Meetings*

- All direct costs of RA-PACT meetings (including facilitators, guest speakers, etc.) will be borne by the store members attending the meeting.

- *PACT administration*

- The RA will subsidize indirect administrative expenses incurred to operate PACT functions such as supplies, phone charges, and other support costs.

- *Project management costs*

- All direct costs of project management will be funded as prescribed in the proposed PACT project.

- *Systems development costs*

- The direct expenses associated with software development purchased from RBS or an outside technology vendor will be paid for as designated in the project approval.

- ***PACT general funding for systems development***

To provide a common pool of resources for projects, effective in fiscal year 2009, all members will pay annual dues to be agreed upon in the preceding annual business meeting. These resources will be wholly committed to advancing the priorities of the PACT members (no overhead expenses will be paid as noted above) and allocated to projects by majority vote of member stores in attendance at business meetings.

- ***Individual store funding & PACT special funding***

Individual stores will continue to sponsor local priorities through direct contracts with RBS. However PACT members agree that to the fullest extent possible such enhancements will be developed in a scalable way such that others will benefit by their investments (and they in turn will benefit by the investment of others). Further, individual stores are invited to share their development plans in the PACT to enlist partners to share in the expense and collaborate in the design. Scalable project software developed in this way will be owned by RBS and maintained at their expense.

- ***Special funding***

The decision to commit these funds rests with other leadership bodies exercising stewardship over them. It is understood that, in many cases PACT members will benefit

– *RA funding*

The RA leadership may occasionally choose to fund a priority initiative that materially advances the RA vision to deploy best practice (i.e. to incorporate benchmark metrics into the RBS product) and ask the PACT to prototype its development. Such commitments would typically be incorporated into its budget and approved at its annual business meeting in March.

– *RBS funding*

The PACT may also recommend changes to RBS software products. The RBS leadership and board will consider PACT (as well as other client) feedback in directing its own system development activities. Other factors weighing into RBS funding priorities include:

- Legally Mandated Changes (CISP)
- Industry mandated changes (ISBN 13)
- Competitive priorities dictated by market conditions (POS improvements such as signature pads, RF devices, etc)
- Other client feedback (RUG and unaffiliated users)

In special circumstance RBS may contract with a store or group of stores providing seed capital to develop a new application, to be fully or partially reimbursed from future sales proceeds.

Conclusion: It is becoming essential that the RA and its member stores find creative ways to resource RATEX software development. Total annual expenditures in excess of one million dollars should be targeted.

Appendix C: RA-PACT Objectives

3. Project Management

Background

To date PACT has endorsed the following four (4) projects multi-year projects:

- **Digital Delivery** – Initially this involved two pilot programs with FHEG and Vital Source respectively. Currently two additional projects are underway with FHEG CafeScribe and with CourseSmart
- **Customer Relationship Management** – To date a successful prototype CRM system has been developed; it is being scaled through the VR system
- **Web-Store** – The project team has submitted a system specification and proposed next steps. A full time project leader has been hired by RBS. A comprehensive proposal will be presented for approval in the PACT annual meeting in July.
- **Benchmarks** – This includes programs and processes for measuring benchmarks as well as a commitment to integrate benchmarks into VR. The prototype has been developed and is now being deployed.

The process for submission of new projects, managing them in a standard fashion and funding them is now being fully defined and approved. (Note funding processes are presented in Appendix C: 2).

PACT Project Principles & Criteria

The PACT will develop a standard project proposal format including a clearly defined criteria, scope, calendar, project team, and funding sources to be edited and approved at the July meeting.

- **PACT submission** – PACT members may collectively define and agree to sponsor an initiative of common interest (generally with PACT resources).
- **Store submission** – Any PACT member may submit a project proposal independently and use the PACT to identify collaborators willing to cosponsor the initiative with store resources.

Project Management Process

All PACT projects will be managed using a common process prescribed by RBS project management professionals. Generally speaking, PACT initiatives will also be supported by a professional RBS project manager.

Project Responsibilities:

- **Responsibility of project team members** The project leader & team will:

- Solicit initial approval of the PACT membership
- Fully participate
- Work with RBS project management to insure that that standard project process is followed
- Complete the project on time and on budget.
- Keep the team involved. Always seek the best answer consistent with an inclusive process
- Keep the full membership informed of progress

Note: Responsibility to stay informed & involved rests with the store members

- ***Responsibilities of PACT members not participating directly in the project***

- Stay abreast of the project status
- Take advantage of opportunities to participate

Note: Responsibility to stay informed & involved rests with the store members

- ***Responsibility of RBS***

- Provide professional project management services

RBS will provide administrative support for all PACT projects. The RBS project support designee will keep the project leader, team and PACT chairman abreast of status and initiate remedial action as needed when expectations are not being met.

- Provide professional software development services

RBS software services will professionally specify all PACT projects and fulfill them on a timetable that they agree to during the development stage of the project proposal.

- Aggressively deploy best practices embedded in completed projects

RBS will incorporate best practice applications into its product and act assertively to encourage the rapid deployment of them among its users.

Appendix C: RA-PACT Objectives

4. PACT Growth Strategy

Cofounders PACT Membership List			
BYU Bookstores	Roger Reynolds	801-422-2551	roger_reynolds@byu.edu
UConn Coop	Bill Simpson	860-486-5086	william.simpson@uconn.edu
CU-Boulder	Pam Mills	303-492-3688	pamela.mills@colorado.edu
UCSD	John Turk	858-734-5323	iturk@ucsd.edu
Cornell	Tom Romantic	607-255-4111	twr2@cornell.edu
San Diego State Univ.	Todd Summer	619-594-7569	todd.summer@sdsu.edu
BYU—Idaho	Doug Mason	208-496-2211	masond@byui.edu
Univ. of New Mexico	Melanie Sparks	505-277-5452	mspark@unm.edu
Univ. of British Columbia	Debbie Harvie	604-822-5814	धार्वि@interchange.ubc.ca
San Francisco State	Rob Strong	415-338-2665	rstrong@sfsu.edu
U of Arkansas Bookstores	Ali Sadeghi	479-575-2155	asadeghi@uark.edu

Principle: The PACT’s success will depend upon each member’s ongoing commitment to living out the PACT agreement (as modified from time to time by the PACT membership). This is the only official requirement for membership.

New Member Prospects			
NYU Bookstore	Phil Christopher	212-998-4666	phil.christopher@nyu.edu
Univ.of Pittsburgh	Rosemarie Slezak	412-648-1458	rslezak@bc.pitt.edu
USC	Dan Archer	213-740-4316	darcher@usc.edu
UCLA	Neal Yamaguchi	310-206-4979	nyamaguchi@asucla.ucla.edu
Appalachian State Univ.	Mike Coston	828-262-3070	costonmg@appstate.edu
Wake Forest Univ.	Buz Moser	336-682-5151	moserdj@wfu.edu
Univ.of Kansas	Steve Rhodes	785-864-2468	smr@ku.edu
UIC	Loreen Maxfield	312-413-5510	Maxfield@uic.edu
Spartan Shop	Phil Chiaramonte	408-924-1800	pchiaramonte@spartanshops.sjsu.edu
Univ.of Washington	Bryan Pearce	206-545-4392	bdpearce@u.washington.edu
Univ.of Minnesota	Bob Crabb	612-625-6005	rcrabb@umn.edu