

**MINUTES MEETING OF THE BOARD OF DIRECTORS
SOCIETY OF PROFESSIONAL JOURNALISTS
APRIL 30, 2005
INDIANAPOLIS, INDIANA**

MEETING CALLED TO ORDER

With President Irwin Gratz presiding, the meeting of the board of directors of the Society of Professional Journalists was called to order at 9:35 a.m. on Saturday, April 30, 2005, at the Eugene S. Pulliam National Journalism Center in Indianapolis.

ROLL CALL

In addition to President Gratz, the following were in attendance for all or a portion of the meeting: President-elect David Carlson; Secretary-Treasurer Christine Tatum (via telephone); Immediate Past President Mac McKerral; Vice President for Campus Chapter Affairs Jim Highland; Directors at Large Jim Parker and Sally Lehrman; Advisers at Large Mead Loop and Neil Ralston; Campus Representatives Sonya Smith and Callie Martell; Regional Directors Carl Corry, Ann Augheron, Holly Fisher, Terry Wimmer, Richard Roth, Dave Aeikens, Ron Sylvester, Travis Poling, Deb Hurley, Scott Maben, Jamie Gonzales, and Clint Brewer; and Executive Director Terrence G. Harper.

Other staff members present for the meeting were Deputy Executive Director Julie F. Grimes; Director of Programs Chris Vachon; Assistant Director of Programs Heather Porter; Administrative Assistant Kevin Mohl; Quill Editor Joe Skeel; Development Director Joyce Dobson; Membership Coordinator Kevin Schweikher; Accounting Manager Marilyn Burns; and Controller Jake Koenig.

APPROVAL OF MINUTES

Upon a proper motion and second from Highland and Poling, the board approved as presented the minutes from the Sept. 9, 2004, meeting.

Upon a proper motion and second by Hurley and Ralston, the board approved as presented the minutes from the Sept. 12, 2004, meeting.

Upon a proper motion and second by Carlson and Hurley, the board approved as presented the minutes from the March 9, 2005, meeting via conference call.

PRESIDENT'S REPORT

Gratz referenced his report, which was available in the board information packet. He mentioned that he is looking forward to continuing to travel through the remainder of his term. Gratz also reported on the increase in Project Watchdog activities and a new partnership with the Roundtable Inc.

VPCCA REPORT

Highland referenced his report, which was available in the board packet. He updated the group on the work of various campus task forces and campus issues at: Brigham Young University, Rutgers, University, Marquette University, and the University of Missouri at Kansas City.

Upon a proper motion and second by Aeikens and Parker, the board voted to accept the Marquette

University task force report.

Highland distributed information about two new campus press issues in Utah and Nebraska. These were very initial comments. Gratz asked Highland to continue to monitor and review those situations and return to the board with any necessary recommendations.

REGIONAL DIRECTORS REPORTS

Region 1 Director Corry reported on the Region 1 Conference.

Region 11 Director Gonzales reported on the Region 11 Conference in Palm Springs and mentioned that the Las Vegas Pro Chapter is now reactivating.

Region 3 Director Fisher reported that the Augusta Pro Chapter in Georgia is interested in reactivating and a new group is forming in the Gainesville, Fla., area.

Region 4 Director Wimmer reported on the Region 4 Conference. Wimmer also reported that a number of chapters in the region are working on reactivating and revitalization efforts, including Point Park College and the Pittsburgh Pro Chapter.

Region 7 Director Sylvester reported on the Region 7 Conference and said that three campus task forces had been formed to investigate campus free press issues in the region.

STUDENT REPRESENTATIVE REPORTS

Martell reported that she had helped plan several programming panels this year for various events, including the upcoming convention.

Smith reported on free press issues on her campus.

REPORT ON THE REGIONAL DIRECTORS MEETING

Aeikens reported on the morning's regional directors meeting.

From the meeting, the group recommended moving the entire state of Tennessee to Region 12.

In addition, the group suggested further study on the following recommendations:

- Consider moving the entire state of Pennsylvania into Region 4.
- Consider moving the entire state of North Carolina from Region 2 to Region 3.
- Consider moving the entire state of Arizona from Region 11 to Region 9.
- Consider recommending a committee to establish a set of "best practices" for regional operations and financing for things such as bank accounts, contracts with hotels and fund raising. This committee should discuss ways to raise money for regional accounts, including using money from contests or a chapter assessment. The committee, if formed, should report to board at its first meeting in Las Vegas this fall.
- Ask the executive director to clarify national headquarters' role in contracts for regional conferences, including liability for deficits.

Sylvester made a motion (seconded by Aeikens) to revise current chapter requirements to state that a chapter must send a representative to a regional conference each year, not necessarily the conference in the chapter's region. The motion failed.

Upon a proper motion and second by Aeikens and Sylvester, the board voted to place the entire state of Tennessee in Region 12, effective at the close of the 2005 National Convention.

Upon a proper motion and second by Brewer and Aeikens, the board voted to endorse the recommendations presented by the regional directors. The recommendations should be explored with each of the chapters involved. The board should expect a report during the fall convention. Gratz will establish the committee that will prepare the report following this meeting.

Board members suggested scheduling regional director meetings prior to every board of directors meeting.

LDF REQUEST: KENTUCKY PRESS ASSOCIATION

Upon a proper motion and second by Carlson and Highland, the board voted to contribute \$3,000 and an amicus brief toward the Kentucky Press Association's appeal of a decision involving juvenile courts in Kentucky.

FINANCIAL REPORT AND BUDGET PRESENTATION

Upon a proper motion and second by Tatum and Parker, the board approved the Fiscal Year 2006 budget as submitted by the Finance Committee. The budget is attached to these minutes as [Exhibit A](#).

Harper reported that this budget reflected a change from prior years in recognizing revenue with regard to Quill magazine. In this budget, a portion of membership dues are attributed to Quill revenue.

Board members suggested the need for research about potential revenue streams for regions and about the financial relationship between the national association and the individual regions.

EXECUTIVE SESSION: EXECUTIVE DIRECTOR EVALUATION

Upon a proper motion and second by Parker and Hurley, the board voted to go into executive session at 1:15 p.m. The purpose of the executive session was to review the performance of the executive director. The executive session ended after approximately 30 minutes.

Upon proper motion and second by Carlson and Highland, respectively, the board accepted the evaluation of the executive director and authorized a four percent salary increase.

Upon a proper motion and second by Parker and Carlson the board created the Ad Hoc Committee on SPJ's Centennial to plan celebratory events to take place during the year 2009 with committee members to be appointed by the President.

ROUNDTABLE PARTNERSHIP PROPOSAL

Gratz updated the board about a proposed partnership with Roundtable, Inc. An informational flier was available in the board packet. Gratz explained that the partnership had no financial implications to date and that it was an interesting opportunity to bring together the press and the public. Gratz will continue to work with the group on behalf of SPJ.

INTERNATIONAL EXCHANGE PARTNERSHIPS

Gratz updated the group on the third year of SPJ's exchange partnership with the Journalists Association of Korea. For 2005, the Korean delegation will participate in an SPJ-planned program in Washington, D.C., in September, followed by home-stay visits with SPJ members. A group of SPJ members will travel to Korea in November.

Gratz reported that there have been preliminary discussions about a similar exchange program with journalists from Taiwan.

ETHICS BOOK: DOING ETHICS IN JOURNALISM

Gratz reported that a new edition of Doing Ethics in Journalism is once again on hold. He will continue to monitor the situation and will report any new developments.

FEDERAL SHIELD LAW PROPOSAL

Board members reviewed a memo from Baker & Hostetler regarding a proposal for a federal shield law. The memo was available in the board packets. The law firm recommended that SPJ publicly support the federal shield law legislation. In addition, the firm requested \$30,000 over and above the Society's annual retainer to help defray the additional expense the firm will incur working for the passage of a federal shield law.

Parker made a motion, seconded by Aeikens, to adopt the Finance Committee's recommendation to establish a separate fund as part of the Society's Legal Defense Fund and work to raise at least \$30,000 for a lobbying effort on behalf of a federal shield law.

Upon a proper motion and second by Lehrman and Sylvester, the board amended the above motion to include FOIA activities as part of the purposes for the fund

Upon a final vote, the motion carried to adopt the Finance Committee's recommendation to establish a separate fund as part of the Society's Legal Defense Fund and work to raise at least \$30,000 for a lobbying effort on behalf of a federal shield law and FOIA Activities.

Board members McKerral and Corry asked to be on the record in opposition to a federal shield law.

Upon a proper motion and second by Aeikens and Ralston, the board delegated authority to the Executive Committee to determine how to best deploy the resources of the newly established fund.

QUILL BUSINESS PLAN br>

The board discussed the information distributed during the meeting by Brewer. Brewer reported that Quill doesn't lose money; the question is more about how the organization accounts for the money.

Brewer suggested developing a logical way to set goals for SPJ's advertising representative. He also suggested that SPJ should define, as an organization, what it expects Quill to be.

CONVENTION UPDATES

Harper reported that fundraising for the 2005 convention is going slowly. He referred the board to the programming update in the board packet.

Regarding the 2006 convention in Chicago, Harper reported that hotel rates in September and October were all more than \$200/night. Harper asked for the board's sense about a convention in late August. A

show of hands showed that four people preferred keeping the convention in October despite the higher costs, one person suggested moving the convention to December, and the majority of board members felt a convention in late August was the best option.

Regarding the 2007 convention, Harper reported that it's been difficult to find adequate space in Williamsburg, Va. Several people have questioned whether this is the best location for the convention.

2007 CONVENTION: WASHINGTON, D.C.

Upon a proper motion and second by Brewer and Gonzales, the board voted to move the 2007 SPJ National Convention to the Washington, D.C. area.

THE JOURNALIST MAGAZINE

Harper updated the group on the progress with regards to the 2005 edition of The Journalist. Advertising is not coming in as hoped, and it is likely the project will show another loss.

DISCUSSION: DEVELOPING GUIDELINES FOR CHAPTERS

The group discussed a memo prepared by Tatum and available in the board packets. The memo addressed the development of instructive guidelines for chapters.

Upon a proper motion and second by Aeikens and Smith, the board voted to proceed with plans to develop a loose set of guidelines and general recommendations for chapters that: 1) give chapter leaders/national committee heads/national officers an idea of how to consistently convey SPJ's role and mission to journalists and to the general public; 2) help chapter leaders/national committee heads/national officers consistently apply SPJ's goals/missions/standards/expectations in their day-to-day practices; and 3) are posted on www.spj.org and well publicized to all SPJ members -- particularly each summer, when the leadership of many local chapters changes.

NEW BUSINESS: PUBLIC RELATIONS ACTIVITIES

Board members discussed the Society's current public relations and communications efforts, which mainly involve issuing statements in response to issues that arise. They discussed the need for a more proactive strategy that involved presenting SPJ as part of a positive image of journalism.

Board members discussed several options, including suggesting future story ideas to media writers; sending Quill to talk radio producers and talent; having at large directors on the board take more of a role in preparing SPJ news releases; creating a follow-up plan for all SPJ news statements; developing a communication plan focused on telling the public what SPJ and journalism does and why things are done the way they're done; and creating a rapid response task force (similar to NLGJA's example) that would include a group of people who have agreed to respond quickly to certain issues.

Harper will solicit proposals from PR firms for review by the executive committee.

AWARDS AND HONORS

The group discussed an appeal which was presented regarding a regional Mark of Excellence Award. The consensus was that the decision of the judges stands and that the organization will not change its current

policy in mid-year of only forwarding first place regional awards for judging in the national contest.

Guy Baehr, chairman of the Awards and Honors Committee, was present at the meeting to answer questions. Baehr will be submitting updated guideline proposals for the Mark of Excellence contest (and possible other awards programs) for review by the Executive Committee during its July meeting.

Baehr distributed an awards questionnaire to regional directors and asked each RD to Solicit people who might want to be members of awards and honors committee.

DISCUSSION ITEM: MARK OF EXCELLENCE AWARDS COMPETITION

The board discussed a proposal to limit Mark of Excellence Award entries only to work published in student publications. No decision was made regarding the proposal.

Board members asked committee chair Guy Baehr to review the contest's judging criteria and entry rules and make any necessary recommendations.

There was a brief discussion about establishing smaller regional groups for the purpose of the MOE contest, but no conclusions were reached.

DIVERSITY COMMITTEE REPORT

The group reviewed the New America Award update presented by Baehr in the board packet.

Lehrman distributed applications for the Leadership Development Grants that would be a part of the fall convention. She encouraged the board -- especially regional directors -- to recruit and nominate individuals for these grants.

CHAPTER CHARTERS

Upon a proper motion and second by Parker and Loop, the board approved the charter petition of the Arkansas Tech University Chapter.

Upon a proper motion and second by Parker and Loop the board approved the charter petition of the Quinnipiac University Chapter.

NEW BUSINESS: ROUNDTABLE PARTNERSHIP

Upon a proper motion by Gratz and Parker the board voted to formalize SPJ's project partnership with Roundtable, Inc.

OTHER BUSINESS

Gratz reminded board members to make recommendations for SPJ's various awards, which will be decided by the Executive Committee during its summer meeting, July 16, in Chicago.

Gratz reminded board members that candidates for national office should schedule their convention trip to be in Las Vegas until Wednesday afternoon, Oct. 19.

Board members agreed that the best date for the 2006 spring board of directors meeting was April 22. SPJ hopes to plan the meeting to coincide with the National Freedom of Information Coalition's annual meeting, which will be in Indianapolis next year.

ADJOURNMENT

Upon a proper motion and second by Hurley and Roth, the board meeting adjourned at 5:28 p.m.