

MINUTES
SOCIETY OF PROFESSIONAL JOURNALISTS
BOARD OF DIRECTORS MEETING
VIA TELECONFERENCE AND VIDEO CONFERENCE
3 p.m. EDT
April 18, 2020

MEETING CALLED TO ORDER

The public meeting was called to order at 3:04 p.m. EDT. Those present were Patricia Gallagher Newberry, president; Matthew Hall, president-elect; Rebecca Aguilar, secretary-treasurer; Lauren Bartlett, director at-large; Tess Fox, director at-large; Taylor Mirfendereski, director at-large; Mike Reilley, director at-large. Directors At-Large Erica Carbajal and Yvette Walker. Also present were Andy Schotz, parliamentarian; and staff members John Shertzer, executive director; Jake Koenig, controller; and Jennifer Royer, director of communications and marketing.

EXECUTIVE SESSION

Bartlett made a motion to go into executive session. Reilley seconded. The board entered executive session at 3:07 p.m. EDT to discuss awards selections, a legal matter, contract matters regarding the Excellence in Journalism conference and the database and personnel matters.

EXIT EXECUTIVE SESSION

The board exited executive session at 4:35 p.m. EDT and the public portion of the meeting began at 4:46 p.m. EDT.

APPROVAL OF MINUTES

Bartlett had two corrections to the minutes from the Feb. 1 board meeting. On Page 1 under the Executive Director Report, there is a typo in her last name in the second sentence of the report. On Page 3 under the First Quarter FY20 Report the description of Sue Kopen-Katcef should be changed from “member of the public” to “chair of SPJ’s Awards & Honors Committee.”

Bartlett made a motion to approve the Feb. 1 minutes with the above edits. Walker seconded. Motion passed.

PRESIDENT’S REPORT

Newberry summarized her report saying it was focused mostly on financials. She said we acknowledge we have a deficit budget proposed for the current fiscal year, but explained that this year we moved to a calendar year budget from a July to June budget, so it is really an apples to oranges comparison to look at last year compared to this year. She explained that there are two budgets prepared – one that includes the Excellence in Journalism conference and Sigma Delta Chi Awards banquet happening as planned, and another budget that accounts for those two events being canceled due to the COVID-19 pandemic. The first reflects a budget deficit of \$129,000; the second a deficit of \$188,000. She referenced the request SPJ made to the SPJ Foundation at its meeting earlier that morning and said the

Foundation heard SPJ out, and SPJ is to come back to the Foundation board May 9 with a more detailed proposal.

EXECUTIVE DIRECTOR'S REPORT

Shertzer said he is excited to be a part of SPJ and after 4½ months on the job, he appreciates the board helping him think through ways he can help the organization. He shared a crisis management plan for the next three months as SPJ responds and continues to do business during the COVID-19 pandemic. He then referenced the database discussion that occurred in executive session. Newberry said she would entertain a motion about the database.

Reilley made a motion to accept the contract as outlined in executive session with Impexium. Reilley said he knows of a few other journalism organizations that use it and thinks it will be a good partner in building a robust database. Bartlett seconded.

When asked about the timeline for implementation, Shertzer said it would likely take four to six months to implement. He expected to be cleared by SPJ's attorneys to sign the contract Monday, and an announcement would be made closer to implementation. Bartlett said she knows we use the membership database to pull names of members for voting purposes and we need to ensure we can get accurate information from the database we have to use at that time, whether the old one or the new one.

Motion passed.

EIJ20 REPORT

Newberry said as you all know, we start planning for the next year's EIJ as soon as the old one is done, so planning for EIJ20 began in the fall for EIJ20, scheduled for Sept. 10-12 in Washington, D.C. The schedule of events is coming together, producers, names of guests, solid ideas on super sessions are all on course. But there is a new reality and we have some decisions looming in the very near future. She asked Shertzer to outline the considerations we need to think about as we move closer to EIJ20.

Shertzer said things are moving quickly and changing daily. Right now, it is the events in July that we're seeing getting canceled in the association world. We are still watching and waiting regarding events in September. We do have a contract with the hotel and do not have insurance to cover an event of this nature, so we have to move smartly in how we approach this, he said. We are working closely with our partners at RTDNA to see what the landscape provides over the next few weeks and we will work with them in making a decision.

Newberry said there are financial considerations at play if we cancel or postpone, or if the conference is held virtually. Membership will be notified as soon as a decision is made. She added that we can cancel up to the day before EIJ20 is to begin and the penalty would be the same, so we don't have to rush to a decision.

As for future EIJ dates and locations, Shertzer said EIJ21 is still on for New Orleans. Decisions beyond that are on hold until we see through this period before EIJ20. We don't want to obligate ourselves to anything in the future until we know what is going to happen with EIJ20. That being said, we are considering and have gathered information on locations on the West Coast, Midwest, South and Chicago so far. Traveling for site visits isn't something we are doing yet either.

MEMBERSHIP REPORT

Shertzer pointed the board to a couple of high-level overview documents in the board packet and explained there are 20 chapters in total that are on the inactivated list and three new chapters. Bartlett said she would like to put a pause on deactivating chapters until the next board meeting so we can make one more effort to reach them.

Caroline Escobar, membership and chapters manager, outlined all the outreach that has been done to this point to try to find someone who is interested in keeping each chapter going. She presented three new chapters seeking charter: Colorado State University – Pueblo in Region 9; Northeastern Illinois in Region 5; and Sam Houston State in Region 8.

Bartlett made a motion to activate three new chapters. Reilley seconded.

During discussion, Escobar explained that letters and emails have been sent to everyone we have on file with each chapter. The number of inactive chapters went from 56 down to 20 through those efforts. Regional Coordinators have reached out to those campus chapters without any luck. Newberry asked if it is easy for a chapter to come back once it is deactivated. Escobar said yes, and we're making it as simple as possible – especially now. To reactivate a chapter, the chapter needs to meet, hold an election, make sure officers are on file with headquarters, select an adviser and update their bylaws.

Bartlett said if an adviser is no longer at a school, we should reach out to the dean or associate dean. It's worth the extra effort, she said, because we don't want to deactivate chapters if we can avoid it.

Bartlett's motion was on the floor to table the deactivation of chapters until the June board meeting. Reilley seconded. Motion passed.

Shertzer said the current membership is 5,560, which is a couple hundred less than a year ago. He reminded the board that our membership is a snapshot in time because we have rolling anniversary dates for members. So, the number fluctuates based on several factors.

Bartlett said the board has discussed in the past the membership committee working on an updated value proposition. We should talk about a couple of things we don't often talk about: the work the LDF committee does and the ethics hotline. She would like the membership committee to come back in June with a recommended value proposition.

Colin DeVries, Membership Committee chair, said the committee has made a list of benefits and is trying to figure out ways to market those more.

Bartlett asked about the dues waiver. Escobar said the waiver is normally for six months, but it has been extended to a year. It is handled on a case-by-case basis. For new members, Escobar recommends offering Auto Dues, which is less than \$7 a month. She said she has never had someone tell her they want to be a member but can't afford auto dues.

Bartlett made a motion to extend the dues waiver to one year. Hall seconded. Motion passed.

PARTNERSHIPS

Shertzer said the budget line for partnerships declined a little with us losing some association management clients. But one strategy to seek more revenue would be to add new partnerships and clients. Newberry said she wouldn't put seeking external clients at 1. Or 2. On the list at the moment, but we should revisit this from time to time.

STRATEGIC PLANNING TASK FORCE REPORT

Hall said the task force paused meeting when the pandemic hit and people's work and home lives changed. They had completed focus groups among segments of members (pro, grads, students, retirees) and narrowed the focus to five themes:

1. Membership (diversity and youth)
2. Education and training
3. Advocacy, lobbying and FOI
4. Diversity
5. Financial Growth and Stability

The group was able to meet and discuss the first two, then the pandemic hit. When they reconvene, they will go back to the first two and assess how things may have changed and will then move on to the other three.

SPONSORSHIP TASK FORCE

Nerissa Young, chair of the Sponsorship Task Force, first gave kudos to HQ staff for everything they have been doing about COVID, including putting information onto the website, in Leads and on social media. "It's been awesome," she said.

Young pointed the board to the proposal in the board packet and explained that the proposal doesn't automatically reject any sponsor, but the board can accept or reject them. Hall made a motion to accept the proposal as the committee recommended. Aguilar seconded. In discussion, Bartlett said she is still bothered by the proposal because it does not make any suggestions about how the national convention could be funded if sponsors are rejected. Young said the task force's charge was to mainly develop suggestions for a process that helps us decide who is appropriate for SPJ to be aligned with. Hall said there is a disconnect between national, regions and chapters that we should be aware of. Unionization of newsrooms is one example where national may have one stance on it, but a chapter may have a different stance. The recommended policy doesn't tilt one way or another politically and it is designed to apply to all potential sponsors equally. It was largely modeled after ONA's policy, which is one of the most successful ones. Bartlett said unlike ONA, we usually have partners for our conventions and this could severely hinder our ability to attract new partners.

Hall made a motion to accept the proposal. Aguilar seconded. Motion passed (with Reilley being the only no).

FINANCE REPORT

Newberry explained again that two budgets were created – one that includes EIJ and the SDX Awards banquet and one that does not. Shertzer directed the board to the budget memo in the board packet.

Since SPJ has moved to a calendar year budget cycle, he is asking the board to approve a budget for the current, 2020 budget year and will come back again shortly with a 2021 budget proposal.

Newberry said on the revenue side, membership used to be the No. 1 revenue producer for SPJ. But Facebook and Google contracts were moved from the Foundation to SPJ, which provided a big infusion of funds (\$448,000). On the expense side, Newberry said there are also some direct expenses related to the contracts as well. She said we will have to make do with whichever budget we approve (and that Shertzer inherited), but the good news is Shertzer will have more control over the next one and can find ways to bring in new revenue and do new things.

Hall asked what action is wanted today, since it seems we are kind of boxed in because we won't make a decision on EIJ20 for weeks.

Shertzer said the board could hold off until June to approve one of the budgets, or they could approve both and treat them as contingency budgets. Jake Koenig, controller, said the only things that would change would be the EIJ and SDX banquet revenue and expenses.

Hall made a motion to approve both budgets on contingency. Bartlett seconded.

Koenig said revenue projection should increase a little due to association management payments that are coming in. He added that the entire staff helped put together the budget and approached it from a conservative standpoint. Koenig said board expenses should go down because of less travel due to COVID-19, and staff travel will decrease if the annual conference is canceled and there is no travel at the end of the year.

Hall made a motion to approve both budgets contingent on the decisions made regarding the Sigma Delta Chi Awards banquet and Excellence in Journalism 20. Bartlett seconded. Reilley abstained. Motion passed.

Shertzer said the auditors completed their review and it was a clean audit. The Finance Committee was able to ask questions of the auditors. Koenig explained that the audit was for tax returns on the first six months of 2019, noting that since we are moving to a calendar year budget, the next audit will be for 18 months – the last half of 2019 and the 2020 calendar year.

Bartlett said in the past, audits were shared with the executive committee first. Since we no longer have an executive committee, the report should be made to the board in executive session first, then shared with the finance committee.

COMMITTEE REPORTS

Committee reports can be found in the board meeting materials. Briefly, Sue Kopen Katcef said in her Awards Committee report that the CCC awards were popular and successful. During the Ethics Committee report it was discussed that more marketing of the ethics hotline is needed. The Journalism Education Committee created video lessons to make available to teachers for remote learning during the pandemic and beyond. Hagit Limor said the Legal Defense Fund Committee has already had a busy six months, with 36 cases coming through since convention and two more coming in since she wrote the report. Colin DeVries said the Membership Committee will look at ways beyond membership drives to expand membership. The committee plans to work with chapter leaders and use a great list of ideas that

former committee chair Robyn Davis Sekula put together. Aguilar said there is not much of a push for applicants or nominations for Diversity Fellows program because of the uncertainty surrounding COVID-19 and whether there will be an EIJ20 in September.

PUBLIC COMMENT PERIOD

David Zahniser, president of the Los Angeles chapter and staff writer for the Los Angeles Times, said he appreciates the information SPJ has been sending out related to resources during the pandemic. He said he knows many journalists dealing with furloughs and shut downs during the crisis and he wanted to let the board know what is happening because he knows SPJ tracks it and cares deeply.

Newberry said she appreciates hearing from someone in a market that is so affected.

ADJOURNMENT

Reilley motioned to adjourn, Bartlett seconded. Motion unanimously passed.

Meeting adjourned at 7:03 p.m. EDT.