



MEETING MINUTES
SOCIETY OF PROFESSIONAL JOURNALISTS FOUNDATION
BOARD OF DIRECTORS MEETING

DATE: SEPT. 3, 2021
TIME: 11:30 A.M. EDT

CALL TO ORDER

SPJ Foundation President Irwin Gratz called the meeting to order at 11:32 a.m. EDT.

ROLL CALL

Secretary-treasurer Sonny Albarado called roll. Those present were: Gratz, Albarado, Howard Dubin, Battinto Batts, April Bethea, Michael Bolden, Fred Brown, Jay Evensen, Paul Fletcher, Matthew T. Hall, Kelly Hawes, Evelyn Hsu, Alex Jones, Bill Ketter, Jane Kirtley, Frank LoMonte, Sonya Ross, Andy Schotz and Alex Tarquinio. Staff present were Executive Director John Shertzer, Controller Jake Koenig and Director of Communications and Marketing Jennifer Royer.

APPROVAL OF MINUTES

Schotz made a motion to approve minutes from the April 18, 2021, meeting. Brown seconded. Hall and Schotz said they had some edits they will send via email. Hall would like the last note be an upbeat one and say "he was appreciative of McLellan's generosity." And delete the rest of the sentence. Schotz said he will send edits separately, but would like to put on the record when people abstain from votes, the reasons they are abstaining. He said it's his preference that all votes are recorded as roll call votes, but at least the abstentions are important to note. Vote was then taken and motion passed.

REPORT OF THE FOUNDATION PRESIDENT

Gratz referred to his report in the board packet.

REPORT OF THE SPJ PRESIDENT

Hall referred to his report in the board packet.

REPORT OF THE EXECUTIVE DIRECTOR

Shertzer discussed the success of the first Student Leaders Institute and explained that the Future Leaders Academy is replacing the Tedd Scripps Leadership Institute. He said we are discussing with Scripps Howard how they can still support the program. Shertzer then referred to the Consultant Report in the board packet and asked if there were any questions. There were none.

DEVELOPMENT COMMITTEE REPORT

Shertzer said staff met with a consultant and discussed what should be done regarding major gifts, annual giving and planned giving. The former development staff member had a lot of his attention pulled about from those things to things like conference sponsorships, etc., so the job description has been streamlined and candidates are being interviewed. Ketter explained that the report is very brief because the development staffer left in June and the committee is not yet up to date on donations, etc. The Sigma Delta Chi Society was created for contributions.

FINANCE COMMITTEE REPORT

Dubin said it has been a good year and we are in the best shape we've been in a long time. Investments are at \$16,630,000, which is a new high, he reported. He said the Foundation is invested conservatively and shouldn't suffer unduly if the stock market goes down, and he monitors it daily. Koenig agreed that as the stock market is climbing, the Foundation's investments look good. He commended Dubin for investing wisely all these years. He said we are waiting for the final distribution of an estate gift. He said we're spending far less than what we budgeted and are close to reaching all our revenue goals. Budget to actual is right on track; contributions are down a little; saving money due to decreased travel and COVID restrictions; and the ethics book has brought in over \$5000 in sales through June 30.

GRANTS COMMITTEE REPORT

Kirtley said there were no grant requests from SPJ this time, no theme. The committee recommended partial funding for three requests from Wildfire Media, the Center for Sustainable Journalism and Kennesaw State University. There was discussion about the requests not funded and whether it is better to distribute funds once or twice a year. \$20,000 isn't a lot to give out, Kirtley said, so if we want more bang for our buck, we might consider going to once a year. She said it makes sense to have one thematic cycle and one open-ended cycle per year. Gratz said it is a decision they can probably make at the spring meeting. Ketter said he was surprised there were no requests from start-up organizations. Gratz said the Foundation is charged with funding things that have an educational component so it may be more appropriate for SPJ to raise funds for journalism start-ups. LoMonte made a motion to approve the three grant requests. Albarado seconded. Motion passed.

NOMINATIONS COMMITTEE REPORT

Limor pointed to the report in the board packet and said the committee recommends the nominations of officers and new board members for three-year terms. She said four people in "Group B" may be asked to switch to "Group A" to rebalance terms. Aguilar will have appointments to add to the board from the SPJ Board and they will join in November. Evensen made a motion to re-elect the members

mentioned in the packet and add Matt Hall as a member of the Foundation Board. Fletcher seconded. Motion passed.

PROGRAMS COMMITTEE REPORT

Schotz said positions should not be created and then figured out later, and we shouldn't keep a position alive for the sake of having it there and not really having a specific goal. He used the Journalist on Call position as an example and said the purpose kept changing over time. Bethea said a position that is open ended, however, lets us be more flexible. The board should be more vocal in the beginning to share what it would like to see, but the person who fills the position is an employee of SPJ and managed by the executive director. The board shouldn't micromanage the position, she said. Hsu said there are many possibilities where a staff position can be supportive in new initiatives in journalism, news deserts, but the key is the board reaching consensus about what they are going to try. There needs to be acknowledgement that there's no guarantee of success. Sometimes all you have are things you've learned so you can hone your efforts and better direct your efforts. Gratz said if we can help the profession we should. The budget is expected to look good in November and the board should consider launching a project it can fund. Former Journalist on Call/current Director of Ethics and Diversity Rod Hicks, said he appreciated the opportunity to be Journalist on Call and through that he learned a lot about the state of the industry and tried to pass on that knowledge to others through various webinars and writing. He pointed out in his own assessment that he wish he could have done more to engage with the public. That's not to say he didn't at all; There was a forum in Baltimore, activities in Sacramento, webinars, speaking engagements, podcasts and much more. When you talk about an issue like media trust, he said, it is very difficult to change people and their views and ideas. Changing people from not trusting news media to trusting news media is not going to happen on a broad scale, he said.

PUBLICATIONS COMMITTEE REPORT

Fletcher reiterated that the ethics book has made \$5,000, with 467 copies sold.

OLD BUSINESS

There is \$140,000 between the Atkins Estate donation and Bessemer Trust donation and they are being invested.

FOUNDATION BOARD POLICIES

Geimann and Schotz identified a number of issues that require action to perhaps update and they pointed to information in the board packet.

1. Conflict of interest policy – Current policy was approved in 2007 and the recommendation is to adopt the current SPJ policy which has a little more detail. Hagit made a motion to adopt the new policy. Hall seconded. Motion passed.
2. Funding policy – was adopted in 2006 as a brief set of principles. It was decided no action was needed.
3. Interim grants procedure – Current policy approved in 2002 requires the executive committee approve grants up to \$5,000 between board meetings, as operating expenses do come up between board meetings. Gratz suggested the board adopt a policy that would empower exec committee that would include spending up to \$10,000 between meetings if necessary. He said

the purpose isn't to give them the power to approve grants, but to spend money in case of emergency so the entire board doesn't have to be called. Brown made a motion. Limor seconded. Bolden asked if it was \$10,000 per issue or \$10,000 in aggregate? Made a friendly amendment that it is up to \$10,000 between regularly scheduled meetings. Brown and Limor accepted friendly amendment. Motion passed.

4. Investment Subcommittee – No motion
5. Whistleblower Policy for Foundation – SPJ adopted one in 2019. Recommendation is for us to adopt SPJ's policy. Motion by Paul Fletcher; Second by Sonny Albarado. No discussion. Motion passed.
6. Investment Policy – Delegate to finance committee review and amend investment policy. No motion. Leave as stands.
7. SPJ Elections – There was much discussion on campaigning and endorsing of candidates for SPJ Board of Directors. It was discussed in 2004 and after a long discussion, no action was taken.

NEW BUSINESS

Shertzer said one item left over from last meeting was officer and director insurance for the board. It protects both boards from a variety of thing and he summarized what it covers.

Gratz said former Foundation President Robert Leger several years ago started down the path of separating SPJ into components. The Foundation assumed publication of Quill, the Journalist on Call project, and as approved earlier, the proposal for enhanced education and training efforts of SPJ. In the next couple of weeks a task force will be put together to explore further and see what structuring changes need to be made. There will be a member or two from the SPJ board on the task force as well.

ADJOURNMENT

Fletcher made a motion to adjourn. Bolden seconded. Motion passed. Meeting adjourned at 1:38 p.m. EDT.