

## **AAJA ADVISORY BOARD MEETING**

*Saturday, Aug. 13, 9 a.m. to 5 p.m.*

*SKYLINE ROOM (Level 2/COBO Center)*

**Guests:** Taylor Mirfendereski, Amanda Betat, Jeff Yang, Emilia Askari, Shawn Chitnis, Curtis Kim, Joanna Hernandez, Thomas Lee, Esther Wu, Cynthia Wang, Murali Bulaji, Ameet Sachdev, Sandy Louie, Richard Prince, Owen Lei, Judy Hsu, Maya Blackmun

**Present:** Doris Truong, President; George Kiriya, Vice-President (Broadcast); Janet Cho, Vice-President (Print); Athima Chansanchai, Secretary; Rene Astudillo, Treasurer; Abe Kwok, AZ; Tomoko Hosaka, Asia; Lorene Yue, Chicago; Tillie Fong, Denver; Wes Nakama, Hawai'i; Henry Fuhrmann, Los Angeles; Frank Witsil, MI; Nancy Ngo, MN; Annalisa Burgos, NY; Paul Cheung, NY; Marc Kawanishi, NC; Steve Bien-Aime, Philadelphia; Nicole Dungca, Portland; Bobby Caina Calvin, Sacramento; Ellen Lee, SF; Sanjay Bhatt, Seattle; Tom Huang, TX; Sherri Ly, Washington DC.

**Absent:** Kim Bui, Atlanta (Proxies: Archith Seshardi and Fatima Rahmatullah); Jenny Hamel (Proxy: Alexander Nguyen); Tali Smith (Proxy: Michael Quan); Victoria Lim (Proxy of Paul Cheung ineligible as current New York rep);

8:30-9 a.m.

Breakfast, provided

9 a.m. to noon

### **1. Call to Order (Truong) 9:19 a.m. ET.**

### **2. Roll Call (Chansanchai)**

### **3. President's Report (Truong)**

Cedes to Kiriya, who talks about 3 broadcast groups.

- Kiriya introduces Asian American Student Broadcast Journalists' two coordinators: Taylor Mirfendereski and Amanda Betat, who share brief history of group and success of Facebook connections (40 or so members). Ly suggests private messages on critiques vs. public and organizing chapters to help.
- Kiriya introduces Curtis Kim, newest coordinator Asian American Radio Group, who came on a month ago. Group formed in Nov.2010. Goal is to broadcast from Vegas (Unity, job fair), on the Internet. Relaunching on Facebook

as a group.

- Last group: Small Market Broadcast Journalists – Seshardi taking over for Shawn Chitnis, talks about how group is producing Small Market Survival Guide, which covers newsroom politics, pitches, different people sharing their experiences. Group working closely with student broadcast groups.
- Chtinis: Maria Hechanova will remain as co-coordinator, with about 60 members on Facebook. Also struggling to find best way to do critique model and respect privacy.

#### **4. Janet Cho report**

- Print mentor program undergoing some challenges: one of the coordinators no longer involved (Bryan Chu), Emma Carew said there have been difficulties keeping mentors and mentees engaged. Six pairings this year; suggest taking it to chapter level instead.
- Thanks to those contributing to 30<sup>th</sup> anniversary book.

#### **5. Treasurer's Report (Astudillo)**

- Chapter financial reports: Will be conducting external audit for national and all the chapters beginning in 2012. Working with chapters to speed up process, would save us a lot of money. Asked for chapters to submit and all the chapters did.
- Last meeting, we had talked about forming an AAJA Investments Committee that would oversee endowment, other restricted funds. Had asked for names, have contacted all of them. So far we have 3 confirmations, who have agreed to serve: one of our founders, Bill Singh; Dixon Louie (used to be AAJA treasurer, also on task force) and Ameet Sachdev (former national board member, business reporter at Chicago Tribune). Two-year commitment. Still looking for additional members.
- Total assets: \$1.9 million for national office, including investments and reserved accounts with Smith Barney and Merrill Lynch. As of end of last year: \$1.5 million. It is showing increase of \$400,000. Received grant money mostly from Ford Foundation. We're in a better position than Dec.31 last year.
- As of June 30, total income is about 84 percent of budgeted income. Wouldn't pay much attention to expenses right now, still a lot of big ticket items that need to be paid, especially after convention. Once we've paid our bills, we'll know more.
- Department Year-End Projection, projecting income at \$1.1 million, 99 percent.

Projecting expenses of \$1.1 million. Best case scenario. These figures will all depend on certain factors: 1) included in projection are pending grants or money that will come in between now and end of December, about \$30,000. Our projection is also based on us achieving in \$125,000 in membership dues. Right now we're about 69 percent toward that goal. Also depends on how we did on silent auction (projected \$18,000). We brought in \$15,977 (Chow).

- Projected \$25,000 from Power of One campaign, but so far, raised a little less than \$6,000. Also include unrealized gain and loss from investments: \$39,000 on paper have gained from our investments. We never know what will happen with our investments between now and end of the year. If we maintain that, and gains from investment, we're in good position.
- Bottom line: If we are able to meet these revenue and expense goals, we're good. A lot of work to be done between now and then.

\*Sugihara makes a correction: Actual net \$481,000; scholarships is NOT 0, but \$63,995.

*Discussion ensues about audits.*

- Sugihara: National assets: 78 percent, chapters have 22 percent. Total: \$2.55 million. Doing consolidated tax return. Feedback to the board: come up with some kind of formula to share in audit expenses. Good deal would be 7,700 - \$9,000 for chapters, \$16,000 together. I would encourage doing an annual.
- Astudillo suggests a breakdown based on chapter assets -- those with bigger assets would be charged more. Can come up with a certain formula. The Governing board will decide on the split, asking for Advisory Board input.
- Astudillo talks about starting a membership drive for the next year in the fall, and comments that we usually get more members to sign up in a Unity year. Truong adds that this is the first year auto renewal kicking in for membership.
- Kawanishi presents rationale for the toll it would take on small chapters like his, though he's fully in support of doing audits to maintain 501(c)3.
- Sugihara encourages them to submit a budget for next year for each chapter, build in cost of audit.

*Another discussion commences about fundraising requirements.*

- Truong reiterates the commitment of every board member to raise \$2,000.
- Kawanishi says, "It's easy to sit there and look at numbers. Excuse my bluntness and candor. I have a really small chapter, it's hard enough to fly people to come here. We have to try really hard to find new people. More people have left North Carolina than what's left there. We're trying to expand it out to South Carolina ... we're in dire straits. I know this is not the case for everyone, but it is certainly our case, but smaller groups. We'd like to know we could turn to somebody if something goes bad. Thinks of us as more than a number or little chapter. It's a matter of survival in my state. Three have left, they were mainstays of what we did in our fundraising. We're a bunch of journalists here, and not being given good training. I've done best that I can to help them with ideas, having done this

in the past, but I'm no expert on this. Far from it. A lot is being asked of very few people who work at tiny publications, whose jobs are increasingly more complex."

- Kawanishi emphasizes the importance of being able to receive information and keep flowing lines of communication with rest of the board and board buddies. “These decisions about how money’s going to be spent, especially as significant part of budget, need to be talked about in the Advisory group first. Should be able to speak our minds, just like I’m doing now. Some reality conveyed, decisions to be made later. Hear what is said here. We’ll stand behind you, Doris, 100 percent, but there’s a process where we need to be heard. I appreciate hard work that you do... Dose of reality is what I’m saying.”
- Others on the board -- large and small chapters -- agree it is a lot to ask people, the same people. All looking for more hands-on help, fundraising orientation and guidance, share event ideas/initiatives, look to other fields as examples (Ly suggests schools). Truong promises to help. “That’s part of my commitment to you.”
- Chansanchai also raises the contributions board members make through registration, platinum/gold memberships and helping fill the hotel block (\$1,000+ for a hotel room, at convention, for the week, for instance).

#### **Media Demonstration Project in Dearborn (Askari)**

- “Very lucky to have found great school and fabulous teacher who supported this project. Learned a lot refining curriculum. Used grant money to send teacher twice to summer journalism training. Multiple goals to give them digital storytelling skills and create web page. Also increase the dialogue about Arab American communities. Tremendous success. Incredible support from the other chapter members here. Although Joe Grimm and I are co-directors, Frank and Ankur have been in schools visiting with us almost on a weekly basis.”
- Future: Askari asks board for help in publicizing website, leaving comments for students. Exhibit at Arab American National Museum could also lead to possible exhibit at MSU. Ford Foundation is funding program for 2 more years. Looking to partner with school in middle East. Askari has written an academic paper based on interviews with these students, and drafting a Journalism Education Association proposal. Rewarding to see how students have grown and how many are talking about being journalists, hope to see in JCamp and Voices.

#### **6. National Office Report (Chow)**

Highlights:

- RFP is out. She is looking for volunteers to sit on sub-committee who have web

design background, to really help select finalist who will work on website. Fairly tight deadline. Hoping for at least 10 RFPs. Email Chow. Once back to office will set into motion. Hoping to be fully launched with new website by Dec. Applications due Aug.26. (Cheung, Yue and Kawanishi volunteered.)

- Number of grant proposals, some are new. New potential sponsors. Couldn't get into funding for this cycle, will be submitting proposals. A lot of conversations have happened with longtime sponsors, for multi-year contracts. Looking to build a bigger package.

*Break until 10:47.*

(Chow continues.)

- Glenn still sorting out whether we met room block. Short \$13,000 (70 rooms). Might have to pay meeting room fees if we don't meet room block. He went over to Courtyard Marriott to see who else could count into room block. Able to get 20 (from 90 to 70). Chow asks board for a list of names from chapters of people who might have stayed at Courtyard Marriott, ASAP. Sponsors did book and cancel at last minute. Still trying to sort through all of that.
- Truong acknowledges staying at the hotel as a contribution to AAJA.
- Ly asks if Sugihara can check on whether or not such travel expenses can be considered an in-kind donation, tax deductible. Astudillo said if that's the case, can send letters. Truong will look into that too. Chow adds members must give value of services.

## **7. Regular Business**

### **A. Convention Updates**

#### ■ 2011 (22nd) Annual Convention (Witsil)

- Witsil: "Mostly I just want to say on behalf of the whole chapter, the city, the state of Michigan: Glad you're all here. I think we've learned a lot, about leadership, and will put together a report about what worked, what didn't. A lot of you have asked hard questions, we need to explore in depth, and we'll need more information to answer."
- Truong praises "non-stop" work of Witsil and chapter, relays how members have complimented programming, smaller convention, great food, events: one of our best 22.
- Witsil: "Really nice to hear. It's been very difficult and very challenging to us. A lot of stereotypes about Detroit, negative things that really hurt. Didn't feel acknowledged and supported, thanks for saying that now. Really proud of our city, really tried to roll out red carpet at every event."
- Witsil lays out reasons for Why Detroit:
- It's strategic for our organization.

- We really brought automakers back. GM is here to stay. Others, too.
- Widening the base of our support: Arab American community. We need to recognize they're a part of our group, we have to find opportunities to grow since we're a shrinking group.
- Convention is the one program we have that allows everyone to participate. Not like ELP, Voices, JCamp. It's kind of the bright spot in financial situation. It's the financial engine for AAJA. Instead of having host chapter do most of the work, get others involved, spend more resources to get more speakers in. Going to need a lot of information to do that. Need to be a data driven organization. Not just what we did in the past. The world is changing.
- Bien-Aime: "They never would have come for Detroit if it wasn't for convention. But they really learned so much Wednesday, and going to sessions. Able to reconnect with people and not on a superficial level. We had a lot of skeptics but you made believers out of us."
- Witsil: "We're not a second tiered city. I'm a little concerned when people say, this is a smaller convention. A lot of money was left on the table. President was in Michigan on Thursday. A lot of opportunity to bring more people here too. These are some of the questions we'll have to discuss and get answers to. Some of you laughed at us, literally, but we made it happen. Lesson here for me: if we can do this in MI, and Detroit, what can we do in other states?"
- While Truong reminds members there is a survey for convention feedback coming, others want to express input now.
- Mixed reviews on programming with inconsistent descriptions, better signs (Ly). Witsil: MI chapter did bring up signage. One of the first things we suggested.
- Registration at hotel would have been less confusing (Fong). Witsil: MI chapter brought that up too.
- Truong: That will be fixed next year for sure at Mandalay Bay.
- Rahmatullah: Why wasn't gala done Friday night? Truong: Strategic decision to stay an extra night to help with room blocks. Witsil: MI chapter also suggested, but told that was not going to happen. Truong: Looking closely at 2013, shortening convention.
- Too many things to do on certain nights (Cheung).

■ **UNITY 2012 (Truong)**

Joanna Hernandez, UNITY president recaps past year:

- Started presidency in January, proposal from NABJ asking for a different split that did harm to one of the partners, NAJA. Main thing that began issues with NABJ. Kept asking treasurers to work together, but NABJ not part of the conversation.
- Prior to March board meeting, Hernandez flew out to Mississippi, home of NABJ president. Proposal that came in from NAHJ gave Unity \$750,000, rest goes to alliance partners.
- New split now. UNITY board meeting convened to address NABJ concerns. Left meeting very hopeful. Wrote a joint statement. Great disappointment that in April, NABJ decided to leave the alliance. Trying to get UNITY back together.
- Opening registration early, around Sept.1. 2008 Unity convention rate: \$325. Obama's birthday is Aug.4. Met with Disney, to give us some high name acts.
- Chansanchai cautions against using negative language for NABJ's actions and is hopeful UNITY reps will go back to the table and negotiate this like a strike situation. Work it out. "It's not unreasonable for biggest partner to ask for a bigger split. Also, as Greg Lee said yesterday, NABJ members on west coast may end up at UNITY in Vegas, vs. New Orleans."
- Truong: Split needs revisiting. Never arrived at a figure everyone could live with.
- Witsil expresses disappointment, says this is a situation where we may need to "give up something to get something great. Some of the things that I heard people saying about other organizations have been unnecessary and didn't help the process."
- Hernandez: One challenge with trying to give NABJ members the same rate as others in the alliance: anybody can come up and say they're a member of NABJ, no we no longer have access to that roster. There's a problem here, don't know what to do.
- Astudillo: They can talk, unrealistic they'll be able to do Unity next year. But in discussion, we can talk about that.
- Cheung: News Corp looking to bring Jennifer Lopez to Unity.
- Hernandez offers contact information for anyone who has questions/  
comments: [Hernandez.Unity@gmail.com](mailto:Hernandez.Unity@gmail.com)

**Media Demonstration Projects (Chansanchai/Cheung/Del Rosario/Yang, Askari/**

## Grimm)

- Jeff will do New York, just sent link, download: <http://dl.dropbox.com/u/447793/OurChinatown%20Governing%20Board%20Preso%20FOR%20DISTRIBUTION.pdf>
- Witsil: Greater opportunity in ethnic media, they're the owners and publishers, where we want to be, they skipped over this whole glass ceiling. They've become entrepreneurial, the very thing we say we want to be, in ELP. These are executives that we want to expose to JCamp and Voices. They're dealing with other challenges, multiple cultures, languages. To ignore that group of folks is really to our detriment.
- Yang: Created as demo project, but now, community has become dependant on it. Proof of concept. Want to look at next months as well. Product is not over, going to continue to deliver content through December of this year. By end of year: source packaging, developing white paper and takeaway pack to make available. Take templates, take out key identifying markers.
- What happens with Our Chinatown: Way to skin off as part of a commercial product? More popular over time. Cede fund enterprises as venture philanthropy? Much more plausible to do. Looking at this as a potential for profit spin-off, relocalizing and treat this as original intent demo project (package, distribute and turn into an archive).
- Cheung: similar group in Boston thinking about it at the same time, but we came out with it first. Needs for Governing Board to direct this project, needs decision quickly.
- Chow: Patch.com also looking to create something similar. Where can we have a marriage of the two?
- Yang: Commitment needs to be there first. We're not owners. All of us are committed to the project, all of us would be willing to continue putting time into it. Best outcome would put this in hands of stakeholders in the community. Funding opportunities are increasingly going to be local. Ford and McCormick. We don't have bandwidth to manage hyperlocal site. We have a commitment, formal offer from Asian American Writers Workshop to take over the site.
- Cheung: We'd like to continue on the Advisory Board, if asked. I would like to still get involved with it in a certain capacity. Need to hand off to

organization that has the bandwidth to handle the capacity and bring it to the next stage. We don't believe AAJA has it right now. But could maybe be a facilitator for other Chinatown-like projects.

- Bhatt mentions the SeaBeez project, and how energy intensive it is to do hyperlocal ethnic media. Got some funding from city of Seattle, bringing together non-English language ethnic media. Translating to make available to an English speaking audience. Not sustainable. Burnout. But did get new members, branding.
- Yang: Clearly not a high priority for NY chapter, didn't get a lot of direct involvement. Those that felt disconnected by AAJA, this was their way to get involved.
- Chow: If we hand off to another group, could always brand to say it originated with AAJA
- Cheung: Really a good vehicle for AAJA to get involved with communities.
- Huang: Should AAJA be an incubator for these ideas? Really exciting stuff.
- Cheung: Sometimes we get stuck in the same loop of conversation. I don't have confidence in this board to make a quick decision.

*Break for lunch at 12:45 p.m.*

*Back at 1:07 p.m.*

### **Media Watch (Sardar/Calvan)**

- Sardar: Bobby and I came up with some responses, improved on speed. Facebook a great way to get complaints, discuss them with whole AAJA community, why we did or didn't respond to something. How do we respond to something non-media related, vs. anything related to anti-Asian? AAJA MediaWatch may not take a stance, but we can make other APA groups aware. (Like with Abercrombie & Fitch.)
- Calvan: Example of UCLA student Alexandra Wallace, discussion on Facebook. Caught attention of media, started doing stories.
- Sardar: Will put deadlines and people can choose to contribute or not. We'll go by consensus. We're not kings of this committee. Instead of sending it out and waiting for 15 people who may or may not respond and days of process.
- Sardar: We don't automatically respond to shock jocks, case by case basis.

- Cheung: Good for MediaWatch to issue best practices to all chapters, extend invitation to standards & ethics editors.
- Send list of names to Calvin.
- Truong: open group, but moderators need to approve.

### **Update on ELP Co-Director Search (Truong/Chow)**

- Truong: Chan will present in closed session recommendations. Had several applicants, volunteer position. Steering committee had interviews with candidates, G-board will decide how to proceed, final decision by end of August. Target is to hold ELP in spring. People applied with expectation name wouldn't be out there. Three applicants.
- Ly: Can we go into closed session of Advisory Board to discuss?
- Seconded by Bien-Aime.

*Bien-Aime moves to out of closed session at 1:49 p.m. and Yue seconds.*

*Break to 1:59 p.m.*

### **■ Independent Task Force (Truong)**

*With special guest, Maya Blackmun, who was interim executive director at the time*

- Truong: Evelyn Hsu could not be here because of a family emergency. She asks for questions for Maya or questions she can bring back to task force.
- Bien-Aime: Any rationale in 2009 why we didn't do an audit?
- Ly: How long did it take before we made a decision to do the audit?
- Chow: Have to wait a year to do the audit. Just had it, posted.
- Ly: Did we ever have an outside auditor look at that period? Task force are not professionals. Do we still need an auditor to look at those particular years?
- Truong: I don't think that's necessary at this point.
- Astudillo: I'm challenging many things in this report, but don't feel appropriate to bring up with task force directly.
- Witsil: Who advised task force that should be focus?
- Truong: I'm not sure. Probably Sharon.
- Witsil: I did not vote to approve this task force (Evelyn Hsu, Loren G. (Northwestern), Dixon Louie, Bryan Hori, Joie Chen). One year beyond deadline it set for itself, should be far more comprehensive.

- Truong: Sharon chose the task force. Looking for people with knowledge of AAJA, people who had not been involved in board in years being looked at.
- Witsil: Specifically asked TF to look at the endowment (use of restricted endowment fund for unrestricted) but I don't see that in report. Also not in report: whistle blower complaint about use of information for political purposes.
- Truong: Convene conference call with task force, instead of individual. Answer questions directors have. We have the fiduciary responsibility, not task force that'll be held liable. Elected by members to represent them and make sure things run smoothly. I think that we should have our questions answered.
- Cho: In the interest of efficiency, they should answer their questions at the same time.
- Witsil: They should be made available.
- Cheung: Shouldn't be so witch hunt to find scandal or problems.
- Ly: Almost sounds to me like we jumped the gun as an organization. These funds were all co-mingled. Doesn't mean we took money from this donor organization. I think in the future we have to be very careful to say that. Clearly it was more than just, came from who knows where. We went into this process with one conclusion, bad thing from the onset, set the wrong tone.
- Chow: We have records of all scholarship recipients and where dollars have gone. We will be giving another report from CNN and all the other media companies who give scholarships.
- Astudillo: Every year we publish a list of scholarship winners in our convention and how much they receive. Would rather address questions directly with them.
- Kawanishi: Rene is onto something here. He has the absolute right to talk to these folks if something is inaccurate. We have published for quite some time, scholarship winners. We owe it to our membership to have a lot more clarity on it than what's in here. I fear if federal government gets to this. I don't really smell a rat, so to speak, but it's a slippery slope. More expensive for bookkeeping costs, don't want us to go there. Would feel much more comfortable if questions answered.
- Ly commends Chow for detailed financial accounting.
- Astudillo: Can't do in executive session. When first revealed, it was in open session.
- Cheung: When it comes to personnel issues, we go to into executive sessions.
- Ly: I think we need a more forensic type report, how they got to their conclusions; this is very basic. We all again are financially responsible, this report just doesn't give us the details. How is it they came up to the conclusions. Usually detailed

accounting, needs to be made available. This would usually be an executive summary. Issues raised about transparency, how we weren't fully informed of things. We need something much more detailed we can take back to our members.

- Various members want to move on, think task force and report discussion is about pointing fingers, finding someone to blame; but others reiterate the need to have a full understanding of what happened and why before we can move on, such as former national president Esther Wu.
- Wu: Task force is not going to give you answer you're looking for. They were very limited in the scope. They were given very strict parameters of what they were supposed to look at. This is a kind of a wake up call. There was a story that was put out there to our membership that implied certain things, I have to have it resolved. As reporters, you don't put something out there without vetting it. Nobody questioned me. But, I realize, there was no wrong doing. There was a procedure, transparency, board discussions and now, we need to close the loop. Not fair to keep going back to Doris and Kathy, I need to know those answers. Something happened under my watch, I want to make sure there's clarity. If I made mistakes, I want to own up to it. Really hoping task force would be here.
- Astudillo: Bottom line is integrity. We put this report it out there.

*Board members encourage making an explanation available to members, including an apology and correcting implications of report released in spring 2010.*

- Ly: comes down to a procedure. Apology and correction. To heal our organization, let our members know: we may have gotten it wrong, failed our journalistic instincts. Implications were made, even though names were not used. I was very trusting in a sense, of being told. I don't sit on non-profit boards. Here's the accounting. Asking bigger financial questions. We've learned from this.
- Kwok: We wanted to be transparent as a board, we all take ownership as a board. We want to let membership why they were told to pony up money to national. Disappointed by lack of depth and how long this process has taken. Can we close a loop on this?
- Truong: Very difficult for the 5 task force members to set up a call amongst themselves. In the interest of efficiency, we should try to aggregate the questions in advance.
- Ly: Need to begin to work on crafting some sort of statement and correct implications of the past. Very delicate process, that's something we need to work on.
- Witsil: One thing I'm concerned about this report, that instead of a comprehensive look at some of the issues and questions raised overall on our finances, it seems to focus on one specific instance about borrowing from a restricted fund. But it was

3 times in the same year, not approved by the board. It goes into it very briefly, but does not go into any detail later in the report.

- Ly: I would have been under impression G-board would have had a say in forming purpose of task force, and at their directive but it was one particular person. Sharon created mission, which may have not been the mission our G-board might have seen.
- Chow: My role in all of this was in pulling documents for the task force. Questions regarding practices we're currently doing.
- Cheung: Recommends G-board produce timeline and appoint one person to aggregate questions, when call would happen, who is not emotionally very attached to this issue to aggregate questions.
- Truong: Thanks, I know this is tough, I know you didn't get answers you were looking for. Sounds like a lot of people will be on this call. Thanks for all the good comments on this.

*Break at 3 p.m. for 5 minutes.*

## **Committee Reports**

### **Strategic Planning (Kwok)**

- Kwok says elements of the strategic plan are already moving forward, such as expanding membership requirements. He asks, are there elements missing from strategic plan?
- Truong: Driving in the dark until we adopt strategic plan. G-board will be voting on this tomorrow.

### **Finance (Astudillo)**

Time to revisit investments. Had to draw up investment policy statements. I don't think that has been reviewed. Hopefully this committee will review that (investments) and amend Merrill Lynch. Investments with Bank of San Francisco. More than ever, we need investments committee, especially with what's happening with economic crisis. Astudillo will ask for a confirmation of those 3. Not limiting it to those 3. Will continue to look for additional members.

- Chow: A survey given to gauge how aggressive folks wanted to invest. Astudillo: Finance committee, headed by Sharon Prill, treasurer. She and other finance committee members filled out 100-page questionnaire and shared with board. Chow: should survey be given to entire board?

## New Business

### A. Discussion of AAJA Public Statements

- Discussion over statement AAJA released about Jose Antonio Vargas. Truong recapped how Advisory Board input was sought. Cheung suggests bypassing Advisory Board and going straight to Media Watch. Calvin also emphasizes posting fast, receiving quick comments.
- But some members thought that dealing with shock jocks and issues like UCLA's Alexandra Wallace were separate issues than with Vargas, which was focused on his work as a journalist and the institutions that knew about his immigration status.
- Consensus: We need to have a process, transparency and as much participation as possible within a limited amount of time, to respond expediently. The statement is coming from AAJA, so members need to have some input.
- Truong: Good ideas for the future, definitely want you to respond. Thank you for input.

[JANET WILL PRESIDE AFTER THIS]

### Committee Updates

#### ■ Programming (Cheung):

- Focusing on convention, haven't really done a lot of webinars. Need to have a bigger discussion of all programs: JCamp, Voices and ELP under one unified program. Rather than create more programs, how can we streamline and better package, provide answers for what's next for program graduates.
- Astudillo: I like integrated approach Paul is talking about. So many fundraising campaigns going on, it sometimes confuses our funders. Supports students and those in management.
- *Discussion led to tracking graduates.* Yue: Would take a lot of Excel spreadsheets. Tracking instead of dead ends. Should be tapping JCamp grads for Voices. Should be tapping Voices grads for ELP. A lot easier to track with social media. She's already created database. Bhatt: In Seattle, tracking NJC recipients, using LinkedIn, creating group. LinkedIn can recommend people.
- Fuhrmann: Minimizing points of exit.
- Chansanchai: Members will get to-do list attached to summary of minutes in a few weeks.
- Cheung will draft proposal. (Needs deadline -- two weeks before governing board meeting.)

## **Voices (Liu)**

- Intro: Have been on staff for 8 years, directing for 3. In AAJA since high school.
- This year's group: 19 students (high school to graduate students), about 20 staff. Thanks Detroit Free Press and News for local help and Frank for all his help to get it published. Thanks Abe for donating dinner meals.
- Students had to do at least one story in each medium: print, video and photo.
- Frank Shyong presented an inspiring story, that after this program, has been thinking about staying in journalism. Talked about his scratched cornea, had to go to emergency room. MVP award and prize.

## **■ Membership (Chansanchai/Bui)**

- See national office report for latest numbers.
- Main issue is revamp definition of full membership. Vote will go before Governing Board: Draft Proposal to Revamp Definition of Full Membership. (Freelancers have always been full members, as well as those with unemployed status.)
- Membership form: Adding newswire and news service on the actual form. Will revamp form, ask for feedback.
- Status of Vice President of Digital Position: Will be on to-do list. (Cheung will draft proposal, due 2 weeks before Governing Board meeting.)

## **■ Policy and Issues (Chansanchai)**

- Comp policy still up in the air. No consensus or vote achieved during spring meeting. Questions to Kathy about who was comped, who requested. She needs to get back to us.

## **Program Reports**

### **■ ELP (Chow)**

I don't really have anything much as to what Mae reported. We'll get a report from Sharon on ELP Next folks. Total of 24 people, came to that advanced session. More guests came to the lunch, including Sharon Prill and Janet Mason. I was there on and off. Session about personal branding seemed to have gotten highest favorable remarks. Session with Arthur, also with Robert Hernandez, those got mixed reviews.

- Witsil: Didn't get to hear from any Detroit executives. Ly and Cho: Detroit well represented throughout conference. Well qualified people all that matters. Kawanishi: Hats off to your paper (Free Press) and News, great representation.

#### ■ J Camp (Yue)

- Tima, Paul, Kathy, Doris were there sweating in oldest dorms. Getting emails from their parents, kids are still on high. Some may consider going to a college with a journalism program.
- Would like to do a lot more tracking.
- News Corp scholarship winners from St. Louis (Ymani, passion to be a copy editor) and from St. Pete (Nourhan) received \$1,500 each. Hopefully we can build upon that program. And then when they get to college News Corp will place them in an internship program on one of their properties.
- Yue: 150 applicants, lower than usual.
- Cheung: Need to be really mindful where students are from, NY is only chapter that gave. Not doing a very good marketing job to encourage grads to become members.

#### Convention Update

##### ■ 2013 Convention (Chow)

- See PowerPoint slides.
- ACES has used University model for last two years, much smaller group. But, our membership is used to certain cache vs. classroom style.
- Fuhrmann: Smaller but different mindset. Hotel was the issue there. Some promise there to look at.
- Cho: SABEW met at Cronkite school.
- RTDNA, NAJA, NAHJ have expressed interest in pairing with us. Hoping to have bigger picture to present.
- Ly: DC has expressed tentative interest in hosting 2013, university model in middle of the city.
- Chow: Last year, San Diego expressed interest (but lots of changes there), Atlanta too has expressed interest
- Chow: In the new year, looking at certain things national office could take over, because it's a lot of work for the local chapter. NABJ has their convention, local chapter only in charge of opening reception.
- Cho: Chapters with potential interest should send in one-sheet bids
- Cheung: Good to have backup plans, but explore some of these other models. Don't get locked into one model; it's different for different cities.

#### 8. Announcements

- Ellen Lee: Independent journos/freelancer group: Google group, not G+
- Others?

## **9. Adjournment**

Lee moved, Hosaka seconds. Adjourned at 4:43 p.m.

## **AAJA GOVERNING BOARD MEETING AGENDA**

Sunday, Aug. 14, 9 a.m. to noon

BRULE A (LEVEL 5, Renaissance Center, Detroit)

8:30-9 a.m.

light breakfast, provided

### **1. Call to Order (Truong) 9:12 a.m.**

### **2. Roll Call (Chansanchai)**

- **Present:** Doris Truong (President), George Kiriya (Vice President, Broadcast), Janet Cho (Vice President, Print), Rene Astudillo (Treasurer), Athima Chansanchai (Secretary), Lorene Yue (at-large), Abe Kwok, Ellen Lee, Annalisa Burgos, Frank Witsil
- **Absent:** Don Chareunsi (proxy by Kwok)
- **Guests:** Ted Kim, Tom Lee, Maya Blackmun, Sharon Chan
- **Staff:** Glenn and Kathy

### **3. Review of Spring Advisory/Governing Board Minutes/Addenda (Chansanchai)**

Tabled for later, offline approval

### **4. Financial Report (Astudillo)**

#### **A. Investment Committee Update**

- All got updates yesterday at the Advisory Board meeting. Investment committee updates. Need to confirm appointment of three who have agreed to serve on committee, will meet quarterly: Dixon Louie, Ameet Sachdev, Bill Singh. Make it three for now and add later. First meeting will be most lengthy, reviewing portfolio.
- Witsil ask about criteria for committee, if they're to be independent, insiders, outsiders?
- Astudillo: Investment committee reports to Financial Committee. Would be better if there weren't, independent review of our investments. Glenn and I would be there to answer their questions. Up to the board. Open process, these were suggested by members of Finance Committee.
- Kwok: We can modify going forward, last time we said we should add non-AAJA stakeholders. Start with this process and going forward, we can explore that idea.
- Lee: As we look for additional members, we are looking for people inside and outside the board who have extensive business experience.
- Astudillo: Some of them are potential conflict of interests, like one who works with/for Bank of San Francisco. When we communicated with them, one of the names suggested, recused himself. Will have non-disclosure agreements. I don't think we need a formal vote. Confirmation of the three members of the Investments Committee. *No objections.*

#### **B. Amendment of Administrative Fee Language**

- Astudillo: Why are we not following established policy? Recommend amending policy. To give us some leeway, I suggest UP to 15 percent to give us some leeway.
- Chow: We might be able to charge beyond 15 percent. Already agreed to 15 percent with News Corp Foundation grant for JCamp.

*Another issue is whether chapters are entitled to the administrative fee if they're doing the work, or brought in the grant.*

- Witsil: If local chapter applies for the grant, who's going to get the administrative fee?
- Truong: If local wants admin fee, has to do heavy lifting of writing grant proposal, administration.
- Astudillo: All grants should go through national office, chapters don't have individual 501c3s.
- Witsil: Should we put that into language? Will there be revenue sharing with the chapter? What kind of input would chapter have in grant writing process? This is a good case – the Ford Foundation. This was something that was specific to Michigan. That's what happened in this case. I do think this is perhaps not just an anomaly, but going down the road, could happen, there is work that chapter has to do.
- Astudillo: All depends on how grant is written. Still national office that does the work. Chicago Tribune Foundation would give us grant both for national and local but all money directed through national office.
- Truong: When you're talking about grants, they require deliverables and other things chapters aren't set up to do.
- Witsil: Chapters need to be more active in fundraising, didn't we talk about that yesterday? If Michigan wanted to go for a million dollar grant, what happens on the back end, with revenue share? We're all in this together.
- Lee: Need to add an amendment to fundraising, was thinking about grants. One off vs. long term. With PG&E, we might have had to do that (deliverables). Frank makes a good point, chapter should be able to apply.

**Astudillo makes the motion. Amend the policy that AAJA will charge an admin fee of up to 15 percent for all grants or what is allowable within the grant if it exceeds 15 percent.**

**Ellen seconded.**

**All in favor. Aye.**

**No opposed or abstentions. Motion passes.**

- Yue: If chapter does heavy lifting, who gets administrative fee (what Frank is saying).
- Witsil: Not just grant writing. Money specifically directed to Michigan, with

Ford. As we apply for more grants, all have been asked to raise more money.

- Burgos: NY traditionally hasn't applied for grants. We want to start doing.
- Yue: Frank does raise a good point. We get \$5,000, but we do all the marketing, do the application, replacing interns, but we don't take administrative fee. They do heavy lifting of applying but chapter does the administration. There is work that we do.
- Kim: Did Michigan write Ford Foundation grant?
- Witsil: No, this isn't a local issue vs. national. Lots of grey area here we can help clarify so we don't go case by case. Not just who does it, some chapters can't handle it. Better discussed on front end than back end.
- Yue: Might be some incentive to some chapters.
- Chow: For those who want to write a grant, encourage it, great skills to have. But national needs to review, enhance. It is under our 501c3, so it needs to meet deliverables so we don't jeopardize our status.
- Truong: Motion on table.
- **Lee: Let's discuss in Finance Committee.**

## **5. Convention Updates**

### **A. 2011 (22nd) Annual Convention (Witsil)**

Thank you for making it happen, I know a lot of people worked really hard, thanks to a lot of volunteers, a lot of people chipped in. Whatever glitches we had, that's on us, and not anyone else. We're grateful we could host.

- Yue: I think it was a good convention, impressed with Detroit. Really spiffed up in 10 years.
- Kiriyaama: Broadcast surprised, impressed with Detroit. Not just social but professional side. Nothing negative.
- Truong: Good buzz going on social media, track programming, editorial, coverage in Romenesko. That's really power of social media. G+: All AAJA, that's my family. We're really at the forefront at that, really proud to be a part of that.
- Yue: Heard opening reception was fantastic
- Kiriyaama: Blown away by presentation and food, museum. Loved the high school kids.
- Witsil: Built new partners, including Scripps Howard, included the community, and brought back old sponsors, Vincent Chin event.
- Kiriyaama: People really appreciated the receiving line, all the officials. They'd never seen that before from any city.
- Truong: Thank you so much, please relay thanks to Michigan chapter.

### **B. 2012 (UNITY)**

- Truong: Joanna gave update yesterday. We're moving forward. Aug. 1-4 at Mandalay Bay.
- Witsil thanks Truong for elevating profile of other organizations at this convention. Operating in spirit of Unity all year around, not just every four.

### **C. 2013 Convention**

- Chow gave PowerPoint presentation yesterday at Advisory board meeting. More comprehensive look at some of the different models and what costs are. Atlanta came up to her, and also in contention are San Diego, Seattle, New York (Ameet wants to partner with SAJA, with very large membership base, NE, DC)
- Yue: No money in Chicago. Don't know where funding is going to come from. But in New York, you'll have all major networks, Bloomberg, much larger funding pool.
- Burgos: We'd want to host it, but can't find anyone who has time to chair it. I don't think Paul wants to lead it. We'll bring it back to the board. No one wants to take initiative to lead it, we need a Frank.
- Yue: Northeast convention based in NY.
- Truong: Honorary chairs, names to lend gravitas.
- Burgos: partner up to share responsibilities.
- Truong: Like east coast mini conferences, but on a much larger scale.
- Chow: Wherever we go, interest in partnering with us, RTDNA, NABJ, NAJA, NAHJ.
- Astudillo: got an email from Greg yesterday, NABJ in 2013, 2014, 2015. Orlando 2013. 2015 Minneapolis.
- Witsil: Bigger coalition, more time and work to keep it together. harder it is to keep it together, have to get involved and keep involved.
- Burgos: And someone has to manage all of it. I prefer San Diego.
- Witsil: Hard to do things remotely, need feet on the ground, lot of potential for things to go really bad.
- Yue: I worry about too much already asked from CNN. Delta, Home Depot, Coca Cola.
- Witsil: having a PR strategy is really important, as Doris is saying. We need a bigger partner, other partners probably could have done more. Didn't have clear directives from the very beginning. Honorary co-chairs' names would have opened up more doors for us. Don't count in sponsorship agreements, but it's a lot of commitment that they're making.
- Truong: Kathy, is there a timeline we need to approve?
- Chow: Will give more information in the fall. Can compile comprehensive overview for you guys to review, how we want to do 2013. For those who have interest, they can send us summary overview, this what you'll bring, hoping by fall board meeting, open up bid process.
- Kwok: Send a reminder. Might be good.
- Witsil: we already have a bid process, are we not using anymore?
- Truong: Need to revisit that. Not going to require reinventing wheel.
- Chansanchai: Will send out to-do list/action items (including 2013 convention bids) with summary of minutes in 3 weeks
- Lee: Are we moving fast enough?
- Chow: Can continue discussions, monthly calls with all of the directors

### **6. Old Business**

## 7. New Business

*Back at 10:27 a.m. from 10:10.*

### **A. Draft Proposal to Revamp Definition of Full Membership**

- Kwok: All the fears could be detrimental is really unfounded, I support this proposal.
- Kiriya: Engages those who have given so much to AAJA.
- Truong: Going to affect somebody five years down the road. Wording of current proposal measured and thoughtful, reflects mission of organization. We do welcome people who are not journalists but support our mission.
- Yue: Make motion to amend by-laws as it applies to full membership. Abe seconded.

**All in favor, Aye.**

**Opposed. No.**

**Abstentions. No.**

**PASSES.**

### **B. Process for Addressing Whistle-Blower Complaints**

- Yue: Template
- Receipt of complaint, 3 business days to respond
- Truong: would like to commend board for quick response, did fair, thoughtful response, focusing on getting answers and moving forward
- Acknowledging receipt, inform Governing Board
- Let's not get distracted by the speculation, Truong says she should have taken stronger hand, obviously intent is to respect, I don't know who person is and it doesn't really matter
- Yue: take emotion out of it
- Kwok: as a person who questioned motivation, I regret contributing to that dialogue
- Language urges to keep personal, emotions out of it, vet the points of the question, as a reminder on top of that
- Witsil: Directors and Officers insurance activated when there's a case, consider that it could be between people inside the board, that's one thing we have to keep in mind, complicated when activated inside.
- ACTION ITEM FOR CHANSANCHAI: Draft

### **C. Approve Ford Foundation recipients**

- BLACKMUN explains her involvement with the Ford Foundation grant writing: part-time basis, 2 hours a week, Kathy came to me with 3 broad areas we wanted to pursue, vetted it, successful. Unemployed since Feb. using buyout money as

journalist, was not going to be able to attend the convention. I saw the grant. Had no input in administrative guidelines for selection. I would appreciate board keeping in mind my service to this organization, during my time as interim executive director, to save AAJA money at every turn I could.

- Truong: Maya is full of integrity. When we voted to change travel allowance, she abstained. She would be very first person to say perceived conflict of interest.
- Blackmun: If you have a question, come talk to me. You have to set policies that are fair to broad membership. Might help inform understanding of situation.
- Cho: Really unfair, people like Maya, under personal attack. My disappointment in line of questioning by this whistle blower, we don't second guess, we don't try to monitor that process. Beyond scope of what we do, we shouldn't second guess generous opportunity for our members.
- Witsil: We just had a discussion about questioning whistle blower motives, I would caution you in moving in that direction. If we go down that path, I will bring whistle blower on whistle blower. Our job is to listen to concerns. Even Maya did not want to apply for this because there may be a perceived conflict of interest.
- Blackmun: I would always want to pay my own way, but these are tough times, I had told various people, the convention was not in my family's budget.
- Witsil: Did we seek any guidance to seek eligibility in conflict of interest?
- Truong: Board needs to acknowledge conflict of interest. They qualify under provisions of the grant.
- Witsil: Conflict of interest is inconsistent on the board. 1) Issue involving LA convention co-chair who resigned, reason given, conflict of interest with a spouse doing some work. Nothing within our guidelines that specifically prohibits that. 2) Governing Board member Paul Cheung, money built into that, whether he could stay on G-board while he was on the New York ELP media demonstration project. I raised question, does language prohibit, is it a perceived conflict? In this way, this is very similar. What is message do we want to send? Do we make exceptions in some cases, for whatever reason? Overall message is stringing these things together.
- Chow: LA situation, I don't know that resignation of that convention co-chair was conflict of interest. Spouse was not meeting deadlines to execute convention.

*Discussion continues; board members agree that in future grants that go toward members, it should be absolutely clear and transparent who is eligible, who's judging, and what constitutes conflict of interest.*

- Yue: In the future, we need to talk about when we have something come up, let's define what conflict of interest is. In the future going forward, maybe that's something we need to outline. Everybody gets on the same page.
- Blackmun: Think about it in the larger sense, any number of situations, you may want to clarify, some kind of financial, perceived benefit. Your goal is that you don't want to have to decide how that's defined, how that falls. It won't answer each and every circumstance.
- Witsil: Ankur Dholakia, the other convention co-chair, and his wife, an unemployed journalist, they made a deliberate effort not to apply, very concerned about perception convention co-chair receiving that.
- Yue: Blind process?
- Chow: Judging was done blind. Made sure they hit 4 points. Staff made great effort to be as unbiased as can be. Didn't know majority of those who applied.

- Yue: We could put down who cannot apply and who selection committee is.
- Kwok: In looking at recipients, I do not see any conflicts of interest.
- Chow: Couple of people who did receive the grant said it was really hard for them to apply. To have this opportunity they were incredibly grateful for.
- Kiriya: Spell out everything. Should be absolutely clear, who should get it, who should not get it.
- Lee: Agree should be clear conflict of interest, I applied at last minute. And I worried about whether it would be perceived, taking opportunity away from someone else in San Francisco. I think ultimately, I recused myself from the discussion.
- Kwok: To take emotion out of it, none of recipients had a direct role in the grant. Perceived inside track, wasn't voted on by either board. Do see how it could be seen as conflict of interest.
- Witsil: Made it clear that in ELP demonstration projects, I don't know where board stands on this issue. We don't seem to have a consistent voting pattern. See it raised with some people, but not other people in other cases. Makes it a little bit uncomfortable for me. Hopefully we can vote in a way that's consistent.
- ACTION ITEM: Draft language for clear guidelines.

#### **D. Discuss Independent Task Force**

- ACTION: Objective aggregation of questions, timeline
- Truong will contact Evelyn for availability until end of the month
- Witsil: So they're done. They were formed to deal with this one instance. So any questions about endowment, we don't ask them? (Truong: No.) My understanding is that they were going to look at endowment funds in 2009, but if not, we need some kind of apparatus to deal with it.
- Truong: Not an ongoing task force.
- Kwok: General tapping of restricted funds, that may be a wider area.
- INFORM AD BOARD OF QUESTION SUBMISSION BY NEXT SUNDAY. TO KWOK.
- Astudillo: We're here to look at financial practices. I was interviewed for more than 2 hours.
- Witsil: They asked me to write this report, took me away from convention, they're busy people but they asked a busier person to do this for them.
- REMIND DORIS TO CONTACT EVELYN.

#### **E. Our Chinatown.**

- Truong: let's aim for beginning of September to have a conference call
- ACTION ITEM: REMIND BOARD TO GO OVER SLIDES, CONSULT WITH ATTORNEYS (Lorene can do a casual conversation) BY THEN
- Witsil: we need some staff guidance on intellectual property.

#### **E. Discuss 2011 Fall meeting dates**

Dec.2-3, 2011 in San Francisco

#### **F. Executive Session to Discuss Personnel Matters**

Convening at 11:26 a.m.

*Chansanchai moves, Kiriyaama seconds. All in favor.*

*Kiriyaama moves to exit, Yue seconds. 12:44 p.m.*

## **8. Announcements**

19 calendars left

## **9. Adjournment**

*Yue makes a motion to adjourn, Cho seconded, 12:45 p.m.*