

APPROVED -- 2013 Fall Governing Minutes

AAJA Board Meeting:
AAJA Offices, San Francisco
Nov. 1, 2013:

President Paul Cheung calls the meeting to order at 3:27 p.m. PT

Roll Call

President Paul Cheung, Vice President Broadcast Niala Boodhoo, Secretary Theodore Kim, Vice President Print Ken Moritsugu, Treasurer Gautham Nagesh, Board members Joz Wang, Ellen Lee, Yvonne Leow, Tomoko Hosaka

Absent: Tom Huang, Brooke Camp

Staff: Accountant Glenn Sugihara, Executive Director Kathy Chow

Guests: Michelle Lee

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Niala Boodhoo moves to approve 2013 summer Governing-Advisory minutes. Gautham Nagesh seconded the motion. Motion passes, with no nays or abstentions.

Paul gave a brief president's report. AAJA's current membership is 1,680. Power of One has exceeded its expectations so far. He also said a number of journalism organizations are seeking to partner with AAJA, including Asian American Legal Justice and Ascend.

He also noted that he and Kathy Chow continue to reach out to and follow up with various sponsors, including McClatchy and General Motors. He said he hoped to delegate sponsorship relations with other elected officers.

He said AAJA should have a membership goal of 2,000 for 2014.

He noted that Bob Butler, president of NABJ, and David Steinberg, president of UNITY, will meet with AAJA officers. Paul and Kathy said the goal is to set the foundation for new partnerships in the future. Paul noted how AAJA, IRE and NICAR are talking about giving membership convention rates to each other's members.

Paul said he thinks the board should consider adding a line item in AAJA's budget for MediaWatch. This could include allotting some of AAJA's Southwest Airlines tickets to the MediaWatch chair, as well as setting aside some money in the future for MediaWatch and training.

As guidance, board members gave Kathy Chow, the president and the MediaWatch committee the authority to use some of AAJA's Southwest tickets for MediaWatch purposes if the need arises.

Kathy Chow gave her national report. She said AAJA has given Justin Seiter a formal offer. She said she has been working with Brooke Camp to fill a Marketing Director. They chose to change the job title to Manager because the expertise and salary expectations were above and beyond what AAJA is looking for. She said AAJA is wrapping up 2013 and already planning for 2014 convention and working on solidifying sponsorships.

Kathy talked about how hiring a manager would set her free to do larger strategic planning and sponsor relations for AAJA. She said AAJA has done well to build and rebuild sponsorships.

Joz Wang asked about grants for board training and capacity building for national and the chapters. Kathy said those grants are hard to come by, but that they could in the future.

Paul talked about how he wants to broaden the UNITY umbrella by adding new alliances to groups such as ONA. Board members discussed ways to defuse the tensions at UNITY.

Gautham Nagesh provided his treasurer's report, which can be founded on the Wiki. He also gave a snapshot of the 2013 budget. Generally, revenues are less than expected, but so are expenses. AAJA budgeted conservatively and beat expectations, although sponsorships remained key. He noted that UNITY was more profitable than AAJA's standalone convention. Paul and Kathy discussed how better to maximize convention revenues. They both noted that it's harder to fundraise during UNITY years because UNITY takes up so many sponsorship dollars.

Board members discussed how A/V and wifi costs have become a major expense for conventions.

Gautham said the Finance Committee is still discussing updated investment guidelines for AAJA.

The board will be voting on the 2014 budget later this year. Kathy and Paul discussed how important it is for AAJA to continue to find new ways to raise revenues and diversify.

Yvonne Leow gave her programming committee report.

Governing board breaks at 6:08 p.m. PT

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AAJA Board Meeting:
AAJA Offices, San Francisco
Nov. 2, 2013:

President Paul Cheung calls the meeting to order at 9:32 a.m. PT

Roll Call

President Paul Cheung, Vice President Broadcast Niala Boodhoo, Secretary Theodore Kim, Vice President Print Ken Moritsugu, Treasurer Gautham Nagesh, Board members Joz Wang, Ellen Lee, Yvonne Leow, Tomoko Hosaka

Absent: Tom Huang, Brooke Camp

Staff: Accountant Glenn Sugihara, Executive Director Kathy Chow

Guests: Michelle Lee, Sherri Ly

Kathy Chow presented a wrap-up report for the 2013 Convention. The full report is on the Wiki. She noted that sponsorships, especially sponsored meals, are at an all-time high. She discussed ways for the officers to make the gala banquet easier for staff. She noted that New York was an expensive city. The staff continues to look for ways to cut costs. Glenn noted that audio/video, job fair booths, catering and food represent the largest costs at convention.

Paul suggested the board every two years review its fees and rates starting in 2014.

Joz Wang moved to go into closed session regarding convention finances. Niala Boodhoo seconded. Others in the closed session: Sherri Ly, Kathy Chow, Glenn Sugihara, Michelle Lee.

Gautham Nagesh moved to return to open session. Tomoko Hosaka seconded the motion.

Under the current 2013 Convention agreement, the New York chapter is slated to get \$2,500 (10 percent of the Convention profits). Paul Cheung moved to give New York \$5,000 instead because New York met its fundraising goals of \$50,000. And there were other costs beyond the chapter's control to contend with.

Gautham moved to give the New York chapter \$5,000 from the convention proceeds. Niala Boodhoo seconded. Approved, with no nays or abstentions.

He also recommended changing national's policy of how much local chapters receive for being convention hosts. He proposed the minimum be \$5,000 to the chapter if it meets its fundraising goals and the convention has a profit of at least \$10,000. If the convention's profits do not exceed \$10,000, then a chapter would receive 10 percent of the proceeds. If the convention's profit hits or exceeds \$50,000, then the local chapter would receive 15 percent of the profit. He proposed that this be put in writing and signed by national and by the chapter and be finalized prior to selecting the host chapter. This would formally begin for the 2015 convention.

Ellen Lee moved to approve this funding measure. Approved, with no nays or abstentions.

Sherri Ly said D.C. will agree to these terms for 2014.

Kathy Chow noted that the host chapter receives many other benefits beyond a direct check from convention proceeds. For instance, she noted local chapters receive additional sponsorship and event opportunities during convention years.

Bob Butler, president of NABJ, visited the AAJA board. He discussed his goals for NABJ, which include helping finding jobs for members and holding the industry accounting for diversity, particularly in broadcast.

He noted that newsroom diversity remains the No. 1 goal. He said he is working on a report on diversity in newsroom management. He discussed some of the ways NABJ is modernizing its structure.

He expressed hope that AAJA and NABJ could work together, whether that's through UNITY or some other means.

UNITY president David Steinberg addressed the AAJA board. He talked about how UNITY is seeking to remake itself. He discussed some of UNITY's shortcomings and how it can be more efficient and targeted. The decision by NAHJ to leave UNITY has also put things on hold.

Working lunch began.

Paul Cheung discussed growing MediaWatch as a program. In particular, he discussed recruiting a permanent MediaWatch chair. He discussed revamping the ELP tuition funding, extending convention attendance to ELP attendees. Kathy Chow said she hopes to extend travel assistance to worthy applicants in the form of AAJA's Southwest Airlines certificates. Paul also discussed changes in Voices, which began selling advertising this year. He and board members discussed ways to improve and reform the Voices operation. He also discussed the latest developments at JCAMP.

Gautham Nagesh moved to head into closed session to discuss UNITY matters at 1:09 p.m. PT. Joz Wang seconded the motion. Approved, with no nays or abstentions. Guests in the room for the closed session: Kathy Chow, Glenn Sugihara, Michelle Lee.

Joz Wang moved to bring the board back to open session, 2:04 p.m. PT. Tomoko Hosaka seconded. Approved, with no nays or abstentions.

2014 D.C. Convention co-chair Sherri Ly gave the board a progress report about convention preparation. She discussed making the silent auction more efficient. She noted much planning is already underway.

Kathy Chow brought up the idea of a convention rate increase for professional members and non member in every tier by \$25 (For members: early reg to \$250 from \$225; pre-reg \$325 from \$300; onsite: \$400 from \$375; Non-members: early reg \$375 from \$350; pre-reg \$450 from \$425; onsite: \$525 from \$500). The rate was last changed in 2007. Non-member professional rates also would rise Student rates would not be effected.

Niala Boodhoo moved to vote for the increase. Ellen Lee seconded the motion. Approved, with no nays or abstentions.

Kathy also said convention planning should start for 2015. Houston, San Francisco and Sacramento have expressed interest as possible sites. The board gave Kathy guidance to begin discussions with those chapters for pre-convention planning and start convention hotel negotiations if applicable.

Niala Boodhoo gave a communications report. She said the social media intern went well. The committee also wants to publish social media guidelines. That will go in tandem with a broader communications strategy. She also said her hope is to create a team for crisis communications if needed.

Ken Moritsugu gave a membership report. He gave the results of a Google survey of students reacting to a proposal to increase the student membership fee to \$30 from \$25. The board decided to hold off on increasing student rates until next year as part of the board's regular two-year review of rates.

To that end, the board wanted to adopt Paul's proposal of the governing board reviewing membership and convention rates every two years starting in 2014. Ken Moritsugu made a motion to adopt Paul's proposal. Tomoko Hosaka seconded. Approved, with no nays or abstentions.

Governing report was discussed, regarding the restructuring of AAJA leadership.

Joz Wang noted that the current bylaws (Article X, Section 2) do not allow local student board representatives to vote. She suggested amending the bylaws to allow local student board representatives to vote on local business.

Current bylaw:

Article X

Section 2. LOCAL ADMINISTRATION. The business affairs, not in conflict with the corporation, of each chapter shall be under the direction of a local board of directors. Each chapter shall determine the number of directors on its local board. Election or selection of each branch or subordinate board shall take place prior to November 1st.

Chapters with 30 or more student members shall include a non-voting student representative on their local board of directors.

Amended bylaw:

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Chapters with 30 or more student members shall include a student representative on their local board of directors.

Joz Wang made the motion to adopt the change. Ken Moritsugu seconded. Approved, with no nays or abstentions.

Joz also suggested a couple other changes. The board decided to table further votes so that Joz and others could research the matter further.

Gautham gave his finance report. He discussed investing the endowment smarter. Gautham said work on the investment guidelines continues. Kathy noted that investment guidelines are needed sooner rather than later so scholarship funders know that the money is being invested smartly.

He also noted that there is a proposal on the table that would allow local chapters the option of having the national chapter handle their finances. Paul and others discussed the implementation of the proposal.

Secretary Theodore Kim noted that AAJA will again have a compressed election timeline in 2014. Dates still to come.

Kathy Chow said the 2014 Spring Advisory Board meeting will be at the Renaissance Hotel in Washington, D.C. Dates still to come.

Paul began a discussion about all the national awards and journalism awards and modernizing the categories. One suggestion might be some kind of student of the year category. Paul suggested naming the award after Jessica Lum, a former student journalist who died of cancer.

The board also decided to come up with a timeline and recommend a series of actions related to AAJA's stance on UNITY, including communications, suggestions and other paths forward.

Because the Power of One campaign exceeded its goals, Paul Cheung suggested transferring \$5,000 of that money to AAJA's endowment.

Gautham made a motion to execute Paul's proposal. Niala Boodhoo seconded. Approval, with no nays or abstentions.

Ellen Lee made a motion to go into closed session to discuss AAJA's endowment, as well as personnel issues. at 4:46 p.m. PT. Joz Wang seconded. Approved with no nays or abstentions. Executive Director Kathy Chow stayed for the endowment portion of the conversation. Guest: Michelle Lee.

Niala Boodhoo made a motion to go back into open session. Joz Wang seconded. Approval, with no nays or abstentions. 5:18 p.m. PT

Joz Wang and other officers thanked Ken Moritsugu, Theodore Kim and other outgoing officers for their service.

Ellen Lee made a motion to adjourn. Joz Wang seconded. Approved, with no nays or abstentions. 5:20 p.m. PT.

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