

AAJA Governing Board Meeting, December 5, 2014  
AAJA National Office, San Francisco

Paul Cheung began the meeting at 2:36 p.m., PST

Roll Call: President Paul Cheung, Vice President Print Yvonne Leow, Vice President Broadcast Niala Boodhoo, Treasurer Gautham Nagesh, Secretary Michelle Lee. Board members present: Abe Kwok, Joz Wang, Denise Poon, Brooke Camp, Nicole Dungca, Tom Huang

Proxies: None

Absent: None

Staff present: Executive Director Kathy Chow, Accountant Glenn Sugihara

Guest: Shawn Nicole Wong

Paul gave the president's report. AAJA's current membership is about 1,300. We met the fundraising goal this year, but it'll be tougher next year. Many big companies are pulling back some of their funding for non-profits, and face an uncertain funding climate next year. But our programming is stable, and we have new sponsors that we plan to target, so there is no need to worry.

Paul gave the programs update. Overall, it was a great year for our programs.

There was an ELP planning meeting in the fall, during the ONA conference, for the 20th anniversary leadership summit in 2015. We want to reimagine ELP, as an inclusive leadership program, Paul said. We need to train media leaders, not just Asian Americans, for an integrated news organization that serves a global audience, Paul said. We will host I-Con, which stands for Imagine, Inspire, Influence. The three-day, invitation-only summit fits into our mission of ensuring a pipeline of AAPIs in the industry, and will train the power players who will be hiring those AAPI journalists.

Voices had a successful year, and sponsored 16 college students and 13 volunteer faculty members. The program continued meal sponsorships this year to connect recruiters and managers with

students in the program. JCamp was held at Emerson College, and received a record number of applicants. JCamp will celebrate its 15th anniversary next year, and the program will be hosted by University of Minnesota School of Journalism and Mass Communications in 2015.

Heartland Project, with funding from the Ford Foundation, has been very successful. We hope to start entering some of our original work created through Heartland into journalism contests.

We held successful media access workshops this year in six cities: Houston, Detroit, Atlanta, San Francisco, Seattle and Chicago. We want to continue this work and potentially find ways to raise money through sponsors in the future.

We've had great feedback for Media Institute, which was hosted for the first time at the conference this year. Some of the attendees already have had op-eds and been quoted as sources in local and national news. We're tracking the success of our participants. We've delivered a solution to a need, and sponsors are paying attention.

We are continuing to build relationships with NICAR and IRE, and working on a partnership project that will bring us closer together. We have a conference registration agreement with them as well.

As for UNITY, the board met and decided not to move forward with another UNITY conference in the near future. They are exploring ways to sustain UNITY without holding a conference — for example, giving annual awards to recognize good diversity efforts and launching an integrated career listings website for UNITY partners.

Kathy gave the national office report. The second grant year for Heartland Project is tentative, so we are considering a potential new funder for the second year. Kathy said the project has shown to have great potential, telling stories with impact. She said she hopes to see the project grow to become a partnership with other organizations, and to involve media outlets of all sizes.

Kathy reiterated how much support we have seen for Media Institute. We will apply for funding for a second Media Institute that builds on our success this year.

The 2014 AAJA conference in DC had a successful exhibit hall and career fair. We sold out exhibitor spots earlier than in the past, and saw an uptick in new exhibitors.

(Break)

Gautham gave the treasurer report. We came in with less revenue than project this year, but it fits with the ebb and flow of receiving grants and then executing the programs that the grants were designed to fund. The convention was not as profitable as we had hoped, and had fewer attendees than we wanted, but we had a net profit. We had 636 registered attendees.

With the help of the Finance Committee, the investment policy has been rewritten. It was outdated and written over 10 years ago for a much different economic climate than we are in now, Gautham said.

The investment committee will come up with a summary of what will change in the investment policy, and it will be done by the end of 2014, Gautham said. Between January and the spring board meeting, the new policy will be completed, reviewed by the financial consultant and lawyers, sent to the finance committee, and then sent to the governing board. The governing board will review the policy for a vote during spring board meeting.

Kathy said AAJA has a healthy cash reserve, and is continuing to diversify its sponsorships and revenues.

National office will cut back on overhead by \$30,000 in 2015. It includes the delivery costs that we will save by hosting the 2015 convention in the same city as our national office. We are moving forward with a new auditing firm, which also will save us money.

The entire board (advisory and governing) donated to Power of One this year. This is a big accomplishment and we want to see this happen every year.

Gautham made a motion to amend our 2014 budget according to the report he presented to the governing board. Niala seconded. Approved by unanimous vote. None opposed. None abstained.

Gautham made a motion to approve a balance of zero for the 2015 budget. Nicole seconded. Approved by unanimous vote. None opposed. None abstained.

Brooke made a motion to recess the meeting. Joz seconded. Approved by unanimous vote. None opposed. None abstained. Meeting recessed at 5:51 p.m., PST.

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AAJA Governing Board Meeting, December 6, 2014  
AAJA National Office, San Francisco

Paul Cheung began the meeting at 9:40 a.m., PST

Roll Call: President Paul Cheung, Vice President Print Yvonne Leow, Vice President Broadcast Niala Boodhoo, Treasurer Gautham Nagesh, Secretary Michelle Lee. Board members present: Abe Kwok, Joz Wang, Denise Poon, Brooke Camp, Nicole Dungca, Tom Huang

Proxies: None

Absent: None

Staff present: Executive Director Kathy Chow

Guest: Shawn Nicole Wong

Michelle presented the governance restructure update. She presented the proposed bylaw changes, and asked the board to provide feedback on the affinity group structure and finalize vice president titles.

There are affinity groups that have been created informally in recent years, and they help members network based on their interest and vocation. Since we removed the vocational titles from the national office, formalizing the affinity group process will help us ensure the unique needs of our members will be represented. Affinity groups will report to the senior vice president.

The goal is to provide structure for creating and dissolving affinity

groups, and keeping track of their progress, yet maintain enough flexibility so that these groups can meet the evolving needs of members.

The board came up with the following guidelines for affinity groups:

–Application: Groups must fill out an application and list the members’ names. All must be current, dues-paying AAJA members. In order to be formalized as an affinity group that reports to the senior vice president, the affinity group must meet the threshold of at least 50 members. There may be other, informal affinity groups with fewer than 50 members.

–Verification, set-up: Once national office receives the affinity group application, it will verify membership status of them embers. National will create a Facebook page for the affinity group with standardized names that meet AAJA’s social media and communication policies. Applications must be received by December of each year.

–Expectations: There will be annual benchmarks for expectations for each affinity group, to ensure the groups are staying active and meeting the needs of their members. Each affinity group is expected to accomplish the following every year: review its mission statement (and update if necessary), submit an idea for convention programming, host one training event (in-person or webinar), host one social event, recruit members, and provide mentoring.

–Reporting requirements: Affinity groups will report three times a year – spring, summer and fall. The spring report will outline the group’s goals for the year, and will be submitted to the SVP, who will present the report at the spring board meeting. The summer report will be a status update to the board of how the groups are meeting their goals, and the director of each affinity group will attend the summer board meeting for an in-person presentation. The fall report will show the results of the group’s activities from that year, and will be submitted to the SVP, who will present the report at the fall board meeting.

–Director: The director will serve as a leader of the affinity group. Each group must identify its director when it applies to become an affinity group. Groups will be responsible for selecting a director,

and will review the director every year. Each director must attend a training webinar with the senior vice president, president and executive director.

-Dissolving: If the group has not adhered to its reporting requirements for one year, or fewer than 50 members are current by the end of the calendar year, the group will be dissolved. Groups are eligible to reapply.

-Timeline: We will start by formalizing the affinity groups that already exist. They will be formed in time to present at the summer board meeting. Groups will report to the current vice presidents in the interim, and will be transitioned to report to the SVP once the person takes office in 2016.

The board discussed the vice president titles, and agreed on Vice President of Journalism Programs and Vice President of Civic Engagement. The first VP title clarifies the officer's role further because AAJA has many programs under its umbrella. The latter title is on point with trends in the non-profit industry and represents expectations of the officer to increase our engagement with the AAPI community.

The board took a series of votes to amend the bylaws to reflect the governance restructure:

Abe made a motion to amend the AAJA Bylaws, Article 3, Section 2, to amend the number of officers and non-officer members of the governing board. Yvonne seconded. Approved by unanimous vote. None opposed. None abstained.

Paul congratulated the board for completing bylaw changes to restructure the AAJA national office — a change that has been in discussion for four years.

Joz made a motion to amend the AAJA Bylaws, Article 3, Section 3, to change the number of officers and non-officer members of the governing board. Denise seconded. Approved by unanimous vote. None opposed. None abstained.

Joz made a motion to amend the AAJA Bylaws, Article 3, Section 4, to provide flexibility for chapters that are unable to fill their advisory representative positions. Brooke seconded. Approved by

unanimous vote. None opposed. None abstained.

Nicole made a motion to amend the AAJA Bylaws, Article 3, Section 8, to provide flexibility for chapters for attendance at advisory board meetings, especially for returning members. Denise seconded. Approved by unanimous vote. None opposed. None abstained.

Abe made a motion to amend the AAJA Bylaws, Article 4, Section 1, to update the titles of national officers, and to standardize the capitalization of officers' titles. Joz seconded. Approve by unanimous vote. None opposed. None abstained.

Nicole made a motion to amend the AAJA Bylaws, Article 4, Section 2, to update the election timeline per the new structure. Niala seconded. Approve by unanimous vote. None opposed. None abstained.

Niala made a motion to amend the AAJA Bylaws, Article 4, Section 8, to add the new officer job descriptions. Yvonne seconded. Approve by unanimous vote. None opposed. None abstained.

The board thanked Yvonne and Michelle for working on the bylaw changes. The board agreed to send out the announcement to advisory board and chapter presidents, then to the general membership, by early January 2015.

The new officer positions will be phased in starting in the 2015 election, which will again take place under the condensed timeline.

(Working lunch)

The board discussed strategic priorities for 2015. We have two main goals: standardize AAJA practices and increase membership.

To accomplish the former, we will compile a policy handbook, to ensure consistency and seamless transition between leadership changes. We will complete a list of policies for the handbook by the spring 2015 meeting, so that the handbook will be finished by the end of the year.

To accomplish the latter, we need to come up with new ways to engage the membership and raise awareness. We want to have an

awareness drive in February (for the coming year) and October (for the next year). One idea is the Sriracha/hot sauce challenge, which will engage the membership in a fun and interesting way. The tagline of the AAJA Hot Membership Drive is: 2015 in 2015, as in 2015 members in 2015. Niala, Joz, Michelle, Yvonne and Denise will work on the specifics of this effort.

What are the top accomplishments we need to achieve in 2015?

1. Revitalize and support local chapters.
2. Grow new membership segments. Our goal: Grow membership to 2,015 in 2015.
3. Redesign programming to be more relevant to these membership segments.
4. Expand revenue streams through civic engagement proposals.
5. Develop strategic partnerships.
6. Identify and train leaders among AAPI leaders.

Kevin Lee and Donna Tam arrived for the 2015 convention update. The theme for this year is: Create. Innovate. Ignite. That's how we will be marketing the convention in all of our materials. Convention begins Wednesday with day-long workshops. We will combine silent auction and casino night. For Friday, we will have a sponsor reception. For Saturday, there will no longer be a president reception, but we will be hosting an AAJA fashion show. We are working on keynote speakers, floating ideas.

Yvonne gave the programming update. We are going a new direction from our traditional structure this year, to align according to the convention theme. Create will be hands-on skills training. Innovate will be issues that relate to news coverage. Ignite will feature community speakers. This new structure divorces us from platforms and we will reach an integrated audience for each session. Programming Committee will finalize sessions by end of January, then brainstorm speakers together.

Track leaders should look at turnout this year, to see what resonates the most with audiences, so that we can incorporate it into programming for 2016. We would like to come up with a way to gauge feedback (maybe ask Voices students to take a poll or survey as a part of their coverage).

<break>

Paul discussed a potential motion for a governing board member, to award the D.C. chapter \$5,000 for the convention. AAJA's policy is that if the convention exceeds \$10,000 in profit, we give minimum \$5,000 to the chapter. 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. Fundraising includes in-kind donations. D.C. chapter leaders agreed to these terms for the 2014 convention.

The D.C. chapter did not meet the fundraising goal, but we did turn a net profit on the convention. In addition, the chapter helped AAJA secure tax-exempt status for the convention, saving AAJA roughly \$30,000.

Brooke said the New York chapter worked hard for the 2013 convention to meet the fundraising goal, and received the \$5,000 for that reason. She doesn't oppose D.C. chapter receiving \$5,000 because hosting a convention is a lot of work for the chapter. But the point of the incentive is to meet the fundraising goal, she said.

Gautham said the D.C. chapter should receive \$5,000. The chapter helped generate enthusiasm, the convention had good attendance, and the chapter hosted a successful convention. Members worked very hard, and have earned the money, Gautham said.

Kathy said AAJA members often view the convention as the annual fundraiser. But in recent years we have moved away from that model, and diversified our fundraising and budget. However, our goal is still to make a profit through the convention. We value the time chapters give to hosting the convention each year, Kathy said.

Niala made the motion to give \$5,000 to the D.C. chapter. While the chapter didn't meet the fundraising goal, the chapter went above and beyond what's expected. We want to recognize that the chapter helped us with logistical issues, including securing tax-exempt status for the convention, which saved AAJA roughly \$30,000. Gautham seconded. The motion passed unanimously. No abstentions.

The board discussed this expectation with Donna Tam and Kevin

Lee, and they agreed to the terms for the 2015 convention.

Paul discussed the Power of One campaign. As of November 2014, we had just over \$20,000 for Power of One. Paul recommended anything over our goal of \$15,000 to be moved to the endowment. This is a one-time vote for this amount.

Abe made the motion to move the amount raised through Power of One that exceeds our \$15,000 goal to be directed to the endowment fund, for 2014 only. Nicole seconded. The motion passed unanimously. No abstentions.

The board thanked Gautham for his service as treasurer.

Brooke moved to go into closed session for personnel issues and to have Shawn, incoming treasurer, at the meeting. Joz seconded. The motion passed unanimously. No abstentions. Board began closed session at 4 p.m., PST.

Yvonne made a motion to return to open session. Brooke seconded. The motion passed unanimously. No abstentions. Board resumed open session at 5:02 p.m., PST.

Brooke made a motion to adjourn the meeting. Yvonne seconded. The motion passed unanimously. No abstentions. Meeting adjourned at 5:03 p.m., PST.