

AAJA Governing Board Meeting - Fall 2015
December 4, 2015
AAJA offices, San Francisco, CA

Paul Cheung began the meeting at 2:48 p.m., PST

Roll Call:

Officers present: President Paul Cheung, Vice President Broadcast Niala Boodhoo, Secretary Michelle Lee, VP of Print Yvonne Leow, Treasurer Shawn Nicole Wong

Governing board members present: Thomas Huang, Nicole Dungca, Brooke Camp

Absent governing board members: Joz Wang, Abe Kwok, Denise Poon

Staff present: Executive director Kathy Chow

Kathy presented her executive director's report and discussed several major grants, including a \$10,000 pledge from Eli Lilly, and a substantial grant from the W.K. Kellogg Foundation to help kick off the New Criminal Justice Reporting project in New Mexico. We also discussed a formal complaint with Hyatt over issues during the San Francisco convention.

Kathy also discussed the 2016 convention, including staff rates and the theme, called "Power of One."

Paul briefly touched upon issues with the Denver chapter, and what we could learn from the dissolution of the chapter.

Yvonne also discussed that longtime Voices leader Ruth Liao was leaving after this year, and how the organization would need to do legacy planning.

Kathy discussed the interest from the Kellogg Foundation for the media institute, and how she is putting together a budget proposal.

Paul presented the President's report, which included information on member count and Power of One goals. The Knight Foundation grant for the Executive Leadership Program would go toward a consultant to help keep the program afloat.

Paul presented the President's Report. We have more members this year than last year. We likely won't make the goal of \$20,000 for Power of One.

Paul said he wants to create a policy to make sure that leadership is always in place for signature programs. When someone is named a co-director for a signature program, the president will make a 2-year recommendation to the governing board for approval.

BREAK

Shawn presented the 2015 treasurer's report, saying the tax forms have been filed as of August 15, and that there has been a strong cash flow. The checking account has about \$93,000 and total assets are at about \$1.8 million.

The budget seems to show a loss for convention, but Kathy explained that there was a \$16,000 profit.

Paul also suggested we adjust our Power of One goal to \$20,000, rather than \$25,000.

Tom asked about the expenses for J-Camp and why they came in higher this year than budgeted. Kathy said they didn't have as much information before this year's J-Camp, and Paul said part of the reason that student programs had higher expenses stems from a Southwest sponsorship falling through.

Shawn made motion to vote for a zero-balanced proposed 2016 budget, on the condition that the line-items discussed will be changed for revenue and expenses, and the board will be updated on such changes.

Brooke seconded the motion, and all present approved the motion.

Shawn also mentioned that the investment policy and the highlighted changes.

Shawn talked about chapter reports and how a handful of chapters are always tardy in submitting. She asks about whether there is a more effective way to take care of chapter reports, whether it's contacting the president. Paul thinks there should be a more effective policy in the spring, such as National taking over. Kathy said they set up a DropBox so that people could just send in images of receipt, but that doesn't work.

Paul introduced the rate changes for membership and conventions. Because we didn't discuss the membership rate increase, he doesn't believe we should change those.

We discussed changes in convention rates. After a discussion, we created new on-site rates. We decided to make the student registration the same across the board, with \$150. That's the current pre-registration (not early bird) rate.

We wanted to keep the student rates the same across the board \$150.

We also lowered the gala ticket price, but with the condition that we revisit it. Day passes were increased by \$100.

Paul motioned to [approve the new rates on this spreadsheet](#), and Brooke seconded. All present voted yes.

Paul tabled membership and policy matters to the following day.

We looked at examples of different logos for branding purposes.

Meeting recessed at 6:38 p.m.

AAJA Governing Board Meeting
Saturday, Dec. 5, 2015
AAJA offices, San Francisco, CA

Paul Cheung called the meeting to order at 9:58 a.m. PST

Roll call:

Officers present: President Paul Cheung, Vice President Broadcast Niala Boodhoo, Secretary Michelle Lee, VP of Print Yvonne Leow, Treasurer Shawn Nicole Wong

Governing board members present: Thomas Huang, Nicole Dungca, Brooke Camp, Joz Wang

Absent governing board members: Abe Kwok, Denise Poon

Staff present: Executive director, Kathy Chow

Kathy started off the discussion on convention recap. We asked whether we should provide convention share for San Francisco. SF was not able to raise financial dollars for sponsorships, but did get in-kind items (helped with programming, speakers, Nerdwallet, and Donna Tam came in weekly). Kathy believe Donna did above and beyond what was necessary.

Past chapters were expected to raise \$50,000 in fundraising, or \$5,000 would go to a chapter if the convention made a profit. San Francisco raised about \$16,000. We had to decide whether SF would still get the \$5,000 stipend.

We tabled the issue while Kathy looked for the agreement.

Yvonne talked about programming at the 2016 convention, including Wednesday workshops, a full day of programming on Thursday, and half a day of programming on Friday because of the presidential town hall. There would also be Saturday workshops. The candid conversations would start during the morning, and more workshops would be split up according to level.

Yvonne also mentioned having a programming, fundraising, and marketing committee.

Kathy talked about sponsorship packages that they'll be selling specifically for the Town Hall. AAJA and APIA Vote would split the funds, and the goal would be to cover the expense of the town halls. There were hopes for viewing parties across the country.

Paul talked about silent auction. He has secured most of the items by himself for the past two years. We have tasked Justin to come up with idea to re-pitch silent auction and exhibitor booths. Each chapter would be asked to deliver three high end items.

Michelle presented convention assignments for chapters. We will ask each chapter for 40 volunteers, with a discount available for every volunteer.

Paul talked about ELP's weeklong spring program and how we're figuring out which city should host. The New York Times is eager to host, but San Francisco could also be an option. The date was still undecided.

Arelis Hernandez and Timmy Huang will likely be the new J-Camp coordinators after Neal Justin steps down. JCcamp folks are meeting in February to expand the program.

Kathy talked about membership proposals. Virgil Smith is offering life coach services, with discounts to AAJA members. We decided that the SVP, President, and executive director will look at the proposal and make a recommendation. Paul will recuse himself because of his relationship with Virgil.

Kathy talked about membership benefits. Some past membership benefits did not yield great results: Not many members used UPS or AARP partnerships. Kathy said there is also a capacity issue with finding benefits.

Paul presented the new code of conduct, which can be used for all the chapters, as well as national. Governing board members gave comments on the draft of the code of conduct, and agreed on the wording.

Paul made a motion to have a code of conduct for all events, including chapter events. Niala seconded.

All present approved.

Kathy presented changes to the personnel handbook, which had not been reviewed since 2002. Brooke said most of the updates were modernizing wording, and included changes to the organization's 401(k) program. Paul said we should ask Shawn and Glenn to see what kind of financial changes we should change, if any, to the contribution.

Niala made a motion to approve the handbook, and Joz seconded. All present approved.

Yvonne talked about AAJA endorsements for public campaigns that falls outside of jurisdiction of MediaWatch. For example, Define American wanted AAJA to support the move to strike "illegal immigrant" from stylebooks. We decided that it is both the governing board and executive director's decision to respond to such asks. First, it should go through the VP of Civic Engagement (in conjunction with ED and president), who makes a recommendation -- and the governing board approves or denies. Until the VP of Civic Engagement is elected in 2017, the task will fall to VP of Broadcast.

We also talked about a request from a former Sacramento chapter president about the use of Japanese "internment" versus "incarceration" camp. We're going to respond and say she should bring the issue to MediaWatch.

We decided on a policy that will be added to the policy handbook.

Michelle talked about the policy review handbooks. We decided to assign codifying policies to other members.

Nicole shared the chapter toolkit, and other members gave their suggestions.

Niala proposed a chapter leader retreat during the convention, but we decided to move that to the spring board meeting.

We decided to renew the loyalty program that gives discounts to members who return to convention, but would change the requirement from 5 consecutive conventions to 3.

Paul suggested a mid-career mentorship program that would pair an executive editor or CEO with mid-career journalists for a breakfast or cocktail event. We could ask each speaker to donate an hour for a one-on-one with a mid-career journalist. The mentor would be on a first-come, first-served basis, depending on when someone registered.

Shawn talked about the investment policy. Shawn said a consultant recommended that our policy should become less aggressive and more conservative. But past discussions focused on how we should be more aggressive, and she wanted to know how we should proceed.

Paul said he wants the new policy to give more room for financial consultant to make recommendations about when to be aggressive. Niala believed the proposed policy had the right balance. Shawn incorporated changes for the investment policy in the working draft, including a reduction of how long a manager would underperform before he or she is fired. Shawn said she would bring the policy back to the consultant, and we decided to put it to a later e-mail vote.

Kathy talked about [accounting policies and procedures](#). That document outlines how the organization does internal accounting, which will allow the next treasurer to adjust. It should be reviewed every 3 years. We decided to put it to an e-mail vote in two weeks.

BREAK

Paul talked about more committee assignments, and we [finalized the tasks we needed to complete this year](#).

Shawn exited the meeting.

Michelle talked about affinity groups. We approved the five affinity groups, and she showed the membership lists that met the 50 member threshold. The process was very labor intensive, but should be easier to do in the future. The 50 member threshold could be reconsidered, given how much time it has. Radio decided not to become an affinity group because they didn't get enough people.

Groups wanted to know what the direct value is to becoming an affinity group. Paul said the directors will be on the website, and they should be part of programming. Kathy said National will assist them in marketing events. For example, they can put their events on national newsletters.

Michelle thought that gathering 50 members is a legitimate ask for each committee, and the governing board largely agreed.

Members of the student broadcast group said it would be helpful if we reviewed list at beginning of new school year. The next round of affinity groups will come next November.

Michelle made a motion to approve small market broadcast, student broadcast, sports taskforce, and freelance as affinity groups. Yvonne seconded. All present approved.

Michelle talked about summer 2016 elections, when we would elect a president and VP of civic engagement and treasurer. We would also have governing board elections in January.

Paul and the board decided that the spring board meeting should be March 18 through 20.

We returned to the topic of how much we should give San Francisco, since the chapter did not hit the fundraising targets. Paul and Niala talked about lowering the fundraising goal of \$50,000 for chapters, since it's no longer viable for most chapters.

Paul made a motion to give \$2,500 to the chapter, and Niala seconded the motion. All present approved.

Yvonne talked about how news organizations are moving to Slack, and Michelle suggested DropBox as a better way to archive documents.

Yvonne said Slack is helpful to connect people among different groups. Paul said he would want us to migrate to Slack systematically. If we're going to move away from the Wiki, we need to transfer it to the Dropbox or wherever we want to transfer it.

Paul will take the lead on uploading new files from Wiki to DropBox. Yvonne will create the onboarding for Slack.

Paul made a motion to enter into closed session, to discuss personnel and policies matters. Nicole seconded.

All present agreed, with Denise, Abe, and Shawn gone.

The motion was approved at 4:37 p.m.

Paul made a motion to exit closed session, and Nicole seconded.

All present approved.

The motion to return to open session was approved at 5:45 p.m.

Paul made a motion to adjourn. Brooke seconded.

All present approved.

The motion was approved at 5:45 p.m.