

Minutes of Society of Environmental Journalists board meeting - October 5, 2013
Convention Center, Chattanooga, Tennessee

Board members present: Ashley Ahearn (Second Vice Pres. & Membership Chair), Imelda Albano, Jennifer Bogo, Jeff Burnside (First Vice Pres. & Programs Chair), Douglas Fischer (Future Conference Sites Chair), Christy George (Secretary), Emily Gertz, Don Hopey (President), Robert McClure, Meaghan Parker (Rep. for Associate Membership), Dave Poulson (Rep. for Academic Membership), Mark Schleifstein, Carolyn Whetzel (Treasurer & Finance Chair), Roger Witherspoon

Board members absent: Jim Detjen (Founding President, non-voting ex-officio), Kate Sheppard

SEJ Staff present: Awards Director & Sr. Programs Manager, Chris Bruggers, Director of Annual Conferences Jay Letto, Executive Director Beth Parke, Conference assistant Randi Ross

Guests present: Distinguished former SEJ President Jim Bruggers, SEJ member Gloria Gonzales, SEJ member Madeline Ostrander

President Hopey called the meeting to order and welcomed new board members Jennifer Bogo, Emily Gertz, Dave Poulson (Rep. for Academic Membership), and guests, and outlined his goals for the coming year. New board member Kate Sheppard was also elected to the board.

Internal goals: winter meeting – SEJ’s annual budget; spring and summer meetings - programs, membership, finance & fundraising.

External goals: relationship-building; public membership events; and work identifying future conference sites.

Agenda Item #1: Minutes from last (virtual) board meeting - postponed to January.

Agenda item # 2: Election of Officers:

Elected were:

- Hopey as president unanimously (Witherspoon moved, Schleifstein seconded);
- Burnside as VP unanimously (Whetzel moved, McClure seconded), Programs;
- Ahearn as VP, Membership;
- George as Secretary unanimously (Whetzel moved, McClure seconded), and,
- Whetzel as Treasurer unanimously (McClure moved, Witherspoon seconded).
- Fischer will continue as Chair of Future Sites.

Agenda item #3: ED's financial report.

BUDGET OVERVIEW

ED Parke offered a snapshot of recent fiscal year budgets:

FY2011: \$1.1 million

FY2012: \$864K

FY2013 projected: ~ \$700K

Parke said SEJ had especially high costs in FY2011, while the last two years reflect operating cuts. She said this year's conference model was unusual in that bills went directly to the Chattanooga conference committee, rather than to SEJ. Our real costs were more like \$800-850K. This one-time anomaly will be a big asterisk for this year's 990.

LOOKING AHEAD TO 2014

Parke is cautiously optimistic about upcoming grant RFPs, but will proceed judiciously between now and January, when we should know more about some big asks. She is looking for a slower glide path next year, and we may find that we need to adjust the budget quarterly, or even more often.

This may be the year we address what to do with the set-aside endowment funds, both the board-restricted set-aside, and the individual donors set-aside funds. If necessary, we could go back to those donors to see if they'd be willing to lift the restriction and allow SEJ to use that money for operating expenses. Parke explained that after a certain period, all gifts were placed into a permanently restricted fund, which we cannot touch, except for the interest. Federal law now requires nonprofits to decide what percentage of their endowments they'll move into operating fund every year. The amount is typically based on investments. Ten percent of our endowment would come to \$11-12K next year.

In January, Parke will bring in firm numbers on what last year's publications cost, maybe as a separate line item. Despite the continuing post-recession financial strain, Parke said it's an opportunity to do things differently, especially regarding publications, taking corporate money, and SEJ's advertising policy.

Overall, she said, 2013 was a very tough year for SEJ - financially and in terms of how hard staff had to work. The Chattanooga conference was high-risk, but it appears that we made \$10-12K in profits that can go directly to operating. SEJ could begin the year in fairly good shape. The New Orleans conference offers lots of opportunities for fundraising.

Q&A

Question from Gertz: how long out does SEJ budget go?

Parke: annually, in January, with course corrections as needed. This year we made course corrections almost quarterly.

Parke informed new board members about the board list-serv (it's archived for members to see, so do not talk about personalities), our online project management system Basecamp, and the software we use for virtual board meetings, Webex and freeconferencecall.com . She also explained the board travel reimbursement policy and that new board members are not eligible for SEJ awards and for grants from the Fund for Environmental Journalism. And she clarified SEJ's fundraising policy regarding government agencies: SEJ can only accept government money if the agency's primary mission is grant-making, such as the National Science Foundation.

Parke also reminded board members that our auditors read the minutes to better understand our decisions.

Agenda item #4: Appoint new SEJ Editorial Board

Discussion: SEJ Editorial Board chair McClure said he wants to appoint two new members with three-year tenure to the seven-member board. Currently, the SEJ Editorial Board consists of four members: McClure, Tom Henry, David Sachsman and JoAnn Valenti. SEJournal Editor Adam Glenn is an ex-officio member of the Editorial board. McClure has two new members in mind and will suggest a third later. This year, he wants the Editorial Board to review all publications, including the SEJournal, sej.org, EJ Today, SEJ's Twitter feed, the Watchdog Tipsheet, and the regular Tipsheet currently on hiatus. The review will mean that the Editorial Board will meet every two weeks over the next six to eight months to think deeply about publications.

Motion: McClure moves to appoint Burnside and Sheppard to the Ed Board. Fischer seconds.

Discussion: vigorous conversation ensued around whether these appointments changed the nature of the Editorial Board's traditional makeup and scope.

George asked "isn't this a task force?"

McClure: not with three-year terms

Fischer: "I thought the board already was doing SEJ 3.0 review for publications."

Burnside: "This is an active group. We spend an hour on the phone every two weeks."

Hopey: So this is a way to invigorate and jump-start the process so there are recommendations by January?

McClure: by spring.

Parke: The current board is 100% Journal-focused.

McClure: They understand.

Parke: Are you dissolving one thing and creating another?

Fischer: I have the same question.

Parke: If you're doing this in the existing frame of the SEJ Editorial Board, you almost need to dissolve and recreate it.

Ahearn: I'm really interested in an eNewsletter.

George: Why not create an SEJ Publications 3.0 Task Force and name the entire Editorial Board members and the new board members to that?

Parke: I supervise the Tipsheet editorially, but I'm not allowed to supervise the SEJournal. I need lines of supervision and boundaries for different publications - who reports to who and what. Name Parke and Joe Davis and Cindy MacDonald to the Task Force?

Schleifstein: What Christy said. The Task Force should include the Editorial Board.

Parke: explained the SEJ 3.0 strategic planning project to new board members, in essence, a complete overhaul of how we think about all our programs and service, with an eye to reinventing things to better reflect the times and changing needs of our membership, the industry and our stakeholders.

Witherspoon: whatever structure you end up with, the Editorial Board members should be part of it.

McClure: yes, they definitely should be integrated into the 3.0 process.

Burnside: explains the impetus for this was media boundaries mixing. Does it take away the Journal's independence to look at revenues, like turn-around.

McClure: Beth Parke's matrix for planning is helpful.

Burnside: "Does the Editorial Board have authority to do anything the Task Force doesn't?"

George: please consider the Green Beat page on blog on sej.org.

McClure: yes.

Motions: McClure withdraws his original motion and moves that the board should create a Publications 3.0 Task Force and appoint McClure, Burnside, Sheppard, Sachsman, Valenti, Glenn, Henry, and Davis to the Task Force. Witherspoon seconds.

Discussion: about current SEJ Editorial Board. Ahearn will write up a proposal for an emagazine.

Vote: unanimous approval.

Agenda item #5: News Service opportunity.

President Hopey explains to new board members that he and Parke are looking for board approval allowing Parke to engage in discussions about this proposal and explore the idea with the potential funder(s).

Parke read aloud the proposal from the board packet. In short, SEJ would collaborate with partners to design, fund and launch an environmental news feed. SEJ would pay journalists for work and reach online news consumers who don't see environmental news now on browsers. Parke said she's already established that anything less than fair wages is a deal breaker. She acknowledges up front that there are many questions to be settled. All we are asking is permission to continue meetings, and if there are no deal-breakers in the way it unfolds, to secure funding and engage in reasonable timetable for development in 2014 and beyond.

Discussion: centered on the potential partners, their role and who gets what out of the partnership, what the deal would generate, implications for SEJ members, and our lawyer's take on it (not a threat to SEJ's 501c3 nonprofit status - this is not considered "self-dealing").

Motion: calls the question. McClure moves "to allow SEJ's Executive director, Beth Parke, to continue discussions and negotiations over the next few months on a news service opportunity, and report to the Board's Executive Committee, and convene a special meeting of the board if necessary before January to consider the project." Gertz seconds.

Discussion: centers on a list of concerns board members want Parke to take into consideration if the board empowers her to continue discussions and negotiations.

Fischer:

- what are the implications of putting SEJ in the publishing business for the first time?
- who deals with libel suits and copyright issues?
- we might be in the position of playing favorites,
- who decides what meets our standards?
- who decides if one person is getting too much work and another not enough?
- are we being used to get into publications/outlets?

Bogo:

- what does this mean in terms of hiring an editor and more staff?
- how do SEJ's nonprofit status and TMN's for-profit status mesh?

Schleifstein:

- we'd potentially be competing with our own members,

Whetzel:

- could mean blowback onto board members from their own news outlets,

Gertz:

- who would have editorial control?
- will the journalism live up to the standards SEJ wants to be associated with,
- will funders push their editorial POV,
- how will SEJ judge its success or failure: quality vs a set number of page views?
- how much will the founders give to prove the success-failure of the project,
- can a client opt out of a specific stream, like the SEJ Newswire,
- what if TMN wants all or nothing?
- if delivering across different platforms, will there be different rates for different structures: mobile, optimized feeds, web feeds, etc....
- how will this affect the funding we already get?

Ahearn:

- will this increase the tendency by some to see SEJ as an environmental group, which alienates them to becoming members?
- can we manage it?

Parker

- consider some of the many pieces of the idea, not necessarily others.
- what about EJ Today?

Parke: that's aggregating. This would be originating.

George: what about making it a membership organization, like AP?

Poulson: if it all works perfectly, it would serve members and society better, and SEJ would have a new revenue stream, stabilizing funding?

Parke: no, it would just be another project that brings in some money.

McClure/Gertz/George: what if we spun off another organization, a c6?

McClure: the board did a good job laying out the perils and promise, and great questions. I share some skepticism about creating content, but it's not wise to say let's not even explore it. We're probably looking at a c6.

Gertz: yes, and a potential way to look at it is like the Knight News Challenge project. SEJ is doing a real time investigation into how you transition to a more market-based revenue business model and spin it off from SEJ proper.

Parke: The consensus I'm hearing is the board doesn't want this branded as an SEJ publication, or mission creep for a membership organization, but likes the idea of bringing work to our members, wants to avoid legal liability, is open to a 503c6-type spinoff, wants the work to pay well, wants it to be fair, doesn't want to compete with members' outlets or damage anybody, and wants to see a net financial benefit for SEJ. My deal breaker is if it's a lot of work for me without any compensation. I'd like the first six months to be a time to consider it and get paid for that, with an escape clause at any time, and have it lawyered up.

Parker: if it helps them understand what this should look like and we walk away, it benefits our community even if we're not in the middle of it.

Fischer: Maybe there's a way for SEJ to be branded, but be careful about it. All good questions.

Vote: Motion is approved unanimously.

Agenda item #6: date and site of next meeting

Discussion centers on returning to Washington DC and repeating the very successful "SEJ Predicts" event at the Wilson Center, versus visiting in the spring when weather is better. Consensus is that we could brand this Jan event annually. Could meet in NO, and do a DC event without also doing a board meeting in conjunction. Spring in DC is pricier. DC it is.

The next SEJ Board of Directors meeting will be held on Saturday, January 25, 2014 at the Woodrow Wilson Center for International Scholars, Washington, DC.

Agenda item #7: New business:

Burnside welcomes the four new board members.

Albano: we're looking at bringing international fellows (to the conference) again next year.

Schleifstein: we need to appoint a chairman of the next conference.

Motion: Witherspoon moves we appoint Mark Schleifstein as New Orleans 2014 Conference Chair. Burnside seconds.

Vote: unanimous approval.

Fischer: be sure to mention that NOLA is an early conference - Labor Day.

Parke: notes that SEJ now has a gender parity board.

Gonzales: is a first time attendee and is very happy and excited, has ideas about helping the conference program.

Whetzel: want to be on the Audit Committee? (laughter)

Bruggers: having been to 55 consecutive board meetings, I want to say that the dialogue, the discussions, the questions show that this board is really in good hands. Keep asking tough questions.

Motion to adjourn: Fischer moves, Ahearn seconds and the motion carries unanimously.

--- Respectfully submitted,
Christy George,
SEJ Secretary