

Society of Environmental Journalists Board of Directors Meeting
2:30pm, October 10, 2015
Embassy Suites and Conference Center, Sooner Room
2501 Conference Drive
Norman, Oklahoma 73069

All board members present: Jeff Burnside, President, Jennifer Bogo, First Vice Pres. & Programs Chair, Gloria Gonzalez, Treasurer & Finance Chair, Bobby Magill, Secretary, Douglas Fischer, Future Conference Sites Chair, Jim Detjen, Founding President, Nancy Gaarder, Christy George, Elizabeth Grossman, Randy Lee Loftis, Susan Moran, Mark Schleifstein, Roger Witherspoon, David Poulson, Rep. for Academic Membership, Meaghan Parker, Rep. for Associate Membership, with Kate Sheppard, Second Vice Pres. & Membership Chair, attending via telephone.

SEJ staff present: TipSheet and FOI WatchDog Director and Editor; Member, SEJ FOI Task Force Joe Davis, SEJournal Editor Adam Glenn, and Director, Annual of Conferences Jay Letto

Members present: former board members Chris Bowman, Jim Bruggers, Marla Cone, Robert McClure, and Carolyn Whetzel

Meeting called to order at 2:36pm

President Burnside welcomed new board members: Randy Loftis, Nancy Gaarder, Bobby Magill, and congratulated re-elected board members Meaghan Parker, Christy George (and himself), and thanked outgoing board members Ashley Ahearn, Don Hopey and Robert McClure for their service. He also thanked Jay Letto, conference co-chairs Nancy Gaarder and Sarah Terry-Cobo, Chris Bruggers, and entire SEJ conference team for their fine work in Oklahoma.

Jeff asked all board members, including outgoing board members, to be sure they signed off on email votes between meetings.

Beth Parke said money is the focus for this coming year. What is SEJ's core? More money, more mission. We'll probably have less money than projected. McCormick didn't renew \$50K for watchdog, but Beth is optimistic we can make up for it or double it. While there's much ambiguity looking forward, SEJ is ending the year fine despite obstacles. In the last ten days, new hotel bookings removed any threat of attrition. This conference won the prize for last minute reprieves!

Meaghan Parker: Can you quantify?

Beth: We had lower earned income from ad, and exhibits this year. Attrition could've been \$30K. Our reserved block was 910 room nights, we were charged for 758 room nights. Got 100 in last week. Off about \$50K average earned income from the conference, plus McCormick's \$50K.

Roger: Why so many last minute registrations?

Beth: Journalists are last minute planners!

Meaghan: there was the threat of another government shutdown, so a lot of people didn't decide to come till Boehner stepped down. That's worth thinking about in the future.

(Carolyn & Marla left)

Beth: explains to new board members various options she and the board have considered in response to news of potential shortfalls. First, we looked at \$270K in endowment fund. Quasi-endowment established by board, to be released by board. Released \$50K last January, some of which is left, for membership development and fundraising development. That money is under our control, so it's the first place to dip into if short. The board voted to keep it available to maintain core programs, and maybe unfunded stuff we really need to do. We wouldn't spend it willy nilly, though.

A second revenue stream includes grants, money we earn and university sponsorship. SEJ is pretty close to maxing those things. We're looking for a new revenue stream. Our exhibitors include corporations who really like us, but we've never asked them for money. We charge a retail rate across the board, but could take more than that. One idea was creating a new title, such as "supporting exhibitor." For example, instead of charging \$4K to a company for an exhibit, we offer \$10K for them to become a "Supporting Exhibitor." This is allowable under the provision in our financial policies that lets SEJ take \$15K from any source. The board voted to do this awhile back.

We also have \$100K in an "earmarked fund" from the Silverman Foundation. It was given to us so we could withdraw it to pay Jay for conference duties, then replenish the account once we made the money back. Could we repurpose that money to do a defined departure fund to help bridge an ED transition, exec search, etc? The board okayed that, too. The money was always a grant but we could only use it within those terms.

Lastly, Beth raised the potential of using the \$270K donor-restricted endowment fund. If the organization ever dissolved, we could give money to another organization aligned with our mission, or give back to donors. If the group is in desperate straits, we could go to donors and ask them if the restriction that the money is earmarked for the endowment be lifted. But that would be a bad sign - we would sound desperate. The board didn't agree to that, but it is a source of money. Board could set a prudent amount of money. This year, we pulled in about \$12K from endowment fund earnings.

SEJ investment policy is very conservative. Some would fault us for not being aggressive.

Dave Poulson: Does this require more board action?

Beth: No.

Douglas Fischer: I like the idea of supporting exhibitors.

Beth: Sacramento conference co-chairs Carolyn Whetzel & Joe Barr will be involved in any "supporting exhibitors" for 2016.

Beth: We can talk more about transition later.

Douglas: I want thank you, Beth, for your careful handling of SEJ's finances.

Beth: The new board will appreciate the results of a board survey. We asked questions like 'do you feel equipped to handle various functions,' and 'do you think the board as a whole is prepared to handle functions?' Some takeaways: everyone felt they could represent SEJ's mission, but everybody also agreed we need to talk about setting fundraising goals, and familiarity with strategic plan. We use the survey results to help build meeting agendas, attend a webinar, grow skills, employ Beth and her successor.

Some things people felt they wanted to talk about more:

The case for funding SEJ;
How to set fundraising goals;
Knowing/updating strategic plan;

Able to represent mission, programs - there was strong agreement on this.

Board roles versus staff roles. Beth reports to us, we work for Jay. Don't go to staffers directly on some things. There are some dos and don'ts on board member roles.

People felt they need brushing up on Bylaws, membership eligibilities, financial sources, and leadership transition.

There's lots of skill in the board around mission, passion, and getting along with everybody.

Jeff: should we resurvey?

Lizzie Grossman: Okay but let's capture some nuances this time.

Beth: You can tweak questions right in Survey Monkey. Can board members do that? I've made it too easy. People need to learn. I have to stop taking on everything.

Jeff: Every new thing we take on should minimize staff time.

Beth: If we always add new ideas and never lose the old ones, it's a problem. Don't set up cross-purposes.

Beth: If we have choices in the January budget, with cuts required - if only have X thousands of dollars for publications, for instance, what do we do? Robert McClure is volunteering to approach the entire universe of SEJ publications in a logical manner.

Robert McClure: The board decided we should rethink publications, because we're in a precarious financial position, so we thought, let's launch a publications Task Force, composed of staff & board. Every couple weeks, we'll have a phone call to discuss new plans, to take a comprehensive look, new revenues, mission, etc? Robert is working with Jeff, Jenny Bogo, Beth and Adam Glenn. Do phone meetings and tee up January discussions, and prioritize. Just lost big chunk of money for one of our publications (Watchdog).

Beth: It's not just about products, but about their function - what do people want? Think through goal by platform.

Christy: Think of it as a board job change like every January.

Jeff: We're also trying to get a meeting with Washington State Univ.

Election of officers

Jeff describes duties and role of the SEJ President. Take quite few hours/week. Raises money, facilitates board meetings and filters board members concerns through ED.

Jennifer describes the role and duties of the SEJ Vice President for Programs - crosses into lots of things, awards program, social media, rethinking existing programs, brainstorming new ones. Diversity is another piece.

Kate Sheppard describes the role and duties of the SEJ Vice President for Membership - why join, why stay members, eligibility characteristics of categories, staff can do first cut of applications, but get fuzzies, and may call in membership chair, being a steward of membership.

Beth describes the role and duties of the SEJ Treasurer: responsibility to understand what's going on with books every month, legally they sign off on various legal forms every year, provide oversight, fiduciary responsibility. We merged a fundraising and finance committee so fundraising is part of the Treasurer's business.

Christy describes the role and duties of the SEJ Secretary: keeps minutes, knowledge of Bylaws, policies, Roberts Rules & SEJ's corporate seal.

Jeff names SEJ's non-voting founding president Jim Detjen as vote keeper.

Nominees for President: Jeff, Mark Schleifstein, Christy, Jenny. Christy, Mark & Jenny decline respectfully.

Christy moves we elect Jeff by acclamation. Roger seconds. Motion carries unanimously.

Nominees for Programs VP: Jenny & Douglas. Douglas withdrew with thanks.

Jeff moves we re-elect Jenny by acclamation. Christy seconds. Motion carries unanimously.

Nominees for VP membership: Bobby, Mark, Kate: Mark respectfully declines, Bobby & Kate stay but after Kate speaks, Bobby withdraws, adding that he'd be honored to work with Kate this year. Jeff moves we re-elect Kate by acclamation, Roger seconds. Motion carries unanimously.

Nominees for Treasurer: Gloria Gonzalez, Mark, Roger, Randy, Bobby, Douglas. Declines from Bobby, Randy, Roger, Mark, and Douglas. Board votes to elect Gloria Treasurer by acclamation.

Nominees for Secretary: Bobby, Mark, Susan Moran, Nancy, Christy. Christy, Mark, and Nancy decline with thanks. Susan and Bobby are both interested, and then Nancy reconsiders. All three nominees speak, and Bobby Magill is elected in a very close election.

Jeff asks board members what committees they want to be on, and explains the function of the core committees:

Membership and Programs are task-oriented; Finance/Fundraising are governance committees. Future Sites is also task-oriented.

People announced their preferences:

Roger: finance, programs, futures

Nancy: membership, future sites, programs

Dave: future sites, programs (membership is traditional for the academic and associate reps)

Gloria: finance, membership, programs,

Douglas: future sites, finance, programs

Bobby: future sites, membership, programs

Jenny: programs, future sites, wherever needed

Susan: membership, programs, future sites

Christy: future sites, membership, programs

Mark: finance, future sites, membership

Randy: finance, membership, future sites

Meaghan: finance, membership, future sites

Lizzie: programs, membership, future sites

Next board meeting: Meaghan booked a room on January 22nd to repeat the Wilson Center event.

Beth's performance review: Jeff moves we go into executive session and Douglas seconds. Motion carries.

Jeff moves we exit out of exec session, Christy seconds. Motion carries.

Randy moves we adjourn, Mark seconds, and motion carries.