

**MINUTES  
BOARD OF DIRECTORS  
SIGMA DELTA CHI FOUNDATION  
APRIL 19, 2015  
SKYLINE CLUB  
INDIANAPOLIS, IND.**

**MEETING CALLED TO ORDER**

With President Robert Leger presiding, the meeting of the board of directors of the Sigma Delta Chi Foundation was called to order at 9 a.m. Sunday, April 19 at the Skyline Club in Indianapolis.

**ROLL CALL**

In addition to Leger, the following board members were present: Vice President Irwin Gratz; Secretary Jane Kirtley; Treasurer Howard Dubin; Directors Sonny Albarado, Rebecca Baker, Fred Brown, Dave Carlson, Al Cross, David Cuillier, Jay Evensen, Paul Fletcher, Steve Geimann, Todd Gillman, Kelly Hawes, Tony Hernandez, Sue Kopen Katcef, Al Leeds, Hagit Limor, Bill McCloskey, Dana Neuts, Kevin Smith and Lynn Walsh.

Staff members present included Executive Director Joe Skeel and Associate Executive Director Chris Vachon.

**MINUTES**

**Upon proper motion and second by Limor and Brown, respectively, the board approved the meeting minutes from the December 11, 2014 executive committee meeting and the September 6, 2014 board meeting.**

**TREASURER'S REPORT**

Treasurer Howard Dubin indicated that the foundation's investments continue to produce enough money to fund existing programs and that any attempts to be more aggressive would not be advisable. As of April 14, the Pulliam General Fund had \$9.5 million, the Pulliam Editorial Fund had \$2.5 million and the Quill Endowment had \$447,500.

**PASS-THROUGH CONTRIBUTIONS**

The list below represents pass-through contributions that have occurred during the current fiscal year. These pass-through contributions are allowed under IRS rules because they fall in line with the Foundation's charitable purpose: Education and recognizing journalism excellence.

Scripps Howard Foundation to SPJ for EIJ15	\$5,000
Scripps Howard Foundation to SPJ for Scripps Leadership Institute	\$50,000

**Upon proper motion and second by McCloskey and Geimann, respectively, the board approved the pass-through contributions outlined above.**

## **GRANTS COMMITTEE**

The Grants Committee recommends that the Foundation fund the following grant requests:

SPJ 2015 Convention Education	\$85,000
SPJ Diversity Committee-Reggie Stuart Fellowships	\$8,820
SPJ Region 7 Fellowships	\$8,500
Tennessee Coalition for Open Government	\$2,500
Reporters Committee for Freedom of the Press	\$3,600
Colorado Freedom of Information Coalition	\$2,500
<b>Total grants awarded</b>	<b>\$110,920</b>

**Upon proper motion and second by McCloskey and Hawes, respectively, the board approved funding the grants listed above.**

## **FISCAL YEAR 2016 BUDGET**

Executive Director Skeel answered questions about the proposed budget. Skeel then shared some highlights, noting that the presented budget was approved by the Foundation finance committee.

**Upon proper motion and second by Hawes and Carlson, respectively, the board approved the Fiscal Year 2016 budget.**

## **PULLIAM EDITORIAL FELLOWSHIP UPDATE**

Committee chair Gillman reported that he talked with the 2014 fellow, Farah Stockman, and she is well on her way with her project about busing segregation. Besides focusing her research on Boston, she also has an international component to the research and so she traveled to Japan and Israel where bussing segregation was an issue too. Stockman took four months away from the Boston Globe for this project.

## **DEVELOPMENT COMMITTEE**

Development chair Cuillier reported that he will be coordinating SPJ advocacy fund efforts with the foundation's fundraising efforts so as not tangle up the two efforts. The SPJ board approved \$30,000 being moved to the advocacy fund, putting the fund's total at \$105,000.

## **SPJ PRESIDENT'S REPORT**

SPJ President Neuts shared an update from SPJ's board of directors' meeting, which took place the previous day. SPJ is undertaking some new diversity initiatives, more to come on that in the coming months. The Career Center has been revamped and as a result, is much more robust for members. The supplemental material for the revised ethics code is being added to the website soon. Neuts outlined changes to the Wells Key selection process. She reported that SPJ is looking into the actions by the state of Louisiana regarding their

Marriage and Conscience Act because of the fact that EIJ16 is scheduled to take place in New Orleans.

#### **SDX FOUNDATION PRESIDENT'S REPORT**

President Leger shared that he has been joining committee meetings for the following committees (development, programming and grants) and he has appreciated the extra work of all the volunteers.

#### **CALL WITH ATTORNEY BILL CULBERTSON (BAKER HOSTETLER)**

**Upon proper motion and second by Fletcher and Geimann, respectively, the board voted to go into executive session at 9:45 a.m.**

**Upon proper motion and second by Geimann and Limor, respectively, the board voted to exit executive session at 10:30 a.m.**

**Upon proper motion and second by Albarado and Smith, respectively, based on the executive session discussion and conversation with counsel, the board voted to move forward with the transition between SPJ and the foundation. Kirtley voted no.**

#### **PROGRAMMING COMMITTEE**

Programming chair Limor reported that the committee brainstormed and came up with an idea that it wanted to vet with the board. The idea is to create a full-time staff position that would serve as a trainer and as a resource to journalists in the areas of ethics, journalists' rights and open records. After discussion from the board with comments and questions, the committee was directed to answer some questions from the board and additionally, they were directed to create a timeline, a budget and a job description.

#### **BOARD MEMBER TERMS**

Terms for the following board member terms will expire in September 2015:

- Todd Gillman
- Irwin Gratz
- Alex Jones
- Bill Ketter
- Al Leeds
- Hagit Limor

Leger indicated that he would be interested in receiving suggestions for any possible new board members.

#### **BYLAWS**

There was discussion about ways to give the SDX Foundation a more official role in the hiring, firing and evaluation of the Executive Director.

A motion was put forth, and discussion ensued about how the foundation would go about it.

**Kirtley called the question, seconded by Dubin. Vote on call the question passes unanimously.**

**Upon proper motion and second by Hawes and Dubin, respectively, the board voted to ask SPJ leadership to investigate its bylaws and seek ways to include the SDX Foundation in the hiring, firing and evaluation of the Executive Director.**

#### **HISTORY BOOK UPDATE**

Leger asked for a reminder as to who is on the reviewing committee for the history book and they are as follows:

Brown	Cross	Geimann
Hawes	Dubin	Limor
Stuart	Vines	

#### **MEMORIALIZING DORI MAYNARD**

Leger explained that he would like the board to consider some action(s) to memorialize the late Dori Maynard, a long-time foundation board member. Several ideas were supplied to the board in the board packet. The board decided to continue the discussion at the September 2015 board meeting in order to fully flesh out all the ideas provided.

Leger asked for a committee to be formed to bring forward ideas for the September 2015 board meeting. Those volunteering were: Hernandez, Albarado and McCloskey. Leger indicated Lerhman would probably be interested in serving on committee (in her absence).

**Upon proper motion and second by Hawes and Geimann, respectively, the board voted to rename the Diversity Leadership Program and call it the Dori Maynard Diversity Leadership Program.**

#### **NEW BUSINESS**

**Upon proper motion and second by Carlson and Kirtley, respectively, the board voted to ask the grants committee to look at considering limited funding for salaries in grant requests.**

Leger suggested that the SPJ bylaws committee be asked/invited to assist Gratz with updates to the foundation's bylaws. Leger also suggested that the foundation's bylaws committee become a governance committee and that it looks into appointing a new director for Maynard's seat.

#### **ADJOURNMENT**

**Upon proper motion and second by Limor and Brown, respectively, the board voted to adjourn the meeting at 11:35 a.m.**

