

*These minutes received approval by the IRE Board of Directors via email on September 27, 2022.*

- *Secretary Josh Hinkle moved for approval on September 26, 2022.*
- *Lam Thuy Vo seconded that motion and voted “yes” on September 26, 2022.*
- *The final/total board vote was unanimous 13-0.*

## **IRE Board of Directors Board Meeting Minutes September 21, 2022 | Via Zoom**

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President Mark Walker called the meeting to order at 4:05 p.m. CST.

Secretary Josh Hinkle called roll:

- Directors present: Darla Cameron, Jodie Fleischer, Cindy Galli, Mark Greenblatt, Josh Hinkle, Kate Howard, Barbara Rodriguez, Brian Rosenthal, Neena Satija, Lam Thuy Vo, Mark Walker and Simone Weichselbaum
  - Director Aaron Kessler joined at 4:14 p.m. CST (during executive session)
- IRE staff present: Senior Training Director Patti DiVincenzo, Executive Director Diana Fuentes, Director of Programming & Resources Lauren Grandestaff, Director of Member Services Amy Johnston, Director of Events Stephanie Klimstra, Director of Diversity & Inclusion Francisco Vara-Orta, Director of Technology & Online Resources Cody Winchester

### **Executive Session**

Walker made a motion to enter into executive session at 4:10 p.m. CST. Hinkle seconded the motion.

- The motion received approval 11-0 by show of hands from directors present and voting at that time.
  - Neena Satija was present but did not vote due to a work obligation.
  - Aaron Kessler joined the meeting during executive session at 4:14 p.m. CST
  - Simone Weichselbaum left the meeting at 4:13 p.m. CST for an unstated reason and rejoined at 4:41 p.m. CST.
  - Walker and Treasurer Brian Rosenthal recused themselves at the start of the executive session due to conflict of interest and left the meeting for the duration of executive session.
  - All staff but Executive Director Diana Fuentes left the meeting for the duration of executive session.

Vice President Cindy Galli assumed control of the meeting for the duration of executive session.

After discussion, Hinkle made a motion to direct Fuentes to consider and make a final decision on IRE membership issues and to direct the Governance Committee to discuss guidance for future related membership issues. Kate Howard seconded the motion.

- The motion was approved by a roll call vote of directors present 8-3.
  - Yes: Cameron, Fleischer, Galli, Hinkle, Howard, Rodriguez, Satija, Vo
  - No: Greenblatt, Kessler, Weichselbaum

Walker and Rosenthal rejoined the meeting at 5:23 p.m. CST, and Walker made a motion to end executive session. Satija seconded the motion.

- The motion passed unanimously by voice vote.

Barbara Rodriguez left just before executive session ended for the remainder of the meeting due to a work obligation.

Galli turned control of the meeting back to Walker.

### **Executive Director Report**

Jeff German Memorial Fund

- Fuentes updated directors on funding amounts, saying the money would be used for training, possibly including fellowships and a workshop.

NICAR Conference 2023 / Virtual Trainings

- Fuentes spoke about staff recommendations to make NICAR 2023 all in-person with no simultaneous virtual programming based on feedback from participants in past hybrid events.
  - [Fuentes spoke about other virtual events being planned – including six master classes and eight mini bootcamps over the next several months.](#)
  - Fuentes spoke about plans for a two-full day virtual-only conference for fall 2023. It would broaden/build on the diversity aspects of the DBEI Symposium and would include a student track.
    - Rosenthal asked Fuentes to confirm her goal going forward would be to hold a virtual-only conference every fall, plus virtual webinars or master classes at least once a month.
      - Fuentes confirmed that was her plan.
      - Rosenthal then said that would be a good alternative to the hybrid option at conferences.
    - Hinkle expressed the need to continue asking members what virtual training they want to see in the future.

- Fleischer questioned whether the fall virtual event was “in addition to” or “instead of” the proposed virtual event for students.
  - Fuentes said training for students would be included in this event but that she is also still considering whether there would be an additional virtual conference for students in the fall, as well.

#### DBEI Symposium 2022

- Fuentes said registration is down compared to this time last year this time, and staff would be doing more registration outreach in the coming days. She asked board members to help promote the event in their respective circles.
  - Director of Programming & Resources Lauren Grandestaff added that fellowships for the event are still available, and the deadline to apply for fellowships would be extended to October 7.

#### CUNY Event

- Fuentes said staff has met with the CUNY point person on this upcoming training event. They are awaiting more details, but it’s tentatively planned for sometime in January 2023.

#### **Treasurer’s Report**

Rosenthal indicated Finance Committee appointments would be handled via email in the coming days.

#### **Conference Committee Report**

Galli said she is working to finalize this year’s committee membership and that discussions about possibly adding more conference tracks will be a focus for the group in the months ahead.

#### **Training Committee Report**

Hinkle gave an [update on the progress of the committee](#), which held its first meeting this same week.

- Hinkle indicated the next steps include creating three working groups to focus on committee priorities surrounding possible training initiatives.

Hinkle gave an [update on the progress of the committee’s College Curriculum Toolkit Task Force](#).

- Hinkle indicated working groups are now coordinating with staff and a University of Missouri graduate assistant to focus on data collection and creating a contact list ahead of outreach to institutions in order to ask about desired components of a toolkit.
  - The survey is aimed to be sent by the beginning of 2023.
  - The task force work should be wrapped by May 2023, at which point staff will begin compiling the toolkit for an intended release in early 2024.

## **New Business**

### Code of Conduct

- At-Large Executive Committee Member Jodie Fleischer discussed [IRE members signing the organization's Code of Conduct for in-person training beyond conferences](#) and suggested it should be signed when joining the organization and renewing membership.
- Director of Events Stephanie Klimstra said all IRE trainings currently include the Code of Conduct form as part of registration. This includes bootcamps, master classes, etc.
  - Director of Diversity & Inclusion Francisco Vara-Orta clarified it would not cover Total Newsroom Training events, which often include non-member journalists
  - Klimstra said meet-ups don't require IRE membership, so they would not be covered under Fleischer's recommendation. Kessler verified this point.
    - Satija left for the remainder of the meeting at 6:03 p.m. CST due to family obligations.
- Fleischer made a motion to require all members to sign IRE's Code of Conduct upon joining or renewing membership when staff can feasibly incorporate it into the process and direct the Governance Committee to consider a future process for Code of Conduct issues to adequately cover all IRE events and treatment of fellow members during all IRE interactions, including in-person trainings. Rosenthal offered a friendly amendment to direct the Governance and Member Services Committees to address events where there are non-members. Fleischer accepted the friendly amendment. Galli seconded the motion.
  - The motion was approved unanimously by show of hands of directors present, which included all but Rodriguez and Satija.

### Conflict of Interest

- Fleischer made a motion to require all committee members to sign the same Conflict of Interest form that the Board of Directors signs to ensure they are representing IRE honorably during their service.
  - Fleischer withdrew the motion after Walker advised that IRE's attorney said this move was not necessary.

### Student Member Committee Appointments

- Fleischer discussed the possibility of [appointing an advisory, non-voting student member to the Member Services Committee and the Elections Task Force](#).
  - Walker provided clarity from IRE’s Articles and IRE’s attorney that such an appointment would need to be a non-voting advisory role.
    - Fleischer and Galli suggested calling it a non-voting “delegate.”
    - Galli clarified that each committee chair would decide the number of such delegates.
      - The board agreed on both points.

### **President’s Report**

- Walker said he has reached out to directors about committee assignments and would soon finalize that process.
  - Walker said he would soon send more information about the newly-created Public Engagement Committee.
  - Walker indicated directors should expect action items related to the Awards Committee in the board’s next meeting.
- Walker said he would soon speak more with the University of Missouri School of Journalism dean about fundraising and training.

Walker moved to adjourn at 6:21 p.m. CST. Hinkle seconded.

- The motion was approved unanimously by voice vote of directors present, which included all but Rodriguez and Satija.