

***Note:** On September 12, 2025, Ana Ley made a motion via email to approve these minutes. It was seconded by Brian Rosenthal and received 12-0 approval on September 17, 2025. No vote was submitted by Alejandra Cancino.*

IRE Board of Directors

Sept. 7, 2025 Board Meeting Minutes

In-person in Austin, Texas, and via Zoom

Board members in attendance: President Josh Hinkle, Vice President Kate Howard, Treasurer Mark Greenblatt, Secretary Ana Ley, At-Large Member Alejandra Cancino, Marina Villeneuve, Mary Hudetz, Paroma Soni, Cindy Galli, Jodie Fleischer, Andy Lehren, Caresse Jackman, Chair of the Board Brian Rosenthal (via Zoom)

Staff members in attendance: Lauren Grandestaff, Heather Feldmann Henry, Diana Fuentes, Chris Vachon

Guests include: George Schwarz, Mark Lagerkvist, Claire Regan, Lola Ponce

President Josh Hinkle called the meeting to order at 8:38 a.m. Central. Secretary Ana Ley called roll.

Executive Session

Hinkle made a motion to enter executive session at 8:41 a.m. so the board could discuss a confidential personnel matter and to hold a briefing with Executive Director Diana Fuentes regarding the IRE Code of Conduct. Fleischer seconded, and the rest of the board voted unanimously in favor by voice vote.

- Hinkle then moved to end executive session at 9:49 a.m. Central, and Howard seconded, with the rest of the board voting unanimously in favor by voice vote. No votes were taken in executive session.

Budget Presentation

Fuentes said that the recent IRE conference did well in terms of revenue. Staff will propose a new budget in November to illustrate updated numbers. Financial Officer Heather Feldmann Henry said that Conference Manager Chris Vachon did a great job in getting credits with the hotel and it helped a lot. Fuentes said the organization will have a net surplus of \$48,000 as of June 2025 for the 2025-26 fiscal year, and she said that she plans to ask that some of the money be used for bonuses for some staff members.

Action Items

Potential Budget Update

- Vachon gave a presentation on food and beverage minimums for next year's conferences, saying that the minimum is higher at the 2026 conference than it was this year, and higher than it will be in 2027. Vachon said moving now to a ticketed luncheon, which the board previously voted to do, may not be feasible because it may be too hard to make the F&B minimums. Vachon suggested we delay implementation of a reduced registration and separate luncheon ticket by one year. The group noted that this is the first the group has heard about a possible delay in the decision approved by the affordability task force and full board, and the group asked staff to provide more time to consider the change and to bring such proposals to committee before presenting it to the

full board. The group agreed to consider the proposal and hopefully vote on it within the next two weeks.

Editors of Color Cohort Pilot¹

- Diversity and Inclusion Committee Chair Villeneuve presented a proposal to expand training and support for investigative editors of color, noting that many feel like they don't get enough support from IRE.

Ley moved to approve the proposal as written, and Hinkle seconded the motion. Hinkle offered a friendly amendment to change the title of the program to “managers of color” so that it is more inclusive of managers in the broadcast field. The vote passed 12-0 with Jackman not voting because she had stepped out of the room.

Audit Committee Timeline Proposals^{2 3}

- Ley presented two proposals: The first, to create a more robust timeline to ensure the organization's staff and auditing firm meet deadlines to complete IRE's audit more quickly, and the second to ensure the board has enough time to review the organization's 990 well before it is due to be submitted to the IRS.

Ley made a motion to pass the proposal and a second proposal to add the timeline to the board's policies, and Hinkle seconded. The two audit proposals were passed unanimously by voice vote.

Consent Action Items

Hinkle made a motion to pass four consent action items to renew certain task forces and to upgrade the Press Freedom Task Force to a standing committee, as requested by Howard. Galli seconded the motion, and the rest of the board voted unanimously in favor.

- Renew these existing task forces through June 2026: Visibility, Website Improvement
 - Renew the 50th Anniversary Task Force through December 2025
 - Create these new task forces through June 2026: Employment & Career Advancement, Fundraising
 - Change the Press Freedom Task Force to a standing committee

New Business

No new business was discussed.

Officer Reports

Executive Director's Report

- Fuentes quickly read her executive director's report with the group.

Treasurer's Report

¹ Proposal from IRE's Managers of Color Task Force: IRE's Managers of Color Task Force

recommends the creation of an **Managers of Color** pilot program to provide monthly trainings and/or events offered throughout the year, a Slack channel under the IRE workspace and a WhatsApp group to offer online community support for managers and editors, and a monthly newsletter sent out with additional resources for covering culturally sensitive topics that could be disseminated to their newsrooms. The program would use a list of managers and editors of color who have expressed interest in participating. We would also send out a survey to those managers and editors to gauge demand in mentorship and in more local and/or regional in-person meetups.

² Ley's first audit proposal: I propose the Board make Fuentes' 990 timeline an official policy that is followed by IRE staff, as well as IRE's external auditing firm and the IRE Board and its audit committee.

³ Ley's second audit proposal: This timeline coincides with the audit timeline that was created by the 2022-23 audit committee. I propose the old timeline not only act as a guide, but the Board also votes it into IRE policy.

- Greenblatt shared that after receiving a large amount of money thanks to the organization's successful 50th anniversary gala, the organization has diversified its investments. He said that finance experts would say this would lower our risk overall by selling off and rebalancing our portfolio in line with the new guidelines that we set in our new investment and spending policies.

President's Report

- Hinkle submitted his report in writing.

Hinkle made a motion to adjourn at 11:01 a.m. Central, and Howard seconded. The group voted unanimously in favor by voice vote.