RTDNA / RTDNF Full Board Minutes

09/21/2015

World Center Marriott Orlando, FL EIJ15

**Board Members attending**- RTDNA Chairwoman Kathy Walker, RTDNF Chairwoman/RTDNA Secretary Amy Tardif, RTDNA Chair-Elect Vince Duffy, RTDNA Treasurer Loren Tobia, RTDNF Treasurer Dan Shelley, Jam Sardar (Reg 7), Harvey Nagler (At-Large), Mark Kraham (Reg 12), Janice Gin (RTDNF Trustee), Scott Libin (Reg 4), David Louie (RTDNF Trustee), Scott Brady (Region 5), Terence Shepherd (Reg 13), Carlton Houston (Reg 6)

**Attending via telephone** – Kym Geddes (Reg 14), Sheryl Worsley (Reg 3), Sean McGarvey (At-Large)

**Also attending**- RTDNA/F Exec. Dir. Mike Cavender, Kate Switchenko, Derrick Hinds, Karen Hansen

Chairwoman Walker called the meeting to order at 9:02am

Walker pointed out a strategic planning chart about doing what is new and unexpected and tied to the smart phone.

Walker presented the idea of creating a digital committee with Sheryl Worsley as its chairwoman to help set digital policy and goals.

**Shelley moved to create the committee. Sardar seconded.**

**The motion was approved by unanimous voice vote.**

Chairwoman Walker said she wants to keep the other established committees and asked their Chairmen to remain in the positions. They are:

Diversity – David Louie

Awards – Dan Shelley

Finance – Sean McGarvey

Ethics – Scott Libin

Membership – Harvey Nagler

Programs – Brandon Mercer

Governance – Janice Gin

**Gin moved to establish the committees. Shelley seconded.**

**The motion was approved by unanimous voice vote.**

There was discussion about which committees the strategic planning projects should be placed into.

Nagler commended Karen Hansen on her research regarding the membership change options. He said a proposal will come to the board in the next four or five months which will simplify categories with the goal of increasing members.

**Gin moved to create a convention planning committee. Duffy seconded.**

**The motion was approved by unanimous voice vote.**

**Chairwoman Walker moved to adjourn the meeting in order to meet as the Foundation board. Kraham seconded. The motion was approved by unanimous voice vote.**

The Association board adjourned.

Chairwoman Tardif convened the Foundation board.

**Shelley moved to take the topic of Vice Chair off the table. Tobia seconded.**

**The motion was approved by unanimous voice vote.**

**Janice reiterated the Governance proposal and moved that her motion be adopted**.  For the record that motion reads: To amend the Foundation By Laws such that the position and responsibility of Vice Chair be assigned to the Trustee (“at large Trustee”) who is in the last year of his/her term.  As the Vice Chair, the Trustee would be an Officer of the Foundation and a member of the Executive Committee of Board of Trustees.*(Proposed amended sections:  Article III: Sec. 2, Sec. 12; Article IV: Sec. 1, Sec. 4)  For clarification, it should be noted that the Chair-Elect is not an officer of the Foundation.* **Mark Kraham seconded. The motion passed by unanimous voice vote.**

Foundation Chairwoman Tardif called for nominations for the one open trustee position.

**Libin nominated Janice Gin. Louie seconded. Shelley moved to cease nominations. Sardar seconded. The motion was approved by unanimous voice vote.**

Janice Gin wins the open trustee seat.

Therefore David Louie becomes the Foundation’s first Vice Chair.

Tardif talked about the year end fund drive and a major donor initiative.

Cavender talked about creating an unrestricted endowment for the Foundation.

The Governance Committee will review the Foundation by-laws to clean up a discrepancy in the language about two year terms and annual terms for treasurer.

**Walker moved to appoint Shelley as Treasurer. Nagler seconded. Duffy moved to cease nominations. Sardar seconded. The motion was approved by unanimous voice vote.**

**Shelley moved to adjourn as the Foundation board and reconvene as the Association board. Kraham seconded. The motion was approved by unanimous voice vote.**

Tardif adjourned the Foundation board.

Walker called the Association board to order.

Cavender said EIJ15 brought in an overwhelmingly positive response. The floor was sold out. Kate Switchenko’s management was stupendous. And he said this was the best of the five we’ve done so far in partnership with SPJ.

Kate Switchenko said the final attendance number was about 1540. She said this is pretty comparable to 2013 when 1611 attended our conference with SPJ and NAHJ. Eleven to twelve percent this year were RTDNA members. She said a final review is still to come but that she heard good reviews of sessions and the hotel staff was very good.

There was discussion on how to promote sessions folks missed and about the app password.

Executive Committee elections were held.

**Shelley nominated Sean McGarvey. Tobia seconded.**

**Libin nominated Janice Gin. Louie seconded.**

**Shelley nominated Sheryl Worsley. McGarvey seconded.**

**Tobia moved to close the nominations. Gin seconded.**

**Shelley moved to accept the three nominations by acclimation. Tobia seconded.**

**The motion was approved by unanimous voice vote.**

**Shelley moved to go into executive session for the purpose of personnel and legal matters. Walker seconded.** **The motion was approved by unanimous voice vote.**

The board convened in executive session at 10:39am.

The board reconvened in open session at 12:15pm.

Cavender presented a four year analysis from 2011-2014 on EIJ successes.

There was discussion on strategic alliances.

Carlton Houston is leaving the board leaving an open seat in Region 6.

The meeting was adjourned due to lack of a quorum at 12:31pm.

Respectfully submitted,

Amy Tardif
RTDNA Secretary