

MINUTES OF THE BOARD OF GOVERNORS OF  
THE NATIONAL PRESS CLUB DEC. 13, 2004

Sylvia Smith, Secretary

Chairman John Donnelly called the meeting to order at 6:40 pm. Present were President Sheila Cherry, Vice President Rick Dunham, Secretary Sylvia Smith, Treasurer Jonathan Salant, Vice chairwoman Donna Leinwand and Governors Jerry Bastarache, Gayela Bynum, Alison Bethel, John Gallagher and Mark Hamrick and General manager John Bloom, Membership director Julie Schoo and Director of member recruitment Sarahanne Driggs. In addition, Governors-elect Joe Anselmo, Maureen Groppe, Alan Bjerga and Lou Priebe attended. Absent were Membership secretary Jerry Zremski and Governor Jack Cushman and John Gallagher.

SECRETARY'S REPORT

Smith said the results of the Dec. 10 election were:

198 actives voted, 37 by absentee. Candidates for officer positions were unopposed. The results are:

President, Rick Dunham of Business Week, 182 votes, 8 write-ins; Vice president, Jonathan Salant of Bloomberg News, 170 votes, 15 write-ins; Secretary Sylvia Smith of The Fort Wayne Journal Gazette, 172 votes, 10 write-ins; Treasurer Jerry Zremski of the Buffalo News, 174 votes, 8 write-ins; Membership secretary John Donnelly, 175 votes, 5 write-ins.

Governors (three-year terms; two elected): Joe Anselmo of Aviation Week, 141 votes; Maureen Groppe of Gannett News Service, 127 votes; Rod Kuckro of McGraw-Hill, 86 votes; 14 write-ins.

Governor (two-year term; one elected): Alan Bjerga of the Wichita Eagle, 131 votes; Keith Hill of BNA, 55 votes; 2 write-ins.

42 affiliates/associates voted, 5 by absentee.

Governor: Lou Priebe of Priebe PR, 38 votes, 4 write-ins.

Smith said many active members reported they did not receive the packets of material from the candidates, which are mailed out by the Club as a courtesy to candidates and to members. In fact, only one active member reported receiving the correct packet, although a number of affiliate/associates received both packets. She said the names and addresses of all members were sent to the mailing house, ABR Services, in four Excel files labeled "active/home," "active/business," "associate/home," "associate/business." ABR was given the collated candidate letters with sample envelopes. Active packets went in 9x12 envelopes and were marked "active/home and active/business."

Affiliate/associates received a business-size letter marked “associate/home and associate/business.” The week before the election, ABR picked up this material and took it to the Merrifield Post Office.

Eric Giles of ABR Services said the error was on their end. At some point after the test run was done (in which Lipman’s envelope was prepared), someone at ABR was responsible for hitting the switch that put associate/affiliate labels on the active packets. The Club will not be charged for the job, Smith said, adding that she and Schoo are discussing whether there should be other requests of ABR.

Irrespective of what went wrong, Smith said, some things will be done differently next year, including: two mailing houses will be used, one for active packets and one for affiliate/associates; the packets will be mailed out earlier; to enable that, candidates will be asked to submit their letters (in the appropriate number) by 5 p.m. of the day the nominations close; and the Election Committee will be asked to randomly check several actives and several affiliate/associates about three days after the mailings are sent to make sure the packets were received.

Smith moved and the board approved that candidates be reimbursed for the cost of their mailings. She said she would contact candidates and ask them to submit copies of their invoices to Schoo.

#### TREASURER’S REPORT

In Zremski’s absence Donnelly moved and the board approved the following 36 members:

ACTIVE: Uyles Black, freelance editor; Melissa Charbonneau, White House correspondent, CBS News; James W. Crawley, reporter, Media General; Michael Hempen, editor/producer, Associate Press; Francine S. Kiefer, reporter, Christian Science Monitor; Bogdan Kipling, editor, Kipling News Service; Diana Marrero, journalism fellow, The Philips Foundation; Gregory W. Mott, copy chief, Washington Post; Barbara Worth, assistant managing editor, Associate Press; Tabassum Zakaria, reporter, Reuters.

ACTIVE UNDER 34: Kristin Jensen, reporter, Bloomberg News; Taylor Kennedy, photographer, National Geographic Society; Ian Limbach, contributing editor, Total Telecom Magazine.

ACTIVE UNDER 30: Michael Crittenden, reporter, Congressional Quarterly; Emily Amelia Heil, reporter, National Journal; Nicholas Kolakowski, editor, The Magazine Group; Eleanor Stables, researcher, National Geographic Society; Meghan

Yudes, freelance editor.

ACTIVE NON-RESIDENT: Elliott Parker, professor, Central Michigan University; Myron W. Randall Jr., president and editor, The Frederick News Post.

PROVISIONAL UNDER 34: Mary C. Seidel, freelance writer.

AFFILIATE: Roger Conway, director, energy policy, U.S. Department of Agriculture; Marian B. Loudon, director of communications, U.S. Department of Housing and Urban Development.

ASSOCIATE: Natalie Limbach, director, emerging issues, Council of Foundations; John D. Heffner, attorney; Dana Matthews, consultant with Pfizer; Dorothy McManus, analyst, U.S. Environmental Protection Agency; Tim Sargeant, director, media relations, Washington Gas; Cynthia Semon, owner, CS Communications; Diana Spencer, Shelby Collum Davis Foundation; Doug Wills, vice president of communications, Air Transport Association.

ASSOCIATE UNDER 34: Carrie Housman, communications administrator, American Society of Clinical Oncology; Joseph K. Grieboski, president, Institute of Religion and Public Policy; Peter Kim, sales and service associate, Chevy Chase Bank.

ASSOCIATE NON-RESIDENT: James B. Winner, president, Winner Advertising.

ASSOCIATE REINSTATEMENT: Robert B. Stanley, investment banker, A.F. Edwards & Sons.

Members as of November 2004: 3,808. Members as of November 2003: 3,938.

Donnelly moved and the board approved retired dues status for 7 members and non-dues status for 1 member.

#### TREASURER'S REPORT

Salant said the Club did better financially in 2004 than in 2003. But he said that's not saying much. He said there are usually many more bookings at the end of the year than were posted this year; bookings are head of 2003 but are not what was budgeted for. He said the Club used proceeds from the building settlement to pay off all debts. He said membership is still down, but the under 34 category is up 12%.

Salant reminded the board that last year it created a committee of the whole for budget approval, but that change in the bylaws was not brought to the general membership for ratification. He moved that, for the purposes of considering the budget, the board form a committee of the whole. Leinwand said she thinks the change must first be submitted to the membership, and Dunham said he agreed. He said the president should have been responsible for putting the proposal on a general membership meeting agenda. He said the best course is to include the proposal in any other proposed changes in the constitution and bylaws. Salant withdrew his motion.

Salant reviewed the budget assumptions and outline, which include recognition of the need to consider funding for the centennial committee ideas, the dues increase that was approved, restoration of dinners for board meetings, keeping the Record distribution the way it is (although there was sentiment at the Budget Committee to change the production method so as to decrease costs). Salant said the Budget Committee unanimously recommended approval of the 2005 budget.

Smith noted that dues account for 30% of the budget, and catering income accounts for 70%. Leinwand noted that pass-through costs have escalated and that the new D.C. stadium tax may cost the Club as much as \$25,000 a year. Salant moved and the board approved the budget.

#### GENERAL MANAGER'S REPORT

Bloom listed upcoming events, including the Dec. 18 children's party, Dec. 21 employee party, Jan. 10 board appreciation dinner, Jan. 11 Vivian awards and Jan. 14 general membership meeting. He said the fitness center has some new equipment and Smith asked that the Record publicize it.

He said that, so far, \$4,000 has been collected for the employee year-end bonus compared to a total collected last year of \$10,000. He said last year, the average payout to employees – based on seniority – was \$255. Leinwand moved and the board approved a motion to provide up to \$20,000, less the total donated by members, for the employee holiday fund.

#### CHAIRMAN'S REPORT

Donnelly said there are conflicting sections in the bylaws that appear to pertain to email voting for board business. He said the official rules ought to state clearly whether email votes may be held and under what circumstances. He said email votes are not a substitute for board meetings but provide a way to follow

up on things that arise at meetings or to handle emergencies. He said there is a record of email votes, so it is not a hidden thing. He said he is against email voting unless there is a backup so people whose computers crash or who are out of the office can participate. Leinwand asked the Constitution and Bylaws Committee to spell out very clearly when email votes can be conducted, how board members must be contacted, and that board members must vote yes, no or abstain.

Donnelly also brought the board up to date on the issue of the NPC signing on to a letter expressing press organizations' concerns about provisions in the intelligence bill. He said he was sorry Cherry was not present to hear his report. Donnelly said the background was that the NPC was invited to sign the letter that expressed concerns about the provisions but that Cherry declined and told the board she was concerned that there would be consequences for NPC members because journalists are not allowed to lobby Congress, according to the rules of the Standing Committee. Donnelly said a letter signed by an organization is not considered lobbying by either the daily press or the periodical galleries. He said an individual officer of an organization who signed such a letter might be in violation of the gallery rules. He said the idea that the NPC as an organization couldn't sign on to a letter about a free press issue is anathema. He provided email correspondence from Jim Drinkard, who said that "No reporter is going to get into trouble with the Standing Committee for defending press freedom as part of a press organization such as the National Press Club. There's precedent for reporters weighing in on matters that affect their ability to do their jobs and upholding the First Amendment. So if you want to add the Press Club's clout to a letter to Congress, it's OK by us." Donnelly said he then asked whether it's OK whether or not a reporter signs it or a reporters' organization signs it, and Drinkard said, "Correct."

Dunham said he also did some checking since last month's meeting. He said everything Donnelly said is correct for the periodical gallery as well. Reporters who weigh in on non-press issues are in danger of losing their credentials.

Bastarache said he is amazed that a group like the NPC would even consider not standing up for freedom of the press. Not to do so, he said, would make the board negligent in its duties.

## BOARD LIAISON AND COMMITTEE REPORTS

Dunham said the 2005 5K will be Sept. 10. He said the '04 race raised \$35,000. Bynum said the holiday bazaar had 18 vendors and a good number of buyers. The Club grossed \$800 on table rentals. She advised continuing the bazaar next year.

(Cherry arrived at this point.)

Leinwand said she and Gallagher visited member Paul Means in the hospital. She said he had a breathing tube and could not talk.

Gallagher said the co-sponsorship task force will have a report in January.

Salant noted that the board previously authorized a political button show in January in conjunction with the U.S. and NPC presidents' inaugurals. He said the proposal was that the button dealers could set up tables in exchange for a donation, but there hasn't been sufficient response yet to proceed.

Salant also said there is a forum scheduled for January that includes a bureau deputy chief and a Washington Post writer who are not Club members. He said next year he will draft a resolution saying that whenever possible, NPC members should be panelists.

Bethel said new members should be invited to luncheon head tables. Cherry said that is the policy. Dunham said former president Larry Lipman recommended that new members be invited to the head table especially around the time dues statements go out. Dunham said the chairs of the Professional Affairs, Forums and other committees will know in advance that NPC members should have precedence in panel slots and that only if there is a serious news reason will non-Club members be on a panel.

## PRESIDENT'S REPORT

Cherry said she met with a representative of XM Radio and agreed to be a content provider for a 1-hour show weekly. It will start in January and probably will initially be newsmaker events. Dunham said the NPC will have control of the content.

## NEW BUSINESS

Salant said the Constitution and Bylaws Committee met and looked at each document in toto, and developed a list of proposed changes to offer to the board. He said it was unfortunate that the committee's intent was thwarted and that the president did nothing to stop it. Cherry said there seemed to be a lot of angst among the board about members seeing board email. She said any member can see anything proposed out of committee or the board except for material in executive session. She said if there is anxiety about members seeing

it, then perhaps it shouldn't be done. She said there were some transmissions that were over the line, but anyone with issues about that should take it up with the person. Bynum said the email in question from former president Clayton Boyce was over the top. She said he specifically pointed out her, Salant and Smith as if they were trying to subvert the entire Club. She said member Christine Dorsey sent out an excellent response to Boyce. She said she told Boyce not to use her name in emails without first calling her. Bethel said she agreed and that Boyce mentioned a lot of people, including her. She said it would be a service to the Club if people could be more professional. Bastarache said the Constitution and Bylaws Committee was just doing what the board asked: review both documents from top to bottom.

Salant said he wanted to offer motions that some of the suggested changes not be formally removed. Some members asked whether that was necessary because none of the changes had been formally offered. Salant said he wanted it on the record. Instead, he offered this motion that the board approved (Cherry abstained): It is the intention of the board that we will not approve any revisions in the constitution and bylaws that takes away members' ability to amend the constitution, write in candidates when there are no declared opponents for a board or officer position and to vote on dues increases.

Salant moved to repeal a section of the proposed new Constitution that would allow non-resident members to vote in Club elections. (He said he was doing this to provide a vote on the issue, which Bastarache has championed. It was Bastarache's last board meeting.) Bastarache said there are 1,000 non-resident members and that to be a national press club, all members should be able to vote. Leinwand clarified that a "no" vote would keep the issue alive. The board voted against the motion except for Cherry, who abstained.

Salant moved to table proposed changes in the constitution and bylaws until March. The board approved; Cherry abstained.

Dunham said he would like the committee to provide written explanation for any proposed changes. Cherry said people should be aware of unintended impacts to any changes. She said there were lots of good arguments for making the Record all electronic or opening the Fourth Estate to non-members, but both had extreme negative impact for certain segments of the Club. She said the board shouldn't do anything to upset the formula that makes the Club successful.

Dunham said his inaugural will be Jan. 22.

Salant moved and the board approved the following resolution:

Whereas Gerald Bastarache has served as a non-voting representative on this board representing affiliate and associate members

Whereas he has been a strong advocate of his constituency, eloquently representing their interests

Whereas his advocacy has led to the Board of Governors taking action to increase the voice of affiliate and associate members in Club affairs

Whereas his involvement with the NPC Record has resulted in an improved publication

Be it resolved that the Board of Governors thanks Gerald Bastarache for his service to the board and to the Club and urges him to remain active in club affairs.

Smith moved and the board approved the minutes of the November meeting.

The next meeting was set for Jan. 14, 2005, after the general membership meeting.

The meeting was adjourned at 8:55 p.m.