

IRE Board Call Minutes
April 29, 2011
11:30 Central

Present on the call were:

Lise Olsen, Alison Young, Sarah Cohen, Andrew Donohue, Lea Thompson, David Cay Johnston, Phil Williams, Rob Cribb, Manny Garcia, Mc Nelly Torres, Leonard Downie Jr., Cheryl Phillips, David Smallman, Mark Horvit and Alan Lynes.

Not in attendance: Aron Pilhofer

In Executive session, the board discussed the possibility of IRE acquiring Document Cloud.

Once back in open session, a motion was made:

“Subject to due diligence and conditioned upon negotiation of a satisfactory form of transaction document and informing the Executive Committee of the board about the final form agreement, supplemental due diligence, and additional information from IRE’s legal advisors, IRE authorizes IRE’s Executive Director to enter into an agreement to acquire Document Cloud.”

Horvit asked for clarification of supplemental due diligence clauses. It was agreed that Horvit would provide final documentation to the Executive Committee, but that no additional approval would be required.

Williams called the question; Phillips seconded the call to vote.

Garcia moved to pass the motion, Williams seconded. The board voted unanimously in favor; board member Aron Pilhofer was not present.

Young explained the procedures for running for board officer positions. She asked board members to declare interest for board committees.

Horvit led a discussion of the draft budget - a purely informational discussion. The budget will be formally presented to the board at the June meeting. Some details of the proposed budget are:

- \$10 increase in membership fees (from \$60 to \$70) – this will yield approximately \$28,000 in additional revenue
- Not recommending a change in the student membership fee (remain at \$25)

- Includes money for a new position, either in the data library or to work on the Website
- IRE Conference fees will remain at \$200
- Includes an across the board salary increase for staff of 3%

Olsen asked if money was built into the budget for technology improvements. Horvit said \$10,000 is included, but that a larger project is not funded and would require a grant or other outside funding.

Thompson asked if the contest could go online under this budget. Horvit explained that the cost for this is relatively small but is not factored into this budget. Thompson said she feels strongly that including money for putting the contest online is important.

Horvit informed the board that a new Resource Center manager had been hired – Lauren Grandestaff. He said she has experience working in the journalism library at the Missouri School of Journalism and with reporters at the Missourian and has experience with social media.

The board then went back into Executive session (Williams moved, Phillips seconded) to discuss compensation for the Executive Director.

The board returned to public session after an executive session to discuss executive director compensation.

Young, speaking on behalf of the board, praised the work of Executive Director Mark Horvit in modernizing and strengthening IRE, especially during difficult economic times. She also noted that the compensation of IRE's executive director is below what other journalism membership organizations pay their chief executives.

Young sought the following motion from the board: The IRE Board of Directors is raising the executive director's compensation by \$6,000 effective July 1, 2011; and raising it by an additional \$4,000 effective Jan. 1, 2012. Motion by Phillips; second by Williams. Discussion ensued with board members individually praising Horvit for his work.

Young sought a motion to adjourn. Motion by Olsen; second by Thompson.

Meeting adjourned.

Respectfully submitted by Alan Lynes, IRE Development Officer

