



BOARD OF DIRECTORS

Margarita de la Vega-Hurtado
Moctesuma Esparza*
Evy Ledesma Galan*
(Treasurer)
Alexis Garcia
Evangeline Griego
Jose Martinez, Jr.*
(Secretary)
Neyda Martinez
Bienvenida Matias*
(Chair)
Frances Negrón-Muntaner*
David Ortiz*
Rick Ramirez
Elaine Romero

*Executive Committee

BOARD OF TRUSTEES

Monica Gil
Nielsen Media Research
Efrain Fuentes
Walt Disney Company
Cynthia Lopez
P.O.V.
Josie Thomas
CBS
David Valdes
Producer
Victoria Westover
The Hanson Institute

EXECUTIVE STAFF

Kathryn F. Galán
Executive Director
Octavio Marin
Signature Programs
Daniel Carrera
Membership Coordinator
Mateo Nagassi
Production Manager

Affiliate Member, NCLR

Board of Directors meeting took place Saturday and Sunday, February 15 – 16, 2003.

Present: Board: George Cisneros, Moctesuma Esparza, Chon Noriega, Frances Negrón-Muntaner, Sandra Perez, Sonia Gonzalez, David Ortiz, Rick Ramirez, Edwin Pagan, Evy Ledesma Galan

Staff: Kathryn Galan, Adam Lopez

Absent: Vangie Griego (family emergency), Cynthia López (on leave, Q1)

Negron called the meeting to order at 11:20 a.m.

Bylaw Amendments: Motion by Perez to accept the amendments to Article III re: Board Duties (*this, and all, attached*); Second by Noriega. Vote: Unanimous

Motion by Noriega to accept amendments to Article IV re: Vice-Chair duties; Negron second. Vote: Unanimous

Discussion on the amendments to Article V, re: Member Chapters, with amendment author Perez and Ramirez noting that language and process is meant to encourage and support chapter formation. Cisneros noted that it is important to establish clear guidelines for the use of the NALIP name and interaction between chapters-in-formation and the National during the approval process. Noriega amended the language to include the Benefits of forming a chapter. Noriega moved to adopt the revised Article V, Section 8; Cisneros second. Vote: Unanimous.

Motion by Perez to accept the new Article X re: Conflict of Interest, with small language changes; Noriega second. Vote: Unanimous.

Motion by Noriega to move language about Member Communication and Chapter formation from a proposed Bylaws Addendum to a Member Handbook, with modifications, to be discussed and voted in later in the meeting; Perez Second. Vote: Unanimous.

Discussion about adding a section to the Bylaws that creates a Board of Advisors and a Board of Trustees which would not take any responsibilities from the Board, but would assist in fundraising, public relations and industry profile. Motion by Cisneros to adopt Article III Section 17 which permits the Board of Directors to create a Board of Advisors; Negron Second. Vote: Unanimous. Motion by Cisneros to adopt Article III Section 18 which permits the Board of Directors to create a Board of Trustees; Negron Second. Vote: Unanimous.

Audit

Motion by Noriega to accept the bid from Ehrenreich, Barmache & Burkholder to perform NALIP's first certified audit for 2002; Perez Second. Vote: Unanimous

Finances & Fundraising

Galan presented the fiscal totals for 2002 -- \$346,391 including a Conference 2002 expenditure of \$181,000, and fundraising targets of \$435,000 for 2003 based upon a draft 2003 budget and strategic signature programs, including the Latino Writer's Lab in New York, March 14 – 16, a Latino Media Resource Guide to go on-line and be published in Summer, a Latino Producers' Academy™ to be established for 30 producers in August, and a

Mentorship Program with Hollywood television show-runners. Ideas for curriculum, strategic partners and sponsors were suggested to staff, followed by a review of a draft Cash Flow for the organization to fund operations and programs.

The Board called an Executive Session to discuss the draft 2003 budget. When staff was asked to return, motion by Noriega to accept the Draft 2003 budget with certain revisions (*attached*); Perez second. Vote: Unanimous.

Motion by Noriega to remove the "Running Total" mid-year budget column from the Organizational Budget report, and to amend the Conference 2002 Budget per Galan's recommendation; Negrón second. Discussion from Esparza to carry a new accounting column for 2002 Advocacy dues to NLMC not yet paid as a payable in 2003. Vote, with amendments: Unanimous.

Secretary Position:

Gonzalez elected as Board secretary for 2003.

Board of Advisors/Board of Trustees

Discussion was held about potential candidates for each Board, with Trustees being held responsible for advancing the mission of the organization by committing to donate or raise a minimum \$10,000 each year. Staff was directed to draft Letters of Invitation for review by Negrón and Esparza, and to be forwarded by Board members to the candidates under their signature.

Membership Handbook

Discussion was held about the elements of a Member Handbook which would set forth NALIP's communication policy with membership, and which would detail the process for members organizing as a chapter or affinity group, what each chapter-in-formation would receive from National, how to access program funds, etc.

Motion by Perez to accept the initial Member/Chapter Handbook (*attached*) for a period of two years, which includes giving each Chapter a web page at www.nalip.org, \$250 in start-up fees to cover incidental marketing/internet/ mixer costs, access to programmatic funds, use of the NALIP name and not-for-profit status, and Waiving the annual chapter fee, all to be revisited in 2 years; Negrón Second. Vote: Unanimous

Motion by Perez that there was no need to re-examine how Board members are nominated and elected, per the current bylaws, in order to make specific reference to Chapter representatives on the Board; Esparza second. Vote: Unanimous.

Motion by Negrón that Programmatic Funds will continue to be made available to all members who make written requests. Chapters are encouraged to apply, as the scope of benefit to members is evaluated in making these distributions; matching requests will continue to have high priority and applications are to be made quarterly. Pagan second. Vote: Unanimous.

Discussion about the draft Criteria for approving chapters, and Guidelines for Forming Chapters. All Chapters will need to complete the application process, including existing Chapters, but the approval process will be waved for those already operating and meeting the criteria set forth in the Bylaws.

Motion by Perez to incorporate the draft language in the Member/Chapter Handbook; Ortiz second. Vote: Unanimous.

Conference 2002/Conference V

Cisneros reported on the San Antonio Conference in detail, referencing the history of our Conferences, the requests coming out of the La Jolla Third conference, and the goals met by the Fourth Conference. He asked that NALIP create a Certificate of Appreciation for the many volunteers (47 in Texas) who make the Conference run smoothly.

Negrón asked for reports on the Souvenir Program production, and how that process can be improved; and on the award to Elizabeth Avellan. She recommended that Gala awards in the future remain with industry and advocacy pioneers. Perez recommended that we strive to utilize media more successfully, both as a promotional tool for NALIP year-round and at the Conference. Staff will investigate commissioning a promotional reel. A. Lopez suggested compiling transcripts and handouts from Conferences and Workshops into a package, available on-line and in a library for students.

Motion by Esparza to site Conference V in Santa Barbara with an option to make it our permanent Conference location; Perez Second. Discussion by Gonzalez and Esparza about the lack of

direct flights from the East and Midwest, and how our budget and scholarship funds would need to reflect our assisting with transportation. Perez suggested working the SBVCB to improve transportation options and issues. However, the consensus was that Santa Barbara was a cost-effective option for attracting speakers and instructors, plus a large portion of membership in the West that can drive; it offers an opportunity to grow the Conference into a 400-600 person event; it offers an opportunity to develop a relationship with the tourism bureau which will benefit membership, in the long run; it is a location convenient to industry representatives that membership *wants* at the Conference, and it is easier on a Southern California staff. Accepting an assumption that NALIP may make this a permanent site does not preclude careful re-examination and member input after Conference V, before making a final determination Vote: Unanimous.

Motion by Negron to negotiate with local hotels for February 19 – 22, 2004 for Conference V; Ortiz second. Vote: Unanimous.

Advocacy

Esparza reported on a January retreat with NHMC, LULAC Chair Hector Flores and members of the Congressional Hispanic Congress to increase effectiveness of their members in government around media and communications issues. Efforts are being made to call for congressional hearings in Hollywood about the Nielsen rating system, and lack of diversity in the talent agencies, management companies and cable networks.

Esparza also indicated that, per the Strategic Plan, it was now time to investigate starting a Political Action committee like other professional organizations, and staff was directed to do so. For the future, he suggested we investigate a deeper relationship with FIPCA so members can access international co-production funds with Spanish-language nations. His invitation to the Cuban Film Festival this year indicated that NALIP members may be invited in future years.

RELATIONS TO OTHER MEDIA GROUPS

Ramirez reported on the Los Angeles sister organization Latino Education and Media Institute, which has excellent relationships with industry and which has provided professional development programs for Latinos in southern California. Motion by Esparza that staff enter into an exploratory conversation with Board Chair Bel Hernandez, and to report back in 30 days. Ortiz second. Vote: Unanimous.

Motion by Esparza to start a conversation with NCLR and NOSOTROS about working out a collaboration to provide them a presence within the Latino Producing and Entertainment Community at the ALMA awards show. Negron second. Vote: Unanimous.

CONFERENCE V THEMES

Discussion led by Negron who, until another chair can be found, will lead an early Conference Committee. Efforts to be made to evolve the Conference into a more productive experience for mid-career and market-focused members. "Taking Charge" was a potential theme, encouraging a movement beyond pre-professional track by laying the groundwork for the mid-career producer. Ramirez made recommendations for opening up the schedule to provide for more networking. The format should not just be about 'being talked to,' but encourage more intimate interactions.

Esparza listed the 7 network television shows, 3 broadcasters and 14 feature film production companies by, for and about Latinos – something which didn't and couldn't exist when NALIP was first founded. A tremendous change in the media landscape, and invitation to continue the progress.

EXECUTIVE COMMITTEE

Shall be comprised of Chair Negron, Vice-Chair Perez, Treasurer Noriega, Secretary Gonzalez and members-at-large Cisneros and Esparza. Cisneros has asked for a leave of absence Q3 & Q4-2003, similar to Lopez's Q1-2003.

CONFERENCE COMMITTEE

Bienvenida Matias, Negron as Interim Chair, Ortiz, Pagan, possibly Ramirez.

FUNDRAISING COMMITTEE

Perez as Chair, Ledesma Galan, Cisneros, C. Lopez, Noriega

MEMBERSHIP & PROGRAMS COMMITTEE

Gonzalez as Chair, Ortiz, Bernardo Ruiz, A. Lopez from staff, perhaps Griego.

COMMUNICATIONS

Chair Pagan reported on design concurrence progress since Strategic Plan Retreat, and Juan Carlos Perez proposal for pro bono evaluation of our logo/design needs. Pagan to email Branding questionnaire to Board for input.

Website needs to be brought 'up to code.' Pagan asked to develop a workplan, with staff, to implement design changes, work with current webmaster, put out rfp for future webmaster, and start intranet negotiations per proposal. Perez offered fundraising suggestions to finance these endeavors.

ScreenShot discussed as better for a quarterly eZine publication with updates from the field, with time-sensitive eBlasts returning to straight email format from staff. Perez encouraged staff to develop initiatives which drive members to the website for information and opportunities.

NEW BUSINESS

Cisneros asked staff to examine the charging policy of Free Conference Call.com.

Perez moved to have Cisneros explore a relationship between NALIP and the National Coalition Against Censorship, and report back at the next Board call; Ledesma Galan second. Vote: Unanimous.

NEXT MEETINGS

Board Call: April 4

Board Meeting: mid-July, New York City.

Minutes submitted by Kathryn Galan, NALIP Executive Director.