

SPJ Proposed Bylaws Amendments 2021

Contents

Proposal A: Housekeeping Amendments	2
Proposal B: Campus Chapter Advisers	4
Proposal C: Nominations Deadline.....	5
Proposal D: Fellows	6
Proposal E: Society Officers	7
Proposal F: SPJ Communities.....	10

Proposal A: Housekeeping Amendments

FOREWORD

The Society of Professional Journalists was founded at DePauw University, Greencastle, Indiana, on April 17, 1909, as Sigma Delta Chi, an honorary journalistic fraternity. Its growth was along professional lines, and by action of the National Convention at Columbia, Missouri, in 1916, it was established as a professional journalistic organization.

~~NOTE: Sections marked (TR) are included in and form a part of the legal agreement between the Society and trustees of the Quill Endowment Fund.~~

PREAMBLE

We do hereby establish and ordain these bylaws of the Society of Professional Journalists, which seeks to unite journalists of talent, truth and energy in good fellowship; to assist the members in living up to the noblest principles of journalism; and to advance the standards of journalism by: ~~TAKING ACTION~~ ~~action~~ to help safeguard First Amendment guarantees and ensure freedom of information, FOSTERING adherence to a code of ethical principles, CREATING opportunities for professional development, ENCOURAGING diversity in coverage and staffing at all levels of the profession, thus increasing journalism's value as a democratic institution.

ARTICLE ONE

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Section Two. The Society is an organization of persons who are ~~or have been~~ engaged in directing the editorial policy or editing and preparing news and editorial content of independent news media products,, students engaged in the study of these skills, and journalism educators.

ARTICLE FOUR

Membership

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Institutional

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Institutional membership shall be available ~~at the national level and an institutional member may support one or more chapters~~, subject to policies established by the national board of directors. Candidates for institutional membership shall be approved by the Society's executive director.

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Proposal B: Campus Chapter Advisers

Article Five

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Campus Chapter Adviser Role in Governance

Section Eighteen. Each campus chapter shall have a chapter adviser who shall be recognized as the representative of the board of directors and the Society. ~~The chapter adviser shall be elected annually by the chapter or by the chapter's board of directors, according to local bylaws.~~ The adviser shall be chosen from among the professional members of the Society.

Section Nineteen. The chapter adviser shall ~~be charged with the duties of attending chapter meetings regularly, of acting as adviser to the chapter at all times, and of providing assist the chapter~~ whenever possible, ~~to find~~ a permanent place of safekeeping for the ~~books,~~ documents and records of the chapter and its officers.

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Commented [RSB1]: The model chapter bylaws say the following:
CHAPTER ADVISER — The chapter Adviser must be a professional member in good standing of the national Society. S/he shall be recognized as the representative of the national Society and shall oversee all activities of the chapter membership and make recommendations as s/he believes necessary, but will have no vote. The adviser shall be charged with the duties of attending meetings regularly and of providing, whenever possible, a permanent place of safekeeping for the books, documents and records of the chapter and its officers.
The chapter Adviser shall be chosen annually by [members of the chapter in good standing /the Board of Directors] and may serve an unlimited number of terms.

Proposal C: Nominations Deadline

ARTICLE NINE

Elections

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Section Six. Any member of the Society in good standing may nominate a candidate or candidates to run against candidates submitted pursuant to Section Three. Nominations must be received by the president no later than ~~5 days~~ six weeks before the start of balloting, and must include a statement of the candidate's qualifications to hold the office for which s/he has been nominated. Upon verification that a candidate nominated in this way is a member of the Society in good standing, is qualified to hold the office for which s/he is being nominated, and is willing to serve if elected, the board of directors immediately shall publish the names of candidates and their qualifications by the same method used pursuant to Section Four.

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Proposal D: Fellows

ARTICLE FOUR

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Fellow

Section Seven. ...

~~No more than three Fellows may be elected each year.~~ Election shall be by the board of directors. Nominations for Fellows may be made by any chapter or member, and it shall be up to the board of directors to solicit nominations.

A person elected to Fellowship who is not a member shall be initiated by the chapter designated by the board of directors, and the normal initiation requirements are waived in such instances. ~~Dues are waived for one year.~~

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Proposal E: Society Officers

ARTICLE SIX

Society Officers

Section One. The Society's officers shall be a president, a ~~president elect~~vice president and a secretary-treasurer.

Section Two. The officers shall be elected in accordance with procedures established in Article Nine of these bylaws, and shall hold office between successive ~~annual national conventions~~ elections.

Section Three. To serve as president or ~~president elect~~vice president a person must be a member in good standing of the Society and must previously have served as a member of the board of directors, or the board of the Society of Professional Journalists Foundation, been the chair of a national committee, or president of a professional chapter or community and also been or is a member of a national committee.

Section Four. ~~A Vacancy~~ vacancy in ~~any the~~ office, ~~except those of president and president elect,~~ of vice president or secretary-treasurer shall be filled by the board of directors with an appointee who meets the qualifications established by these bylaws. Should vacancies occur in both top offices, the board shall designate one of the elected directors to serve as acting president until the next ~~convention~~election, when ~~elections~~ votes will be held to fill both offices.

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Section Six. The ~~president elect~~vice president shall succeed to the office of the president at the end of the president's term, ~~or in~~ in the event of a vacancy in the presidency, and the vice president shall serve in the president's absence or incapacity, and shall ascend to the presidency after serving the unexpired portion of the previous president's term.

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ARTICLE SEVEN

Board of Directors

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Section Four. Any at-large or appointed director vacancy shall be filled by vote of the

remaining members of the board of directors. If the position so filled is of an elected member, the replacement member of the board shall serve until the next ~~convention~~election, at which time an ~~election~~vote will be held to fill the unexpired portion, if any, of the term for which the predecessor was elected. If the position so filled is of an appointed member, the replacement member of the board shall serve the unexpired portion of the term for which the predecessor was appointed.

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ARTICLE EIGHT

Regional Coordinators

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Section Five. Any regional coordinator vacancy shall be filled by vote of the board of directors. The replacement regional coordinator shall serve until the next ~~convention~~election, at which time an ~~election~~vote will be held to fill the unexpired portion, if any, of the term for which the predecessor was elected.

Section Six. The regional coordinators shall be responsible for organizing, guiding and supervising, and stimulating the activity of each chapter in their regions. ~~Each regional coordinator shall appoint a student member as a regional assistant for campus affairs. The latter shall advise the regional coordinator on campus problems and activities, shall act in a liaison capacity with campus chapters in developing programs, and shall assist the regional coordinator in any other ways desired or requested.~~

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ARTICLE NINE

Elections

Section One. There shall be an election annually at the convention or, if no convention is scheduled, during the fourth week of September, to elect the Society's ~~president~~president and ~~vice~~secretary-treasurer, and to fill the positions of elected at-large directors and regional coordinators whose terms are expiring.

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ARTICLE TWELVE

Executive Director

Section One. An executive director shall be chosen by the board of directors to head the national headquarters. The executive director shall carry out the policies set forth by the convention, president and board of directors. The executive director shall be in general charge of the activities of the Society; supervise the relationship of the chapters with the national headquarters; collect dues; care for Society funds and pay them out as ordered on proper voucher; keep complete accounts; and report to the president and board of directors. It shall be the duty of the executive director to enforce compliance with the bylaws by chapters and members, to encourage growth and expansion, and to assist the president and ~~president elect~~vice president in originating dynamic programs in cooperation with regional ~~directors coordinators and the vice president for campus chapter affairs~~. The executive director shall help plan regional conferences on professional subjects and shall officially represent the Society whenever necessary.

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Proposal F: SPJ Communities

Section Seven....

~~No more than three Fellows may be elected each year.~~ Election shall be by the board of directors. Nominations for Fellows may be made by any chapter, [community](#) or member, and it shall be up to the board of directors to solicit nominations.

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A person elected to Fellowship who is not a member shall be initiated by the chapter [or community](#) designated by the board of directors, and the normal initiation requirements are waived in such instances. ~~Dues are waived for one year.~~

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Associate

Section Nine. Associates shall not vote, hold national, ~~or~~ chapter [or community](#) office, be delegates to the national convention, nor be counted in determining the voting strength of a chapter [or community](#) as defined under Article Ten, Section Three.

ARTICLE FIVE

Establishment and Operation of Chapters [and Communities](#)

Professional

Section One. A professional chapter may be established by twenty (20) or more professional members of the Society living or employed in any area, but no more than one professional chapter may be established in any one city. It is further provided that professional chapters may be established in locales outside the United States.

[Section Two. A community may be established by twenty \(20\) or more professional members of the Society who share a common professional interest, regardless of geographic location, subject to review by the board of directors to ensure that the focus of the proposed community does not overlap with that of any existing community.](#)

[Section Three.](#) National headquarters will bill professional members for ~~both~~ national, ~~and~~ chapter [and/or community](#) dues.

Section ~~Two~~[Four](#). Upon presentation of a formal petition and completion of established requirements, a group or organization of journalists may be granted a charter by the board of directors or the national convention as a professional chapter [or community](#) of the Society. Charters of professional chapters [and communities](#) shall be granted upon

approval by a majority vote of the board of directors or by a majority vote of the delegates to a national convention.

Section ~~Three~~Five. A student may join a professional chapter or community if the professional chapter or community admits students to membership and the student maintains membership in a campus chapter or the student attends an institution that does not have a campus chapter and is not served by a city-wide or area-wide student chapter. (See Article Five, Section ~~Eight~~Ten)

A student who maintains membership in a campus chapter and a professional chapter or community will be considered a member of the campus chapter for purposes of Article Nine, Section Eight and Article Ten, Section Three.

Section ~~Four~~Six. A professional chapter or community may initiate candidates to professional or student membership, provided that the candidates meet all requirements of the bylaws of the Society.

Section ~~Five~~Seven. Each professional chapter and community shall submit an annual report to national headquarters in which it reviews its activities and accomplishments for the year, and details its completion of minimum requirements of chapters and communities as spelled out by the board of directors.

Campus

Section ~~Six~~Eight. Upon presentation of a formal petition and completion of established requirements, a group or organization of students may be granted a charter by the board of directors as a campus chapter of the Society.

Section ~~Seven~~Nine. A campus chapter may be established at any four-year or two-year university or college that has a school or department of journalism, or that offers courses of study relevant to the scope of the Society as defined in Article One, Section Two.

Section ~~Eight~~Ten. City- or area-wide campus chapters may be established by four-year and two-year universities or colleges within a radius of 75 miles, provided that at least one university or college involved has a school or department of journalism or offers courses of study relevant to the scope of the Society as defined in Article One, Section Two.

Governance

Section ~~Nine~~Eleven. Each campus and professional chapter and community shall have as officers a president, a president-elect or vice president, a secretary, and a treasurer or a secretary-treasurer. These officers shall be elected annually, according to local chapter/community bylaws. In addition, each chapter/community shall designate one of its officers or members to be a headquarters and a Quill correspondent, whose duty it shall be to report local activities to the national headquarters and Quill magazine, and

shall appoint such committees and officers as may be recommended by the national board of directors to fulfill specific missions or projects of the Society. Each campus and professional chapter, and community shall maintain and submit to headquarters annually ~~chapter~~ bylaws that are consistent with these national bylaws.

Section ~~Ten~~Twelve. The president and vice president or president-elect of the chapter/community shall perform such duties as usually are performed by such officers. In addition, they shall perform those duties imposed elsewhere in the bylaws of the Society.

Section ~~Eleven~~Thirteen. The secretary or secretary-treasurer shall carry on correspondence with the executive director of the Society, notifying the executive director immediately of chapter/community elections for officers and campus chapter advisers, furnishing all necessary records and reports relating to enrollment of members, and transmitting all monies ~~on proper forms in the manner prescribed by the national headquarters~~. The chapter/community secretary shall inform the Society as to the condition of the chapter/community. The secretary shall maintain and keep up to date the chapter/community membership book-roll and keep careful records of the proceedings of all meetings ~~of the chapter~~.

Section ~~Twelve~~Fourteen. The treasurer or secretary-treasurer shall have charge of all monies of the chapter/community, and shall disburse funds upon proper authorization of the chapter's/community's officers. The treasurer shall keep records of all of~~in~~ the chapter's/community's ~~treasurer's book a record of all~~ receipts, disbursements and balances. The treasurer shall authenticate all remittances sent by the chapter/community secretary to the executive director of the Society and shall make prompt and proper report upon the financial condition of the chapter /community as requested by the executive director of the Society. The treasurer shall produce all financial records of the chapter/community for inspection on demand by the executive director, any national officer or, in the case of a chapter, the regional director-coordinator from the region in which the chapter is located.

Section ~~Thirteen~~Fifteen. For failure to meet financial obligations or otherwise to conduct itself according to the bylaws or policies adopted by the board of directors or the national convention, a chapter/community may be declared probationary, inactive or have its charter revoked by majority vote of the board of directors. Any such decision may be appealed to the full convention under the written charter revocation and probation policies of the board of directors.

Section ~~Fourteen~~Sixteen. Each member of the Society in good standing who is a member of at least one chapter or community shall have a designated home chapter/community. Upon initiation, the national headquarters shall attempt to ascertain whether the new member prefers to be affiliated with a chapter or a community. If the new member was initiated by a chapter or community, the ~~The~~ member's home chapter/community initially shall be the chapter/community in which s/he was initiated ~~determined on the basis of the postal address used by the Society to communicate with the member, or the~~

chapter/community of which s/he is a member. ~~If the new member was not initiated by, and has not affiliated with, a chapter or community, the new member shall be designated as unaffiliated in a region on the basis of the postal address used by the Society to communicate with the member.~~ A member of the Society who is a member of two or more chapters or communities may elect among those chapters and communities the one that will be his or her home chapter or community by notifying the Society in writing of the election. For purposes of apportioning delegates each year to the national convention, the Society must receive notice of the member's election before June 1. (See Section ~~ThreeFive~~, above, Article Ten, Section Three).

Section ~~Fifteen~~Seventeen. The national headquarters annually shall determine the status of all SPJ chapters and communities, with the assistance of the national board of directors. This process shall be completed in time for certification of delegates to the national convention. Chapters and communities shall be notified of their status at least 60 days prior to the convention and shall have 30 days to bring themselves into active ~~---~~ good standing status.

Section ~~Sixteen~~SixteenEighteen. As part of the process of certifying chapter/community membership for purposes of apportioning delegates to the national convention, the national headquarters shall determine whether each SPJ member in the region is or is not counted as a member of any SPJ chapter within or outside the region or as a member of a community, and establish the total number of SPJ members living in each region who are not counted as members of any SPJ chapter within or outside the region or any community.

Section ~~Seventeen~~SeventeenNineteen. Upon the decision to terminate any professional or campus chapter or community, whether by dissolution, disbandment, revocation pursuant to Section ~~Thirteen-Fifteen~~ of this Article, or otherwise, the chapter or community governing body may direct distribution of any remaining funds in the following ways: in the case of a chapter, any remaining chapter funds shall be distributed to another adjoining active Society ~~c~~Chapter then in good standing, or in the case of a community to another active community then in good standing; to the Society; or to the Society of Professional Journalists Foundation, ~~as directed by the chapter's governing body, or, in~~ In the absence of action of the local chapter/community board within 60 days of termination, the national board of directors shall choose from among the same destinations. -

ARTICLE SEVEN

Board of Directors

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Section Four. Any at-large or appointed director vacancy shall be filled by vote of the remaining members of the board of directors. If the position so filled is of an elected

member, the replacement member of the board shall serve until the next ~~convention~~election, at which time ~~an election~~ vote will be held to fill the unexpired portion, if any, of the term for which the predecessor was elected. If the position so filled is of an appointed member, the replacement member of the board shall serve the unexpired portion of the term for which the predecessor was appointed.

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Section Five. The board of directors shall encourage and assist professional chapters and communities in carrying on activities of a professional nature in furtherance of the Society's aims and to enhance and strengthen the professional aspects of journalism.

ARTICLE TEN

Convention

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Section Two. The convention shall be composed of delegates or representatives from each chapter and community, delegates chosen in each region by SPJ members residing in the region who are not counted among the members of any SPJ chapter within or outside the region or any community, the national officers and at-large directors.

Section Three. The Board of Directors shall establish a procedure and timetable for the selection of regional delegates. In the event that the number of potential delegates exceeds the number of convention votes assigned to the region, the national headquarters staff shall conduct a ballot among SPJ members living in each region not counted as members of any SPJ chapter within or outside the region or any community to elect their delegates.

Section Four. In the convention, each professional and campus chapter and each community considered as active in good standing shall have one vote for each 50 members or fraction thereof. Each region shall have one vote for each 50 members or fraction thereof, who reside in the region and are not counted among the members of any SPJ chapter within or outside the region or any community. Voting must be done by accredited delegates or their accredited alternate delegates present on the floor of the convention. Delegates cannot vote by proxy. National officers and members of the board of directors who are not delegates may not vote. In case of a tie, the presiding officer shall cast the deciding vote. Representatives of chapters or communities who are not accredited as delegates may not vote.

ARTICLE TWELVE

Executive Director

Section One. An executive director shall be chosen by the board of directors to head the

national headquarters. The executive director shall carry out the policies set forth by the convention, president and board of directors. The executive director shall be in general charge of the activities of the Society; supervise the relationship of the chapters with the national headquarters; collect dues; care for Society funds and pay them out as ordered on proper voucher; keep complete accounts; and report to the president and board of directors. It shall be the duty of the executive director to enforce compliance with the bylaws by chapters, [communities](#) and members, to encourage growth and expansion, and to assist the president and ~~president elect~~ [vice president](#) in originating dynamic programs in cooperation with regional ~~directors coordinators and the vice president for campus chapter affairs~~. The executive director shall help plan regional conferences on professional subjects and shall officially represent the Society whenever necessary.

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ARTICLE FOURTEEN

Amendment

Section One. These bylaws may be amended by referendum or at convention as hereinafter provided.

a. By a majority of votes cast in convention sessions, provided that the proposal to amend and the exact wording of the amendment shall have been submitted to all ~~members~~ [chapters](#) not less than sixty days prior to the opening date of the convention and provided that the proposal shall have been originated by convention, the board of directors, or by a minimum of ten chapters [and/or communities](#) in the manner set forth in part (b) hereof. Proposed bylaw amendments may be amended by the convention, provided that (1) such convention amendment is approved by two-thirds of delegates voting and (2) the convention amendment does not change or add to the general subject matter of the proposed bylaw amendment. The provisions of (2) shall be enforced by the presiding officer, whose ruling may be appealed to the convention and may be overturned by a two-thirds vote of all delegates.

b. By a majority vote, as calculated under Article Ten, Section Three of these bylaws, of all chapters [and communities](#) in good standing voting upon referendum ballot, provided that more than fifty percent of the certified vote is cast. The board of directors shall specify the limits during which ballots may be cast and counted, except that this period shall not be less than sixty days.

c. Proposals to amend by referendum may be originated by convention where a majority favorable vote shall be necessary to send the proposal to referendum or by the board of directors upon majority vote of the members, or by a minimum of ten chapters [and/or communities](#) by certifying to the executive director of the Society that such proposal has been endorsed by a majority vote of the board of each chapter [or community](#).

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ATTACHMENT A: SPJ Proposed Bylaws Amendments 2021