

ARTICLE SIX

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Society Officers

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

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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.

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Section Three. To serve as president or president-elect 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 Sigma Delta Chi Foundation, or been the chair of a national committee, a professional chapter or community president who also has been or is a member of a national committee.

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Section Four. Vacancy in any office, except those of president and president-elect, shall be filled by the board of directors. 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, when elections will be held to fill both offices.

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Section Five. The president shall be the chief executive of the organization and shall preside at the convention. The president shall have charge of the relations of the organization with other organizations and shall have the usual powers and duties of a president in accordance with the spirit of the bylaws. The president shall have authority to require a report from any chapter or national or chapter officer of the organization at any time. The president is authorized to appoint and assign duties to committees that the president deems necessary.

Section Six. The president-elect shall succeed to the office of the president at the end of the president's term or in the event of a vacancy in the presidency, and shall serve in the president's absence or incapacity.

Section Seven. The secretary-treasurer shall be responsible for overseeing an accounting of all receipts and disbursements, assets and liabilities, and shall report to the president, to the board of directors, or to the convention when requested.

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Section Seven. The vice president for campus chapter affairs shall be the adviser to the president and the board of directors on matters pertaining to campus chapter affairs. -
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ARTICLE SEVEN

Board of Directors

Section One. The board of directors shall be composed of the national officers, four

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directors to be elected at large to serve staggered terms of two years, and two directors, who may be members or non-members of the Society, appointed by vote of the officers and elected at-large directors to serve terms of one year, or until their successors have been appointed. In any year during which no student or academic institution faculty member is serving as an officer or at-large director, the officers and at-large directors shall appoint a student or faculty member to serve as an appointed director.

Section Two. The board of directors shall determine the boundaries for regions.

Section Three. The board of directors shall be the executive body of the Society and shall have the responsibility of maintaining the fiscal integrity of the Society by keeping it financially solvent. The board of directors is authorized to appoint and assign duties to committees that it deems necessary. It shall determine its own written rules of procedure, including procedures for selecting appointed directors, but its acts shall be reported to the convention.

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, at which time an election 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.

Section Five. The board of directors shall encourage and assist professional chapters 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.

Section Six. The board of directors may declare any national office or the position of any director vacant if the board determines the incumbent has failed to perform the duties of the office or no longer meets the qualifications for the office. Such action shall require approval of two-thirds of the members of the board. Any elected person whose removal will be considered shall be notified in writing 14 days in advance that the board may take such action. The national board shall notify all campus and professional chapters of that meeting 14 days in advance.

Section Seven. The board of directors will meet at least annually; additional meetings may be scheduled at the call of the President or of a majority of the members of the board.

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Section Seven. The student members at-large shall be elected to one-year terms. The professional members at-large and the campus advisers at-large shall be elected to two-year terms. The terms of the at-large members shall be staggered so one in each category is elected each year. .
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Section Ten. The regional directors (members of the board) shall be responsible for organizing, guiding and supervising, and stimulating the activity of each chapter in their regions. Each regional director shall appoint a student member (... [1])
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ARTICLE EIGHT

Regional coordinators

Section One. Regional coordinators shall be elected by members of the Society from their respective regions pursuant to Article Nine of these bylaws.

Section Two. Regional coordinators shall be elected to two-year terms. Elections shall be staggered so that terms of approximately half the regional coordinators expire each year.

Section Three. No person shall serve as a regional coordinator for more than six months in which s/he does not live in the region that s/he has been elected or appointed to serve.

Section Four. The board of directors may declare any regional coordinator position vacant if the board determines the incumbent has failed to perform the duties of the office or no longer meets the qualifications for the office. Such action shall require approval of two-thirds of the members of the board. Any regional coordinator whose removal will be considered shall be notified in writing 14 days in advance that the board may take such action. The national board shall notify all campus and professional chapters in the region affected of that meeting 14 days in advance.

Section Five. 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.

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-elect, secretary-treasurer, and to fill the positions of elected at-large directors and regional coordinators whose terms are expiring.

Section Two. There shall be established a Nominating Committee as a standing committee chaired by a member of the Society who is not an officer or at-large member of the board and is appointed by the president. The Nominating Committee is responsible for recruiting and screening nominees who wish to be elected officers or at-large directors, recommending individuals to serve as appointed directors, and recruiting and screening nominees who wish to be elected regional coordinators.

Section Three. No later than April 1 the Nominating Committee shall forward to the

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Section One. The executive committee shall consist of the officers , the immediate past president and two directors chosen annually by the board of directors. ..
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Section Two. The executive committee shall possess and may exercise all of the power of the board of directors while the board is not in session, except to the extent, if any, that such authority shall be limited by action of the board, and except that the executive committee shall not have the authority of the board of directors to: .. [4]
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board of directors and executive director a ~~list~~ of qualified candidates for each officer, director ~~and regional coordinator~~ position to be filled.

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Section Four. No later than July 1 the board of directors shall publish the ~~names~~ and qualifications ~~of candidates~~ for ~~elective office and for at-large director and regional coordinator positions~~ to the Society's membership.

Section Five. National staff and officers will do everything feasible to facilitate interactive forums online for each candidate ~~to respond to members' comments and questions~~.

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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 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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Section Seven. The election shall be conducted electronically by secret ballot beginning at the end of the opening business meeting of the convention and ending one hour before the start of the final business meeting of the convention. In a year when no convention is scheduled, balloting will begin at 12:01 a.m. Eastern Time on a date in the fourth week of September set by the board of directors and balloting shall remain open for at least 48 hours. Ballots shall be cast using a system established by the executive director with the approval of the board of directors.

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Section Eight. All members of the Society in good standing at the date and time balloting begins are eligible to vote for officers and at-large directors.

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Section Nine. Each member of the Society in good standing may vote in the election for the regional ~~coordinator~~ representing his or her home region. The member's home region shall be determined on the basis of the postal address used by the Society to communicate with the member. If a member of the Society is a member of two or more chapters in different regions, the member may choose the region in which s/he will vote for regional ~~coordinator~~, by notifying the Society in writing no later than 30 days before balloting begins of where s/he intends to vote.

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Section Ten. A committee appointed by the president shall count the ballots and report the results of the election to the membership at the final business meeting of the convention. In a year when no convention is scheduled, the committee shall report the results to the board of directors no later than eight hours after balloting is closed, and the board shall immediately publish the outcome of the election to the membership.

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ARTICLE NINE A

Transition to new governance structure

Section One. Officers

Paragraph A. In addition to the officers identified in Article Six, Section One, there shall be a vice-president for campus chapter affairs.

Paragraph B. The vice-president for campus chapter affairs shall be the adviser to the president and the board of directors on matters pertaining to campus chapter affairs.

Paragraph C. The incumbent when these bylaws take effect shall serve the remainder of the term to which s/he was elected, and at the end of that term the position of vice-president for campus chapter affairs shall be abolished.

Section Two. Board of Directors

Paragraph A. In addition to directors identified in Article Seven, Section One as members of the board of directors, each at-large director, campus adviser at-large, regional director and student member at-large elected prior to the date on which these bylaws take effect shall serve the remainder of the term to which that director was elected.

Paragraph B. In the first election after these bylaws take effect, the membership shall elect two at-large director who will server terms of one year, and two who will serve terms of two years.

Section Three. Executive Committee

Paragraph A. The executive committee shall consist of the officers and two directors chosen annually by the board of directors.

Paragraph B. The executive committee shall possess and may exercise all of the power of the board of directors while the board is not in session, except to the extent, if any, that such authority shall be limited by action of the board, and except that the executive committee shall not have the authority of the board of directors to:

- declare a board office vacant.
- effect the sale, lease or other disposition of all or substantially all of the property and assets of the Society.
- hire or fire the executive director.

Paragraph C. The executive committee will meet at the call of the president or of a majority of the members of the committee.

Paragraph D. The Executive Committee shall be abolished at the date and time when balloting pursuant to Article Nine, Section Seven begins two years after the date on which these bylaws take effect.

Section Four. Without the need for further action by delegates at a convention, this Article shall be repealed at the date and time when balloting pursuant to Article Nine, Section Seven begins.

ARTICLE TEN

Convention

Section One. The convention shall be the supreme legislative body of the organization. It shall be held at least biennially at a time and place designated by the board of directors.

Section Two. The convention shall be composed of delegates or representatives from each chapter, 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, 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 to elect their delegates.

Section Four. In the convention, each professional and campus chapter 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. 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 who are not accredited as delegates may not vote.

Section Five. A convention quorum is present when delegates or alternates with authority to cast at least half of the delegate votes apportioned according to Article Ten, Section Three, are on the convention floor.

Section Six. All enactments of the convention shall become effective immediately unless otherwise specified.

Section Seven. Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws.

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