

SPJ Board of Directors Meeting Minutes

SPJ Board of Directors Meeting Minutes

SPJ April 27, 2002

April 27, 2002 - Indianapolis, IN

Meeting Date: April 27, 2002

Meeting Place: Eugene S. Pulliam National Journalism Center in Indianapolis, Indiana.

Roll Call:

Board Members Present: 27

Al Cross,
Robert Leger
Gordon "Mac" McKerral
Ray Marcano
Jim Highland
Jim Parker
Jamie Gonzales
Brian Joseph
Elizabeth Bienvenu
Robyn Eoff
David Carlson
Irwin Gratz
Holly Fisher
Bruce Cadwallader
Vicky Katz Whitaker
Dave Aeikens
Patrick Dobson
Todd Gillman
Jay Evensen
Steve Maynard
Mark Scarp
Frank Gibson
Georgiana Vines
Steve Geimann
Howard Dubin
Paul McMasters
Roger Whitaker, husband of Vicky Katz Whitaker.

Board Members Absent:

Staff Members Present: 11

Executive Director Terry Harper
Deputy Executive Director Julie Grimes
Director of Finance Catherine Davis
Quill Editor Jeff Mohl
Communications and Marketing Director Sarah Shrode
Education and Programs Director Tammi Hughes
Awards Coordinator Bobby Deckard
Membership Manager Lynn Nerz
Web Fellow Ben Everson
Programs Coordinator Carrie Copeland

MEETING CALLED TO ORDER

With President Al Cross presiding, the meeting of the board of directors of the Society of Professional Journalists was called to order at 8:00 a.m. on Saturday, April 27, 2002, at the Eugene S. Pulliam National Journalism Center in Indianapolis, Indiana

Approval of Minutes

No changes were noted to the minutes of the previous meetings.

Upon proper motion and second by Highland and Carlson, respectively, the minutes of the October 4 and 6, 2001, meetings of the board of directors of the Society of Professional Journalists were unanimously approved.

REPORT OF THE PRESIDENT

Cross referenced his written report, which was distributed at the meeting. Cross took questions and the group continued through the meeting agenda.

REPORT OF THE EXECUTIVE DIRECTOR

Harper referred to his written report and explained that most of his time as the organization's new executive director has been spent learning about the organization's operations, volunteers and staff. He is looking to the board for leadership and vision so that the staff can develop services and directions to implement that vision. Board members welcomed Harper to SPJ.

FINANCE REPORT

Davis reported that SPJ's projected deficit for the year decreased between February and March. Dues revenue has increased, with 280 new members resulting from the current membership campaign. Davis expects a \$10,000 shortfall in dues revenue in the current budget, and salaries should come in right at budget.

BUDGET DISCUSSION

Cross explained to board members the process for the budget discussion. The board will not be voting on an actual budget during this meeting but should be discussing policies and priorities for the organization. The current budget proposal includes a significant deficit, and the group should be looking for ways to eliminate that deficit and also offering guidance on prioritizing activities. Following this meeting, the executive director will prepare a budget proposal for submission to the full board of directors by July 1. Cross suggested that the board defer approval of the budget to the Executive Committee during its July 13 meeting.

Finance Committee Chair McKerral explained that he and the SPJ staff had reviewed the current budget line by line and item by item and looked for ways to cut costs. The group asked questions about the financial impact of the building purchase.

BUDGET PROCESS APPROVED

Upon proper motion and second by Carlson and Dobson, respectively, the board unanimously agreed to the following budget procedure: Budgeting priorities will be discussed today; the executive director will develop a budget proposal that will be delivered to the full board of directors by July 1, 2002; final approval will be made on July 13, 2002, by the Executive Committee.

SPJ PRIORITIES DISCUSSION

Board members discussed the Society's focus and whether the main emphasis should be on the local chapter level or on national issues. Cross opined that most people join SPJ for one of two reasons: they have an institutional belief that someone must stand up for ethics, FOI and other principles; and/or they hope to enrich their professional lives and experience.

Ideas from the discussion:

- Make a greater investment in building up SPJ chapters.
 - Consider virtual chapters, based not on geography but work interest.
 - Look for ways to make investments in things that will improve SPJ's financial position.
 - Consider eliminating the chapter component and focusing on national and advocacy issues.
 - Eliminate some chapter requirements.
 - Review the amount and kinds of resources the organization spends in terms of personnel and material to encourage local chapters to be more active.
 - Leave the running of local chapters to the local chapters.
 - Invest in chapter leaders.
 - Look for ways to get a financial return on the building.
 - Develop a programmatic budget so that leaders can understand the real cost of a program.
 - Focus on institutional membership.
-

EXECUTIVE SESSION

Upon proper motion and second by Marcano and Carlson, respectively, the board went into an executive session to discuss personnel issues. The executive session began at 9:35 a.m. and concluded at 10:26 a.m. No action was taken.

Following a short recess, the meeting reconvened at 10:40 a.m. Budget discussion continued.

Additional Discussion Items:

- This budget is built on a dues increase of two dollars for professional members and one dollar for reduced-rate members. Adoption of this budget signals an end to the dues freeze, approved for two years at the 1998 convention in Los Angeles and continued by board action for two more years. The board should clarify for future boards that the increase amount is based upon one year's inflation of three percent.
 - A possible increase in Mark of Excellence Awards entry fees. The board instructed the executive director to review MOE fees as part of the budget preparation process and make a recommendation for the July meeting.
 - Staff should make recommendations on potential cost-cutting partnerships.
 - Staff should consider e-mail capabilities for monthly invoicing.
 - The board discussed cost implications of raising dues and discussed methods for notifying members of the increase.
-

DUES FREEZE LIFTED

Upon proper motion and second my Carlson and Highland, respectively, the board unanimously lifted the self-imposed dues freeze, contingent upon a cost analysis of reprinting SPJ's membership materials. Further, the Executive Committee will have the authority to continue the freeze as part of its discussion in July.

2001 CONVENTION REPORT

The group reviewed the 2001 Convention analysis with Cross noting that this was the first SPJ convention in several years that had not made a profit for the organization. The group discussed the Western Washington Pro Chapter's contributions as host chapter for the event and noted that chapter incentives are based on profit, so the chapter is not in a position to receive any financial compensation for their work. Board member Steve Maynard spoke on behalf of the chapter and noted that the chapter had made a commitment to pay \$3,000 in travel expenses for convention speakers. The chapter would like to accept the offer from the SPJ Executive Committee to waive that commitment as a show of support for the chapter.

The group discussed the need to learn from this convention how to better plan and allocate resources for future conventions. Some of the suggestions made were: Consider decreasing the number of presenters; get publicity in place earlier; get student notification out right away.

FUTURE CONVENTIONS

Leger and Hughes reported that the Ft. Worth convention had raised \$90,000 of its \$100,000 goal. Many of the lessons from Seattle are being applied, including a limit on the number of presenters in breakout sessions. Major speakers include Vanessa Leggett, Wall Street Journal editor Paul Steiger, Jim Warren of the Chicago Tribune, and Tom Rosensteil of Project for Excellence in Journalism. The U.S. Postal Service has scheduled the dedication of a stamp celebrating women in journalism, and the Council of Presidents of Journalism Organizations has agreed to meet in conjunction with the convention.

McKerral reported that the Tampa Planning Committee had held preliminary meetings. The convention will be at the Hyatt in the heart of downtown Tampa.

The group discussed the 2004 convention in New York, N.Y. Gratz reported that the Deadline Club has identified key planning leaders, and the group estimates it will need to raise \$200,000 to host the event. They plan to work closely with New York University and Columbia University about hosting major events.

Board members took a break for lunch at 11:40 a.m. The meeting reconvened at noon.

SPJ BYLAWS COMMITTEE REPORT

The Board reviewed the report of Bylaws Committee. The committee's revised proposal is attached to these minutes as Exhibit A.

In Article II, the committee suggested a formal changing of the official motto from "They Serve Best Who Serve the Truth," to "Improving and Protecting Journalism." Motion by Scarp to retain current motto. Second by Whitaker. The motion carried.

Under Article IV (Membership), Gonzales made a motion to change the number of membership categories to six to include SPJ Fellows. Second by Gratz. The motion carried.

Under Article IV (Membership), motion by Leger to change Section Eight, Letter "c" to read, "High school students can be associates at the rate established by the Executive Director." Second by Joseph.

The motion carried.

The group discussed whether the “post graduate” membership category should be changed to a “new professional” category. Rather than change the name, it might be a new membership category. Motion by Parker to refer this suggestion to the Membership Committee for review and recommendation. Second by Cadwallader. The motion carried.

Under Article V (Establishment and Operation of Chapters), Carlson made a motion to amend the number of members required to start a professional chapter to 10. Second by Aeikens. The motion failed.

Under Article VII, it was determined that realignment of regions can be a function of the board rather than a bylaws change.

Also under Article VII, Scarp made a motion to strike all term limit provisions related to board members. Second by Joseph. The motion to strike term limits carried with 10 in favor and eight opposed. Carlson abstained.

The group discussed amending the bylaws to address whether individuals must be working journalists to serve on the board of directors. They discussed the pros and cons of public relations professionals in leadership position. No decision was made, but Cross noted that the Executive Committee could make a further recommendation on this issue in July.

Under Article IX (Convention), board members discussed voting options related to a “one member, one vote” idea as well as the current delegate system. The proposal from the Bylaws Committee would provide each active professional and campus chapter one vote for each member as determined 60 days before the start of the convention.

Leger made a motion to accept the proposed changes in this section. Second by Gillman. The motion carried with 11 for and seven opposed.

Motion by Carlson that Article IX, Section One should retain the old language that refers to a biennial convention. Second by Gonzales. Upon a vote, the motion carried. The phrasing “annually” will be changed back to “biennially.”

In Article XIV, Section 1.B., Scarp made a motion to change the wording from “...that such proposal has been endorsed by a majority vote of the membership of those chapters,” to “...that such proposal has been endorsed by a majority vote of their boards.” Second by Highland. The motion carried.

ADDITIONAL AMENDMENTS AUTHORIZED

Upon proper motion and second by Dobson and Highland, respectively, the board unanimously authorized the Executive Committee to further amend the bylaws with the stipulation that they provide notice to the full board of directors by July 1.

UNIFIED BILLING PROPOSAL

Leger presented a proposal to institute unified billing of national and chapter dues, and require chapter membership in areas with active local chapters.

Some of the key points of discussion were:

- It’s most important that chapters receive accurate information from the national office.
- Consider creating a way for individuals to “opt out” of chapter dues.
- SPJ should consider that if it’s going to require people to be members of the national organization in order to have a local membership, SPJ also should consider requiring people to affiliate with a local chapter in their area.

- A new member application form would have a fill-in-the-blank format for indicating a chapter preference. All renewals would automatically list a chapter membership if one is available in an individual's area.

The group briefly discussed whether this change was a policy change or a bylaws change. The action item as written refers to a change in the organization's bylaws.

It was moved and seconded by Leger and Gillman, respectively, to approve a change to the bylaws to create a unified billing system whereby the Headquarters will bill members for both national and local dues. Local chapter membership would be required for those members living in areas with active local chapters. Much discussion ensued. The motion failed.

It was then moved and seconded to approve a change to the bylaws (Article V, Section One, and Article XII, Section Two) to create a unified billing system whereby the Headquarters will bill members for both national and local dues with an "opt out" option on the local portion of the dues. Further, the "opt out" provision would apply only to professional chapters. The motion carried.

Those sections to be referred as bylaws changes are:

Article Five, Section One. (add at end of section:) ...Furthermore, it is provided that members living in diverse areas but with shared professional interests may create interest-based chapters, subject to the same requirements that apply to geographic-based chapters.

Article 12, Section Two -- The entire membership fee (national and chapter dues) shall be remitted to the executive director of the Society. The initiate's name shall not be entered upon the rolls of the Society until such payment has been received, and a person not so recorded is not a member of the Society.

Leger noted that the unified billing proposal without a requirement for mandatory chapter membership did not require an amendment to the bylaws. If it were approved as a policy change, the executive director could implement it immediately.

Upon proper motion and second by Leger and Gratz, respectively, the board unanimously voted to reconsider the previous motion. The action was vacated.

Upon proper motion and second by Leger and Scarp, respectively, the unified billing proposal with an "opt out" provision was unanimously adopted as board policy. The opt out provision does not apply to student members.

(It is added parenthetically to these minutes that instituting the new procedure requires some reprogramming of the Society's database, funds for which were not available in the budget at the time. The reprogramming is being scheduled for the new fiscal year and should be implemented sometime after the national convention.)

UT-TYLER DISCUSSION

The group discussed the recent non-renewal of the employment contract of the student newspaper adviser at the University of Texas at Tyler. The group discussed SPJ's practice of not becoming involved in employer/employee disputes. It was the sense of the board that this particular action appeared to be retaliatory in nature and so was an exception to the board's normal practice.

Upon proper motion and second by Scarp and Dobson, respectively, the board unanimously authorized the appointment of a task force, subject to the advice of legal counsel, to review the situation and make a recommendation.

(It is added parenthetically to these minutes that in the week following the SPJ board meeting, the

university president reversed his decision, apologized to the adviser and renewed her contract.)

Cross excused himself from the meeting to attend the SDX Foundation executive committee meeting and turned the gavel over to Leger.

ONLINE ANNUAL REPORT APPLICATION

Gonzales reported on her recent poll of SPJ chapter leaders. Leaders indicated they were interested in a fill-in-the blank form on the Web site for chapters to submit annual reports. The board instructed staff to examine the costs and ramifications of such a procedure and report back to Executive Committee in July.

GRADUATED CHAPTER REQUIREMENTS

Gonzales presented a proposal for a system of graduated chapter requirements that would be used to determine a chapter's active/inactive status. The group discussed the use of incentives and whether a chapter should be rewarded for being "average."

In Gonzales' proposal, a chapter in Stage 1 would be considered in remediation. In Stage 2, a chapter would be considered "average," but would not be eligible for national recognition or additional funding. In Stage 3, a chapter would be considered exceptional and would be eligible for chapter recognition and grants.

Upon proper motion and second by Gratz and Whitaker, respectively, the board accepted in principle the idea of graduated professional and student chapter requirements and that the president appoint a committee to review the current chapter requirements with an eye toward re-crafting them and developing criteria for declaring a chapter inactive. The committee should bring a proposal to the board at its meeting in Ft. Worth, Texas.

Leger appointed Gonzales chair of the committee and instructed board members to e-mail any thoughts on this issue to the committee chair within the next month. The committee should circulate its recommendations several weeks prior to the convention. Cross may appoint additional committee members.

(It is added parenthetically to these minutes that the following persons were appointed to the committee by Cross: Jamie Gonzales, chair; Robert Leger; Irwin Gratz; Dan Drummond; Ginny Frizzi; Lauren Bartlett; Chris Poynter; Christine Tatum; and Adina Chumley)

MEMBERSHIP CAMPAIGN UPDATE

Membership Committee Chair Dubin reported that he has now mailed more than 100,000 solicitation letters, resulting in 280 members joining or rejoining SPJ. Of that, 15,000 were mailed to inactive SPJ members (in the form of two mailings of about 7,500 each). The remaining 85,000 were sent to nonmembers and included chapter-specific information. Dubin told the board that it must consider putting resources behind its membership department. Currently, the organization has no full-time recruitment person, and no one is following up with calls or communications to determine why someone does not renew his/her membership.

Board members discussed options for the remainder of the membership campaign. Considerations: a mailing to journalists in areas where there are no active SPJ chapters, with the hopes that this would stimulate interest in building/rebuilding a chapter; a scientific poll about why people are not renewing their membership; one-on-one recruitment ideas.

The board encouraged the executive director to review SPJ's institutional membership program and create

an effective institutional membership campaign.

CIRCLE OF EXCELLENCE AWARDS CHANGES

Based on responses from chapter leaders, Gonzales recommended SPJ change the title of the Circle of Excellence Awards category “Best Newsletter” to “Best Chapter Communication.”

Upon proper motion and second by Carlson and Joseph, respectively, the board authorized the wording change.

CHAPTER STANDARDS AND STATUS PROPOSAL

The board reviewed a proposed procedure for professional chapters that fail to meet chapter requirements, presented by Scarp. He reminded board members that if SPJ is going to strongly encourage members to join local chapters, there should be a mechanism to ensure that each chapter is performing at a specified level. The proposal establishes levels of remediation, probation and inactive status/revocation status. The proposal assists Headquarters in its function of annually determining the status of each chapter.

It was noted during discussion that if this proposal passed today, it would apply to the current chapter requirements. The proposal had been offered in conjunction with Gonzales’ graduated requirements and it made sense to take both up at the same time.

Upon proper motion and second by Parker and Cadwallader, respectively, the board deferred further discussion on chapter standards until its next meeting.

WARD NEFF INTERNSHIP

Highland presented his recommendation for the host of the Ward Neff Internship for the next two years (2002-2003 and 2003-2004). The full recommendation was available on Pages 47-54 of the board packet. The internship would be hosted at West Virginia University.

Upon proper motion and second by Scarp and Whitaker, respectively, the board awarded the Ward Neff Internship to West Virginia University.

HISTORIC SITES IN JOURNALISM NOMINATION

The board considered the nomination of the headquarters of the American News Women’s Club in Washington, D.C., as an historic site in journalism.

Upon proper motion by McKerral and Parker, respectively, the board unanimously named the headquarters of the American News Women’s Club in Washington, D.C., as an SPJ Historic Site in Journalism.

MOE AWARDS DEADLINE ESTABLISHED

Board members discussed several options for revising the entry deadline for SPJ’s Mark of Excellence Awards. The goal would be to ensure students have plenty of time to enter, instead of just a few days when they return from their winter break, and to provide regional directors more time for notification of winners in the student contest. Board members stressed the importance of getting the materials to schools earlier each fall.

Upon proper motion and second by Gillman and Bienvenu, respectively, the board set the MOE awards

postmark deadline as the first business day after the new year.

OTHER AWARDS DISCUSSION

The board considered a proposal that would allow the Awards and Honors Committee to make logistical and procedural clarifications or adjustments to awards guidelines without approval by the board of directors. Any revisions which would change the nature of an award would still require board approval.

Upon proper motion and second by Aeikens and Dobson, respectively, the board accepted the above change in procedure.

NOMINATIONS COMMITTEE REPORT

Nominations Committee Chair Marcano encouraged board members to contact him with their decisions about whether to seek a national office during the elections this fall. Gratz announced his intent to run for secretary/treasurer.

PUERTO RICO EXCHANGE PROGRAM

Immediate Past President Ray Marcano reviewed his proposal to sponsor a yearly exchange program between SPJ and the Center for the Freedom of the Press in Puerto Rico. Marcano suggested that the Executive Committee consider selecting SPJ representatives at the July committee meeting.

Upon proper motion and second by Marcano and Whitaker, respectively, the board recommended that the Sigma Delta Chi Foundation fund this project at its meeting in September.

MINIMUM REQUIREMENTS WAIVER REQUEST: EMERSON COLLEGE

It was the sense of the board that the Regional Director should gather additional facts, including an understanding of exactly what type of SPJ membership Emerson College allows, before the waiver is granted.

Upon proper motion and second by McKerral and Cadwallader, respectively, the board decided to defer action on this request until the chapter's Regional Director can review the situation.

REGION 12 DIRECTOR VACANCY

Leger discussed the vacancy for Region 12 Director created by the resignation of Don Elkins. The group discussed possible replacements, and Leger suggested a "tag-team" approach with three individuals from the region serving in a joint role. Robert Buckman, adviser at the University of Louisiana-Lafayette, would hold the seat on the national board.

It was moved and seconded by Parker and Highland, respectively, to approve Leger's recommendations with respect to the director vacancy in Region 12. The motion failed.

There was discussion about whether there was a compelling urgency to fill the position. A similar vacancy occurred last year, and other RDs could be responsible for selecting chapter award recipients and collecting annual reports from chapter leaders.

RECESS

The Board recessed at 4:11 p.m. to move into a joint meeting with board of directors of the Sigma Delta Chi Foundation.

FIRST AMENDMENT AWARD

The board reconvened at 6:40 p.m. Upon proper motion and second by Carlson and Parker, respectively, the board unanimously approved Vanessa Leggett as a recipient of SPJ's First Amendment Award.

LDF REQUEST

SDX Foundation board member Frank Gibson presented a verbal request for a \$2,000 Legal Defense Fund grant to support a television station in Chattanooga, Tenn., in an FOI lawsuit that challenges the constitutionality of the Tennessee Public Records Act. The Middle Tennessee Pro Chapter and the East Tennessee Pro Chapter have each donated \$1,000 to this case, and SPJ nationally has donated \$1,000.

Upon proper motion and second by McKerral and Parker, respectively, the board unanimously authorized an additional LDF expenditure of up to \$2,000 to support the Chattanooga lawsuit.

REGION 12 DIRECTOR

Upon proper motion and second by Carlson and Bienvenu, respectively, the board appointed Kent Flanagan as Region 12 Director until a director can be selected by delegates at the SPJ National Convention in Ft. Worth.

ADJOURNMENT

There being no further business to come before the board, upon proper motion and second Cross declared the meeting adjourned at 6:50 p.m., on Saturday, April 27, 2002.