

Delegate Analysis Task Force Report

Overview:

The Delegate Analysis Task Force was formed via a [resolution](#) passed by the delegates at the SPJ 2021 virtual convention in September 2021. The genesis of the task force came out of a long discussion ahead of the delegate meeting at the convention around a proposal that would have, among other things, given delegate representation to communities. Community and chapter leaders disagreed on whether communities should be given community delegates akin to chapter delegates, and the language was removed from the proposed language to amend SPJ's bylaws during the delegate meeting. However, the delegates thought it was important to continue exploring whether the delegate system was providing equitable representation to its members and formed the task force to continue this important work.

The mandate of the task force was to “study the method by which the Society conducts business and whether its methods provide equitable representation to chapters, communities and members who are not affiliated with either.”

SPJ President Rebecca Aguilar appointed SPJ New England President Adam Sennott to chair the task force. Sennott put together the rest of the task force, which consisted of Freelance Community Vice Chair Stacie Overton Johnson, International Community Co-Chair Dan Kubiske, SPJ board members Daniela Ibarra and Israel Balderas, as well as SPJ-LA President Ashanti Blaize-Hopkins and Press Club of Long Island President Brendan O'Reilly.

The task force held seven meetings between November 18 and April 4. Five of the meetings consisted of the task force's fact gathering efforts to understand how the delegate system works and the questions as to whether communities should have delegate representation. The sixth meeting was dedicated to a conversation on our opinions of the delegate system given everything that we had learned, and at the seventh meeting we suggested recommendations and voted.

Recommendations:

Recommendation 1: Abolish the delegate system and follow the principle of “one person, one vote” for voting on SPJ resolutions and bylaws amendments, and permit all SPJ members in good standing to vote remotely on bylaws and amendments.

Recommendation 2: Provide all SPJ members no fewer than 60 days to give feedback and suggestions to the Bylaws Committee regarding proposed bylaws amendments prior to the SPJ Board of Directors approving the final language of those proposals, and eliminating the opportunity for further changes to proposals at the convention.

Recommendation 3: Permit only proposed bylaws amendments that are approved by the Bylaws Committee and a majority of the SPJ Board of Directors to be considered during the convention.

Recommendation 4: SPJ must immediately resolve the issue of 'lost' members and the inability to track and manage membership. It is necessary for the executive director of SPJ to create an up-to-date data membership system that will accurately count and maintain each chapter and community's member database so that chapters and communities never have to wonder how many members they have.

Recommendation 5: Any interpretation of the bylaws language under SPJ bylaws shall not be interpreted by any one person but should only be left up to the Board of Directors who must discuss the bylaws language and any vagueness that arises in a public forum, followed by debate at a board meeting and then taking a final simple majority vote on by board members in order to pass such interpretation.

Meetings:

[Meeting 1: November 18, 2021](#)

SPJ Executive Director John Shertzer gave a presentation on the delegate system and how it works.

[Meeting 2: January 12, 2022](#)

The task force heard a presentation from Hilary Niles, chair of the Freelance Community, on why the communities should have delegate representation, and Deadline Club President Colin DeVries on why communities should not receive delegate representation.

Meeting 3: January 26, 2022

SPJ Bylaws Chair J. Alex Tarquinio gave a presentation on what the bylaws say about the delegate system.

Meeting 4: February 23, 2022

Former SPJ President Paul Fletcher discussed the creation of the regional/unaffiliated delegate system and why he felt it was important.

[Meeting 5: March 23, 2022](#)

The task force explored how other journalism organizations handle their governance and proposed changes to their bylaws.

Meeting 6: March 30, 2022

The task force discussed what we had learned and what we thought of the delegate system.

Meeting 7: April 4, 2022

Motions:

Task force members made suggestions for recommendations, discussed them, and voted.

Motion 1: Abolishing the delegate system and following the principle of “one person, one vote” for voting on SPJ resolutions and bylaws amendments, and permitting all SPJ members in good standing to vote remotely on bylaws and amendments.

- 6 votes for, 1 vote opposed

Motion 2: Keep the delegate system, fixing the problem areas.

- 1 vote for, 6 votes opposed

Motion 3: Providing all SPJ members no fewer than 60 days to give feedback and suggestions to the Bylaws Committee regarding proposed bylaws amendments prior to the SPJ Board of Directors approving the final language of those proposals, and eliminating the opportunity for further changes to proposals at the convention.

- 7 votes for, 0 votes opposed

Motion 4: Requiring a two-thirds supermajority vote of the membership to adopt bylaws amendments.

- 3 votes for, 4 votes opposed

Motion 5: To only permit proposed bylaws amendments that are approved by the Bylaws Committee and a majority of the SPJ Board of Directors will be considered during the convention.

- 6 votes for, 1 vote opposed

Motion 6: Propose that SPJ immediately resolve the issue of ‘lost’ members and the inability to track and manage membership. It is necessary for the executive director of

SPJ to create an up-to-date data membership system that will accurately count and maintain each chapter and community's member database so that chapters and communities never have to wonder how many members they have.

- 7 votes for, 0 votes opposed

Motion 7: Any interpretation of the bylaws language under SPJ bylaws shall not be interpreted by any one person but should only be left up to the Board of Directors who must discuss the bylaws language and any vagueness that arises in a public forum, followed by debate at a board meeting and then taking a final simple majority vote on by board members in order to pass such interpretation.

- 7 votes for, 0 votes opposed

Dissent:

Stacie Overton Johnson
Vice chair, Freelance Community

My opposition to the one person, one vote system: I strongly feel that the delegate system harnesses energy and engagement among SPJ members. I do not think a 'one person, one vote' system will encourage the kind of engagement a delegate system does. Delegates care about this organization and dig into the weeds because they want to see this organization improve, succeed, evolve. I do not believe you will get the same kind of passion, engagement or energy that we've seen from delegates from members in a one member, one vote system. In addition, we are talking about a *major* change in SPJ governance. To do that kind of overhaul in the next six months seems too disruptive to be healthy for this organization. This is a seismic change.

Let's not underestimate the importance of delegates to the health of SPJ. Delegates are empowered and important. If we dilute this with a one member, one vote system, it has the potential to decrease engagement as well as conference attendance. The delegates who show up at the annual conference do so, in my opinion, because they feel like they're part of the process and contributing. If we shift to a one member, one vote system – and those votes can be cast remotely – we should expect fewer people to attend in person.

That said, I do believe problems with the current delegate system need to be fixed, such as establishing requirements to be an unaffiliated regional delegate, equal representation for SPJ communities in good standing, and an effective and reliable tracking system at headquarters so that chapters and communities know exactly who is on their roster at all times.

-Stacie Overton Johnson

Findings:

The task force's assignment was to determine "whether the delegate system was providing equitable representation to its members." Through a fact-finding investigation, the task force reached the conclusion that the current system is not providing equitable representation to all its members. While the system is designed to provide representation to all members, by either a chapter or regional delegate, the task force discovered that in reality an overwhelming majority of members are not represented at the annual convention.

In order to obtain delegate votes, a chapter must meet specific requirements in its annual report (hereinafter AR) to SPJ headquarters. According to SPJ Executive Director John Shertzer, 93 chapters out of 174 fulfilled the AR requirements. That means 81 chapters did not submit an AR or it was incomplete, and therefore could not send delegates to the 2021 national convention. Of the 93 eligible chapters, only 54 sent delegates. That means those were the chapters that were represented at last year's convention.

Given that last year's convention was virtual and chapters were able to participate remotely, it was determined that cost was not an obstacle for the 39 chapters who met the requirements but simply chose not to be represented at the convention. The members of the 120 chapters that were not represented had no recourse to gain a voice in the governance of the organization. They were at the mercy of their chapters to send someone to represent them.

As for regional delegates, there were six delegates who signed up to represent five regions at the 2021 virtual convention. One of the delegates recused himself before the convention, so five delegates represented five regions. There were seven regions that went unrepresented. About 43 percent of SPJ's membership are unaffiliated with a chapter, so having seven regions go unrepresented left a huge swath of SPJ's membership without representation at the convention.

These regions lacked representation despite SPJ making it extremely easy to serve as a regional delegate. All unaffiliated members were required to do was email headquarters and state their intentions to serve. Unlike chapters, there are no annual reports or requirements that a member must fulfill other than being an unaffiliated member and meeting the deadline to notify headquarters of their intentions.

Regional delegates also accumulate an enormous amount of power at the convention. For example, the person who served as the unaffiliated delegate in region 1 last year had 10 delegate votes. The region 11 unaffiliated delegate had eight votes, and the region 2 unaffiliated delegate had six votes.

The task force also discovered that the majority of the regional delegates were in fact former longtime chapter members. They included three former chapter presidents. One — who reached out to headquarters of April 21 to confirm that he had signed up but later recused himself from serving as a regional delegate — had been a member of an SPJ chapter for more than 20 years.

During his presentation of the delegate system, SPJ Executive Director John Shertzer said that while members leaving their chapters so they could serve as regional delegates was not against the rules, it is against the spirit of the system. Former SPJ President Paul Fletcher, who helped create the regional delegate system, said it was not his intention to have members leave their chapters to serve as regional delegates and also said that this was violating the spirit of the system.

Those who were members of chapters who were serving on the task force did not feel that communities should have delegates akin to chapter delegates.. However, those who were members of communities did feel they should have delegate representation. While these members did resolve this disagreement, the communities feel that the current system is not equitable to them.

The task force explored other journalism organizations and discovered that none of them have a delegate system like SPJ's.

Most national journalism organizations have a one member, one vote system in place in regards to the process of changing bylaws, adding amendments, and/or approving any resolutions. The following list provides the exact wording within several journalism organizations' bylaws and how they handle their governance and proposed bylaw changes:

[NABJ:](#)

(a) Proposed changes to this constitution must be submitted in writing to the parliamentarian at least six (6) months prior to an annual national convention. At that time, the parliamentarian will convene and lead the constitution and bylaws committee to discuss or amend any proposed changes. The committee will forward any proposed amendment(s) to the board of directors with a recommendation. If approved by the board of directors, the committee, through the national office, will circulate the proposed amendment(s), to the national membership at least sixty (60) days prior to the next convention. The membership would be asked to approve the amendment(s) at such convention. Two-thirds of the total number of votes cast shall be required for an amendment to be adopted.

NAHJ:

ARTICLE XIV AMENDMENTS New bylaws may be adopted or these bylaws may be amended or repealed by approval of two-thirds of the votes cast by the members or their proxies, at the assent of these persons.

AAJA:

Section 1. AMENDMENT BY THE BOARD. New By-laws may be adopted by or these By- laws may be amended or repealed by the vote or written consent of a majority of the Governing Board provided, however, that if the Articles of Incorporation of the corporation set forth the number of authorized directors of the corporation, the authorized number of directors may be changed only by an amendment to the Articles of the Incorporation.

Section 5. QUORUM. The presence of thirty percent of AAJA's members at any membership meeting shall constitute a quorum for the transaction of business, except for the amendment of the Articles of Incorporation or dissolution of the corporation. Amendments may be made only if sixty-seven percent of the membership approves the amendment, by proxy or otherwise, before or after such meeting.

Section 3. PROPOSALS OF AMENDMENT. New by-laws to be adopted or proposed amendments to these by-laws shall be submitted to the Governing Board for consideration by either a chapter in good standing as defined in Article X, Section 4, or a full member who has gathered the signatures of at least five full members.

NAJA:

Section 1

The charter of NAJA can be amended at any regular or special meeting of the Board of directors. Amendments will be subject to ratification by two-thirds of the voting membership present at the annual business meeting.

Section 2

The charter of NAJA can be amended by the voting membership at the annual business meeting. Amendments so enacted will be subject to ratification by two-thirds voting by mail ballot.

IRE:

Section 5.06 Quorum. A number of members equal to a majority of the members of the Corporation registered at the most recent convening of an annual national conference shall be necessary to constitute a quorum at a membership meeting and all motions for action shall be carried by a majority vote of the members present except that a two-thirds in number of the members present shall be necessary for the amendment of the articles. (Amendment adopted 2-13-81.)

ARTICLE 9 The power to make, alter, amend, supplement or repeal the bylaws of the corporation is vested in the Board of Directors, at a meeting properly called, convened and conducted for such purpose at which two-thirds in number of the directors votes in favor of such action. Proper notice of such a meeting shall include communications to members providing at least 30 days to submit comments in response to proposed changes. (Amendment adopted 9/9/04.)

ONA

The Bylaws of the Corporation may be adopted, amended or repealed in whole or in part by a majority vote of the Board of Directors then in office. Any corporate action involving the merger, dissolution or transfer of all or substantially all of the assets of the Corporation shall require the approval of two-thirds of the voting directors then in office and the approval of a majority of the voting members then in good standing. No other corporate action shall require the approval of the membership except as specifically required by law or by the Certificate of Incorporation or the Bylaws of the Corporation, as the foregoing are amended from time to time.