

**Greater Los Angeles Professional Chapter  
of the Society of Professional Journalists  
Bylaws**

**ARTICLE I — DEFINITIONS**

- Section 1       “Chapter” as used herein shall refer to the Greater Los Angeles, California, Professional Chapter of the Society of Professional Journalists.
- Section 2       The name of the chapter shall be the “Greater Los Angeles Chapter of the Society of Professional Journalists.”
- Section 3       “Meetings” as used herein shall mean regularly scheduled or special meetings authorized by the Board of Directors.

**ARTICLE II — MEETINGS**

- Section 1       There shall be at least 10 board meetings of the chapter each year, the times and places to be fixed by the Board of Directors. The Board of Directors also shall be authorized to call additional board meetings.

**ARTICLE III — OFFICERS**

- Section 1       The officers of the chapter shall be: President, Vice President, Secretary and Treasurer, and they shall perform the functions customarily associated with such titles. Each of these officers shall be elected by the Board of Directors from among its newly elected and incumbent members (except that the secretary and treasurer, because of the specialized nature of their duties, may be selected from the membership at large) at a combined board meeting of the incumbent and incoming board members and shall assume office Jan. 1. These officers shall serve for one year or until a successor has been elected. The retiring secretary is to notify national headquarters immediately of the names of the new officers and date they take office.

**ARTICLE IV — BOARD OF DIRECTORS**

- Section 1       This chapter shall have a board of directors of 15 elected voting members, including incumbents who have been elected or appointed to office as defined in Article III, Section I. It also shall have at least two board-appointed associate board members, who must be professional, retired, or post-graduate members of the society and chapter who are in good standing with the national society. These associate board members shall vote only when fewer than 15 elected members are present. The elected board members present shall designate which of the associate board

members shall vote. **Considered ex-officio voting members of the board will be the secretary and treasurer, if elected from among the general membership; the immediate past president; the presidents or their designees of the affiliated campus chapters who shall be entitled to a single vote for each campus chapter delegation; and the adviser of each campus chapter.**

*Considered ex-officio voting members of the board will be the secretary and treasurer, if elected from among the general membership; the immediate past president; and the presidents or their designees of the affiliated campus chapters who shall be entitled to a single vote for each campus chapter delegation.*

Section 2 **All chairs of regular standing committees and campus chapter advisers, shall be entitled to make motions connected with reports of their committees or areas of responsibility, to participate in related discussions and to vote according to the provisions of Article IV, Section I.**

*All chairs of regular standing committees and the presidents or their designees of the affiliated campus chapters shall be entitled to make motions connected with reports of their committees or areas of responsibility, to participate in related discussions and to vote according to the provisions of Article IV, Section I.*

Section 3 Except for board members sitting because of immediate past presidency or incumbency in chapter office, directors shall be elected to serve three-year terms, one-third to be elected annually by mail ballot, sent to the general membership in fall of each year immediately following the board meeting at which nominations are made. The nominating committee shall present its report at a prior board meeting at which time other nominations may be made. Thereafter it shall serve as an election committee to count ballots, to certify results at a subsequent board meeting and to recommend as to matters of term, or to fill out unexpired terms.

Section 4 The President of the chapter shall be chairman of the board and shall preside at board meetings. The President shall be the official spokesperson for the board. The President is required to consult with at least one other board member or key committee chair before issuing an official statement.

The President of the chapter shall select all committee chairs. (The President may create or eliminate a committee, subject to a majority vote of the Board of Directors.) The standing committees are Freedom of

Information, Ethics, Scholarship, Diversity, Courts, Membership, Publicity, Events, Banquet, Awards, Nominations and Project Watchdog. The president may create special committees, subject to a majority vote of the Board of Directors.

- Section 5 The Board of Directors shall be responsible for these basic functions: (1) membership and attendance; (2) chapter meetings; (3) professional programs; (4) planning; (5) convention representatives; and (6) cooperation with national headquarters in all matters furthering the programs and goals of the Society. This shall specifically include submission to National Headquarters of membership rosters and financial and other reports required.
- Section 6 The board is empowered to meet at such times and places as a majority of its members shall deem necessary. The president or vice president may call a meeting when so requested by a majority of board members. Eight voting members of the board shall constitute a quorum for the transaction of official business, except that in an emergency declared by the president a smaller number of directors may make expedient decisions subject to formal ratification by a quorum at the next regular meeting of the board. Associate board members are included in determining a quorum. Board members also may transact official business via the Internet. All members will be contacted and will have 48 hours to vote or comment before action is finalized. Internet voting is not a substitute for holding monthly board meetings and should be used only when a proposed motion is timely and needs to be acted on before the next regularly scheduled board meeting.
- Section 7 Vacancies among officers due to death, resignation or other cause shall be filled by a majority vote of the directors present at any meeting at which a quorum is present. Vacancies on the board due to death, resignation or other cause shall be filled at the discretion of the board from the general membership.
- Section 8 Upon recommendation of the president, any elected board member who fails to attend three regularly scheduled consecutive meetings or five in a year without an excuse approved by the board shall be considered to have resigned, upon a majority vote of a quorum of the members of the board.
- Section 9 All board meetings shall be considered to be open meetings. Any member in good standing in the chapter and others invited by the Board of Directors may participate in the discussions of the Board of Directors.

## **Article V — MEMBERSHIP**

Section 1 All members of the Society of Professional Journalists in good standing with the National Society shall be eligible for membership in this Greater Los Angeles Professional Chapter.

Section 2 Any proposed member may submit for nomination the name of a proposed new member, and it shall be the duty of the chapter's membership chair to determine whether the nominee is eligible for membership under the bylaws of the National Society. No person shall be accepted until his/her application for membership has been approved by the National organization.

#### **ARTICLE VI — CONVENTION ATTENDANCE**

Section 1 The chapter shall be represented at each national convention and at each regional conference by a delegate elected by the board who is in good standing with the national society. At least one alternate shall be elected by the board, and the alternate or alternates must be in good standing with the national society. The chapter will pay for the delegate's registration, travel and hotel expenses, unless the delegate has funding available from his or her employer or pays for it himself or herself.

#### **ARTICLE VII — DUES AND FEES**

Section 1 The amount of local dues to be paid by each member of the chapter shall be fixed by the Board of Directors. Members who fail to pay dues for two consecutive years, except with specific exemption by the board, shall be dropped from membership.

#### **Article VIII — AMENDMENTS**

Section 1 Amendments to these bylaws may be proposed at any meeting of the Board of Directors or of the general membership and be put to a vote, either by mail ballot or at a subsequent meeting, ordinarily the following month. To become effective they must receive a two-thirds majority vote of the Board of Directors present, if the proposal originated at a directors' meeting; or, a majority of the members present and voting if the proposal originated at a meeting of the general membership or was referred to the general membership by the Board of Directors.

Section 2 The bylaws may be amended at any time by the written ballot or consent of a majority of the voting members of the Board of Directors or of the general membership.

#### **ARTICLE IX — PROCEDURE**

Section 1 Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws.

*(Last revised Monday, Jan. 7, 2008)*