

# **SPJ Board Meeting Minutes**

## **April 26, 2003 - Indianapolis, Indiana**

### **MEETING CALLED TO ORDER**

With President Robert Leger presiding, the meeting of the board of directors of the Society of Professional Journalists was called to order at 8:10 a.m. on Saturday, April 26, 2003, at the SPJ National Headquarters in Indianapolis.

### **ROLL CALL**

The following board members were in attendance for all or a portion of the meeting:

President Robert Leger  
President-elect Mac McKerral  
Secretary-Treasurer Irwin Gratz  
Immediate Past President Al Cross  
Vice President of Campus Chapter Affairs Jim Highland  
Directors At-Large Jim Parker and Christine Tatum  
Campus Advisers At-Large Mead Loop and David Carlson  
Student Representatives Jeff Douglas and Autumn Sanders

Regional Directors: Guy Baehr, Jonathan Hunley, Holly Fisher, Bruce Cadwallader, Vicky Katz Whitaker, Dave Aeikens, Kerri Fivecoat-Campbell, Travis Poling, Paul Hesselbee, Steve Maynard, Mark Scarp and Clint Brewer.

Executive Director Terry Harper and other staff members as well as members of the Sigma Delta Chi Foundation board of directors also were present.

### **REGION 8 DIRECTOR**

Upon a proper motion and second by Tatum and Carlson, the board unanimously ratified the appointment of Travis Poling as Region 8 Director, filling a vacancy left by Todd Gillman upon his move to Washington, D.C.

### **MINUTES APPROVED**

Hunley noted that his presence and that of former Region 2 Director Dan Drummond was not noted in the minutes.

Upon a proper motion and second by Highland and Poling, the board approved as amended the minutes of the Sept. 11, 2002, SPJ board of directors meeting.

Upon a proper motion and second by Highland and McKerral, the board approved as amended the minutes of the Sept. 15 SPJ board of directors meeting.

### **REPORT OF THE PRESIDENT**

Leger reported on a successful year and commented specifically on SPJ's freedom of information efforts to date. SPJ is proceeding with plans for a membership trip to Korea.

### **REPORT OF THE VPCCA**

Highland referenced his report, which was included in the board packet and updated the group on free press issues at colleges around the country. Highland distributed a written proposal to present certificates of recognition to individuals and schools that promote a free press.

Upon a proper motion and second by Cross and Aeikens, the board approved VPCCA's request to present these certificates at his discretion with the approval of the SPJ President.

## **REGIONAL DIRECTORS' REPORTS**

Regional directors updated the group on activities within their regions. Directors from regions 1, 3, 4, 6, 7, and 10 provided written reports, which were included in the board packets. Region 11 Director Scarp distributed a report at the meeting.

In Region 10, SPJ is participating in a statewide campaign to protect and safeguard the First Amendment. The Greater Oregon Pro Chapter is leading this effort. SPJ will display the regional posters on the national Web site.

Region 2 Director Hunley suggested working with Ball State University in Indiana to get a link to their salary survey on SPJ's Web site.

The group discussed recruiting efforts aimed at Sigma Delta Chi and Pulitzer award recipients. They also considered using the awards to develop a skills-development section of SPJ's Web site. This would involve utilizing cover letters and questionnaires provided by award winners, in addition to their actual entries.

## **EXECUTIVE DIRECTORS REPORT**

Harper welcomed the board to Indianapolis and introduced the staff. He referenced his written report, which was included in the board packets.

## **FINANCE COMMITTEE REPORT**

Gratz presented the Finance Committee's recommendation to approve the 2003-04 SPJ budget as outlined in the board packet. The group commented on the excellent budget presentation. Specific budget notations: the budget does not include a dues increase; and the budget included nine issues of Quill.

The group suggested staff determine the actual dollar cost of a member's Quill subscription and look into ways to increase volunteer stipends in the future. Future priorities should include funds to develop a marketing plan with a clear, concise SPJ message.

Upon a proper motion and second by Carlson and Baehr, the group unanimously approved the budget proposal.

SPJ Controller Jake Koenig reminded the group that the budget was a management tool, not a precise science. On a monthly basis, staff will compare actual expenditure to budgetary figures. Monthly budget reports will be generated for board members.

## **MEMBERSHIP DUES**

The group reviewed language from the 1992 dues decision that created a dues escalator tied to inflation.

Upon a proper motion and second by Tatum and Aeikens, the board voted to establish a one-year dues freeze.

The group debated a change in SPJ's bylaws that would allow the board of directors to set the dues for the organization. The Executive Committee presented the following:

The bylaws currently read:

Article 12, Section One -- National membership fees, as established by the convention, shall be payable at the time of or before initiation. This fee shall include membership and a subscription to Quill.

Delegates would be asked to amend the section to read thus:

Article 12, Section One -- National membership fees, as established by the Board of Directors, shall be payable at the time of or before initiation. This fee shall include membership and a subscription to Quill. Any annual dues increase in excess of 10 percent shall not become effective unless ratified by the convention.

Upon a proper motion and second by Cross and Gratz, the board voted to forward this proposal to the 2003 SPJ National Convention for a decision by the delegates.

### **EXECUTIVE SESSION: EXECUTIVE DIRECTOR REVIEW**

Upon a proper motion and second by McKerral and Highland, the board voted to close the session for a personnel discussion with Executive Director Terry Harper.

The closed session began at 9:38 a.m. and concluded at 10:15 a.m.

Upon a proper motion and second by Gratz and Parker, the board voted to adopt executive director's compensation package as outlined during the executive session.

### **NON-MEDIA SPONSORSHIP**

McKerral explained that an ad hoc committee had been created by Leger to research non-media sponsorships for the SPJ National Convention. McKerral chaired the committee, which focused on two main issues -- sponsorship acceptance and sponsorship disclosure. McKerral referred the group to the proposals for each issue, which were included in the board packet. He reminded the group that these policies would apply only to nationally driven programs and events.

Upon a proper motion to approve the disclosure policy and second by Gratz and Cross, the group discussed the issue.

Board members discussed the proposals and questioned how to present sponsorships and contributions to the membership and whether to present total dollar amounts or to include sponsors in a give range.

Upon a proper motion and second by Cross and Hunley, the board voted to defer action on this discussion into after a decision on Agenda Items 8 and 9. (See additional discussion below.)

### **REGIONAL RE-MAPPING/GOVERNANCE**

President Leger explained that he appointed a committee to review the Society's current regional structure in an effort to move forward the long-standing discussions about the organization's governance. SPJ membership is currently skewed, with one regional membership count at 298 and another one at 1,605.

Upon a proper motion and second by Scarp and Gratz, the board voted to consider Regional Re-mapping Plan 9D, which was distributed at the board meeting. The plan includes and an amendment that splits Kansas into two separate regions, with Wichita in one region and Kansas City in another.

Board members discussed the plan and then discussed the motivating factors behind a regional re-mapping. Members were not clear on why the re-mapping was being considered.

Representation suggestions ranged from leaving the board as it currently is defined to eliminating the regional assignments to creating a system based on media type rather than geography.

Members suggested several reasons for the re-mapping including: a more balanced representation of the membership, a smaller board of directors, a more balanced chapter representation, and increasing the quality/commitment level of board members.

The group agreed that re-mapping was designed to solve several issues, but the board members had not agreed together that those issues were actual problems that need to be solved. Discussion continued about the organization's governance, and how regional changes might affect the Mark of Excellence Contest and the regional conference structure.

Scarp and Gratz withdrew their motion, and Leger indicated he would appoint a committee to review all governance issues addressed here and make additional recommendations during the pre-convention board meeting this fall in Tampa. The following ideas will be considered by the committee: eliminating all regions; options for the Mark of Excellence Contest (no support for a national-only contest); board

representation by employment type; board representation by chapter size; a one-member-one-vote governance plan; expanding the diversity of the board; and creating a smaller board.

Any recommendations approved this fall would not go into effect until at least the 2004 convention.

### **JOURNALISMTRAINING.ORG UPDATE**

Deputy Executive Director Julie Grimes updated the group on the development of JournalismTraining.org. A written report was available in the board packets. Grimes noted concern about reaching 2,000 database entries by launch time.

### **2003-04 SDX FOUNDATION GRANT REQUESTS**

Georgiana Vines, chair of the Sigma Delta Chi Foundation's Grants and Awards Committee, presented a report. She explained that the committee will recommend that the Foundation fund two of the proposals that were submitted -- the requests from SPJ and Investigative Reporters and Editors.

Upon a proper motion and second by Aeikens and Cadwallader, the board voted to suggest to the Foundation the following priorities: SPJ programs grants, the IRE Watchdog Workshop grant, a portion of the grant request from the Reporter's Committee for Freedom of the Press, and partial funding for the request from Iowa. The motion was withdrawn and no vote was taken.

### **2003 TAMPA CONVENTION REPORT**

McKerral reported that fund raising for the convention had been slow, with \$62,000 committed of the revised \$75,000 sponsorship goal. Programming is relatively on schedule. Two main spots to be filled are the LDF honoree and a broadcast speaker for the Taishoff program.

### **2004 NEW YORK CITY CONVENTION REPORT**

Foundation board member and Convention Sponsorship Chair Betsy Ashton reported that fund raising is underway. She distributed copies of the 2004 sponsorship opportunities materials. Tentative commitments have been secured from the New York Times Foundation and Bloomberg. A publisher has been hired to research a commemorative convention magazine focusing on journalism in New York -- its history, the current climate and the coming years.

The convention hotel is the Grand Hyatt at Central Station. The rate is \$139 single/double.

### **2005 CONVENTION REPORT**

Harper reported that a resort is Henderson, Nev., (about 20 miles outside Las Vegas) is currently under consideration.

Upon a proper motion and second by McKerral and Husselbee, the board voted to move forward with plans for the 2005 convention in Nevada.

This would be a staff-driven convention with no host chapter. There was some discussion about media and volunteer support.

Board members pointed out that early September is a bad time for student members with schools just getting started. October would work much better for planning and promotions.

### **2006 CONVENTION REPORT**

Tatum suggested that the Chicago Headline Club has been considering hosting a national convention.

Members suggested staff create a plan for holding conventions every two years.

### **COMMITTEE REPORTS**

The following reports were included in the board packet: Freedom of Information, Awards and Honors, Ethics, Diversity, Project Watchdog, Publications, Nominations, and Chapter Doctor.

## **FREEDOM OF INFORMATION**

Board members reviewed Chair Ian Marquand's report and considered suggestions for a First Amendment Award. Discussion followed about whether such awards should be presented posthumously.

A motion and second by Hunley and Scarp to name Michael Kelly and David Bloom as Fellows posthumously failed.

Upon a proper motion and second by Baehr and Hunley, the board voted to direct the Executive Committee to consider an appropriate way to honor all fallen journalists.

Upon a proper motion and second by Baehr and Parker, the board voted nine to six to present a First Amendment Award to the American Civil Liberties Union for its lead role in challenging Congressional acts intended to halt certain Internet speech, notably the Children's Online Protection Act and the Children's Internet Protection Act, both of which have been struck down in the past year in federal courts. These are significant cases of first impression regarding free speech on the Internet.

## **MEMBERSHIP**

Membership Chair Howard Dubin reported that membership numbers are up and several new recruitment and retention projects are underway. Retention remains the major concern. Harper referenced the report in the board packet about increased membership communications efforts.

Ideas that were discussed:

- Membership Brochure. This will be completed once new member quotes are collected.
- Web site. A program has been established for chapters to contribute contact information for individuals in their areas. SPJ National will prepare a membership interest packet for these individuals that is specific to chapters in their area.
- Inactive Mailing. The new membership materials will be mailed to those on SPJ's inactive member list.
- Marketing efforts. SPJ should consider developing national fliers that chapter leaders can download, print and copy for distribution.
- New Member efforts. Consider a new member orientation or reception as part of the SPJ National Convention. SPJ should develop a checklist of everything that happens with a new member and everything they receive. Each member should be checked against the list.
- Member calls. Staff member Mary O'Neil distributed her report on recent calls to lapsed members.
- The group discussed establishing some type reward system (discounted renewal rates) for those who renewed, with a penalty (higher fee) for new members and those who are returning after more than a year of inactivity.

## **CHAPTER DOCTOR**

Chapter Doctor Kyle Niederpruem explained the new e-newsletter, SPJ Inc. It's a one-page fact sheet driven newsletter to quickly offer ideas for running an SPJ professional chapter.

## **AWARDS AND HONORS**

Board members reviewed a judging concern posed by a local chapter adviser. The adviser questioned the practice of not awarding first place awards in all categories where there are entries. After discussion, the board chose not to make any changes to the existing policy, which gives judges the discretion to decide whether an entry merits a first place award.

The Awards Committee will be reviewing whether a separate category should be established for intern-produced work so that it does not compete with work produced at a university.

## **PUBLICATIONS**

Upon a proper motion and second by McKerral and Highland, the board approved the recommendations of the Ad Hoc Publications Committee to formally establish the Publications Committee under guidelines distributed in the board packet. The committee information is included in these minutes as Exhibit A.

## **FLAG BURNING AMENDMENT**

Upon a proper motion and second by McKerral and Campbell, the board voted to establish SPJ's position as opposed to the currently proposed flag desecration legislation in Congress.

## **CHAPTER PETITIONS**

Upon a proper motion and second by Aeikens and Tatum, the board approved the chapter petition of the Lake Superior-Arrowhead Pro Chapter as a satellite chapter of the Minnesota Pro Chapter.

Upon a proper motion and second by Scarp and Tatum, the board approved the provisional chapter petition of the University of California, San Diego Campus Chapter.

## **GRADUATED CAMPUS CHAPTER REQUIREMENTS**

Upon a proper motion and second by Loop and Highland, the board approved the Graduated Campus Chapter Requirements as outlined in the board packets. The requirements go into effect with the 2003-04 year and are attached to these minutes as Exhibit B.

## **CAMPUS CHAPTER EXPANSION POLICY**

Upon a proper motion and second by Highland and Loop, the board approved the following addition to the Campus Chapter Expansion Policy:

“Any exceptions to these guidelines will be reviewed by SPJ staff and the Campus Chapter Affairs Committee, which will make a final recommendation to the board of directors.”

“Where there is no faculty involved, written approval from the institution will suffice.”

## **NON-MEDIA SPONSORSHIP DISCUSSION - CONTINUED DISCLOSURE POLICY**

Upon a proper motion and second by Tatum and Cross, the board approved the disclosure policy after revisions were made and consultation with Peter Sussman, chair of that portion of the committee. The disclosure policy is attached to these minutes as Exhibit C.

## **ACCEPTANCE POLICY**

The group discussed the proposed non-media sponsorship acceptance policy, which was included in the board packet. Several suggestions were made for changes to the policy.

First, the group pulled the original Items 5 and 6 from the list of stipulations -- “Non-media contributors will not be called “sponsors,” but “contributors” or “donors,” and their contribution will be disclosed to all convention attendees on a handout or program spread that also includes our sponsorship policy.” And “Convention events must not be named after non-media companies.”

Upon a motion by Baehr and second by Cross, the board approved language changes to these sections.

The group then discussed Item 1 of the original proposal -- “Non-media contributions shall not exceed one-third of the total amount received from all contributors.”

A motion and second by Irwin and Tatum to change “one-third” to \$15,000 failed.

A motion and second to have Item one reflect that “no more than \$10,000 shall be accepted by any individual non-media contributor” also failed.

A motion and second by Carlson and Parker to strike Item 1 from the policy passed with 12 in favor and 10 against.

A motion and second by Carlson and Parker to strike Item 2 from the policy failed with only five in favor.

A motion and second by Baehr and Brewer to change Item 3 from “political organizations” to “partisan

organizations” passed.

A motion and second by Fisher to insert “Non-media contributions cannot exceed one-third of the fund raising goal” failed with nine in favor and 11 against.

A motion and second by Cross and Poling to add “Non-media companies are ineligible for the top level of convention sponsorship” passed.

A motion by Cross and second by Highland to add to the policy that “SPJ reserves the right to accept or reject any contribution” passed.

A motion by Parker and Tatum to accept the policy as amended passed. The sponsorship policy as adopted is included with these minutes as Exhibit D.

### **FACS PROPOSAL**

Upon a proper motion and second by Gratz and Parker, the board voted to participate in the partnership with the Foundation for American Communications (FACS) as outlined in a memo distributed by Executive Director Harper at the board meeting.

### **ADJOURNMENT**

Upon a proper motion and second by Carlson and Parker, the board adjourned at 4:16 p.m.

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### ***Exhibit A***

DATE: February 1, 2005  
FROM: Joe Boyce, Ad Hoc Committee Chairman  
SUBJ: PUBLICATIONS COMMITTEE  
FOR: Robert Leger, President

#### **THE AD HOC COMMITTEE**

On January 24, 2003 President Leger appointed an Ad Hoc Advisory committee to determine the role of the Publications committee, particularly as it pertained to Quill Magazine. Ad Hoc committee members appointed by Mr. Leger were Joe Boyce, chair; Quill Editor Jeff Mohl; SPJ Executive Director Terry Harper; and Board Members Al Cross and Irwin Gratz. Deputy SPJ Director Julie Grimes also participated in discussions, some of which were held by teleconference.

#### **RECOMMENDED ROLE OF THE PUBLICATIONS COMMITTEE**

The committee will act in an advisory capacity to help shape, guide and direct the editorial focus of Quill and to generate ideas for content for issues published throughout the year. The editor is ultimately responsible for the magazine’s content and would continue to report to the executive director.

The committee’s role would also include making recommendations on matters such as design; contributing writers, story ideas, focus, long-range development planning, submitting reports to the SPJ executive committee, and other matters the SPJ president may assign.

Although committee members are expected to set their own meeting schedule and agenda, we suggest the committee consider timing its meetings to coincide with Quill’s publication schedule, with one objective being discussion of the issue that would go to press two months later.

Because committee members may be spread around the country and have to conduct much of their business through email and conference calls, it is further suggested that at least one face-to-face meeting be held annually, ideally at the yearly SPJ convention.

Because questions or problems might arise at any time during the publication process, it is also recommended that on such occasions the Quill editor be able to call upon individual committee members

for advice and expertise.

#### MAKEUP OF THE COMMITTEE

Members of the Publications committee will be appointed by the SPJ president. Committee members should be members in good standing of SPJ.

The Ad Hoc committee recommends that the Publications committee have no less than five and no more than seven members, including the chair.

We further recommend that prospective committee members possess professional backgrounds that are consistent with one or more aspects of magazine editing and publishing. Such backgrounds may include, but are in no way limited to: art/design manager; reporter/writer; newspaper/magazine editor; newspaper/magazine publisher; academic; broadcast journalist; on-line journalist.

We also recommend that the Publications Committee allow participation when appropriate of The Quill editor and publisher as ex-officio members.

#### SUMMARY

The foregoing recommendations hopefully will serve in the establishment of a Publications committee that will be an active and ongoing source of support and guidance for The Quill staff, and its partner in enhancing the magazine's value to SPJ members and all communicators.

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#### ***Exhibit B***

#### SOCIETY OF PROFESSIONAL JOURNALISTS GRADUATED STUDENT CHAPTER REQUIREMENTS

##### ONE STAR

- Chapter submits an annual report.
- Chapter is represented at either the regional conference or the national convention or both.
- Chapter has six paid members on its roster.
- Chapter has four meetings per year including two meetings on journalism-related topics such as diversity, FOI, Project Watchdog, Campus Crime Reporting, ethics or any topic currently relevant to SPJ missions.
- Chapter shall establish a reasonable goal for new membership and meet this goal.

##### TWO STARS

- Chapter submits an annual report on time.
- Chapter is represented at both the regional conference and the national convention. Chapter has eight paid members on its roster.
- Chapter has five meetings per year including three meetings on journalism related topics such as diversity, FOI, Project Watchdog, Campus Crime Reporting, ethics or any other topic currently relevant to SPJ missions.
- Chapter shall establish a reasonable goal for new membership and meet this goal.

##### THREE STARS

- Chapter submits an annual report on time.
- Chapter is represented at both the regional conference and the national convention. Chapter has 10 paid members on its roster.
- Chapter has eight meetings per year including three meetings on journalism related topics such as diversity, FOI, Project Watchdog, Campus Crime Reporting, ethics or any other topic currently relevant to SPJ missions.
- Chapter shall establish a reasonable goal for new membership and meet this goal.

##### FOUR STARS

- Chapter submits an annual report on time.

— Chapter is represented at both the regional conference and the national convention. Chapter has 10 paid members on its roster.

— Chapter has eight meetings per year including four meetings on journalism related topics such as diversity, FOI, Project Watchdog, Campus Crime Reporting, ethics or any other topic currently relevant to SPJ missions. The chapter is not permitted to use one program to fulfill two requirements. One of the programs must involve public off-campus participation.

— Chapter shall establish a reasonable goal for new membership and meet this goal.

Three and Four Star chapters are eligible to be considered for national chapter of the year.

Regional directors will review annual reports and select the best chapter in their region. Regional directors have maximum flexibility in terms of selecting chapters for recognition and in determining what form that recognition should take. But staff will evaluate all chapters and designate their ranking based upon their programs during the year.

Staff will provide regional directors with a list of chapters in distress, and the regional directors, with help from their deputies, will contact those chapters and work to bring them up to minimum standards.

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### ***Exhibit C***

#### **SPONSOR DISCLOSURE POLICY**

The Society of Professional Journalists regularly solicits cash and in-kind contributions from individuals and organizations including but not limited to its national convention, national writers and editors workshops and conferences.

- (1) For such events coordinated by the national headquarters that require SPJ fundraising, underwriting and/or partnerships, the Society shall disclose to its members and event attendees the following information:
  - (a) a list of the general sponsorship opportunities, including dollar ranges. The list shall include the names of sponsors grouped by their sponsorship level.
  - (b) a list of all other contributors of cash and in-kind goods and services
  - (c) the Society's contribution and donor-disclosure policies
- (2) The Society shall disclose, upon request, the dollar amounts of all contributors.
- (3) The Society shall disclose this information proactively, using the most effective media, so that the information is readily available to event attendees and to members at the time they receive mailings or otherwise come into contact with the product or service connected with outside financial support.
- (4) Disclosure statements shall include a disclaimer that says acceptance of a contribution does not mean the Society endorses the contributor or its products, services or viewpoints.

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### ***Exhibit D***

#### **NON-MEDIA COMPANY CONVENTION SPONSORSHIP POLICY**

1. Non-media companies should have a track record of giving similar support to non-SPJ conventions in at least three of the previous five years; or, if it has made such contributions for less than five years, a majority of years since it began making such contributions.
2. No money will be accepted from domestic or foreign governments, or from partisan political organizations.

3. The marketing and acceptance of non-media contributions shall be handled by SPJ professional staff.
4. Non-media contributors will not be called “sponsors,” “contributors” or “donors,” but “supporters” and their contribution will be disclosed to all convention attendees on a handout or program spread that also includes our sponsorship policy.
5. Specific portions of the convention must not be named after non-media companies with the exception of the venue.
6. SPJ will control all aspects of the convention program. All convention programs will be on-the-record. People and organizations with positions directly opposed to those of any contributor may be invited to appear.
7. Non-media companies will not be permitted to sponsor the official convention satchel, except that a local chamber of commerce, tourism commission or like organization may be a co-sponsor of the satchel but not the primary sponsor.
8. Acceptance of any contribution does not imply endorsement of the contributor’s products, service or point of view.
9. SPJ reserves a right of prior approval for any material available and presentations at all sponsored events.
10. Non-media companies may not contribute at the top sponsorship level as determined for each convention.
11. SPJ reserves the right to reject any contribution.

Non-media organizations such as law firms with significant media practices, will be treated as media contributors for purpose of this policy if they have some record of pro bono work for journalists or frequent contributions to our programs.

Nothing in these rules prohibits the sale of advertising in any convention-related publication, including, but not limited to, the program, The Working Press and any special-issue magazine.

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