

# SCPA Constitution

## ARTICLE I

### Name and Objectives

Section 1. The name of the Association shall be the South Carolina Press Association.

Section 2. The objectives of the Association shall be to promote the welfare of the newspaper industry, to elevate its standards and enlarge its usefulness, and to foster friendly relationship within its membership.

Section 3. The Association shall not involve itself by act, motion, resolution, discussion or otherwise in partisan politics or denominational matters. No position shall be adopted by the Association which is not within the scope of the objectives enumerated in Section 2 of this Article.

## ARTICLE II

### Membership

Section 1. There shall be five classes of membership in the Association: active, individual, associate, collegiate and honorary.

Section 2. Active newspaper memberships shall be limited to newspapers of general circulation that are issued in South Carolina at least weekly monthly. All applicants must demonstrate that their content, in the determination of the Executive Committee, contains news of general, local interest compiled and prepared by the applicant's staff. Active members will be divided into two categories: (a) paid circulation, defined as having paid circulation of 50% distribution plus one, either with a periodical mailing permit or an approved audit; and (b) non-paid circulation. An applicant that does not have a periodical mailing permit must demonstrate the applicant's circulation by submitting audits performed by an auditing firm acceptable to the Executive Committee such as the Certified Audit of Circulation or Audit Bureau of Circulation Alliance for Audited Media. If a free-distribution applicant does not have a periodical mailing permit or have its circulation audited, the applicant must demonstrate its circulation by providing sworn-statements by the firm printing the applicant's newspaper; such statements are to state the newspaper's press run on at least two dates specified by the Association. Before applying for membership, a newspaper must document it has been published for at least six months without interruption.

Should it come to the attention of the Association that an active member may not meet the requirements for active membership as stated in the SCPA Constitution, the Executive Committee may give notice and an opportunity to respond to the member newspaper. Based on the available information, the Executive Committee shall then determine whether or not the member meets the requirements of Section 2 and thus be entitled to remain in active status and, if not, said member will become an associate member until the next dues billing cycle, at which time the member may remain an associate member or return to active status as the member's fulfillment of the requirements for membership in Section 2 may dictate.

Section 3. Individual memberships shall be limited to persons who do not qualify as active members, but whose past or present vocation lies in the field of journalism or the teaching of journalism. Privileges of individual membership shall be social only.

Section 4. Associate memberships shall be limited to persons, firms, agencies or associations found by the Executive Committee to be appropriately concerned with furthering the objectives of the South Carolina Press Association. Associate members may include but not be limited to the representatives of news service and syndicates, magazines, trade journals, advertising and public relations personnel, government agencies, and the manufacturers and distributors of printing supplies and equipment. Associate memberships shall embrace social privileges only and shall be held in the name of the representative and not that of the firm or similar organization.

Section 5. Collegiate memberships shall be limited to publications primarily staffed by students affiliated with any accredited college or university located in South Carolina and who have met the further qualifications as specified by the Collegiate Division in their membership regulations. Privileges of collegiate membership shall be social only.

Section 6. Honorary members may be elected from time to time by unanimous vote of the Executive Committee, enclosed by a majority vote of the active membership present and voting. Honorary members shall pay no dues or fees.

Section 7. Applications for membership (other than collegiate) shall be made in writing to the Secretary and shall be accepted or rejected by the Executive Committee.

Section 8. Each membership shall pay dues on a schedule adopted by the Executive Committee. Newspaper members must provide the required number of print and/or electronic copies as part of their dues. Any member that publishes public notices/legal advertisements must upload their notices and ads in a timely manner to the statewide, aggregated public notice website maintained by the Association and pay Association approved assessments. Failure to do so shall be cause to review their active status.

Section 9. The fiscal year of this Association shall be from October 1 to September 30.

Section 10. The annual dues shall be paid to the ~~Executive Director~~ Association annually and failure to make such payments will cancel membership.

Section 11. Any member may be expelled from the Association for cause by a two-thirds vote of the members at any regular meeting.

### ARTICLE III

#### Officers

Section 1. The officers of the Association shall be a President, a First Vice-President, a Second Vice-President and a Treasurer.

Section 2. The President shall preside over all meetings of the Association and the Executive Committee. He ~~or she~~ shall have general direction of the affairs of the Association and make reports to the Executive Committee and to the membership. He ~~or she~~ shall appoint all committees.

Section 3. The First Vice-President shall represent the interests and chair the activities of the daily or ~~weekly non-daily~~ members of the Association depending on which group he ~~or she~~ is elected to represent. In the absence of the President he ~~or she~~ shall preside over all meetings and fill the executive duties. He ~~or she~~ shall be an ex officio member of the Planning Committee and shall have such other duties as may be assigned by the President of the Executive Committee.

Section 4. The Second Vice-President shall represent the interests and chair the activities of the daily or ~~weekly non-daily~~ members of the Association depending on which group he ~~or she~~ is elected to represent. In the absence of the President and the First Vice-President, he ~~or she~~ shall preside over all meetings and fill the executive duties. He ~~or she~~ shall be an ex officio member of the Planning Committee and shall have such other duties as may be assigned by the President or the Executive Committee.

Section 5. The Treasurer shall monitor budgetary matters, make budget reports to the board and shall be authorized to pay out monies on the order of the Executive Committee.

Section 6. The officers of the Association shall be elected at the Annual Business Meeting. Two officers shall come from daily newspapers in active membership and two officers from ~~weekly non-daily~~ newspapers in active membership. The President and Second Vice-President shall come from the same newspaper category (daily or ~~weekly non-daily~~) as shall the First Vice-President and Treasurer. Persons nominated shall always come from the opposite newspaper category from the officer currently in office.

Section 7. All officers shall begin their terms at the conclusion of the Annual Business Meeting and shall serve for one year only. Vacancies occurring in any office during the interval between Annual Meetings shall be filled by the Executive Committee for the unexpired term subject to the requirements outlined in Section 6.

Section 8. The Executive Director elected by the Executive Committee of the Association shall serve as Secretary. His or her compensation and duties will be determined by that Committee with recommendations by the personnel committee. He or she shall serve on a one-year basis, or until his or her successor is elected.

Section 9. The Executive Director shall keep a correct record of all the proceedings of the Association, and if so desired by a majority of the Executive Committee, the Executive Director shall have the proceedings of the Association printed for the members. He or she shall keep a minute book containing all records of the meetings and a correct roll call of Members.

Section 10. The Executive Director shall keep a record of the newspaper histories of the past and for each current year, making note of new publications, suspensions, changes in business, deaths in the fraternity and other items of interest.

Section 11. In case the position of Executive Director be vacant, an Acting Secretary shall be named by the Executive Committee to serve until an Executive Director is elected. He or she shall perform the duties prescribed in Section 9 and 10 of this Article.

Section 12. During a term of office no officer shall hold an appointed or elected state government position or seek a state political office.

#### ARTICLE IV

##### Executive Committee

Section 1. The affairs of the Association shall be supervised by an Executive Committee constituted as follows: six at-large members selected in compliance with Section 2 of this Article; together with the President, the First Vice-President, the Second Vice President and the Immediate Past President and the Treasurer. The Executive Director shall serve as a non-voting member. The President shall be chairman Chairperson of the Executive Committee.

Section 2. In the nomination and election of Executive Committee members, consideration shall be given to maintaining a reasonable balance between daily and non-daily newspapers and, insofar as practicable, geographic distribution representative of the several regions of the state.

Section 3. At-large members of the Executive Committee shall not serve more than two consecutive years. However, members appointed to fill an unexpired term shall be eligible for re-election for two additional consecutive years.

Section 4. The Executive Committee shall meet in the fall of each year, the place and date to be set by the Chairman Chairperson, to approve plans for the budget and the Annual Business Meeting, and in the spring of each year, under the same provisions, and may hold such other meetings as may be deemed advisable by the Chairman Chairperson.

Section 5. Special meetings may be called by the Chairman Chairperson, or any two committeemen committee members. Whenever possible, written notice of all meetings should be given by mailing a notice thereof to each committeemen committee member at least ten days before the date of meeting, which notice may be sent either by the Secretary of the committeemen committee members calling the meeting.

Section 6. A majority of the Executive Committee shall constitute a quorum, but in case there be no quorum present, a less number may adjourn from time to time until a quorum be obtained. The meetings of the Executive Committee shall be held at such places and times as the Committee may determine or as specified in the notices calling these meetings.

Section 7. At each annual meeting of the Association, the Executive Committee shall submit a written report of all their doings and of the business of the Association for the preceding calendar year.

Section 8. Vacancies in the Executive Committee may be temporarily filled by the Committee until the next Annual Meeting of the Association.

Section 9. In lieu of special meetings, the members of the Executive Committee may be polled as directed by the president, on matters within their authority, and may vote on matters so presented by ~~mail or electronic facsimile~~ email; provided, however, in the event of the members of the Committee are polled, no action may be considered approved unless an attempt is made to poll each member of the Committee and three-fourths of the members of the Committee approve the proposal presented.

## ARTICLE V

### Committees

Section 1. The President shall appoint the following standing committees: Nominating, Personnel, ~~Workshops,~~ Necrology, Governmental Affairs, Contests, ~~and~~ Freedom of Information and Diversity. Other committees may be appointed by the President at his discretion upon the recommendation of the Executive Committee. Reports of committees will be made during the Annual Business Meeting and at such other times as may appear necessary to the President or the committee ~~chairmen~~ Chairperson.

Section 2. Appointments to SCPA standing committees will be made by the president with advice from current committee members and the Executive Director.

Appointees will serve staggered two year terms so that no more than half a committee will routinely be replaced at one time. Reappointments are allowed.

A balance of daily and weekly non-daily newspapers and between regions shall be maintained as much as possible.

~~Committees appointments will be named at the general membership session at the Winter Meeting. Each spring, the President will name a Chairman Chairperson and a vice Chairman Chairperson members for each committee. It will be up to the President, but routinely the vice chairman one year will become the Chairman Chairperson the following year. Committee Chairman Chairperson will be asked to submit a brief year end report for distribution to the general membership at the Winter Annual Meeting.~~

Section 3. The Nominating Committee shall report to the Executive Committee at least one month in advance of the Annual Business Meeting their nominees for officers and members of the Executive Committee.

Section 4. All nomination of officers and members of the Executive Committee shall be made at the Annual Business Meeting by the Nominating Committee, but additional nominations from the floor may be made in open meeting. Voting thereon shall be by ballot, unless ballots be dispensed with by majority vote of the active membership present and voting.

## ARTICLE VI

### Meetings

Section 1. The Association shall hold at least one meeting Business Meeting annually. ~~The Annual Business Meeting to be held preferably in February and a mid-summer session to be held preferably before August 1.~~

Section 2. Advance plans for these meetings shall be made by a Committee consisting of the First and Second Vice-Presidents and others appointed by the President.

Section 3. The times and places of the meetings shall be subject to the approval of the Executive Committee. Section 4. Special meetings shall be convened by the President or the Executive Committee upon written notice to the membership given at least 10 days in advance.

Section 5. A quorum at all meetings shall consist of at least 15 active members, of whom 5 shall represent daily newspapers and 5 weekly non-daily newspapers.

## ARTICLE VII

### Elections

Section 1. A Nominating Committee shall be appointed by the President and shall consist of the president and the last two immediate past presidents.

Section 2. The Nominating Committee shall report to the Executive Committee at least one month in advance of the Annual Business Meeting their nominees for officers and members of the Executive Committee.

Section 3. All nomination of officers and members of the Executive Committee shall be made at the Annual Business Meeting by the Nominating Committee, but additional nominations from the floor may be made in open meeting. Voting thereon shall be by ballot, unless ballots be dispensed with by majority vote of the active membership present and voting.

## ARTICLE VIII

### Resolutions

Section 1. No resolution shall be discussed at any meeting of the Association which has not been reduced to writing and submitted to the Executive Committee for consideration. The Executive Committee shall report its findings to the membership before action may take place.

Provided, however, that this section may be suspended upon the unanimous vote of the members present and voting.

## ARTICLE IX

### Divisions

Section 1. The membership of the Association may establish a Daily Press Division, a **Weekly Non-daily** Press Division and a Collegiate Press Division.

Section 2. The Daily and **Weekly Non-daily** Divisions shall be chaired by the Association's Vice-Presidents elected to represent their newspaper group. Additional officers may be elected, committees appointed and rules of procedure and operation adopted. Membership in these divisions shall be limited to newspapers holding active memberships in the South Carolina Press Association.

## ARTICLE X

### Amendments

Section 1. This Constitution and By-Laws may be altered or amended at any annual meeting of the Association by vote of two-thirds of the members present and voting.

Section 2. No amendment or alteration shall be in order which has not been reduced to writing and submitted to the Executive Committee for consideration. The Executive Committee shall report its finding to the membership before action may take place.

## BYLAWS

1. All deliberation of the Association shall be governed by ordinary parliamentary rules of procedure.
2. Miscellaneous business may be brought forward at any time when it will not conflict with the regular order.

***Amendments offered in March 2021 noted in yellow.***