

BUFFALO ASSOCIATION OF BLACK JOURNALISTS BYLAWS

(Amended 11-11-03 to delete term limits)

(Amended 5-4-04 to allow voting for amendments by proxy or mail)

(Amended 08-01-20 to redefine membership categories, change meeting requirements, and allow electronic voting)

ARTICLE I. Name

Section 1.

The name of the organization shall be the Buffalo Association of Black Journalists Inc. (hereafter called the BABJ or the organization). It shall be affiliated with the National Association of Black Journalists (NABJ).

ARTICLE II. Purpose

Section 1.

The purpose of the BABJ shall be to organize black journalists into a cohesive group that can:

- (a) Advance the interests of blacks in the journalistic profession and whose members can serve as role models and mentors for students interested in journalism;
- (b) Strengthen ties among blacks in all media;
- (c) Sensitize the media and the community to racism in news coverage and employment practices;

- (d) Sponsor scholarships for students to ensure continued representation of blacks in the media;
- (e) Assist black journalists in enhancing their skills;
- (f) Assist the community in accessing the media through such activities as workshops and community forums;
- (g) Establish a job bank for black journalists; and
- (h) Do other activities not prohibited to nonprofit corporations by Section 501(c)(3) of the Internal Revenue Service Code, as amended, and the rulings and regulations thereunder.

ARTICLE III. Compliance

Section 1.

These bylaws shall be in compliance with any federal, state or local laws that govern the transaction of BABJ business.

ARTICLE IV. Membership Eligibility

Section 1. Full membership

Full membership shall be open to any person whose principal livelihood comes from creating, producing or supervising the creation of journalism. Professional members may serve on the board of directors and vote in any BABJ matter calling on the entire membership to decide.

Those that qualify for membership in this category are:

- a) Working journalists, including freelance journalists that derive the majority of their income from freelancing i.e., those in the broadcast and print media whose principal function(s) is the gathering and dissemination of news. This category includes reporters, anchors, editors, newsroom managers, news

producers, news computer graphics technicians, camera persons, photographers, columnists, bloggers, podcasters, editorial writers and news artists and cartoonists.

(b) Those who have had five or more years as a working journalist as defined in Article IV, Section 1(a), who have left the journalism field for another media-related profession.

(c) College and university professors who had five years as a working journalist, as defined in Article IV, Section 1(a), before entering academia.

(d) Freelance journalists who derive a majority of their income from freelancing.

Section 2. Associate Membership

Associate membership shall be open to persons employed in a media-related profession who do not qualify for full membership under Article IV.

This includes any individual working primarily in a field related to journalism – such as public relations, public information, marketing, communications, legal, etc. – and whose work supports the mission of BABJ. Media-related professional members shall be admitted to chapter membership sessions, may voice a non-binding opinion at such meetings and may serve on committees, provided they do not comprise more than one-third of any committee. Members in this category shall pay 75 percent of the annual dues required of full members, vote on all BABJ matters and may serve in all offices, with the exception of the offices of president or vice president of print or vice president of broadcast.

Section 3. Student Membership

Student membership shall be open to any person who currently is a full-time student at an accredited college or university who is

either majoring in print or broadcast journalism, or has expressed an interest in pursuing a journalism career. Members in this category shall pay membership dues set by the Board of Directors and approved by the membership. These members have no voting powers, but may serve in appointed positions in the organization, except where prohibited by these bylaws.

Section 4. *Auxiliary/Alumni Membership*

Auxiliary/Alumni membership shall be open to non-media persons who wish to help the BABJ pursue its goals, and former members of the chapter who have moved on to other markets. It shall be a non-voting, non-office holding position with dues set at half those of full members.

Section 5.

All membership applications will be subject to the review of the membership committee, as specified in Article IV, Section 4.

ARTICLE V. Fiscal Year and Dues

Section 1.

The fiscal year shall be from Jan. 1 to Dec. 31 of each calendar year.

Section 2.

Dues must be paid annually as set by the Board of Directors. Annual dues shall not exceed those levied by the NABJ.

ARTICLE VI. Officers

Section 1.

The BABJ shall have a president, vice president/print, vice president/broadcast, secretary and treasurer who shall constitute the Executive Board. The Board of Directors shall consist of the Executive Board plus remaining members appointed by the president with the approval of the Executive Board. A parliamentarian with an understanding of the

accepted Rules of Order and BABJ governance documents may be appointed by the president.

Section 2. President.

The president or a vice president he/she designates shall preside over all meetings of the BABJ membership and board and shall have the responsibility to ensure that all decisions of the board and membership are carried out. The president or his/her designated proxy shall act as the organization's official spokesperson.

Section 3. Vice President.

A vice president designated by the president shall act as business agent in the area of purchasing supplies and/or services

deemed necessary by the BABJ membership or the board. The president shall appoint each vice president as chairperson of one of the standing committees.

Section 4. Secretary.

The secretary shall have the responsibility of keeping a record of all meetings of the BABJ membership and board, and ensure that a proper file is maintained of all BABJ membership lists, correspondence and action taken by the membership and board. The secretary shall also be responsible for making sure that all meeting notices are sent out seven (7) working days prior to any BABJ meeting or board meeting. A deputy secretary who is a member in good standing may be appointed by the president.

Section 5. Treasurer.

The treasurer shall have the responsibility of maintaining a complete financial record of all monies received and/or expended by the BABJ as a group. The treasurer must be bonded upon taking office by a certified bonding firm. No checks over \$50 will be issued without the signature of the treasurer and president or vice president. The treasurer also shall have the responsibility of making sure members' dues are up to date. The treasurer shall make monthly financial statements to the membership showing the disposition of BABJ monies, ensure that scholarship funds are maintained separate from the general fund and that all funds are invested, with board approval, to earn the maximum benefit to the organization. The treasurer shall notify members whose dues have not been paid that they cannot participate in any BABJ deliberations or vote on issues, pending full payment of the dues.

Section 6. Parliamentarian.

The parliamentarian shall be the chief interpreter of Rules of Order and the BABJ governance documents and shall serve as sergeant-at-arms during membership meetings and board meetings, when needed.

(a) The parliamentarian shall have no vote in the board sessions.

(b) The parliamentarian shall be a member of the Election Committee. Section 7. Board.

The Board of Directors (hereafter referred to as the board) shall be composed of all of the elected officers plus four (4) non-elected BABJ members, with at least one (1) representative from the print media, one (1) from radio and one (1) from television, provided such members exist and are willing to serve. With the consent of the Executive Board, the president-elect shall name the non-elected board members by the second meeting after an election.

ARTICLE VII. Succession, Resignation, Removal from Office

Section 1. Succession

If the president cannot or does not complete his/her term of office, the board shall appoint a vice president to assume office for the remainder of the term. The new president shall then appoint a member of the board to serve as interim vice president. If a vacancy occurs in any other elected or appointed office, the new president shall appoint any member in good standing who qualifies for the office.

Section 2. Resignations

Any board member may resign at any time by delivering a written resignation to the Executive Board, the BABJ president or the BABJ secretary. Such resignations shall be effective upon receipt, unless otherwise specified in the letter of resignation.

Section. Removals

An officer may be removed from office only in instances of dereliction of duty, violation of the organization's rules as stated herein, engaging in activities prohibited under Article

XII, malfeasance in his/her BABJ office, misuse of BABJ funds or engaging in unethical behavior that undermines the credibility of the organization. The procedure for removal of any officer or agent requires written petition to the board, signed by one-third of the voting BABJ members, stating the allegations against the individual. The subject of the removal effort shall have the opportunity to make a written statement to the board and demand a hearing. The board's recommendation will be submitted to the membership at a special meeting for a final vote. A two-thirds vote of the membership shall be required for removal.

ARTICLE VIII. Eligibility for Office and Terms of Office

Section 1. Eligibility

The president and vice presidents must be full BABJ and NABJ members in good standing with the local chapter and the national organization. All other officers and board members must be in good standing with the local chapter. Associate members may also serve in elected positions in the BABJ, with the exception of the offices of president and vice president. Students are not eligible to hold office.

Section 2. Terms of Office

All officers of the organization shall serve a two-year term effective Jan. 1, 2000. . Non- elected board members shall serve one two-year term, unless reappointed by the subsequent president-elect with the consent of the new Executive Board.

ARTICLE IX. Meetings

Section 1. Regular Meetings

Meetings of the board of directors shall be held once monthly at such times and places as shall be designated by the President. Officers may meet at any time to map out plans and ideas for the full body to follow or act upon. Accepted Rules of Order agreed upon by the membership shall apply during all meetings of the BABJ membership and board. Meetings of the general membership should be held no less than once per quarter.

Section 2. Special Meetings

Special meetings of the membership may be called by the president. Section 3. Notice of Meetings.

Written notice stating the place, day and time of all meetings and the purpose for which the meeting is called shall be mailed or E-mailed to each member not less than seven (7) working days prior to any meeting.

Section 4. Agenda Items

The president shall prepare the agenda. Any BABJ member may submit a proposal, resolution or other item to be included on a meeting agenda. Such information should be submitted in writing to the secretary no less than ten (10) working days prior to the next general meeting. All proposals shall be reviewed by the board. If an author is unable to attend the general meeting, the president shall announce the proposal or resolution and make a recommendation from the board. If a vote is required, a quorum of one-third of the eligible members, as described in Article IV, Sections 1 and 2, is required to take action. Items also may be added to the agenda for the upcoming general meeting by a motion from the floor during any membership meeting.

Section 5. Voting on Issues

Except for amendments to the constitution and/or bylaws and removal of a board member, a simple majority vote is necessary to elect officers and approve any such issues, resolutions or bills at BABJ meetings. If a quorum is not present at any general meeting called in accordance with Article IX, Section 3, the issues in question may be decided by a vote of the majority of the board, provided a quorum of a majority of the board is present, or postponed until another general meeting in which a quorum is present. Votes may be cast electronically via email or online ballot.

ARTICLE X. Elections

Section 1.

Election of BABJ officers will be held biennially in December, beginning in 1999. Nominations of candidates shall be made at the November membership meeting. All other election rules shall be set by the Election Committee, or the board in the absence of such a committee.

Section 2.

The vote shall be taken by official ballot in December at a time and place designated by the Election Committee, or the board in the absence of such a committee. Only eligible members, as described in Article IV, Sections 1 and 2, of record as of Oct. 1 shall be eligible to cast ballots. Voting by proxy or by mail shall be permitted. When voting by proxy, eligible members must specify in writing their choice of candidates and to whom they are entrusting their proxy. The proxy must be dated and signed by the voting member. All balloting by mail must be postmarked no later than five (5) working days prior to the election date. Only one voting method may be used by an individual in an election.

ARTICLE XI. Committees

Section 1. Standing Committees

The president shall appoint chairpersons of five permanent committees: Media Monitoring/Issues, Membership, Programs, Scholarship and Fundraising. The duties of each such committee shall be determined by the president and the board. Committee members shall serve one-year terms that may be extended by reappointment at the end of each 12-month period.

Section 2. Ad-hoc Committees

The president and/or board may by resolution passed by a majority of the board designate one or more temporary committees, with each committee consisting of two or more members. The board may designate one or more of its directors as alternate members of any committee to replace any absentee or disqualified member. Each such committee will exercise only those powers specified by the board in its formulation. Each committee shall keep regular minutes of its meetings and report the same to the board, and shall terminate upon completion of its assigned purpose.

ARTICLE XII. Finances/Contracts

Section 1. Deposit of Funds

All funds of the organization not otherwise employed shall be deposited in such banks and trust companies as designated by the treasurer, with the approval of the board. Such funds shall be handled in accordance with IRS regulations and state laws governing the activities of the BABJ.

Section 2. Compensation

Any member, director or officer of the BABJ is authorized to receive reasonable compensation from the organization for services/expenses rendered to the BABJ, when authorized by the board. No member or officer of the BABJ shall receive compensation merely for acting as a member or an officer.

Section 3. Contracts with Members and Officers

No member or officer of the BABJ shall be interested, directly or indirectly, in any contract relating to the operations conducted by it, nor in any contract for furnishing services or supplies, unless such contracts shall be authorized by the board and unless the fact of such interest shall have been disclosed or known to the board at the meeting at which such contract is authorized.

Section 4. Indebtedness

All contracts for services rendered to the BABJ shall be paid promptly upon approval of such expenditures by the board and/or membership.

ARTICLE XIII. Prohibited Activities

Section 1.

No part of the net earnings of the BABJ shall inure to the benefit of, or be distributed to members, directors or officers of the organization, except if the board authorizes reasonable compensation for services/expenses rendered to or for the organization.

Section 2.

No substantial part of the activities of the BABJ shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publication and distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Nor shall any individual do so under the auspices or as a representative of the BABJ.

ARTICLE XIV. Amendments to the Bylaws

Section 1.

Proposed amendments to the BABJ bylaws must be submitted no later than the meeting prior to the meeting at which they will be voted on. The bylaws may be amended by a 2/3 vote of the eligible membership, as described in Article IV, Sections 1 and 2. Proxy voting or absentee ballots are allowed. The amendments become effective immediately upon approval, unless otherwise specified.