

# **Organization Bylaws of the Women's Press Club of New York State, Inc.**

As Amended by the Membership on May 7, 2003

## **ARTICLE I**

### **Name**

The name of this organization shall be Women's Press Club of New York State, Inc., herein after referred to as, Women's Press Club.

## **ARTICLE II**

### **Purpose**

The purpose of the Women's Press Club of New York State is to foster high standards of excellence among its members through professional development and recognition; to promote camaraderie among members of the profession; and to conduct philanthropic and educational activities.

## **ARTICLE III**

### **Members**

#### **Section III1: Criteria for Membership**

Admission to membership in the Women's Press Club is limited to individuals who work in the field of communications. Examples include: public relations, print and electronic media and advertising. Students majoring in the field of communication are also eligible for membership.

#### **Section III2: Classes of Membership**

The membership of the Women's Press Club shall consist of regular, student and life members. Honorary members, whose dues are waived, may be designated by the board for a period determined by the board.

#### **Section III3: Membership Dues**

Annual membership dues shall be established by the board of directors. Dues for student members shall be less than those of regular members. Annual dues will be waived for life members.

#### **Section III4: Dues in Arrears**

The treasurer shall notify all members whose dues are 30 days in arrears, and shall drop from the membership roll any member in arrears for 60 day.

**Article III, Members (continued)**

**Section III5: Life Members**

The board of directors may award life membership to any individual who has been a member of Women's Press Club for 20 years or more, and who has retired from full time practice in the communications field. The vice president for membership will bring recommendations for life membership before the board for a vote at any of its regular meetings, and life membership may be awarded based on a majority vote of board members in attendance.

**ARTICLE IV**

**Meetings**

**Section IV1: General Membership Meetings**

There shall be at least one general membership meeting each year. Regular membership meetings may coincide with club programs.

**Section IV2: Annual Meeting**

The annual meeting of the Women's Press Club shall be held in May of each year, and shall be for the purpose of electing officers, receiving reports from officers and committees, and for any other business that may arise.

**Section IV3: Special Meetings**

Special meetings may be called at any time by the president, the board of directors, or upon written request of fifteen members. The purpose of the meeting must be in the meeting notice, and notice must be mailed to all members a minimum of ten days prior to the date of the special meeting.

**ARTICLE V**

**Officers**

**Section V1: Officers**

The officers of the Women's Press Club shall be a president, a vice president for programs, a vice president for membership, a vice president for awards, a vice president for scholarship, a vice president for publicity, secretary and treasurer. These officers shall be charged with the following duties:

President. The president shall act as chief executive of the organization and shall be an ex-officio member of all committees. She shall preside over general membership meetings, and meetings of the board of directors and executive committee, and shall present a report on the club's activities at an annual meeting, including matters recommended for action.

**Article V, Section VI, Officers (continued)**

Vice President for Programs. The vice president for programs shall be responsible for overseeing the planning of programs for the membership year. The vice president for programs will also be responsible for presiding over meetings in the absence of the president, and will assume the duties of the president should the necessity arise

Vice President for Membership. The vice president for membership shall be responsible for member recruitment, production of the annual membership directory, and maintenance of membership records.

Vice President for Awards. The vice president for awards shall be responsible for seeking nominations for the club's annual awards and for induction into the Women's Press Club Hall of Honor. She shall annually recruit an ad hoc awards selection committee for which she will serve as chair. She will communicate with award recipients to gather information for the purposes of publicity and invitation to the ceremony, and shall make recommendations to the board regarding continuation or discontinuation of existing awards or creation of new awards. The vice president for awards shall also be responsible for creation of and maintenance of Hall of Honor display materials.

Vice President for Scholarships. The vice president for scholarships shall chair a committee responsible for publicizing and soliciting applications for Women's Press Club-sponsored scholarships, distributing application forms, and collecting completed scholarship applications. She shall also chair an annual ad hoc scholarship selection committee. She will communicate with scholarship recipients to gather information for the purposes of publicity and invitation to a ceremony, and shall make recommendations to the board regarding continuation or discontinuation of existing scholarships or creation of new ones.

Vice President for Publicity. The vice president for publicity will be responsible for ensuring the dissemination of information regarding programs to the media and developing marketing materials for Women's Press Club programs.

Secretary. The secretary shall be responsible for recording minutes at general membership, board and executive committee meetings and maintaining a complete record of those meetings. The secretary shall also be responsible for assisting other board members with correspondence and maintaining club archives.

Treasurer. The treasurer shall be responsible for the financial affairs of the Women's Press Club. She shall collect dues and other revenue, oversee accounts, maintain appropriate financial records and handle accounts payable. She shall submit a financial report at each meeting of the board or executive committee, and an end-of-year report at the annual meeting.

**Article V, Officers (continued)**

**Section V2: Term of Office**

The term of office for all officers and directors will be one year, beginning with their election at the annual meeting. No officer shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

**ARTICLE VI**

**Board of Directors**

**Section VII Board Membership**

The board of directors of the Women's Press Club shall be the club's officers, the immediate past president, and two at-large members. The newsletter editor may serve as an ex-officio member of the board.

**Section VI2: Board Responsibilities**

The board of directors shall manage the affairs of the Women's Press Club. In case of a vacancy in an office or on the board, the vacancy shall be filled as promptly as possible by a vote of the board members. The successor elected by the board shall serve the length of the unexpired term.

**Section VI3: Board Meetings**

The board of directors shall meet on a regular basis to conduct the business of the organization. Five members of the board shall constitute a quorum. Special meetings of the board may be called by the president or by three members of the board. The purpose of such meetings shall be stated in the notice of meeting. Three days notice shall be given by mail, e-mail or telephone for all special meetings.

**Section VI4 Executive Committee**

The executive committee of the board of directors shall consist of the president, vice president for programs, secretary, treasurer and a designated member at large. The executive committee is charged with acting on behalf of the board when business that requires timely action arises between ~~monthly~~ board meetings.

**Section VI5: Board Attendance**

A board member missing four board meetings during her term shall be asked to tender her resignation. Lack of a response to that request within 15 days shall constitute a resignation. Board members are expected to attend as many general meetings and programs as possible.

## ARTICLE VII

### Committees

#### **Section VII1 Nominating Committee**

The board of directors shall appoint a nominating committee and chair at its February meeting to prepare a slate of officers for the following program year. The nominating committee shall consist of three members, not more than one of whom shall be a member of the current board of directors. The chair of the nominating committee will be responsible for presentation of that slate of officers and directors for election at the annual meeting. The slate of officers and directors shall include all officers, plus two at-large members to serve as directors.

#### **Section VII2 Work Committees**

Vice presidents are encouraged to form committees with the approval of the board to assist them in accomplishing their tasks, and to include members at large in the work of those committees. The vice presidents shall serve as chairs of the committees formed. Such committees may include ones for program, membership, scholarship, etc.

#### **Section VII3: Ad Hoc Committees**

The president may appoint ad hoc committees for the purpose of addressing short-term (less than one year) needs and issues as they arise.

#### **Section VII4: Creation of Other Committees**

Other committees may be appointed at the discretion of the president.

## ARTICLE III

### Elections

#### **Section VIII1: Slate of Officers**

The slate of officers for each year shall be published by the nominating committee and mailed to every member at least ten days prior to the election to be held at the annual meeting. This may be accomplished through the club newsletter.

#### **Section VIII2: Election of Officers**

The officers and board of directors shall be elected by secret ballot at the annual meeting in May. Their terms shall begin immediately upon election by a majority of those present at the annual meeting.

## ARTICLE IX

### Parliamentary Authority

The rules contained in the most current edition of Robert's Rules of Order shall govern the meetings of the club in all cases to which they are applicable, and in which they are not inconsistent with these bylaws and any special rules of order the Women's Press Club may adopt.

## ARTICLE X

### Dissolution

Should there be dissolution of the Women's Press Club of New York State any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational or philanthropic organizations to be selected by the club's board of directors.

## ARTICLE XI

### Amendments

#### **Section XI1: Proposal for Amendment**

Any proposed amendment to the bylaws shall be read at the general membership meeting preceding the meeting at which the vote is to be taken.

#### **Section XI1: Vote for Amendment**

These bylaws may be amended by a two-thirds (2/3) vote of the members duly present at any general membership meeting.

These amended bylaws of the Women's Press Club of New York State, Inc. were passed by a unanimous vote of the members duly present at the annual meeting held on May 7, 2003.