

**Greater Fort Worth Chapter
Public Relations Society of America**

BYLAWS

(As Amended December 2006)

ARTICLE I – NAME

The name of this nonprofit professional organization shall be the Greater Fort Worth Chapter of the Public Relations Society of America, Inc. (PRSA).

ARTICLE II – OBJECTIVES

In accordance with the objectives of the Public Relations Society of America, the objectives of this Chapter shall be to:

- Advance the profession of public relations in the public interest;
- Encourage research, discussion and study of the issues, problems, and techniques of the public relations profession;
- Strengthen and maintain the highest standards of service and ethical conduct by all members of the profession;
- Exchange ideas and experiences and collect and disseminate information that may enhance or improve the professional knowledge, standards, ethics and standing of the membership; and
- Promote professional association and development within the profession.

ARTICLE III – MEMBERSHIP

Section 1. **Eligibility.** To be eligible for membership in the Greater Fort Worth Chapter, a person must be a member or associate member in good standing of the Public Relations Society of America, Inc. Any such member of the Society is eligible for membership in the Chapter.

Section 2. **Admission.** Admission to membership in the Society shall be governed by pertinent provisions of the Society's bylaws. Anyone admitted to membership in the Society may become a member of the Chapter, if eligible, upon payment of Chapter dues.

Section 3. **Election.** Application for membership in the Society should be made and approved by the Society. Each application received locally shall be reviewed by the committee for acceptance.

Section 4. **Guidance.** The Society's national bylaws and policies shall guide the Chapter's membership committee in determining the eligibility of an applicant for membership in any classification.

Section 5. **Rights and Privileges.** The right to serve as an Assembly Delegate or Alternate Delegate or as professional advisor of a PRSSA Chapter shall be limited to members who are accredited, subject to bylaws of the Society.

Section 6. **Retirement.** Any Chapter member who is eligible for retirement status may be recommended for such status by the Chapter's Board in accordance with provision of the bylaws of the Society. Members whose retired status has been approved by the Society shall automatically have all future Chapter dues waived.

Section 7. **Resignation.** Members wishing to resign or transfer from the Chapter may do so by contacting the Society.

Section 8. **Termination.** Any member who for any reason ceases to be a member of the Society or is dropped from the Society's or Chapter's rolls for nonpayment of dues, or for other reasons in accordance with the society's bylaws, shall cease to be a member of the Chapter and shall be dropped from the Chapter roll.

Section 9. **Reinstatement.** Reinstatement of former Chapter members shall be in accordance with the Society's bylaws.

SECTION 10. **Non-discrimination.** The Chapter subscribes to a policy of non-discrimination on the basis of race, creed, religion, disability, sex age, color, national origin or sexual or affectional preference.

ARTICLE IV – FINANCES

Section 1. **Dues.** National dues to the Society are payable upon notice from the national office as provided in the Society's bylaws. Chapter dues will be included in the same notice from the national office, and will be paid together with national dues at the same time. The amount of Chapter dues for the next fiscal year shall be fixed every year by the Board of Directors. If increased, the increase will be approved at the annual meeting by a majority vote of the Chapter membership. (The Chapter's fiscal year shall be from January 1 through December 31.) The Chapter shall follow policy of the Society in considering members in good standing. Members not in good standing shall not be entitled to vote, hold office or enjoy other privileges of Chapter membership, and their names shall be stricken from the membership roll, provided such member has been duly notified.

Section 2. **Reserves.** The Chapter shall maintain a minimum reserve fund totaling 25 percent of all liquid funds. To access, spend and reduce monies in this fund will require approval by a two-thirds vote of the Board.

Section 3. **Investments.** The Chapter's Board shall review the Chapter's liquid financial status each quarter. At that time, upon a two-thirds vote of the Board, the Board shall invest up to one-quarter of available monies in appropriate low-risk investment accounts. The treasurer will be responsible for investigating investment options and presenting them to the Board for its approval.

Section 4. **Authorized signatures.** The Chapter's financial accounts will carry the current treasurer and treasurer-elect as authorized signatory.

ARTICLE V – THE BOARD

Section 1. **Composition.** The governing body of the Chapter shall be a Board of Directors consisting of a president, president-elect, vice president, secretary, treasurer, treasurer-elect, the immediate past president, the Assembly Delegate(s) and three directors at large. Board members may hold more than one position at a time.

Section 2. **Duties.** The Board shall have full authority to handle all Chapter affairs and to act for the Chapter when the Chapter is not in session.

Section 3. **Assembly Delegates.** The Assembly Delegate(s) shall serve as the Chapter's representative(s) at meetings of the PRSA Assembly and shall be elected by the Chapter membership for a three-year term in accordance with provisions of the bylaws of the Society. In accordance with society bylaws, the chapter may designate an alternate chapter delegate for each delegate, to be designated by the president or the vice president of the chapter. The alternate must meet all the requirements of a delegate.

Section 4. **Directors.** One director shall be elected each year by the Chapter membership at its annual meeting to serve a term of three years beginning January 1 and until their successors take office. As provided in the governing bylaws developed at the initiation of the Chapter, one director's term shall expire each year.

Section 5. **Meetings.** The Board of Directors shall meet as soon as practicable after the beginning of each year on call of the president. There shall be at least six meetings of the Board of Directors at such times and places as it may determine. Special meetings of the board may be called by the president or upon written request of two members of the Board of Directors. Such special meetings may be conducted by telephone conference or by e-mail, except for disciplinary action in accordance with society bylaws. Notice of each meeting of the Board shall be given to each director personally, by mail, or by e-mail at least five days in advance.

Section 6. **Quorum.** A majority of the Board of Directors shall constitute a quorum for all meetings of the Board.

ARTICLE VI – OFFICERS

Section 1. **Chapter Officers.** The officers of the Chapter shall be a president, president-elect, vice president, secretary, treasurer, treasurer-elect and three directors-at-large. The officers shall be elected by the Chapter membership at its annual meeting for a term of one year, with directors-at-large elected for a term of three years, and serve until their successors are elected and installed.

Section 2. **President.** The president shall preside at all meetings of the Chapter and of the Board of Directors. He/she shall appoint all committees with the approval of the Board of Directors, and shall be an ex-officio member of all committees. He/she shall perform all other duties incident to the office.

Section 3. **President-Elect.** The president-elect shall, in the absence or disability of the president, exercise the powers and perform the duties of the president. The president-elect also shall chair the membership committee, assist the president and perform such other duties as prescribed by the Board of Directors or by the president. The name of the president-elect shall automatically be placed on the ballot for the office of president for the following year.

Section 4. **Vice President.** The vice president shall be in charge of the committee recommending and securing programs for the monthly Chapter meetings and will assist in the administration of the Chapter's professional development committee, and perform such other duties as may be assigned by the Board of Directors.

Section 5. **Secretary.** The secretary shall maintain accurate and detailed records of all meetings of the Board of Directors, send copies of such minutes to Society Headquarters, and oversee distribution notices for the annual Chapter meeting. The secretary also ensures proper safekeeping of records and performs all other duties incident to the office, and performs such other duties as may be assigned by the Board of Directors.

Section 6. **Treasurer.** The treasurer shall receive and deposit all Chapter funds in the name of the Chapter, in a financial institution-selected and approved by the Board of Directors. He/she shall prepare the Chapter's budget, oversee collection of Chapter dues, make regular financial reports to the Board of Directors, render an annual financial statement to the Chapter membership, and perform all other duties incident to the office, and other duties as may be assigned by the Board of Directors.

Section 7. **Treasurer-Elect.** The treasurer-elect shall, in the absence or disability of the treasurer, exercise and perform the duties of the treasurer. The treasurer-elect shall assist the treasurer and perform such other duties as prescribed by the Board of Directors. The treasurer-elect shall become familiar with the financial affairs of the Chapter, its procedures, and its financial policy in preparation for assuming the office of treasurer for the following year. Treasurer-elect shall co-sign with the treasurer on all of the Chapter's accounts.

Section 8. **Compensation and Reimbursement.** No elected officer of the Chapter shall be entitled to any salary or other compensation. The Board of Directors may reimburse elected officers or Assembly Delegates or their alternates for their expenses incurred in connection with the performance of their duties.

Section 9. **Tenure.** No member shall serve two successive terms as president or president-elect, except in a situation in which it has been necessary for a president-elect to complete the unexpired term of a president who leaves office. Other Chapter officers may not serve in the same office for more than two successive terms.

Section 10. **Other Officers.** The Board may appoint such other officers with such powers and duties as it may deem advisable.

ARTICLE VII – NOMINATIONS AND ELECTIONS

Section 1. **Nominating Committee.** There shall be a nominating committee chaired by the immediate past president with no fewer than three Chapter members who are appointed by the committee chair with approval of the Board of Directors. The committee shall be appointed and meet at least 45 days prior to the annual meeting of the Chapter.

Section 2. **Nominations.** The nominating committee shall name a qualified nominee for each office and for Assembly Delegate and director whose term is expiring. It shall ensure that each nominee has been contacted and agrees to serve if elected.

Section 3. **Notice of Membership.** At least 30 days before the annual meeting of the Chapter, the secretary shall notify all Chapter members the list of nominees prepared by the nominating committee. Chapter members shall be advised that additional nominations will be accepted as provided in Section 4.

Section 4. **Additional Nominations.** Before voting at the annual meeting on the nominating committee's recommendations for new Board members, the presiding officer shall call for additional nominations from the floor for each post to be filled. Additional nominations, if any, shall be accepted, provided the nominees have been contacted and have agreed to serve if elected.

Section 5. **Elections.** Officers, directors and assembly delegates shall be elected at the annual meeting of the Greater Fort Worth Chapter. Election shall be by majority vote of the members in good standing present and voting. Balloting in contested elections shall be by secret ballot.

Section 6. **Vacancies.** In the event of the death, resignation, removal or expulsion of a Board member, other than the office of president or treasurer, which have prescribed successors, the remaining Board members shall elect a successor who shall take office immediately and serve until the next January 1. If there is unexpired additional time remaining in the term of the Board member whose post was vacated, a successor shall be elected at the next annual meeting to serve the remainder of the unexpired term, beginning the next January 1.

Section 7. **Attendance.** Any officer, board member or Assembly Delegate who in one calendar year is absent from three regularly scheduled Board meetings without an excuse deemed acceptable by the Board, submitted in writing to the president, shall be dropped automatically from the Board. Vacancies created by the above ruling shall be filled through procedures described in Section 6 of this Article.

ARTICLE VIII – COMMITTEES

Section 1. **Standing Committees.** In addition to the nominating committee, there shall be the following standing committees; program, membership, professional development, accreditation, awards and scholarships, public relations, community service, student chapter liaison, hospitality, ethics, job bank, on-line, and bylaws.

Section 2. **Special Committees.** Special committees may be established and appointed by the president with the approval of the Board.

Section 3. **Committee Reports.** The chair of each committee shall report its activities regularly to the Board of Directors. All committee activities shall be subject to approval by the Board.

Section 4. **Past Presidents' Council.** All past presidents shall be members of the Past Presidents' Council, which may be called upon or convened for advice by the chapter officers or Board of Directors. The immediate past president of the chapter may call meetings of the council and act as chairman thereof.

ARTICLE IX – CHAPTER MEETINGS

Section 1. **Annual Meeting.** There shall be an annual meeting in October or November each year at such time and place as may be designated by the Board.

Section 2. **Regular Meetings.** In addition to the annual meeting, there shall be regular monthly meetings at least ten times a year at such times and places as may be designated by the Board.

Section 3. **Special Meetings.** Special meetings of the Chapter may be called by the president, the Board of Directors or on written request by 25 percent of the Chapter members.

Section 4. **Notice of Meetings.** Each Chapter member shall be notified at least 30 days in advance of the annual meeting. Notice of a regular meeting or special meeting shall be provided to each member at least ten days in advance.

Section 5. **Quorum.** A majority of the members of the Chapter shall constitute a quorum at any meeting of the Chapter.

ARTICLE X - AMENDMENTS

These bylaws may be amended by a two-thirds vote of the members present at the Chapter's annual meeting, provided a quorum is present, such proposed amendment(s) have been approved by the Chapter's Board of Directors and at least 30 days notice has been given to all members of any proposed amendment(s). Amendments adopted in accordance with this provision become effective only after approval by the Society's National Board of Directors.