

## NEW MEXICO PRESS WOMEN BYLAWS

(With changes adopted unanimously at the annual meeting on April 26, 2014)

### ARTICLE I. Name

The name of the organization shall be New Mexico Press Women (hereinafter referred to as NMPW), a nonprofit, tax-exempt corporation as defined under 501 (c)(6) of the U.S. Internal Revenue code. NMPW is a state affiliate of the National Federation of Press Women.

### ARTICLE II. Objectives

The objectives of this organization shall be to:

- Advance opportunities and the professional status of individuals in mass communications
- Exchange journalistic ideas and experiences.
- Advocate ethics, responsibility and fairness in journalism.
- Support communications education.
- Protect First Amendment freedoms.

### ARTICLE III. Membership

#### Section 1.

Membership shall consist of professionals in communication and individuals whose vocations and educational pursuits are germane to communication service and the objectives of NMPW.

#### Section 2.

Anyone who qualifies as a professional communicator actively engaged in any aspect of the field of communications may be eligible for membership to NMPW. Membership is open to everyone meeting these qualifications regardless of age, ancestry, color, disability, gender, national origin, race, religion, sexual orientation, gender identity, or veteran status.

#### Section 3.

- a) Professionals who meet qualifications for membership in NMPW but choose not to belong to the National Federation of Press Women will be classified as associate members.
- b) The term "associate member" designates that the member is not a member of the National Federation of Press Women. The member classified "associate" will be listed in the state directory, receive the NMPW newsletter and may be a full voting member of NMPW. Associate members may not hold elective offices but may serve in appointive positions.

#### Section 4.

All chapter officers must be New Mexico Press Women members in good standing. "In good standing" shall be defined as being financially current with NMPW dues of membership.

### Article IV. Officers

Section 1.

The elected officers shall be president, vice president, secretary and treasurer.

Section 2.

The officers shall be elected by paper ballot at the annual meeting in even-numbered years. The report of the nominating committee shall be transmitted to the members at least 60 days before the annual meeting. Nominations may be made from the floor.

Section 3.

The election of a nominating committee of three members shall be held at the annual meeting in odd-numbered years. In the event a nominating committee is not elected at the annual meeting, the NMPW Board of Directors shall elect the nominating committee at the next available meeting.

Section 4.

The term of office shall be two years or until their successors are elected. New officers will take office after their installation at the final session of the annual meeting in even-numbered years.

Section 5.

Vacancies in any office shall be filled by appointment by the president with approval by the board of directors.

## ARTICLE V. Governing Body

Section 1.

NMPW business shall be conducted by the NMPW Board of Directors and members at the annual meeting. The board shall be the governing body between annual meetings. The executive committee shall be empowered to act for the board on urgent matters between board meetings.

Section 2.

The Board of Directors shall consist of the officers, chapter presidents and directors of standing committees. The immediate past president may serve as an ex-officio member of the board, with voting privileges. A parliamentarian may act as adviser without a vote. A quorum of the board shall consist of five members.

Section 3

The executive committee shall consist of the elected officers (president, vice president, secretary, treasurer) and district or chapter presidents or their representatives. A quorum of the executive committee must act in the event of need for emergency decisions between board meetings. A quorum shall consist of three members.

Section 4

In between board meetings, the president may call for a vote on an issue by email, postal

mail, phone, or any other means deemed appropriate. In these circumstances, the board cannot take action unless at least eleven members express their opinion by at least one of the available methods.

## ARTICLE VI. Duties

### Section 1.

The president shall preside at all meetings and with the approval of the board shall appoint the parliamentarian and directors of standing and special committees, help plan and execute the meetings held during her/his term of office and approve the actions of the vice president.

With the approval of the board she/he may call for an audit at any time during her/his term.

### Section 2.

The vice president shall act for the president in case the president is temporarily unable to carry out duties of the office. Should the president resign, die, or otherwise be removed from the office, the vice president shall become the president upon confirmation of the board, and the board shall elect a new vice president. The vice president shall also serve as membership director and will be responsible for recruiting new members. The vice president may serve as director of other committees should the need arise.

### Section 3

The secretary shall record the minutes of all meetings, and shall transcribe them for a permanent file. The secretary will send minutes within three months following meetings to board members.

### Section 4.

- a) The treasurer shall receive and deposit monies belonging to NMPW.
- b) Monies within the board-approved budget shall be disbursed upon receipt of bills from officers, committee directors and/or members. Disbursement of scholarship funds from the D. Gregory account requires the signatures of treasurer and president, but the checks from the regular checking account will be signed by either the treasurer or the president. There shall be no debit cards on NMPW accounts. If a check is ever written for cash, the treasurer or president has to document with a receipt what the cash was used to pay for. The treasurer and the president will receive copies of the monthly bank statements for the regular checking account, the D. Gregory account and the CD account.
- c) A budget will be prepared by the treasurer for each fiscal year to be presented to the board of directors for approval at the Fall meeting.
- d) The treasurer shall maintain accurate and up to date financial records and the treasurer will give a current financial report at all meetings.
- e) The treasurer will certify eligibility of entrants to the annual communications contest.
- f) The treasurer shall be bonded by NMPW according to usual business practices, and be responsible for paying the bonding fee from NMPW funds in a timely manner. The treasurer shall present a receipt to the board as evidence of payment.
- g) The treasurer shall pay the New Mexico Public Regulation Commission or the New Mexico Secretary of State or the appropriate state government agency the annual

non-profit corporation fee before April 15 annually and shall present evidence of payment to the board.

h) The treasurer shall file an electronic IRS Form 990-N with IRS status with the federal government before April 15 annually.

#### Section 5.

The parliamentarian shall advise the presiding officer and the organization on questions of procedure, thus helping safeguard the rights of membership.

#### Section 6.

The historian shall keep appropriate records of the activities of NMPW. A scrapbook of clippings and other materials of interest will be maintained.

#### Section 7.

The public relations director shall disseminate information to local, state and national media.

#### Section 8.

Each officer will relinquish all files to the successor within thirty (30) days after retiring from office. A written report and commentary on the duties of the office shall be included in the files, with a copy for the president's files.

#### Section 9.

The officers will perform the duties as listed above and as in any other documents approved by the organization.

#### Section 10.

An NMPW officer may be removed from office by two-thirds vote of the board of directors in the event of disability or other incident rendering the officer unable to perform the duties of office. In the event of such actions, NMPW will provide to the officer under consideration for removal from office thirty (30) days advance notice of the meeting at which the board intends to take the action. NMPW will provide to the general membership fourteen (14) days advance notice of the meeting at which the board intends to take the action to enable comment by members.

### ARTICLE VII. Committees

#### Section 1.

Standing committee chairmen shall include Communications Contest, Communicator of Achievement, Zia Award, High School Communications Contest, Historian, Public Relations, Newsletter, Scholarship, Conference, Bylaws, and Nominating Committee.

#### Section 2.

Standing committee chairmen shall be appointed by the president with the approval of the Board of Directors with the exception of the nominating committee, which shall normally be elected in odd-numbered years during the annual meeting.

Section 3.

Special committees may be appointed as needed by the president with the approval of the board.

Section 4.

The president shall serve ex-officio by virtue of office on all committees except the nominating committee.

ARTICLE VIII. Meetings

Section 1.

NMPW will meet once each year. A quorum for the annual meeting shall be 10 percent of the NMPW members as of March 1 preceding the annual meeting. The following year's meeting place will be determined by vote of the membership at the annual meeting, with invitations accepted at the business meeting. In the event there is no invitation or decision by the membership, or if a change of location becomes necessary the Board of Directors will make the final decision.

Section 2.

The NMPW Board of Directors will meet three times each year, in summer, fall and winter in addition to meetings at the annual spring conference.

ARTICLE IX. Dues

Section 1.

The fiscal year of NMPW will be the calendar year. Dues are due January 1. Dues for new members will be accepted after September 1. Delinquent members shall be removed from the membership rolls.

Section 2.

Dues for full memberships and associate memberships shall be determined by the Board of Directors.

ARTICLE X. Amendments

Amendments to these Bylaws can be proposed by members at large, officers, or by the bylaws committee. Those amendments proposed by officers or the Bylaws committee must be approved by a majority vote of the board at least thirty (30) days before the annual meeting. Amendments to the Bylaws must be approved at the annual meeting of NMPW by a vote of two-thirds (2/3) of the members present, provided there has been written notice of the proposed change sent to the membership at least thirty (30) days in advance of the meeting.

ARTICLE XI. Disbandment

In case of disbandment of NMPW, funds not already designated shall go to the National Federation of Press Women.

Article XII. Parliamentary Rule

In matters not covered by these Bylaws or by the NFPW Bylaws, NMPW will be governed by the latest edition of Roberts Rules of Order, Newly Revised.

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Cheryl Fallstead, NMPW President



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Loretta Hall, NMPW Treasurer