

Florida Public Relations Association Gainesville Chapter Bylaws

ARTICLE I – NAME AND HEADQUARTERS

- Sec. 1 The name of this chapter shall be the Gainesville Chapter of the Florida Public Relations Association
- Sec. 2 The headquarters will be at the office or home of the Chapter President.

ARTICLE II – GOALS

The goals of this organization shall be:

- a. To promote the highest standards of professional public relations ethics;
- b. To promote and enhance the image of the public relations profession throughout the state of Florida;
- c. To provide a forum for the effective exchange of public relations knowledge, trends, ideas and innovations;
- d. To provide members with new and direct channels of communications with other public relations professionals throughout the region and the State of Florida;
- e. To promote sincere and credible relations with all legitimate media;
- f. To keep members informed of any actions, legislative or general, which may be detrimental to the public relations profession;
- g. To promote the best interests of the region and the State of Florida in such a way that all will benefit; and;
- h. To coordinate common interests by working in unison with the State Association.

ARTICLE III – MEMBERSHIP

- Sec. 1 Membership in the Gainesville Chapter shall be open to members in good standing of the Florida Public Relations Association who either work or reside in Alachua County or a neighboring county which is not served by another FPRA Chapter.
- Sec. 2 The membership categories shall be the same as directed by the Florida Public Relations Association's Bylaws.
- Sec. 3 All applicants for membership shall complete and sign the application form provided by the Association and submit to the State Office for approval. Such application shall include an agreement by the applicant to abide by the Association's Code of Ethics and to pay dues assessed by the Association.
- Sec. 4 Removal: Members of any classification may be removed from membership by the Board of Directors for cause by two-thirds vote. For any cause other than non-payment of dues, removal shall occur only after the member complained against has been advised of the complaint lodged against him or her and has been given reasonable opportunity for defense; and such member, if removed, may appeal the decision of the Board to the Annual Meeting of the Association, provided that notice of intent to appeal is provided to the Executive Director at least ten (10) days in advance of the meeting.
- Sec. 5 Reinstatement: A former member desiring a continuous membership record may be reinstated on showing proof of qualification and paying all dues in arrears. If, however, a continuous membership record is not desired, the member may be reinstated on showing proof of qualification and paying current year's dues.
- Sec. 6 Resignation: Any member may resign by filing a written resignation with the Executive Director, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, or other charges theretofore accrued and unpaid. Executive Director. Such a resignation shall not relieve the member from obligation to pay any accrued and unpaid charges from the Chapter.

ARTICLE IV – DUES

- Sec. 1 The dues and admission fees will be established by the Florida Public Relations Association State Board of Directors.

ARTICLE V – MEETINGS OF MEMBERS AND VOTING

- Sec. 1 The meetings of the Gainesville Chapter will be held at the convenience of the members; however, at least one meeting will be held within each calendar quarter.
- Sec. 2 The designation of time and place of each meeting shall be made by the Chapter President.
- Sec. 3 Unless otherwise designated by the President; each member shall pay his or her own portion of incurred expenses, which shall be specified in advance. If a reservation is made for a meeting and the member then does not attend, the member shall pay any costs that such reservation incurred (such as meal guarantee).
- Sec. 4 The Chapter Board of Directors may cancel any meeting for cause.
- Sec. 5 The meetings and proceedings of the Chapter shall be regulated and controlled according to *Robert's Rules of Order* (newly revised) for parliamentary procedures, except as may be otherwise provided by these Bylaws.
- Sec. 6 Formal notice of any meeting of the Chapter at which official Chapter business is to be transacted shall be provided to each member within 30 days of the meeting date.
- Sec. 7 At all meetings of the Chapter, each voting member shall have one (1) vote and may take part and vote in person only. Unless otherwise specifically provided by these Bylaws, a majority of those voting members present and casting a vote shall govern.
- Sec. 8 At any meeting where Chapter business is being conducted, a quorum shall consist of ten percent (10%) to the chapter's voting members, provided that no less than ten (10) voting members are present.

ARTICLE VI – BOARD OF DIRECTORS

- Sec. 1 The executive officers of this Chapter shall be the President, President-Elect, Vice President/Member Services, Secretary, Treasurer and Immediate Past President. The remaining board shall be comprised of at least two, but no more than 10 Directors, all to be elected by the membership. These executive officers and directors shall constitute the Chapter Board of Directors.
- Sec. 2 These executive officers and directors shall be nominated by a committee appointed by the Chapter President three meetings prior (in June) to the next fiscal year of the Florida Public Relations Association. The election shall be by a vote of the members in attendance at the subsequent (July) meeting.
- Sec. 3 Executive officers and directors shall take office at the Chapter meeting held in the first month (September) of the new year.
- Sec. 4 No member of the Chapter Board of Directors may knowingly serve a partial term. Unanticipated vacancies of any elective office with the exception of President and/or President-Elect may be filled for the balance of the term by the Chapter Board of Directors at any regular or special meeting. In the case of a vacancy with the President and/or President-Elect, the nominating committee will convene to appoint a qualified member to fulfill the balance of the term to ensure the leadership track is maintained. The Chapter Board of Directors, in its discretion, by a two-thirds vote of all its members, may remove any officer from office for cause.

- Sec. 5 A quorum is defined as no less than fifty percent of the board members plus one. To hold a vote, a quorum must be present.

ARTICLE VII – DUTIES OF BOARD OF DIRECTORS

- Sec. 1 The President shall preside at all meetings of the membership and of the Board of Directors; enforce observance of and adherence to the Bylaws; offer for consideration all motions regularly made; apportion and assign duties in advance; call all special meetings; appoint all committees; and perform such other duties as the office shall require.
- The President shall introduce no motion nor shall the President vote on any question, except in the event of a tie vote. The President shall be the Chapter's first representative on the State Board of Directors. The President shall provide an official address for the Chapter's headquarters.
- Sec. 2 The President-Elect shall automatically succeed to the presidency. The President-Elect shall arrange for an audit of the Chapter's books at the close of the fiscal year. The President-Elect shall actively assist the Vice President/Member Services with planning and implementation of member recruitment efforts and shall focus on retention. The duties of the President-Elect shall be as delegated by the President and the Board of Directors. The President-Elect shall perform the duties of the President in the event of the latter's inability to serve. The President-Elect shall be the Chapter's second representative on the State Board of Directors. The President-Elect shall conduct an annual membership survey, review chapter by-laws with the assistance of the Immediate Past President, maintain the chapter's Policy Manual and coordinate additions and change to the policies as needed.
- Sec. 3 The Vice President/Member Services shall create, plan and implement all new member recruiting events. The Vice President/Member Services shall have served on the Board of Directors for one year prior to being nominated to this office. The Vice President/Member Services shall be responsible for all such other duties and activities as the President may assign. The Vice President/Member Services shall not automatically succeed to President- Elect.
- Sec. 4 The Secretary shall keep a record of the minutes of the meetings of the Board of Directors and of actions voted on at meetings of the Chapter. The Secretary shall have served on the Board of Directors for one year prior to being nominated to this office. The Secretary shall assume such other duties as the President may assign.
- Sec. 5 The Treasurer shall keep an accurate record of all monies, debts, and obligations of the Chapter; receive all monies and deposit same in the Chapter accounts at recognized financial institutions; make all payments of the Chapter, as approved by the Board of Directors, from Chapter funds; sign all checks, drafts, notes or other orders for payment in the name of the Chapter; give an accurate report of the financial status of the Chapter at each meeting of the Board of Directors and, if so requested at any meeting of the Chapter membership. A member shall serve no more than two consecutive terms as treasurer and have served on the Board of Directors for one year prior to being nominated to this office.
- The Treasurer shall give bond, at the expense of the Chapter, if required by the Board of Directors, and perform such other duties as the President may assign.
- Sec. 6 The Immediate Past President shall maintain an accurate history and provide the historical perspective to the board and membership. The Immediate Past President shall plan and implement programs for the senior public relations professionals; assist in the annual review of chapter bylaws with the President-Elect; oversee nominations, awards and presentations for the Member of the Year, the Professional of the Year and the Rising Leader.. The Immediate Past President shall assume such other duties as the President may assign.

- Sec. 7 The Chapter Board of Directors shall serve as a policy-making group. It may not authorize expenditures in excess of the current amount in the treasury. The Board shall meet prior to regularly scheduled Chapter meetings or at the request of the President or three Board Members.
- Sec. 8 Absence: Any elected officer or director who shall have been absent from three (3) consecutive regular meetings of the Board of Directors, or any four (4) meetings within the fiscal year, without being excused by a vote of the Board, shall automatically vacate the seat on the Board of Directors and the vacancy shall be filled as provided in these Bylaws. However, the Board of Directors shall consider each absence of an elected officer or director as a separate circumstance and may expressly excuse such absence by affirmative vote of a majority of its members.

ARTICLE VIII – COMMITTEES

- Sec. 1 The President shall appoint, with the approval of the Chapter Board of Directors, a nominating committee of no fewer than five members, to include the most recent Gainesville Chapter Past President, who is still a member of the chapter. This same Gainesville Chapter Past President should serve as chair of the nominating committee.
- Sec. 2 The President shall, with the approval of the Chapter Board of Directors, appoint such other special committees, subcommittees or task forces as are necessary and which are not in conflict with other provisions of these Bylaws, and the duties of these committees shall be prescribed by the Chapter Board of Directors upon appointment.
- Sec. 3 Past President’s Council – This council will be composed of any former president of the Gainesville Chapter of FPRA who is still a member of the Gainesville Chapter of FPRA. The Council will be chaired annually by the Immediate Past President. In the absence of such a person, the Council will elect a chair. The Council shall meet at least once a year, for the purpose of preparing a formal report to the Board of Directors on the State of the Chapter. The secondary purpose of the Council is to provide an annual review of the Bylaws to ensure their relevance and effectiveness. The Council also shall be called upon or convened for advice and recommendations on any Chapter matters as requested by the Board of Directors.

ARTICLE IX – FISCAL YEAR

- Sec. 1 The fiscal year of the Gainesville Chapter shall be from September 1 to August 31 to coincide with the chapter leadership year.

ARTICLE X – FINANCE

- Sec. 1 The Board shall adopt by the second month of the fiscal period an annual operating budget covering all activities of the Chapter.
- Sec. 2 A member can serve no more than two consecutive terms as treasurer.
- Sec. 3 The Gainesville Chapter president should review the original bank statement monthly.
- Sec. 4 Two signatures (Treasurer and President) are required on checks over \$250

ARTICLE XI – AMENDMENTS TO THE BYLAWS

- Sec. 1 Amendments may be proposed by:
- 1.) The Association Board of Directors
 - 2.) Chapter Board of Directors
 - 3.) Upon petition of any five (5) qualified voting members
- Sec. 2 Amendments are first approved by the Chapter Board of Directors, then submitted to the Association Board of Directors for consideration. The Association Board of Directors determines if the amendment(s) are consistent with Association bylaws. If the Association Board of Directors does not approve, it shall clearly communicate the reason for denial to the

Chapter Board of Directors with an explanation of necessary changes to make the desired amendment acceptable and consistent with Association bylaws.

- Sec. 3 Upon approval from the Association Board of Directors, these bylaws and any subsequent amendments may be adopted or repealed by: a) a minimum two-thirds vote of the voting membership in attendance at any regular or special meeting, provided that notice of such proposed bylaws or amendments is sent in writing to the members at least fifteen (15) days before such meeting, or b) a minimum two-thirds vote of the voting members voting via mail/email by a thirty (30) day ballot. All such proposed amendments shall be presented by the board to the membership, with or without recommendation.

ARTICLE XII – DISSOLUTION OF CHAPTER

- Sec. 1 In the event of the dissolution of the Gainesville Chapter, all money in the chapter treasury will revert to the State Association.