

THE WOMEN'S PRESS CLUB OF PITTSBURGH
BY-LAWS

REVISED FEBRUARY 2014

ARTICLE I – NAME

The name of the Corporation is the Women's Press Club of Pittsburgh (Women's Press Club).

ARTICLE II – ADDRESS

The address of the Women's Press Club is:

Women's Press Club of Pittsburgh

P.O. Box 100187

Pittsburgh, PA 15233

ARTICLE III – PURPOSE AND MISSION

Section 1. The purpose of the corporation is to operate exclusively for charitable, religious, scientific, literary or educational purposes as permitted under Section 501 (c)(3) of the Internal Revenue Code of 1986, and any amendments thereto. Appropriate legal nonprofit status will be maintained and kept up to date by the Club.

Section 2. The Club's Mission is for professional fellowship and enrichment, including the advancement of women's interests in journalism.

ARTICLE IV – FISCAL YEAR

The fiscal year shall begin July 1 and end on the following June 30.

ARTICLE V – MEMBERSHIP

There will be four classes of members: Media, Industry, Life, and Student.

Section 1. Media members shall consist of:

- (a) Women who reside or work in the Greater Pittsburgh Area and who have been regularly and directly concerned with writing editorial material, or photojournalism, and who have been for one year or more employed on a full-time basis by a commercial daily, semi-weekly, weekly or monthly newspaper or magazine distributed in the area.
- (b) Women who have been for one year or more employed in an editorial capacity by a commercial wire service, a licensed radio or television station, or a cable television services. This will also include professionals working in nonprofit journalism endeavors.
- (c) Paid, professional women involved in online journalism publications.

- (d) Women who own or have owned or publish or have published commercial daily, weekly or monthly newspapers which serve the public or private sector within their circulation area; or who own or have owned or publish or have published magazines or internal publications for educational, cultural, or civic institutions.

Section 2.

Industry members shall consist of:

- (a) Women who have been for one year or more professional public relations practitioners on the staffs of qualified PR firms or PR departments, or who own or have owned or manage or have managed public relations firms, or who a portion of their income is or was derived from the practice of free-lance public relations.
- (b) Women who as free-lance employees, derive or have derived a portion of their income from writing or photojournalism on a direct contract or assignment basis to print or broadcast media.
- (c) Women who are or have been for one year or more employed as full-time journalism instructors or administrators of journalism, communications, writing, social media or related fields.

Section 3.

Life members shall consist of:

- (a) Women who are club members of long standing whom the club wishes to honor, in particular, members who have served as longtime officers or board members.

Section 4.

Student members consist of:

- (a) Active students who are enrolled in journalism or communications classes, including, but not limited to subjects related to the following categories: journalism, public relations, English, communications, creative writing, professional writing, multimedia, broadcast, web design, photography, graphic design and social media. Student members will be offered reduced dues.

Article VI – ELECTION OF MEMBERS

Section 1. Application for Media Membership shall be made in writing. The applicant must be recommended by one member of the Club.

Section 2. Applications for Industry Membership shall follow the same procedure.

Section 3. Life members may be elected by a majority vote of the members of the Board of Directors present at a regular meeting following the one at which their names were presented.

Section 4. Application for Student Membership shall be made in writing. The applicant must be recommended by a professor in a field of study related to journalism or communications.

ARTICLE VII - DUES

Section 1. The Women's Press Club Board of Directors shall designate the annual dues for all member categories.

Section 2. Dues are considered late after October 31. After two arrears' notices by the treasurer, members in arrears for dues shall be dropped from membership, unless a reasonable excuse for non-payment is given. No member in arrears for dues shall be entitled to vote at the annual meeting or be eligible for any office or award.

ARTICLE VIII – BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the officers and three members, elected biennially. They shall have entire charge of the affairs of the Club, including control and disbursement of money. In no case shall they be allowed to contract any indebtedness exceeding the balance in the treasury of the Club. The Board of Directors shall approve the depository of the Club funds selected by the treasurer.

Section 2. A meeting of the Board of Directors shall be called as soon as practicable, but not later than one month after an election, and thereafter at the call of the President or at the request of three members of the Board.

Section 3. Four members of the Board of Directors shall constitute a quorum.

Section 4. The Board of Directors shall meet at least once each quarter.

Section 5. Length of service. Members of the Board of Directors shall serve a maximum of two, consecutive two-year terms, unless the Board of Directors agrees, by a majority vote, to waive that requirement for one additional term.

ARTICLE IX – DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Club and Board of Directors. She shall appoint the chairman of committees. She shall be a member, ex-officio, of all committees, except the nominating committee. The president must be a Media Member. She shall send out notices of all Club meetings to members. She shall compile an annual report of the club's activities to be presented at the annual meeting and on the web site prior to the annual meeting (the final meeting of the year).

Section 2. The vice-president shall assume the duties of the president in her absence and must be a Media Member.

Section 3. The secretary shall keep minutes of the meetings of the Club and of the Board of Directors, and should distribute the minutes at each Board of Directors meeting to be voted on. She shall conduct the correspondence of the Club and make a final report to the Club at the annual meeting.

Section 4. The treasurer shall collect and receive all moneys of the Club and disburse it on the order of the Board of Directors. She shall make a monthly report to the Board of Directors and create an annual financial statement for the annual meeting and any filings necessary to maintain legal nonprofit status. Initial invoices for dues shall be sent out by the first of September. The treasurer shall arrange for cards, flowers and gifts to members and guests.

ARTICLE X – MEMBERSHIP MEETINGS

Section 1. At least two membership meetings and four programs shall take place each year.

Section 2. The annual meeting of the Club for the election of officers shall be at the last regular meeting of the year. Proxy voting is permissible.

Section 3. A quorum for voting by the full membership will consist of 25 percent of the membership.

Section 4. The final meeting of the year shall be considered the Annual Meeting.

ARTICLE XI – DUTIES OF OTHER COMMITTEES

Section 1. As soon as practical, but not later than one month after the annual meeting, the president shall appoint a chairwoman, subject to the approval of the Board of Directors, the following standing committees for a term of two years. Unless otherwise noted below, chairwomen can appoint committee members, whom also serve two year terms:

- (a) Membership: Duties shall be to actively recruit and work to retain new members, and to accept and review all applications of proposed members. She shall work with the treasurer to create a membership directory, complete with contact information. She shall keep attendance at all club meetings and programs.
- (b) Program: Duties shall be to plan and coordinate and implement the overall program for the ensuing year, arrange for speakers or special entertainment. The Program committee shall consist of at least two members and may delegate sub-committees to plan programs for individual functions, arrange for meeting rooms and collect assessments at dinners. Money thus collected to be turned over to the treasurer, who will pay bills. All members of the Board of Directors are ex-officio members of the Program Committee.

- (c) Scholarship: The Scholarship committee shall consist of at least two members who have charge of the writing contest, collect entries, appoint judges and report judges' findings. It should work with the Banquet Committee to recognize the winners.
- (d) Communications: This committee shall be composed of two or more members, who shall be responsible for all publicity, social and digital media. This committee will promote the club and its activities.
- (e) Nominating: The nominating committee, consisting of at least two members, is elected by the Board of Directors. It shall be the duty of this committee to secure a slate of four officers and three Board members and to send it to the Club's secretary at least twenty (20) days before the annual meeting. At least two weeks prior to the annual meeting, the secretary shall send to each member a report of the nominating committee. And the full membership shall vote on the election of officers at the annual meeting or by proxy. The person receiving the highest number of votes shall be declared elected.
- (f) Banquet: Shall have a chairwoman who will recruit at least two members who will assist in planning and executing the annual banquet. This committee shall work with the scholarship committee to recognize winners.

ARTICLE XII – PARLIAMENTARY AUTHORITY

The rules contained in Roberts' "Rules of Order, Revised," shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with the By-Laws.

ARTICLE XIII – AMENDMENTS TO THE BY-LAWS

The By-Laws may be amended or altered by a By-Laws Committee appointed by the Board of Directors. The Committee will present the amendments to the Board of Directors who, in turn, will notify the membership of the proposed changes. No By-Laws Amendments can be passed until each member has received a copy of the proposed changes 30 days prior to the meeting at which the changes are to be voted upon. A two-thirds vote of those present will be necessary to change the By-Laws.

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