



# Women in Media ByLaws

As revised October, 2007

## ARTICLE I – NAME AND AREA

- Section 1 The name of the organization shall be Women in Media, Inc.  
Section 2 The area covered by Women in Media, Inc. shall be Louisiana

## ARTICLE II – OBJECTIVES

- Section 1 The objectives of Women in Media, Inc. shall be:
- (a) To provide a medium for communication and exchange of ideas;
  - (b) To encourage cooperation within the allied fields of media;
  - (c) To promote the advancement of qualified women in media and allied fields;
  - (d) To work to improve the quality of all media.

## ARTICLE III – MEMBERSHIP

- Section 1 The Objectives and Mission of Women in Media, Inc. shall be:  
We are a professional group of women who work in all facets of the Baton Rouge media and marketing. Women in Media, Inc. shall provide educational, professional development, philanthropic and networking opportunities to its Members and their guests.
- Section 2 Termination of Membership:
- (a) Any Member may resign at any time by writing to the President;
  - (b) Any Member who has been inactive in the industry for less than one fiscal year may retain Membership for one additional year.
- Section 3 All potential new Members must be tested by and serve the above objectives. All prospective Members must submit a completed Membership Application to the Board. At the following month's Board meeting, the Board will hold a vote of acceptance or rejection. Prospective new members will be allowed into or disallowed from the Organization by a simple majority vote of the Board members present.

## ARTICLE IV – OFFICERS

- Section 1 The Officers shall consist of President, President-Elect, Secretary and Treasurer
- Section 2 Eligibility: All Officers must have been a member for one fiscal year.
- Section 3 Eligibility: All Officers shall be elected annually at the April meeting by a plurality vote of the organization. New Officers shall be installed at the opening of the regular meeting at which time they shall assume their duties.
- Section 4 The powers and duties of the officers shall be as follows:

- (a) **PRESIDENT:**
  - 1. Shall preside at all meetings of the organization and the Board of Directors.
  - 2. Shall recommend to the Board such measures as deemed necessary for the best interest of the organization and shall see that all decisions of the Board are faithfully executed.
  - 3. Shall have the authority to execute such agreements on behalf of the organization as are authorized by a vote of the membership of the Board of Directors.
  - 4. Shall be an ex-officio member of all standing committees and special committees.
- (b) **PRESIDENT-ELECT:**
  - 1. Shall perform such duties as the President of the Board of Directors may request or designate.
  - 2. Shall preside at meetings in the absence of the President.
- (c) **SECRETARY:** Shall notify Board members of time and place of meeting or special events. Secretary shall also take notes at said meetings and provide typed minutes within seven (7) days of meeting to Board.
- (c) **TREASURER:**
  - 1. Shall receive all funds and make all disbursements as authorized by the Board of Directors.
  - 2. Shall present a financial report at each meeting of the Board of Directors, and at the annual meeting of the organization in May.

Section 5 All Officers shall serve a term of two (2) fiscal years.

## **ARTICLE V – BOARD OF DIRECTORS**

- Section 1 The Board of Directors shall consist of the officers and three Directors (additional Board members) to be elected by the membership at the annual meeting.
- Section 2 Only members who have been active for at least one fiscal year are eligible to serve on the Board of Directors.
- Section 3 The Board of Directors shall have general charge and control of the affairs, funds and property of the organization. They shall present to the membership for ratification of all proposed major program activities and allocation of funds.
- Section 4 When necessary to fill a vacancy among the Officers, it shall be filled by a majority vote of the Board of Directors. When necessary to fill a vacancy among the Directors, it shall be filled by a majority vote of the remaining members of the Board of Directors. Persons so elected or appointed shall serve until the expiration of the original term of office.
- Section 5 The Board of Directors shall hold monthly or quarterly meetings.
- Section 6 All Board members, upon retiring from office, shall deliver to the president all money, accounts, record books, paper or other properties belonging to the organization.
- Section 7 All Board members shall serve without remuneration.
- Section 8 All Board members shall serve a term of two (2) fiscal years.

## ARTICLES VI – COMMITTEES

- Section 1      The President shall, with the advice of the Board of Directors, appoint Chairpersons for the Standing Committees. The members of the Committees will then be appointed by the respective chairpersons.
- Section 2      The President shall appoint special committees when needed.
- Section 3      There shall be eight (8) Standing Committees: Programs, Membership, Hospitality, Jean Wheeler Memorial Scholarship, Wilda Kovacs Award, Philanthropy, Awards of Excellence and Communications.
- (a)    PROGRAM COMMITTEE shall be responsible for each of the regular meetings of the organization.
  - (b)    MEMBERSHIP COMMITTEE shall be responsible for finding persons qualified for membership in the organization and securing their membership. This committee shall keep an accurate list of membership and notify the President, Secretary and Treasurer when each new member is qualified for admission. The committee shall be responsible for encouraging the prompt renewal of eligible members of the organization.
  - (c)    HOSPITALITY COMMITTEE shall select location of meetings, arrange the menus, collect fees for meals and carry out hostess duties.
  - (d)    JEAN WHEELER MEMORIAL SCHOLARSHIP FOUNDATION COMMITTEE shall annually disseminate scholarship application forms to appropriate university source, evaluate all applicants, and present their recommendation to the Board and membership as to the choice of a scholarship recipient(s).
  - (e)    WILDA KOVACS AWARD COMMITTEE shall ask for nomination from the membership for a member who has been an exemplary member as well as outstanding achievements in her career and community service.
  - (f)    PHILANTHROPY shall communicate with not-for-profit organizations in Women in Media's service area to assess which organizations can best be served by our mission and how our membership and resources can be of service to them. Philanthropy shall also oversee, organize and report on any service projects that Women in Media either supports or engineers.
  - (g)    AWARDS OF EXCELLENCE shall organize, administer and manage the Organization's signature event, the annual Awards of Excellence.
  - (h)    COMMUNICATIONS shall, through monthly newsletters and the Organization's website, notify the membership of all activities, events and opportunities related to Women in Media.
- Section 4      Each committee chairperson shall present a report to the President in April, writing or otherwise, summarizing the committee's progress over the past year, and outlining the general direction, future plans or committee goals for the coming year.
- Section 5      All Committee Chairpersons shall server a term of two (2) fiscal years.

## **ARTICLES VII – FINANCES**

- Section 1      The fiscal year of the organization shall begin July 1 each year.  
Section 2      Organization dues shall be collected annually or semiannually at member's option.

## **ARTICLE VIII – PROCEDURES**

- Section 1      The annual meeting of organization members shall be held in May of each year. Prior thereto, the President shall designate in the notice of the meetings, the purpose of electing officers and directors and the transaction of such other business as may come before the meeting.  
Section 2      Meetings shall be held monthly at regularly appointed times.  
Section 3      Special meetings may be called by the President, or by a majority vote of the Board of Directors when necessary.  
Section 4      Twenty-five (25) percent of the voting members shall constitute a quorum at any meeting.  
Section 5      At any meeting of members, a member entitled to vote may vote either in person or by proxy executed in writing by the member. No proxy shall be valid after one month from the date of its initiation.

## **ARTICLE IX – AMENDMENTS**

- Section 1      The organization bylaws may be amended at annual meeting by a two-thirds vote of the voting members present.  
Section 2      Notice of a proposed amendment shall be mailed to each member no less than fifteen days before the annual meeting at which the amendment is to be considered.

## **ARTICLE X – ELECTIONS**

- Section 1      All elections, except as specified in Section 2 hereof, shall be held at the annual meeting in May.  
Section 2      A Nomination Committee of three (3) members shall be chosen as follows:  
1. One member of the committee shall be elected by the Board of Directors no later than two months prior to the annual meeting in May.  
2. The remaining two (2) members of the Nomination Committee shall be elected by the membership by closed ballot (following nomination from the floor) by a plurality vote at the organization's March meeting. The Nominations Committee shall present its report to the Board of Directors at least one month prior to the annual (May) meeting and shall prepare the official slate.

Women in Media ByLaws  
As revised October, 2007

- Section 3      The Secretary shall send the official slate to voting members at least seven days before the annual meeting and shall prepare the official ballot.
- Section 4      Nominations from the floor may be made at the annual meeting, providing the nominees are eligible and their willingness to serve if elected. Any two (2) members may, at any time not less than twenty-four (24) hours before the annual meeting, nominate any other candidate or candidates by filing with the Secretary a notice in writing of such nominations to which must be attached an acceptance in writing by the nominee.
- Section 5      Voting shall be by closed ballot at the annual meeting in May.
- Section 6      The Nomination Committee shall distribute, collect and tabulate the ballots at the annual meeting.
- Section 7      A plurality vote of all votes cast shall be necessary to constitute election.

**ARTICLE XI – RULES OF ORDER**

Robert's Rules of Order, newly revised, shall be the parliamentary authority of the organization.