

BYLAWS
of Alaska Professional Communicators
(Formerly known as Alaska Press Women)
an affiliate of the National Federation of Press Women
(Referred to herein as APC and NFPW, respectively)

Article I: Membership

Any person whose vocation, avocation, or educational pursuits are germane to communications service and the objectives of Alaska Professional Communicators may be eligible for membership. Such membership may be Active, Student, Retired, or Honorary, as hereinafter defined, and as determined by the APC Board of Directors acting as membership qualifications review committee. All members shall be subject to reclassification at the discretion of the Board of Directors.

Section 1. Active Membership.

Communications professionals actively engaged in any aspect of communications for remuneration or whose work is the equivalent of paid professional work in the judgment of the board shall be eligible for active membership.

a. Work qualifying a membership applicant may include editorial, photographic, production, managerial, or creative communications service

- on a newspaper or journal;
- on the publications staff or in the public relations department of an established public or private educational, governmental, industrial, commercial, civic, or fraternal organization or institution;
- on an FCC-licensed radio or television station; or
- in a recognized public relations firm.

b. Accredited teachers of communications with actual experience in the field of communications may also be eligible for membership.

c. Freelance or self-employed communicators may qualify for active membership if, within one year immediately prior to application, they have published at least one book or have sold three Articles or short stories to any regularly published, recognized publication or broadcasting station; or the equivalent in public relations or publicity services, advertising copy, media programming, or similar communications products.

d. Self-publication may qualify a person for membership, at the discretion of the board.

e. The Board of Directors may require any applicant to submit copies of his or her work for consideration during the approval process.

Section 2. Other Categories of Membership.

a. Retired Member. Any member in good standing of at least five years who retires may choose to become a retired member and pay reduced dues. Retired members shall be accorded all rights and privileges of membership, except that they may not propose, second, or vote on motions; vote in elections; or serve in elected office. A retired member may be appointed to an office for a period of no more than one year at the president's discretion if no active member can be found to fill an essential position. Retired members may enter the communications contest.

b. Student Member. Any person enrolled full- or part-time in the communications curriculum of an accredited university or college may be eligible for student membership. The student may maintain his or her

student membership status for up to 12 months after graduation. After beginning actual communication employment, a student member may apply for active membership, but must meet qualifications for active membership.

c. Honorary Member. Honorary membership may be granted in recognition of outstanding achievement in the field of communications upon recommendation of the Board of Directors. Honorary members will retain their honorary status indefinitely, and pay no dues. Their membership privileges shall extend only to receiving affiliate publications and paying member rates for luncheons and other activities. Honorary members are not eligible to enter the communications contest.

Article II. Organization of Districts.

Although NFPW policies allow two or more districts within an affiliate, at the time of this amendment (June 2002), APC has no such subordinate entities. Such districts, defined by geographical area, may be established with a nucleus of at least 10 active members or less than 10 in a geographical region if approved by the APC board in special action.

a. Members of a district shall select a director, who will automatically become a member of the APC board.

b. Once a district is established, elections shall take place at the same time as the statewide elections of APC, with terms of office coinciding with the terms of APC officers. A district may have whatever other officers it deems necessary.

c. The APC Board may furnish a start-up grant for a new district. A district's members may assess themselves additional dues to operate, with activities planned at their own initiative. Such activities shall not conflict with the general purposes and standards of APC.

Article III. General Membership Meetings.

Section 1. Annual Meeting.

The governing body of APC shall be the membership assembled at the annual meeting. The annual meeting will be at a time and place set by the Board of Directors. The call to the meeting and the meeting agenda shall be issued at least 30 days before the meeting.

Section 2. Other Meetings.

Meetings other than the annual meeting may be called to discuss current projects, communications information, or business pertaining to the organization. The call for a general membership meeting to vote on a specific issue can come from the board or a petition signed by any 10 or more members. A notice of the time and place of the meeting must be sent to all members at least seven days before that meeting. Meetings to amend the bylaws must comply with the provisions of Article XI.

Article IV. Board of Directors.

The Board of Directors shall promote the objectives of the organization, have management and control of its affairs and funds, set dues, coordinate the work of committees, and be empowered to transact general business of the organization between meetings of the general membership.

Section 1. Composition of the Board.

The Board of Directors shall consist of the elected officers (president, first and second vice presidents, secretary, treasurer, immediate past president, and any elected district directors) and chairs of all committees (see Article VIII). All board members except the president are voting members; the president is entitled to vote only under the conditions specified in Robert's Rules of Order.

Section 2. Meetings.

The Board of Directors shall meet at the call of the president, or upon written request directed to the president, signed by two-thirds of the board members and stating the purpose for which they wish the meeting called. The call for such a meeting shall state the purpose and include the agenda.

A quorum of the board shall consist of one more than half of voting members of the current composition of the board. In the absence of a quorum, the board may meet and discuss business and propose motions, but may not vote on motions or transact any other business that is binding on APC.

Section 3. Voting by Email.

The president may conduct business for time-critical issues by asking for a *yes* or *no* vote from the board members by email communication. A majority of the responses received from a quorum of the board members as defined in Section 2 is required to pass a proposed motion.

Article V. Election of Officers.

Officers shall be elected each year by a majority vote of the ballots returned. Ballots shall be provided to all voting members of the general membership. Results shall be reported at the annual meeting and published on the APC website. Nominees for president must have previously served on the APC Board of Directors.

Section 1. Nominating Committee.

The president shall appoint the chair of a nominating committee with concurrence of the Board of Directors no later than 60 days before the annual meeting.

Section 2. Duties of a Nominating Committee.

The nominating committee shall solicit candidates for nomination from the membership through APC's website and other means for president, first and second vice presidents, secretary, and treasurer. The committee shall prepare ballots and brief summaries of qualifications for each candidate and provide them to voting members at least 30 days before the annual meeting. The committee shall establish a time for the ballots to be received and tally the vote for announcement at the annual meeting.

Section 3. Petition for Nominations.

A qualified APC member, with her or his consent, may be nominated by petition signed by three active members. The nominating committee must receive such petitions in time to include such nominees in the official ballots according to the timetable listed in Section 2. Notice of this procedure shall be published via the Web site.

Section 4. Term of Office.

The term of office for all elected officers and appointed chairs shall be one year, beginning with installation of officers at the annual meeting.

Section 5. Vacancies.

Vacancy in the office of the president shall be filled by the first vice president for the balance of the unexpired term. The Board of Directors shall fill vacancies for any other office by appointment.

Article VI. Duties of Officers.

Section 1. President.

The president shall preside at all meetings and shall issue calls for all such meetings. She or he shall appoint the committee chairs. The Board of Directors shall approve these appointments. The president shall sign all contracts in the name of APC, and all contracts shall be approved by the Board of Directors. The president shall be a member ex-officio of all committees without the right to vote. She or he shall perform all such other duties as usually devolve upon the president of a corporation not herein otherwise provided.

Section 2. Vice Presidents.

a. The first vice president - public relations shall perform the duties of the president in the absence of that officer and shall serve as public relations director. These duties include disseminating information to the media about such newsworthy items as monthly and annual meetings, elections, workshops, contest results, member awards, and the scholarship awards.

b. The second vice president - programs shall identify and arrange for speakers to address APC luncheons.

Section 3. Secretary.

The secretary shall keep minutes of all meetings of APC and the Board of Directors. She or he shall be custodian of all current official records of APC.

Section 4. Treasurer.

The treasurer shall receive and hold all monies belonging to APC. She or he shall keep an itemized account of all records and disbursements according to activity and present written reports at all board and annual meetings.

Section 5. Reports.

Each board member, within one month after retiring from office, shall deliver to his or her successor all accounts, records, papers, and other property belonging to APC.

Article VII. Awards and Contests

APC shall sponsor contests and awards that reflect APC and NFPW objectives. These may include a communications contest for members held in accordance with NFPW guidelines, a student communications contest, Communicator of Achievement award, and recognition awards, including the Betzi Woodman Spark Plug and Kay Kennedy Gold Nugget awards.

Article VIII. Committees.

Section 1. Membership.

The membership committee shall promote membership and serve as the point of contact for potential new members of APC. The committee shall forward new member dues to NFPW and provide updated membership information to NFPW.

Section 2. Contest.

The contest committee shall conduct an annual contest open to members in accordance with established rules of NFPW. First-place entries shall be forwarded to the annual NFPW competition.

Section 3. Nominating.

See Article V for the duties of the nominating committee.

Section 4. Other.

Additional committee chairs may be appointed by the president and approved by the Board of Directors as necessary to conduct business and social activities of APC. Other committees may include, but are not limited to, the following:

- Archives and History
- Communicator of Achievement
- E-Mail Express/Reservations
- FAN (First Amendment Network)
- Scholarship
- Student Journalism Contest
- Webmaster

Article IX. Financial Matters.

Section 1. Fiscal Year.

The fiscal year shall be July 1 through June 30.

Section 2. Audit of Financial Records.

A member other than the president or treasurer will complete an audit of the financial records before the annual meeting. The auditor shall be approved by the APC board.

Section 3. Dues.

a. Dues shall be payable on January 1 of each year and shall be declared delinquent if unpaid by the date established by NFPW.

b. Any change in annual dues shall be established by the Board of Directors in an amount to cover national dues and funds for affiliate dispersal, following a 90-day notice to the membership.

c. Dues of retired and student members shall be set by the board at a lower rate than those for active members.

d. The Board of Directors may establish an initiation fee for new members and penalties for delinquent dues, subject to membership approval.

e. Dues of new members selected for membership after October 15 shall be credited as dues for the year beginning the first of the following year.

Article X. Parliamentary Authority.

Authority for conducting business by APC shall be “Robert’s Rules of Order” revised.

Article XI. Amendments.

These bylaws may be amended at the annual meeting by a two-thirds vote of all votes cast, or at a meeting especially called for the purpose, with notice given 30 days prior, by a two-thirds vote of all votes cast.

Article XII. Disposal of Funds.

If APC finds cause to disband as an organization, with reasons made and known to the entire membership, any residual assets belonging to APC shall, in accordance with the NFPW bylaws, be turned over to NFPW until a new affiliate can be formed. Historical material will be presented to the Archives of the University of Alaska Anchorage.

Article XIII. Voting.

All voting by the membership in both regular and special meetings may be done by e-mail, fax, U.S. mail or in person at a meeting called for that purpose. All absentee votes must be received by the day prior to the meeting to count. On issues involving multiple choices, members voting by e-mail, fax or U.S. mail may rank their preferences to be counted in case no one answer receives two-thirds of the votes cast in the first voting.

Adopted at the annual meeting in Anchorage, May 13, 1972

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amended April 20, 1990

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amended Oct. 2, 2017, to comply with NFPW formatting