

**Washington Women in Public Relations Bylaws Document**

**ARTICLE I**

**Section 1.**

The name of this organization shall be Washington Women in Public Relations (herein referred to within this document as WWPR, but the formal named to be used in all communications is Washington Women in Public Relations).

**Section 2.**

The principal place of business of WWPR shall be located in the District of Columbia.

**ARTICLE II: PURPOSE**

**Section 1.**

The purpose of WWPR is to serve as a vital source for metro DC communications professionals and is committed to providing leadership opportunities, professional development, mentorship, and industry networking (membership approval: 1/22/2015).

**ARTICLE III: MEMBERSHIP**

**Section 1.**

Individual membership in WWPR shall be available to those whose main discipline of employment includes: marketing and communications, event planning, public relations, media relations, broadcasting, employee communications, digital communications, strategic partnerships or graphic design, or who are self-employed in any of those areas. Associate membership may be available to such persons on such conditions as the Board Chairs may decide.

**Section 2.**

New members can apply via the WWPR website and annual membership renewal shall be sent to the WWPR Membership Chair in the form prescribed.

**Section 3.**

Any member may resign from WWPR by submitting a reason for resignation to the WWPR Membership Chair. Any resignation or failure to renew membership shall not relieve the member of the obligation to pay any charges accrued and unpaid.

**Section 4.**

Membership shall be on an annual basis, with renewals occurring at the original time of membership.

**ARTICLE IV: DUES**

**Section 1.**

Annual dues and assessments shall be charged against each member in an amount determined by the Board Chairs and shall be reviewed annually.

**ARTICLE V: THE BOARD**

**Section 1.**

The Board Chairs shall be comprised of a maximum of 21 (membership approval: 1/25/2018) WWPR members in good standing, elected by the attendees at the Annual Meeting and Board Induction Lunch of WWPR.

**Section 2.**

Chairs shall be elected for a term of one year and then may request in writing a second term in that position to the President, Vice President and Past President. A written request must also be sent to the above named if a Chair wishes to stay on the Board for a second term, but in a different position.  It is up to the discretion of the President, Vice President, and Past President to decide if individuals will stay on the board in any position for more than one year on the Board.

**Section 3.**

Should a Board Chair have to resign due to personal obligations, such notice must be stated in writing to both the President and Vice President no less than 30 days (a month) in advance of the time of resignation.

**ARTICLE VI: BOARD CHAIRS**

**Section 1.**

The Chairs of WWPR shall be a President, a Vice President, a Past President, Content Strategy Chair, Digital Strategy Chair, Membership Chair(s), Pro Bono Chair(s), PR Woman of the Year Chair(s), Professional Development Chair(s), Emerging Leader Award Chair(s), a Secretary, Sponsorship Chair(s), a Treasurer, and other chairs as needed to maintain operations for WWPR (up to the maximum allowed board positions).These are responsible for the management of the organization, and each is elected for a one-year term. Board Chairs must be WWPR members in good standing.

**Section 2.**

In the event of the death or resignation of any of the Board Chairs, the Board shall have the power to fill the vacancy by appointment at any meeting, provided that notice of the election or appointment is contained in the call for a meeting.

**Section 3.**

The President shall preside at all regular and special meetings of WWPR and of the Board meetings and shall perform all of the duties incident to that office. She may request that the Vice President or Past President fill in should she be unable to attend and if necessary, another Board Chair.

**Section 4.**

In the absence of the President, the Vice President shall perform all duties of the President.

**ARTICLE VII: MEETINGS**

**Section 1.**

The Annual Meeting and Board Induction Lunch of WWPR shall be held during the first month of the year at a time and place designated by the President. The monthly board meetings, for receiving reports and transaction of other business, should also be determined by the President during that time and notice of such meetings shall be emailed to each Board Chair by the Secretary.

**Section 2.**

At all regular or special meetings of WWPR, ten percent of the Chairs in good standing present or represent by written proxy shall constitute a quorum.

**Section 3.**

The Board Chairs shall meet at such intervals as in their opinion may be necessary.

**Section 4.**

At all Board meetings, a majority of the Chairs present or represented by written proxy to another Chair shall constitute a quorum.

**Section 5.**

Special meetings of the Chairs may be called by the President upon no less than five business days notice, which must clearly state the time and place of the meeting and the business to be transacted.

**Section 6.**

The Board Chairs must attend six meetings per year or will be asked to resign. Meetings attended via phone are counted as attendance.

**Section 7.**

Each Chair is responsible for presenting a report of their committee’s activities to the President, Vice President and Secretary on an agreed upon time prior to the Board meetings. Failure to do so without explanation will result in a request for resignation. Timeline for Board report submission will be determined by the President, Vice President and Secretary, and will remain consistent throughout the calendar year.

**ARTICLE VIII: ELECTIONS**

**Section 1.**

The Chairs shall be elected annually by the President and Vice President upon a telephone interview and examination of that person’s resume, bio and other pertinent work history.

**Section 2.**

Should a Board Chair resign mid-year, the Board Chairs must vote as a whole to nominate a replacement.

**Section 3.**

The official ballot shall be emailed to all members of WWPR’s distribution list, both members and non-members, no less than 10 days before the Annual Meeting and Board Induction Lunch. Nominations from the floor may be made at any meetings at which Chairs are to be elected.

**Section 4.**

The election shall be under the guidance and supervision of a Board of Tellers, consisting of Past Presidents, who shall be present at the Annual Meeting and Board Induction Lunch and report the results of the election to the meeting. These reports will only be reported if there is concern amongst a person being elected to a Chair position.

**ARTICLE IX: COMMITTEES**

**Section 1.**

The Board Chairs may establish committees and appoint members, and shall prescribe the functions and purpose of each committee. These committee members must be WWPR members in good standing, and their names and contact information must be sent to the President, Vice President and Past President.

**ARTICLE X: ASSOCIATION SEAL**

**Section 1.**

WWPR may have a seal of such a design as the Board Chairs may adopt.

**ARTICLE XI: AMENDMENTS**

**Section 1.**

Amendments to the Bylaws must be submitted to the Board Chairs when such amendments are petitioned by no fewer than 10 voting members of the Board. Upon approval by the Board Chairs, amendments must be mailed or emailed to the membership for approval either by electronic vote or at the next regularly scheduled Board meeting.

**ARTICLE XII: DISSOLUTION OF ASSOCIATION AND DISTRIBUTION OF ASSETS**

**Section 1.**

WWPR is organized as a nonprofit organization. No part of the net earnings of the organization shall inure to the benefit of, or be distributed to, its members, trustees officers, or other private persons, except that WWPR shall be authorized and empowered to pay reasonable compensation for services.

**Section 2.**

WWPR shall use its funds only to pursue the mission specified in these Bylaws, and no part of the funds shall be distributed to members of WWPR. On dissolution of WWPR, any funds remaining shall be distributed as determined by the Board Chairs.

**ARTICLE XIII: PRO BONO CLIENT REQUIREMENTS AND FORMAL RELATIONSHIP**

**Section 1.**

WWPR shall choose a Pro Bono Client (“Client”) to receive public relations and communications assistance from WWPR through its Pro Bono Committee (“Committee”). The relationship will be established for a term of two years, which may be extended or reduced with WWPR Board approval. The term will run from January to December of the following year.

**Section 2.**

The Client must meet these requirements:

* Nonprofit organization with a 501(c)3 status
* Be in operation for a minimum of two years
* Headquartered in the Washington, DC metro area (including the staff)
* Have a mission consistent with that of WWPR to serve or help improve the lives of women, children and/or families
* Show a need for public relations assistance
* Show a readiness and ability to handle and manage public relations assistance
* Not have an existing public relations agency commitment

**Section 3.**

After the selection of each Client, a written contract will be signed by the Client, WWPR Pro Bono Chair(s), and the WWPR President stipulating in detail what services and support WWPR will provide during the two years as well as what items the client will deliver (such a promotional/sponsorship consideration) to WWPR.

**Section 4.**

Processes for selecting and working with each Client will be detailed in a WWPR Pro Bono Guidebook to be created and updated by the Committee in order to provide guidance for future Committees and the WWPR Board.

**ARTICLE XIV:  MISCELLANEOUS** (membership approval: 1/22/2015)

**Section 1.**

Administrative Changes.  Changes to these bylaws that do not substantially change the meaning or purpose of any provision may be approved by the unanimous consent of all voting members of the Board of Directors.  Such changes may include--but are not limited to--matters of editorial style, punctuation, rewording for clarity, designation of standing committees, and designation of the fiscal year.

**Section 2.**

Email.  Electronic transmission/receipt of messages (email) is recognized as a valid form of communication--either as a supplement or substitute for postal mail, for notification by newsletter, or for regular meetings--for the conduct of WWPR business at the discretion of the President and the approval of the Board of Directors.

**Section 3.**

Nondiscrimination.  In all deliberations and procedures, WWPR will subscribe to a policy of nondiscrimination on the basis of race, creed, religion, disability, sex, age, color, national origin or sexual orientation.