** Bylaws | Public Relations Society of America - Madison**

**ARTICLE I – NAME**

The name of this non-profit professional organization is Public Relations Society of America (PRSA) Madison Chapter.

**ARTICLE II – OBJECTIVES**

In accordance with the objectives of PRSA, the objectives of the Chapter are:

* To advance public relations as a profession;
* Maintain high standards of service and ethical conduct;
* Exchange ideas, experiences and information that may improve the knowledge, standards, ethics and reputation of members.

**ARTICLE III – MEMBERSHIP**

**Section 1. Eligibility.** To be eligible for membership in the Chapter, a person must be a member in good standing of PRSA. Any such PRSA member is eligible for membership in the Chapter upon payment of Chapter dues.

**Section 2. Termination of Chapter Membership.** Any PRSA member who for any reason ceases to be a member of PRSA or is dropped from the PRSA roll for non-payment of dues will cease to be a member of the Chapter and will be dropped from the Chapter roll.

**Section 3. Accredited Members**. Subject to the Bylaws of PRSA, the right to serve as an Assembly Delegate or Alternate Delegate is limited to current Board members.

**Section 4. Nondiscrimination.** The Chapter in all deliberations and procedures subscribes to a policy of nondiscrimination based on race, creed, religion, disability, sex, age, color, national origin or sexual preference.

**ARTICLE IV – DUES**

**Section 1. Fiscal Year.** The fiscal year is the calendar year.

**Section 2. Dues Amount.** The amount of annual dues will be set before October 1 each year by the Board of Directors and will be payable within 30 days of the member’s anniversary date.

**Section 3. Nonpayment of Dues.** Members whose Chapter dues are delinquent after 90 days from the member’s anniversary date will be dropped from Chapter membership. Membership will be reinstated upon payment of Chapter dues.

**ARTICLE V – BOARD OF DIRECTORS**

**Section 1. Governance.** The governing body of the Chapter is the Board of Directors. Officers comprising the Board of Directors include the President, Vice President, Secretary, Treasurer, Programming, Content and Mentorship. Two individuals may serve jointly as Codirectors excluding the President and Vice President.

**Section 2. Election and Term.** An officer of the Board of Directors may serve for a term of three years once elected. An officer’s three-year term begins when he or she receives a majority of votes in an election.

**Section 3. Assembly Delegate.** The Assembly Delegate will be a Board Member who will serve as the Chapter’s representative at meetings of the PRSA Assembly. The President may appoint any officer of the Board of Directors to serve as the Assembly Delegate.

**Section 4. Election of Officers.** The Board of Directors will be selected by the membership in elections conducted electronically. Members will be notified of elections via email. Elections for vacant Director positions may be held concurrently if multiple vacancies occur at the same time. Write-in candidates will not be recognized in an election. The Board of Directors is responsible for notifying the membership of position vacancies and for conducting the electronic election in accordance with the PRSA Code of Ethics. Members in good standing may seek nomination for a vacant Director position and are responsible for requesting recognition of candidacy from the President. The President is responsible for ensuring the inclusion of all eligible candidates on the ballot and overseeing the election process. The Vice President will oversee the election process when an election for the President position is held.

**Section 5. Board Meetings.** The Board of Directors will meet at least four times a year on the call of the President or on the call of any three members of the Board of Directors. Timely notice of each meeting will be given to each officer.

**Section 6. Quorum.** Four officers will constitute a quorum for Board of Directors meetings.

**Section 7. Vacancies.** In case of death, resignation, removal or expulsion of any officer, the Board of Directors will elect a successor who will take office immediately and will serve the balance of the term.

**Section 8. Removal.** Any director who misses more than three consecutive board meetings without an excuse acceptable to the Board of Directors may be given written notice of dismissal by the President and replaced.

**ARTICLE VI – OFFICER DUTIES AND RENUMERATION**

**Section 1. President.** The President presides at all meetings of the Board of Directors and appoints all committee chairs with the approval of the Board of Directors. The President also performs other duties related to the office.

**Section 2. Vice President.** The Vice President exercises the powers and performs the duties of the President when the President is absent or disabled, assists the President and performs other duties assigned by the Board of Directors.

**Section 3. Director of Membership.** The Director of Membership recruits prospective members and provides outreach to existing members to enhance the value of membership. The director works closely with other board officers to ensure membership goals are met.

**Section 4. Director of Mentorship.** The Director of Mentorship liaises with local PRSSA Chapters and coordinates programs and initiatives for the professional development of students. The Director of Mentorship also collaborates with the Director of Programming to coordinate mentorship initiatives for Chapter members.

**Section 5. Director of Programming.** The Director of Programming is responsible for developing and coordinating programs to further the Objective of the Chapter. Programming chairs should develop six educational programs each calendar year.

**Section 6. Treasurer.** The Treasurer receives and deposits all Chapter funds in a financial institution approved by the Board of Directors, pays Chapter bills after approval by the President or Board of Directors, prepares the Chapter budget and makes reports to the Board of Directors and the membership.

**Section 7. Secretary.** The Secretary promptly writes minutes of meetings of the Board of Directors and uploads a permanent file of minutes to the online PRSA Chapter Dashboard, correspondence and other important Chapter records.

**Section 8. Content.** The Director of Content develops a strategy for sharing chapter information on multiple channels. S/he collaborates with other board officers and members to promote the mission of the Chapter. S/he leverages content provided by the National PRSA.

**Compensation and Reimbursement.** No officer of the Chapter is entitled to any salary or other compensation. The Board of Directors may reimburse members for expenses incurred relating to authorized assignments.

**ARTICLE VII – COMMITTEES**

**Section 1.** Committees are a body of one or more members who assist in the management of special projects and initiatives aligned with the Objectives of the Chapter. Committees may be established or dissolved at the discretion of the Board of Directors. Members may submit a request for the establishment of a new committee to the Board of Directors by submitting a brief proposal to the President.

**Section 2. Committee Structure.** The Board of Directors will appoint a Chair for each committee. The Committee Chair is responsible for liaising with the Board of Directors. Members may join or be removed from a committee at the discretion of the Committee Chair.

**ARTICLE VIII – CHAPTER MEETINGS**

**Section 1. Regular Meetings.** Regular meetings of Chapter members will be held at least four times each year. Meeting times and places are designated by the Board of Directors. Members will be given timely notice of such meetings.

**Section 2. Special Meetings.** Special meetings may be called by the President, the Board of Directors or on written request by 25 percent of the Chapter members.

**ARTICLE IX – AMENDMENTS**

These bylaws may be amended by a majority vote of the Board of Directors.