

North and East Texas Press Association Constitution and By-Laws

NAME

Article I--This association shall be known as "NORTH AND EAST TEXAS PRESS ASSOCIATION," herein known as NETPA.

OBJECTIVES

Article II--The objectives of the association are to encourage and promote higher standards of journalism, to promote the welfare of, encourage ethical practices in, and protect the interests of the publishing and printing industries in the geographic area concerned, and to promote friendship and understanding among publishers, editors and others in the field of journalism in North and East Texas. The primary purpose of the organization is educational, and the net income shall be used for the benefit of the public, and the industry as a whole, with no part of the association's net income inuring to the benefit of any private member or individual.

MEMBERSHIP

Article III--There will be four classes of membership in the association: Active, Individual, Associate and Honorary.

ACTIVE MEMBERSHIP

Article IV--Section 1. Active memberships will be limited to newspapers or periodicals, provided they are printed in the geographic area concerned, issued at least once a month, and circulated through Periodical class mailing privileges for a period of at least three months prior to date of application for membership.

Section 2. Active membership will continue from year to year, unless notice to discontinue is given in writing by the publisher, to the president, secretary-treasurer or members of the board, at least 30 days in advance of discontinuance.

Section 3. Active membership will terminate automatically when a newspaper or periodical fails to meet membership requirements as set forth in Section 1.

Section 4. Officers and directors shall be elected by the general membership from among active members of the association.

Section 5. Voting in this association shall be limited to one vote for each newspaper or periodical represented in the membership.

Section 6. Dues will be set by the Board of Directors and a portion of the annual dues will be earmarked for a scholarship fund and that amount will be reviewed annually by the board of directors and changed as needed to ensure the scholarships are funded.

Section 6A--A Scholarship Committee and Chairman shall be appointed by the President. The Scholarship Committee Chairman shall oversee the duties of informing schools and colleges of the scholarship and how to apply. The Chairman also will oversee the selection of the winners of the scholarships.

Section 6B--Two scholarships will be presented each year--one going to a graduating high school student who plans to attend college and focus on community journalism and one going to a current college student who is focusing on community journalism. The amount of the scholarships will be determined by the Board of Directors annually.

INDIVIDUAL MEMBERSHIP

Article V--Section 1. Individual Membership in the association may be extended to newspaper people working for a member newspaper, and to former newspaper publishers or employees, with applications subject to approval by the Board of Directors. Dues shall be set by the Board of Directors.

Section 2. Individual members shall be entitled to all privileges of the association. Except: An Individual Member cannot hold the office of President, First Vice President or Second Vice President of the association.

ASSOCIATE MEMBERSHIP

Article VI--Section 1. Associate Membership may be extended to firms engaged in the sale or distribution of newspaper supplies or services; to salesmen working for these firms, providing that the specific house out of which the salesman works holds at least one plant membership; to advertising agencies and their employees; to bona fide public relations firms representing more than one client, their employees; and to teachers of journalism in recognized schools and colleges. Dues shall be set by the Board of Directors.

Section 2. Associate Members shall be entitled to all privileges of the association. Except: An Associate Member cannot hold the office of President, First Vice President or Second Vice President of the association.

HONORARY MEMBERSHIP

Article VII--Honorary Membership in the association may be awarded to persons who have performed distinguished service for the association or the press of Texas. The Board of Directors shall nominate persons for membership, but the membership is granted only on the approval by the members at the annual convention. This honorary membership carries with it a lifetime individual membership with no dues charged. Honorary members shall be entitled to all privileges of the association except participation in official business, voting and holding office.

APPLICATION FOR MEMBERSHIP

Article VII--Application for membership shall be made to the secretary of the association. Active memberships shall be accepted immediately. Other types of memberships shall be approved by the Board of Directors.

BOARD OF DIRECTORS

Article IX--Section 1. The Board of Directors of the North and East Texas Press Association shall be composed of the officers of the association, plus five directors.

Section 2. Officers of the association shall be a President, First Vice President, Second Vice President, Secretary-Treasurer, **Finance Chairman** and such other officials as the Board of Directors may prescribe.

Section 3. To be elected as an officer of the NETPA, except Secretary-Treasurer, the person must represent a newspaper currently an active member of Texas Press Association.

Section 4. When an association officer leaves the field of journalism, he/she shall immediately surrender office. However, he/she may reapply for membership under Article V, Section 1 and 2--Individual Membership.

Section 5. A quorum for any meeting shall consist of a majority of the members of the Board of Directors.

ELECTIONS

Article X--Section 1. The President, Vice Presidents, **Finance Chairman** and Secretary-Treasurer shall be elected at the annual convention of the association in such manner as may be determined by the order of the convention and shall hold office for one year or until their successors are elected and qualified.

Section 2. Directors are to be elected for two-year terms at each annual convention of the association with two directors to be elected on odd-numbered years and three directors on even-numbered years, replacing those directors whose two-year terms expire.

Section 3. The Immediate Past President shall become Chairman of the Board of Directors on his/her retirement from office and shall have a vote on all proceedings of the board.

Section 4. Vacancies on the Board of Directors shall be filled by the board except as provided herein. In the event of a vacancy in the office of President, the First Vice President shall automatically become President. In the event of a vacancy in the office of First Vice President the Second Vice President shall automatically become First Vice President. If vacancies should occur in all three offices, the Immediate Past President shall perform the duties of the President and in the event of vacancies in all four offices, the Board of Directors shall appoint a Past President to serve the association as President until a President shall be elected by the association.

Section 5. No member shall be permitted to hold more than one elective office in the association, membership on the Board of Directors constituting an elective office. When a member of the board is named to one of the higher offices, his place on the board automatically becomes vacant and an eligible member of the association shall be appointed by the board to complete the unexpired term.

MEETINGS

Article XI--Section 1. The association shall meet once each year in general convention at such time and place as determined by the First Vice President (Convention Chairman) and approved by the Board of Directors.

Section 2. Notice of all meetings of the association must be given to all active members at least thirty (30) days prior to the date set for the meeting, by whatever means of communication is best suited.

Section 3. The Board of Directors shall meet not less than twice each year and may meet at such other times as are deemed necessary by the president or any three members of the board, such call to designate a time and place of meeting.

Section 4. Notice of all meetings of the board must be given to all board members at least ten (10) days prior to the date set for the meeting.

Article XII--Fifteen (15) active members in good standing shall constitute a quorum at any meeting of the association.

ORDER OF BUSINESS

Article XIII--Section 1. The association shall adopt at each convention or other meeting an order of business which shall be followed during such convention or meeting, unless otherwise ordered by a two-thirds vote of the active members present and voting.

Section 2. Roberts' Rules of Order shall govern all questions of parliamentary procedure.

Section 3. The President or other person presiding at a meeting of the association shall stop discussion of any matter considered questionable to the membership of the association or contrary to its purpose.

Section 4. The President or other presiding officer shall have the authority to ascertain the purpose for which anyone not a member of the association asks to speak. Members of the association who wish to present speakers before the association other than those appearing on the program must inform the President or other presiding officer of the nature of the matter to be discussed.

RESOLUTIONS

Article XIV--Resolutions shall be referred to a Resolutions Committee appointed at each annual meeting by the president, without reading or discussion before the convention, and no resolution shall be read or discussed before the convention until after it has been presented to and considered by the resolution committee, and then only in connection with the committee's report.

COMMITTEES

Article XV--Section 1. At the beginning of each annual convention, the President shall announce the appointment of a nominating committee, a resolutions committee, a memorial committee, audit committee, scholarship committee and any such other committees as he/she may deem advisable.

Section 2. At meetings other than the annual association convention, the President shall appoint such committees as may be necessary for the purposes of the meeting.

Section 3. During the year, the President shall appoint such committees as are necessary for the conduct of association business, such as nominating committees for the annual Sam Holloway and Tom Mooney awards.

DUTIES OF OFFICERS AND COMMITTEES

Article XVI--Section 1. The affairs of the association shall be under the general direction of the Board of Directors in the interim between conventions. The board shall have the authority to fill vacancies in its own membership and other offices except as provided in Article X, Section 4, to remove officers or members of the board for cause; to investigate charges against members and officers such as might disqualify them for membership in the association or to continue in office; to perform such other duties as may be deemed necessary for carrying out the aims and purposes of the association.

Section 1A. The Chairman of the Board shall preside over all meetings of the Board of Directors.

Section 1B. The President shall preside over all membership meetings, appoint committees and oversee the planning of conventions and contests to ensure successful completion of job duties by other officers.

Section 1C. The First Vice President (Convention Chairman) shall be responsible for planning the annual convention; he/she will announce a convention site to the general membership at the annual business meeting. The First Vice President also will provide for speakers for the convention. All convention agenda items and times are his/her responsibility. The Convention Chair will work with the Secretary-Treasurer to ensure that members are informed of location, times and dates for the convention. The Convention Chairman also will work with the Finance Chairman to oversee funding for the convention.

Section 1D. The Second Vice President (Better Newspaper Contest Chairman) shall be responsible for the planning and judging of the annual Better Newspaper Contest. The Chair's duties consist of locating judges for the contest, setting dates, informing members of contest rules and dates, along with criteria for contest entry. The Contest Chair will work with the Secretary-Treasurer to ensure that information is sent to the membership in a timely manner.

Section 2. A report will be submitted by each committee chair.

Section 3. The Secretary-Treasurer shall be responsible for the maintaining and updating of all the records of the association. The Secretary-Treasurer shall assist the convention, finance and contest chairs with providing information to membership as requested by the chairs. The Secretary-Treasurer will provide invoicing for membership dues, contest entries and sponsorships along with

paying of expenses for the association. The Secretary-Treasurer will keep a detailed record of all transactions and provide the Board of Directors a copy of those records at each board meeting. The Secretary-Treasurer will provide a report at the annual convention on membership, dues and funds. As the only paid member of NETPA, the Board of Directors shall provide an annual review of the Secretary-Treasurer's job performance.

Section 4. The Finance Chairman will act as an information point for the Board of Directors. The Finance Chairman will be responsible for working with both the Convention Chairman and the Better Newspaper Contest Chairman to ensure costs for the convention and contest are covered. The Finance Chairman will be responsible for submitting that information to the Secretary-Treasurer for invoicing sponsors and contributors. The Finance Chair will work with the Secretary-Treasurer to ensure that invoicing and accounting are done in a timely manner. The Finance Chair will provide a financial report at the general membership meeting each year.

DUES AND FEES

Article XVII--Section 1. Active, individual and associate members shall be assessed annual dues as set by the Board of Directors. The membership fiscal year shall be from October 1 through September 31.

Section 2. Members joining the association at a time other than the beginning of the calendar year shall pay full dues for the year during which membership is effective.

Section 3. Responsibility for payment of active membership dues shall rest with the newspaper and not with any individual (owner, publisher, manager or any other) connected with the publication. In cases of change of ownership or management of an active member newspaper, any dues owed the association will be considered due and the newspaper will continue to be carried on association rolls as a member newspaper until the new owner or manager advises in writing that the membership is to be discontinued.

Section 4. Members withdrawing memberships at any time during the year are not entitled to rebate on dues.

Section 5. The Board of Directors shall have the right to require the payment of a convention fee for all members and other persons attending sessions of the convention, such convention fee to be fixed and announced in advance of the opening of the convention.

AMENDMENTS

Article XVIII--Section 1. Amendments to the Constitution and By-Laws shall be submitted to the Board of Directors and presented at the association convention, with at least thirty (30) days notice to members in writing.

Section 2. Amendments shall be read at the opening session of the convention and referred to a committee on by-laws for study and report. The committee shall have the right to change or amend amendments submitted, but it shall not have the right to make such changes as would be contrary to the main purpose of the proposed amendment.

Section 3. The committee on by-laws shall give an opportunity for hearing and discussion of pending amendments.

Section 4. The by-laws committee shall make a report of its recommendations concerning any proposed amendment to the convention at its annual business session.

Section 5. The Constitution and By-Laws may be amended by two-thirds (2/3) majority vote of the active members present and voting at any regular or special business meeting of the association. Amendments adopted shall go into effect upon final adjournment of the meeting, unless otherwise specified.

Section 6. The Constitution and By-Laws may also be altered or amended by two-thirds (2/3) vote of the Board of Directors, such alteration or amendment to be reviewed and approved by the association at its next regular meeting.