

**Florida Public Relations Association
Gainesville Chapter Board of Directors Meeting Minutes
Wednesday, April 9, 2014
Cox Communications**

Members present – Amelia Bell, APR; Florida Bridgewater-Alford, APR; Devon Chestnut, APR; Maria Copeland; Amy Douglas, APR; Allison Downey; Julie Frey, APR, CPRC; Ginny Lawrimore; Peveeta Persaud, APR; Kathy Richardson, APR; Scott Schroeder; Crystal Sutherland

Members absent – Kevin Coulson, Anna Mikell

Call to order – 7:51 a.m.

New member applications – None

Approval of minutes – Motion to approve, Chestnut. Second, Schroeder. Motion carried.

President's report – Julie Frey, APR, CPRC

Congratulations to Mikell on her new baby; Board retreat is next Wed., April 16. Laura Donovan, CPA, will be presenting financial report. Will also be brainstorming membership benefits; Frey reminded board of chapter challenge; Tribute to Kim Faenza will happen at April membership luncheon in addition to guest Danny Kushner speaking and Image Awards program; Chapter quarterly report is due to state by April 18 and chapter management report is due in the coming months. Frey asked for board members to send an email to her with a list of items done on behalf of FPRA over the past year.

Treasurer's Report – Amy Douglas, APR

Still have more income than expenses, budget is in good shape; Money is still due from a few members who RSVPd to events (membership luncheon, holiday mixer, PDS) but didn't attend or didn't pay. Frey recommended that after several follow-ups with the members, the board vote to write-off the payment. Bridgewater-Alford said we shouldn't write-off the PDS expense since the cost was so great, recommended sending an official letter with invoice to those who haven't paid for PDS. Frey recommended that we collect mailing addresses for PDS next year.

Vote to write-off expense for Linda Homewood from Holiday Mixer. Motion to approve, Bell. Second, Richardson. Motion carried.

Approval of budget – Motion to approve, Downey. Second, Chestnut. Motion carried.

Outstanding business – None.

New business – None.

Committee reports

Electronic Media/Communications - Ginny Lawrimore

Lawrimore reminded board to send all announcements to both herself and Leah Craig moving forward now that Mikell is on leave; Lawrimore is working to update website content and needs to add annual chapter reports to site. Will also work on chapter timeline over the summer to include. Chestnut recommended that we add a list of past presidents to site. All board meeting minutes are now online.

Image Awards – Scott Schroeder

Awards luncheon is next week.

Programs – Florida Bridgewater-Alford, APR

Had 24 total attendees in March, keeping on budget; April luncheon program is set; May 15 is AdFed joint luncheon, Professor Sandra Chance will speak on copyright in the social media age; June 19 will be Dean MacFarland; July 17 still looking for a speaker; August 15 is officer installations and past-presidents' recognition; Reported that we need to re-order FPRA Gainesville mugs; Recommended inviting Gainesville Sun and additional media to next week's luncheon.

Community Relations – Peveeta Persaud, APR

ACORN Clinic activities are going smoothly; Spring event will be a "Media 101" program for non-profits. Tentatively June 17, 7:30-10 a.m. at Thomas Center, in partnership with the City of Gainesville. City will provide the venue free of charge and will pay for 30 of their own individuals to attend at a discounted rate. Will also create the invite for the event. Program will include media panel but also an hour-long presentation from FPRA seasoned members on basics of media relations.

Past President – Devon Chestnut, APR

Held first seasoned professional gathering last week. Have 50 seasoned professionals, but had a small turnout. Attendees gave a testimonial on camera re: how they joined FPRA and why they continue to be members. Discussed re-naming group and moving away from "First Tuesday."

Educational Services – Maria Copeland

Will be talking to students about sponsorship and opportunity to attend state conference. Frey recommended that students visit link on state site to become members since scholarship will be offered to members first.

President-elect – Amelia Bell, APR

Board recruitment event is April 24; Bell is going through Survey Monkey to eliminate surveys and download ones we need to keep on file. Frey recommended creating a chapter Dropbox account and storing surveys there; Bell is continuing to update chapter bylaws, including rules on quorum and voting. Recommended adding section to board of directors bylaws including language on a quorum, following Roberts' Rules. (See appendix for complete recommended updates to bylaws).

Vote to approve changes to bylaws as recommended by Bell – Motion to approve, Richardson. Second, Bridgewater-Alford.

VP, Member Services – Julie Frey, APR, CPRC on behalf of Kevin Coulson

Nothing new to report, no new member applications.

Accreditation –Kathy Richardson, APR

Have completed several APR study sessions, and CPRCs are moving along. Richardson ordered pins for local recognition and Bell mentioned that she can pick up CPRC pins as well from state; Bell recommended having an APR social next year to celebrate 50 years of the APR.

Secretary – Allison Downey

Will send excel spreadsheet to board with list of potential sponsors.

Professional Development – Crystal Sutherland

Nothing new to report.

Vote on new member applications – None.

Agenda items for membership meeting – Bell will have an announcement re: leadership social; Schroeder will make an announcement on Golden Image.

Adjourn – 9:19 a.m.

FPRA Gainesville Chapter Bylaw Change Descriptions

1. Article II Change Objective to goals because the stated items are goals
2. Article V – remove Section 9 because section 7 establishes the voting membership.
3. Article VI – establish a quorum for board voting
4. Article VII – section 3 – remove the sentence “The Vice President/Member Services oversees the directors responsible for member services (Community Relations, Programs, Educational Services and PDS). “ Our organization has never operated with this authority and the state board is not structured this way either.
5. Article VII – Section 4 – add that the Secretary shall serve as a back-up to the Treasurer to establish a system where (hopefully!) the Secretary moves to Treasurer.
6. Article VII - Section 6 – add “history” to the first sentence to clarify what the Past President shall maintain. Add Rising Star award to the awards that the Past President organizes. Remove serve as backup treasurer since this duty will be performed by the Secretary.
7. Article VIII – Section 3 – specify that members of the past president’s council must be current members of the Gainesville Chapter.

Florida Public Relations Association Gainesville Chapter Bylaws

ARTICLE I – NAME AND HEADQUARTERS

- Sec. 1 The name of this chapter shall be the Gainesville Chapter of the Florida Public Relations Association
- Sec. 2 The headquarters will be at the office or home of the Chapter President.

ARTICLE II – ~~OBJECTIVES~~GOALS

The ~~objectives~~goals of this organization shall be:

- a. To promote the highest standards of professional public relations ethics;
- b. To promote and enhance the image of the public relations profession throughout the State of Florida;
- c. To provide a forum for the effective exchange of public relations knowledge, trends, ideas and innovations;
- d. To provide members with direct channels of communications with other public relations professionals throughout the region and the State of Florida;
- e. To keep members informed of any actions, legislative or general, which may affect the public relations profession;
- f. To promote the best interests of the region and the State of Florida in such a way that all will benefit; and;
- g. To coordinate common interests by working in unison with the State Association.

ARTICLE III – MEMBERSHIP

- Sec. 1 Membership in the Gainesville Chapter shall be open to members in good standing of the Florida Public Relations Association who either work or reside in Alachua County or a neighboring county which is not served by another FPRA Chapter.
- Sec. 2 The membership categories shall be the same as directed by the Florida Public Relations Association's State Board of Directors.
- Sec. 3 Admission of all applications for membership shall be by a majority vote at any meeting of the Board of Directors, or in such other manner as the Board of Directors shall determine. Such action will be taken within 30 days of submission of application. The application will then be forwarded to the State Office for final action.
- Sec. 4 The Standards for admission, removal of members, or reinstatement of members, shall be the same as directed by the Florida Public Relations Association's State Board of Directors.
- Sec. 5 A member may resign from the Chapter, but still retain membership in the State Association by filing a written resignation with the Chapter President and the State Association's Executive Director. Such a resignation shall not relieve the member from obligation to pay any accrued and unpaid charges from the Chapter.

ARTICLE IV – DUES

- Sec. 1 The dues and admission fees will be established by the Florida Public Relations Association State Board of Directors.

ARTICLE V – MEETINGS OF MEMBERS AND VOTING

- Sec. 1 The meetings of the Gainesville Chapter will be held at the convenience of the members; however, at least one meeting will be held within each calendar quarter.
- Sec. 2 The designation of time and place of each meeting shall be made by the Chapter President.
- Sec. 3 Unless otherwise designated by the President; each member shall pay his or her own portion of incurred expenses, which shall be specified in advance. If a reservation is made for a meeting and the member then does not attend, the member shall pay any costs that such reservation incurred (such as meal guarantee).
- Sec. 4 The Chapter Board of Directors may cancel any meeting for cause.
- Sec. 5 The meetings and proceedings of the Chapter shall be regulated and controlled according to *Robert's Rules of Order* (newly revised) for parliamentary procedures, except as may be otherwise provided by these Bylaws.
- Sec. 6 Formal notice of any meeting of the Chapter at which official Chapter business is to be transacted shall be provided to each member within 30 days of the meeting date.
- Sec. 7 At all meetings of the Chapter, each voting member shall have one (1) vote and may take part and vote in person only. Unless otherwise specifically provided by these Bylaws, a majority of those voting members present and casting a vote shall govern.
- Sec. 8 On any mail vote, at least twenty percent (20%) of all eligible voting members must cast a ballot within twenty (20) days from the mailing of such a ballot, for such mail vote to be effective.

~~Sec. 9 — At any meeting where Chapter business is being conducted, a quorum shall consist of fifty percent (50%) to the voting members registered for said meeting, provided that no less than ten (10) voting members are present.~~

ARTICLE VI – BOARD OF DIRECTORS

- Sec. 1 The executive officers of this Chapter shall be the President, President-Elect, Vice President/Member Services, Secretary, Treasurer and Immediate Past President. The remaining board shall be comprised of at least two, but no more than 10 Directors, all to be elected by the membership. These executive officers and directors shall constitute the Chapter Board of Directors.
- Sec. 2 These executive officers and directors shall be nominated by a committee appointed by the Chapter President three meetings prior (in June) to the next fiscal year of the Florida Public Relations Association. The election shall be by a vote of the members in attendance at the subsequent (July) meeting.
- Sec. 3 Executive officers and directors shall take office at the Chapter meeting held in the first month (September) of the new year.
- Sec. 4 No member of the Chapter Board of Directors may knowingly serve a partial term. Unanticipated vacancies of any elective office with the exception of President and/or President-Elect may be filled for the balance of the term by the Chapter Board of Directors at any regular or special meeting. In the case of a vacancy with the President and/or President-Elect, the nominating committee will convene to appoint a qualified member to fulfill the balance of the term to ensure the leadership track is maintained. The Chapter Board of Directors, in its discretion, by a two-thirds vote of all its members, may remove any officer from office for cause.

~~Sec. 5 A quorum is defined as no less than fifty percent of the board members plus one. To hold a vote, a quorum must be present.~~

ARTICLE VII – DUTIES OF BOARD OF DIRECTORS

- Sec. 1 The President shall preside at all meetings of the membership and of the Board of Directors; enforce observance of and adherence to the Bylaws; offer for consideration all motions regularly made; apportion and assign duties in advance; call all special meetings; appoint all committees; and perform such other duties as the office shall require.

The President shall introduce no motion nor shall the President vote on any question, except in the event of a tie vote. The President shall be the Chapter's first representative on the State Board of Directors. The President shall provide an official address for the Chapter's headquarters.

- Sec. 2 The President-Elect shall automatically succeed to the presidency. The President-Elect shall arrange for an audit of the Chapter's books at the close of the fiscal year. The President-Elect shall actively assist the Vice President/Member Services with planning and implementation of member retention efforts. The duties of the President-Elect shall be as delegated by the President and the Board of Directors. The President-Elect shall perform the duties of the President in the event of the latter's inability to serve. The President-Elect shall be the Chapter's second representative on the State Board of Directors. The President-Elect shall conduct an annual membership survey, review chapter by-laws with the assistance of the Immediate Past President, maintain the chapter's Policy Manual and coordinate additions and change to the policies as needed.

- Sec. 3 The Vice President/Member Services shall see that accurate records are kept of all members and shall prepare a monthly report listing applicants for membership and their qualifications, to be voted on at the Board Meeting. The Vice President/Member Services shall create, plan and implement all new member recruiting events. ~~The Vice President/Member Services shall oversee the directors responsible for member services (Community Relations, Programs, Educational Services and PDS).~~ The Vice President/Member Services shall have served on the Board of Directors for one year prior to being nominated to this office. The Vice President/Member Services shall be responsible for all such other duties and activities as the President may assign. The Vice President/Member Services shall not automatically succeed to President-Elect.

- Sec. 4 The Secretary shall keep a record of the minutes of the meetings of the Board of Directors and of actions voted on at meetings of the Chapter. The Secretary shall have served on the Board of Directors for one year prior to being nominated to this office. The Secretary shall serve as a back-up to the Treasurer. The Secretary shall assume such other duties as the President may assign.

- Sec. 5 The Treasurer shall keep an accurate record of all monies, debts, and obligations of the Chapter; receive all monies and deposit same in the Chapter accounts at recognized financial institutions; make all payments of the Chapter, as approved by the Board of Directors, from Chapter funds; sign all checks, drafts, notes or other orders for payment in the name of the Chapter; give an accurate report of the financial status of the Chapter at each meeting of the Board of Directors and, if so requested at any meeting of the Chapter membership. The Treasurer shall actively oversee the chapter's Vendor Relations duties and shall update and maintain the chapter sponsorship levels and vendor relations policy, provide oversight to the vendor relations sub-committee, actively participate on the sub-committees responsible for bringing in revenue (PDS and Image), foster and maintain relationships with all established vendors, including ensuring that all sponsors receive the benefits stated and report progress to the Board of Directors at the monthly meetings. A member shall serve no more than two consecutive terms as treasurer and have served on the Board of Directors for one year prior to being nominated to this office.

The Treasurer shall give bond, at the expense of the Chapter, if required by the Board of Directors, and perform such other duties as the President may assign.

- Sec. 6 The Immediate Past President shall maintain an accurate history and provide the historical perspective to the board and membership. The Immediate Past President shall plan and implement programs for the senior public relations professionals; assist in the annual review of chapter bylaws with the President-Elect; oversee nominations, awards and presentations for the Member of the Year, ~~and the Professional of the Year~~ and the Rising Star, ~~and act as a backup treasurer~~. The Immediate Past President shall assume such other duties as the President may assign.
- Sec. 7 The Chapter Board of Directors shall serve as a policy-making group. It may not authorize expenditures in excess of the current amount in the treasury. The Board shall meet prior to regularly scheduled Chapter meetings or at the request of the President or three Board Members.
- Sec. 8 Absence: Any elected officer or director who shall have been absent from three (3) consecutive regular meetings of the Board of Directors, or any four (4) meetings within the fiscal year, without being excused by a vote of the Board, shall automatically vacate the seat on the Board of Directors and the vacancy shall be filled as provided in these Bylaws. However, the Board of Directors shall consider each absence of an elected officer or director as a separate circumstance and may expressly excuse such absence by affirmative vote of a majority of its members.

ARTICLE VIII – COMMITTEES

- Sec. 1 The President shall appoint, with the approval of the Chapter Board of Directors, a nominating committee of no fewer than five members, to include the most recent Gainesville Chapter Past President, who is still a member of the chapter. This same Gainesville Chapter Past President should serve as chair of the nominating committee.
- Sec. 2 The President shall, with the approval of the Chapter Board of Directors, appoint such other special committees, subcommittees or task forces as are necessary and which are not in conflict with other provisions of these Bylaws, and the duties of these committees shall be prescribed by the Chapter Board of Directors upon appointment.
- Sec. 3 Past President’s Council – This council will be composed of any former president of the Gainesville Chapter of FPRA who is still a member of the Gainesville Chapter of FPRA. The Council will be chaired annually by the Immediate Past President. In the absence of such a person, the Council will elect a chair. The Council shall meet at least once a year, for the purpose of preparing a formal report to the Board of Directors on the State of the Chapter. The secondary purpose of the Council is to provide an annual review of the Bylaws to ensure their relevance and effectiveness. The Council also shall be called upon or convened for advice and recommendations on any Chapter matters as requested by the Board of Directors.

ARTICLE IX – FISCAL YEAR

- Sec. 1 The fiscal year of the Gainesville Chapter shall be from September 1 to August 31 to coincide with the chapter leadership year.

ARTICLE X – FINANCE

- Sec. 1 The Board shall adopt by the second month of the fiscal period an annual operating budget covering all activities of the Chapter.
- Sec. 2 A member can serve no more than two consecutive terms as treasurer.
- Sec. 3 The Gainesville Chapter president should review the original bank statement.
- Sec. 4 Two signatures are required on checks over \$250.

ARTICLE XI – AMENDMENTS TO THE BYLAWS

Sec. 1

Sec. 1 These Bylaws may be amended by a two-thirds vote of the qualified voting members of the Gainesville Chapter who are present at any meeting of the membership which has been properly called and held.

ARTICLE XII – DISSOLUTION OF CHAPTER

Sec. 1

In the event of the dissolution of the Gainesville Chapter, all money in the chapter treasury will revert to the State Association.