

# **Penn State Media Association**

---

A Penn State Alumni Association Alumni Interest Group

## **Constitution & Bylaws**

### **Preamble**

The Penn State Media Association (PSMA), established in 2005 by Robert K. Zimmerman, is designed to be, primarily, an advocacy, mentorship, and support group for Penn State students. It was founded also as a financial vehicle through which student media endeavors of a creative and independent nature could enjoy long term viability and operational support. In this way, the PSMA blends the concept of alumni society with an active and helpful body of mentors and donors.

### **I. Name**

The name of this organization is Penn State Media Association (PSMA) of The Pennsylvania State University.

### **II. Purpose**

1. Mission Statement: The Penn State Media Association fosters relationships across the Penn State community for the purpose of connecting students, alumni, professors, and friends passionate about creating and promoting a more robust cultural environment through media. The mission is realized through specific areas of focus:
  - 1.1. Advancing interdisciplinary media literary and skills among students through both mentorship and grant opportunities.
  - 1.2. Providing alumni of Penn State curricular and extracurricular media organizations a means for fellowship across a range of activities.
  - 1.3. Serving as a voice to Penn State student, faculty, and administrative bodies for comprehensive and holistic solutions for supporting student media endeavors.
  - 1.4. Advocating collaborative alumni development efforts to better support diverse student media endeavors.

2. Strategic Plan: A central component of the PSMA's continuing strategic plan shall be to establish, build, and maintain permanent endowments to address the financial and operational needs of student media organizations.
- 2.1. These endowments should exist through the Penn State Alumni Association (PSAA) and/or Centre Foundation and their proceeds should be disbursed by the PSMA Board of Directors.
- 2.2. Endowment fundraising plans shall be reviewed and revised as needed.

### **III. Membership**

1. Full Membership: Membership in PSMA as a Full Member shall require the following:
  - 1.1. Submission of a signed Statement of Interest in becoming a Full Member of the group.
  - 1.2. History of having participated in a student media effort, whether a Registered Student Organization (RSO) or extracurricular effort.
  - 1.3. The Board of Directors may determine any additional requirements for Full Membership.
2. Affiliate Membership: Anyone who may have a desire to support the continued success and ideals of Penn State student media endeavors shall be eligible for affiliate membership.
  - 2.1. The total membership of the Penn State Media Association must comprise at least 50 percent Full Members.
  - 2.2. Affiliate Members will be entitled to all non-voting privileges of the group.
  - 2.3. Affiliate Members may be designated Full Members at the discretion of the Board of Directors, given extraordinary service to the cause of student media.
  - 2.4. Affiliate Members may be subject to other requirements established by the Board of Directors.

### **IV. Board of Directors**

1. Board Membership: All affairs of the organization shall be conducted by a Board of Directors consisting of the following members:

- 1.1. A maximum of eleven (11) Full Members with voting authority, and no fewer than seven (7) Full Members with voting authority;
- 1.2. One (1) Non-Voting Member: the immediate past president of the Board;
2. Terms: The Full Members of the Board of Directors shall be elected, on a staggered basis, for a term of three (3) years.
  - 2.1. Full Members shall be self-nominated by a written statement of intent and shall be elected by secure digital ballot via the PSMA's website.
  - 2.2. Terms of office commence at the first Board meeting after election results are known.
  - 2.3. The Board shall be elected for staggered 4-3-2 year terms determined on a lottery basis.
3. Years: The following rules apply to the membership of the Board of Directors:
  - 3.1. Not more than a total of three (3) members from the same graduating year shall serve on the Board simultaneously.
    - 3.1.1. Should a number of candidates run for election with the potential for violating this provision, the candidates will be ranked based on the number of votes each receives. The remaining available positions for that graduating year will be chosen from this ranking (high to low votes). When three (3) Director positions are filled by members from the same graduating year, the remaining candidates from that graduating year will be disqualified from the election.
4. Removal: The following rules apply to the membership of the Board of Directors:
  - 4.1. Board members failing to attend a reasonable number of meetings each year and/or to contribute substantially to the group shall be removed from their position.
  - 4.2. Removal shall be accompanied by a majority vote of the Board of Directors in office during any meeting provided that prior notice of intent is given to all voting members.
5. Vacancies: The following rules apply to the membership of the Board of Directors:
  - 5.1. Vacancies on the Board shall be filled by majority vote of the Board. Appointees shall serve for the remainder of the vacated term.

6. Compensation: The following rules apply to the membership of the Board of Directors:
  - 6.1. Directors shall serve without compensation for their services.
7. Consecutive Terms: The following rules apply to the membership of the Board of Directors:
  - 7.1. There shall be no limit on the number of consecutive terms a member of the group may hold on the Board.
8. Committees: The following rules apply to the membership of the Board of Directors:
  - 8.1. The Board may create and disband committees as it deems necessary.
9. Emeritus Status: Directors who have served for nine or more years can be designated as “Director Emeritus,” an honorary title awarded at the discretion of the Board through a majority vote. The Board can also award this title at its discretion for extraordinary meritorious service.

## **V. Executive Officers**

1. Executive Officers & Duties: The following shall comprise the Executive Council and shall be elected by the Board of Directors.
  - 1.1. President: There shall be a president whose duties shall include, but are not limited to, the following:
    - 1.1.1. Act as a spokesman for the affairs and acts of the group to media, administration, the PSAA, student media organizations, and others.
    - 1.1.2. Set the agenda, coordinate board communications, activities, and meetings, and formally conduct scheduled Board meetings.
    - 1.1.3. Develop and annually update Strategic Plan for the organization, in consultation with the Board.
  - 1.2. Vice President for Communications: There shall be a vice president whose duties shall include, but are not limited to, the following:
    - 1.2.1. Support the president and fill his capacities should he be unavailable or unable to execute his duties.
    - 1.2.2. Building and maintaining a membership database and annual communications plan.

- 1.3. Vice President for Development: There shall be a vice president whose duties shall include, but are not limited to, the following:
  - 1.3.1. Support the president and fill his capacities should be and the Vice President for Communications be unable to execute their duties.
  - 1.3.2. Develop annual endowment fundraising strategy and carry out annual fundraising campaign, delegating specific duties as needed.
- 1.4. Treasurer: There shall be a treasurer whose duties shall include, but are not limited to, the following:
  - 1.4.1. Record and maintain all official financial records, both within the PSAA as well as the PSMA's business checking account.
  - 1.4.2. Report all financial transactions and statements on a quarterly basis.
- 1.5. Secretary: There shall be a secretary whose duties shall include, but are not limited to, the following:
  - 1.5.1. Record and maintain the minutes of all meetings, including attendance.
  - 1.5.2. Provide the minutes of previous meetings at each Board meeting.
2. Terms: The following rules apply to the membership of the Executive Council:
  - 2.1. Terms of all Executive Officers shall be three (3) years commencing at the Board of Director's first meeting of the calendar year. The Board of Directors shall elected Executive Officers from among current members of the Board.
3. Vacancies: The following rules apply to the membership of the Executive Council:
  - 3.1. If an office becomes vacant, it shall be filled by the Board of Directors from among current members of the Board and the new person shall hold the office for the remainder of the term.
4. Removal: The following rules apply to the membership of the Executive Council:
  - 4.1. Any officer may be removed for cause (i.e. failure to perform duties, failure to attend meetings, official conduct detrimental to the group) by a majority vote of the Board of Directors during any Board meeting provided prior notice of such intent is given to all Directors.
5. Consecutive Terms: The following rules apply to the membership of the Executive Council:

- 5.1. There shall be no limit on the number of consecutive terms a member of the Executive Council may hold.

## **VI. Meetings of the Board**

1. Regular Meetings: The Board of Directors shall meet once every three (3) months, with each meeting constituting the end of the preceding quarter.
  - 1.1. At least one of these meetings shall be open to all members.
2. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the president, or by any three (3) Directors in office at that time.
3. Quorum: At meetings of the Board of Directors, the presence of at least five Directors currently in office shall be required to transact business.
4. Vote: The act of a majority of Directors present at a meeting in which a quorum is attained shall be an official act of the Board.

## **VII. Member Meetings**

1. Notice: An annual members meeting shall be held on a weekend at a place determined by the Board of Directors.
  - 1.1. Written notice of the annual meeting shall be given to members via e-mail by the Vice President for Communications at least 30 days in advance.
2. Vote: The act of a majority of the members present at the annual meeting of the group shall be an official act of the members of the group. A proxy vote may be utilized.

## **VIII. Amendments**

1. Power To Amend: The Board of Directors shall have the power to alter, amend, or repeal this Constitution and By-Laws or adopt new documents. Amendments shall require at least a two-thirds vote of the Board.
2. Conflicts: This Constitution and By-Laws and its amendments must not be in conflict with the Constitution of the Penn State Alumni Association (PSAA) or the rules and regulations for Alumni Interest Groups (AIGs) as established by the Executive Board of the Penn State Alumni Council.