

BYLAWS OF THE MARYLAND COMMUNICATION ASSOCIATION

ARTICLE I – Name

The name of the Association shall be the Maryland Communication Association, which is abbreviated MCA.

ARTICLE II – Mission and Purposes

Section 1 – The mission of the Maryland Communication Association shall be to promote the study and development of effective communication within the State of Maryland, to promote cooperation among communication professionals throughout the State of Maryland and to influence the practices and policies of relevant institutions and organizations in the State of Maryland.

Section 2 – The purposes of MCA shall include:

- a) to serve as the principle consultative body for educators, educational institutions, governmental bodies, communication professionals and others needing expertise and advice about communication in general, and about communication in Maryland in particular,
- b) to promote cooperation between the academy and other professions based in communication,
- c) to encourage communication research and scholarship inside and outside the academy,
- d) to influence practices and policies of relevant institutions and organizations throughout the State of Maryland, and,
- e) to support and to further the goals, missions, purposes and objectives of the National Communication, the Eastern Communication Association and other relevant organizations.

ARTICLE III – Membership

Section 1 – Membership in MCA is open to individuals and students who, and institutions and affiliates which, support the mission and purposes of MCA. An applicant for membership in MCA shall be required to submit a completed and signed MCA application form and payment-in-full of the appropriate membership fee.

Section 2 – Categories of Membership – There shall be four categories of membership in MCA.

- a) **Individual** – Any individual person, whether a communication professional or not, who is interested in furthering the mission and purposes of MCA shall be eligible for membership.

- b) **Student** – Any regularly enrolled undergraduate or graduate student or student enrolled in a Maryland public or private secondary school interested in furthering the mission and purposes of MCA shall be eligible for membership.
- c) **Institutional** – Any educational institution interested in furthering the mission and purposes of MCA shall be eligible for membership.
- d) **Affiliates** – Any organization interested in furthering the mission and purposes of MCA shall be eligible for membership.

Section 3 – Membership Benefits and Fees – The membership benefits and fees shall be set by the Executive Board and may be reviewed from time to time and changed as the Executive Board deems necessary.

Section 4 – Code of Ethical Conduct – The Executive Board shall adopt a Code of Ethical Conduct for the members of MCA. All members of MCA shall at all times act ethically and behave in ways that positively advance the mission and purposes of MCA.

ARTICLE IV – The Executive Board

Section 1 – In the periods between the annual business meetings of the Association, the business of MCA shall be managed by the Executive Board.

Section 2 – Qualifications – Candidates for selection to the Executive Board shall have been members-in-good-standing for at least two consecutive years prior to their service and shall maintain their memberships throughout their tenures on the Board; shall be familiar with MCA, its mission and its purposes and willing to fulfill all the obligations of Executive Board membership. Candidates for the Executive Board shall be selected without regard to race, color, religion, national origin, gender or sexual orientation.

Section 3 – Composition – The Executive Board shall be composed of the following members, each of whom shall have one (1) vote: the President, the First Vice President, the Second Vice President, the Secretary, the Treasurer, the Immediate Past President, the MCA representative to the National Communication Association States Advisory Council (who shall be a past president of MCA) and the chairpersons of all standing committees who are not otherwise officers of MCA.

Section 4 – Annual Meeting – The Executive Board shall meet at least once each year. This meeting shall be known as the annual meeting and shall be held immediately after the adjournment of the annual conference.

Section 5 – Other Meetings – At the call of the President, and upon appropriate notice to all Board members, the Executive Board may meet and conduct such business as may be necessary.

Section 6 – Quorum – A majority of the current Executive Board shall constitute the quorum required for conducting business.

Section 7 – Votes – All actions taken by the Executive Board shall be by majority vote of a quorum of the current Board of Directors unless otherwise provided in these Bylaws or by the parliamentary authority adopted by MCA. Should a matter requiring a vote arise between meetings of the Executive Board, votes may be taken by telephone, mail, facsimile, e-mail or other means upon which the Executive Board members unanimously agree.

Section 8 – Vacancies – Positions on the Executive Board that become vacant through resignation, death, removal or other reasons shall be filled as described elsewhere in these Bylaws or with a qualified candidate by a majority vote of the current Executive Board. Those chosen shall serve out the unexpired portion of the vacated position's term.

ARTICLE V – Elections

Section 1 – Elective Offices – Each year at the annual business meeting, the members of MCA shall elect a Second Vice President, a Secretary and a Treasurer.

Section 2 – Nominations – The nominations process shall be as follows.

- a) The President shall appoint two MCA members-in-good-standing to serve as a nominations committee, which shall be chaired by the Immediate Past President of the Association.
- b) The Nominations Committee shall solicit from among eligible members at least one qualified nominee for each elective office. This slate shall be presented to the Executive Board and forwarded to all members qualified to vote.
- c) Nominations may also be made from the floor at the time of the election. The Secretary of MCA shall have available the membership roster to verify the qualifications of those nominated from the floor.
- d) All nominees must be fully qualified to serve, shall be willing to serve if elected and shall not have any conflict of interest in serving in office.

Section 3 – Voting – Voting shall be conducted by secret ballot at the annual business meeting, which is held in conjunction with the annual MCA Conference. A plurality vote of those members-in-good-standing present and voting at the annual business meeting shall be required for a nominee to be elected.

Section 4 – Qualifications to Vote – Those with current individual and student memberships and a single representative from each current institutional and affiliate member shall be eligible to vote. Each qualified voter shall have only one vote and a single individual may not cast votes in more than membership category.

ARTICLE VI – Officers

Section 1 – The officers of the Association shall consist of a President, a First Vice President, a Second Vice President, a Secretary and a Treasurer. Officers shall serve terms of one year beginning with the conclusion of the annual business meeting of MCA. At the conclusion of that year, the President shall become Immediate Past President, the First Vice President shall become President and the Second Vice President shall become First Vice President. At the completion of their terms the Secretary and Treasurer shall retire from the Executive Board or, if nominated, stand for reelection.

Section 2 – The President – The President shall:

- a) call, organize and preside over the meetings of the Executive Board;
- b) call, organize and preside over the annual business meeting of the general membership;
- c) appoint the chairpersons of all standing committees except the Nominating Committee whose chairperson is the Immediate Past President and the Membership Committee whose chairperson is the Second Vice President
- d) appoint, with the approval of the Executive Board, an MCA Representative to the National Communication Association’s States Advisory Committee,
- e) appoint the members of all standing committees; and,
- f) shall be empowered to take such steps as may be required to insure the day-to-day operations of MCA and to carry out the orders and resolutions of the Executive Board.

The President may, with the approval of the Executive Board, appoint the chairpersons and members of such temporary committees as may be needed to carry out specific assigned tasks. Unless specifically stated, such committees shall last no longer than one year or the completion of their assigned purpose, after which they shall go out of existence.

In case of the President’s death, resignation, removal from office or inability to discharge the duties and responsibilities of the office of President, the same shall devolve upon the First Vice President until the expiration of the President’s term of office.

Section 3 – The First Vice President – The First Vice President shall coordinate the annual conference of MCA. The First Vice President shall also have and discharge such other duties as the President may from time to time assign.

In case of the First Vice President’s death, resignation, removal from office or inability to discharge the duties and responsibilities of the office of First Vice President, the same shall devolve upon the Second Vice President until the expiration of the First Vice President’s term of office.

Section 4 – The Second Vice President – The Second Vice President shall chair a membership committee and shall coordinate and implement the annual membership drive for the Association. The Second Vice President shall also have and discharge such other duties as the President may from time to time assign.

Section 5 – The Secretary – The Secretary shall keep the minutes of all meetings of the Association and its Executive Board and shall submit them for their formal approval. The Secretary shall also have and discharge such other duties as the President may from time to time assign.

Section 6 – The Treasurer – The Treasurer shall keep complete and accurate financial records of the Association. The Treasurer shall report the financial status to the Executive Board at each of its meetings. In addition, the Treasurer shall present a detailed written yearly report to the Association at its annual business meeting. The Treasurer shall also have and discharge such other duties as the President may from time to time assign.

ARTICLE VII – Standing Committees

Section 1 – The following standing committees shall be appointed: the Nominations Committee, the Membership Committee and the Communications Committee.

- a) **The Nominations Committee** – The Nominations Committee, which shall be chaired by the Immediate Past President of MCA, shall solicit the slate of nominees for elective office as described in Article V, Section 2 of these Bylaws.
- b) **The Membership Committee** – The Membership Committee, which shall be chaired by the Second Vice President of MCA, shall organize and conduct an annual membership drive to include renewals by current members, reenrollment of former members and enrollment of new members.
- c) **The Communications Committee** – The Communications Committee shall be responsible for preparing and executing the communication with the membership of MCA that may include such methods as the MCA website, a periodic newsletter or other means. The Committee shall also, under the direction of the Executive Board, create and conduct communication efforts with appropriate external publics.

Section 2 – When a President takes office, all positions on the committees shall be automatically vacated, leaving the President free to make appointments. The only exceptions to this shall be the chairpersons of the Nominations Committee, which shall be assumed by the incoming Immediate Past President and the Membership Committee, which shall be assumed by the incoming Second Vice President.

ARTICLE VIII – Removal from Office

An officer may be removed from office for non-performance of duties. Such removal shall require a two-thirds vote of the current Executive Board. The officer in question shall be given written notice of the impending action at least fifteen days before the meeting at which the vote will be taken.

The vacancy created by the removal of an officer shall be filled as indicated in Article IV, Section 8 and Article VI, Section 1 of these Bylaws.

ARTICLE IX – The Annual Business Meeting

Section 1 – There shall be an annual business meeting of the general membership of MCA. The meeting shall be held as part of the annual conference. The meeting shall be held to conduct the election of officers and such other business that may be necessary.

Section 2 – Quorum – Those members-in-good-standing present at the annual business meeting shall constitute the quorum required for conducting business.

Section 3 – Votes – A plurality vote of those members-in-good-standing present and voting at the annual business meeting shall be required.

ARTICLE X – Fiscal Year

The fiscal year of the Association shall be July 1 through June 30.

ARTICLE XI – Parliamentary Authority

The most recent edition of *Robert's Rules of Order, Newly Revised* shall serve as the parliamentary authority of MCA and all its meetings and committee proceedings. It shall be used to govern meetings, break tie votes and resolve matters of procedures not addressed by these Bylaws.

ARTICLE XII – Amendments to the Bylaws

Any proposed amendment to these Bylaws must be submitted to the Executive Board no fewer than 60 days prior to the annual business meeting at which the vote shall be taken. Notice of a proposed amendment shall be forwarded by the Executive Board to all members-in-good-standing at least 30 days prior to that meeting.

Any amendment to these Bylaws must be approved by a two-thirds majority of those present and casting ballots at the annual business meeting.

These revised Bylaws are certified as approved at the annual business meeting held on October 13, 2007, and are considered effective on that date.