

The Albuquerque Press Club

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The Constitution of the Albuquerque Press Club

ARTICLE I – NAME AND PURPOSE

Section 1. Name

1. The name of this organization is the *Albuquerque Press Club*, a nonprofit corporation under the laws of the State of New Mexico.

Section 2. Purpose

1. The purpose of this Club is to promote fellowship and understanding among men and women engaged in journalism and its allied fields; to sponsor such cultural, educational and social activities as may promote good fellowship and professional growth among members; and to extend reciprocity to similar clubs in other parts of the nation and world.

ARTICLE II – BOARD OF DIRECTORS

Section 1. Composition.

1. Government and management of the Club is vested in a Board of Directors, hereinafter referred to as the Board, which consists of Club officers and six additional directors elected in accordance with procedures set forth in Article VII. The immediate past President shall serve as a non-voting Board member ex-officio. Employees may not serve on the board. (Modified 03/2017)

Section 2. Qualifications.

1. All members of the Board must comply with State law regarding liquor licenses at the time of their elections. This shall include, but is not limited to:
 - a. Be a Club member in good standing;
 - b. Possessing the legal right to hold a New Mexico liquor license;
 - c. Have no felony convictions;
 - d. Provide all necessary information, including fingerprints, as required by the Liquor License application to the President or their appointed representative within 60 days of assuming office; and
 - e. Qualify to hold a New Mexico alcohol servers license. The server's license must be obtained within 30 days of assuming office as defined in Article VII, Section 3. (Modified 03/2017)
2. The Board has the prerogative to review and reverse, if necessary, the acts of any officer, director, Club, committee, or individual member with respect to club related activities. (Modified 03/2017)

Section 3. Powers and Duties.

1. The Board has control of the general affairs, funds and properties of the Club; approves expenditures and audits all accounts; employs such personnel as it deems necessary for the operation of the Club; passes on applications for membership; and otherwise provides general supervision of the Club in conformity with the duties and authority commonly conferred on such bodies by custom and the recognized rules of order.

Section 4. Authorization.

1. The vote of a majority of Directors present at a duly convened Board meeting is sufficient to authorize any action taken, provided a quorum exists.

Section 5. Dereliction.

1. Dereliction is defined as Board officers or directors who are not in good standing or who have three consecutive unexcused absences from Board meetings. At the Board's discretion, such dereliction may be accepted as a resignation. (Modified 03/2017)

ARTICLE III – MEMBERSHIP

Section 1. Eligibility and Classification.

1. Membership in the Club is open to men and women of legal age who qualify, in the Board's judgment, under one of the following classifications:

- a. Journalist

You may qualify for Journalist membership if your primary activity fits into one of the following groups or if you have worked for 10 years or more in one of the following groups:

- i. Reporter, editor, writer, publisher; editorial and news cartoonist or artist; news photographer or videographer; producer, president or general manager; librarian, web master or other editorial employee of a regularly issued news outlet that is supported by advertising, paid subscriptions, or funded by a non-profit organization (Organization must operate with editorial independence from any political, government, commercial or special interest and must be published for the primary dissemination of the news.)
- ii. Journalism instructors, professors and deans at the college level.
- iii. Non-fiction authors.

- b. Communicator

You may qualify for Communicator membership if your primary activity fits into one of the following groups or if you spent 5 or more years in one of the following groups or the groups listed as Journalist.

- i. Non-editorial employees for qualified news outlets such as business managers, advertising managers, circulation managers, promotion managers and system operators.
- ii. Current and retired press aides for foreign or domestic governments.
- iii. News Source members have regular contact with the 'working press,' such as public relation/communications professionals.
- iv. Authors of books or plays, editors of books or film, poets, television or film script writers, book publishers, and those who work in the film and television industry.
- v. Blogger or other internet media publisher
- vi. Student members who are enrolled full-time in undergraduate or graduate journalism programs; or work on campus publications, broadcast outlets or news internet sites; or who otherwise intern or work part-time for qualified news outlets.
- vii. Writers, editors, publishers of company or industry newsletters who spend 40 or more hours monthly in these endeavors.

- c. Social membership

- i. Is open to persons who live or work in New Mexico, and have common interests with the Club's members and purposes.
- ii. Social membership Sub Categories
 1. Service Industry
 - a. Is open to persons with a valid NM alcohol server permit employed at a local bar or restaurant, who have common interests with the Club's members and purposes. The employing bar or restaurant must serve alcohol.
 2. First Responder
 - a. Is open to Police officers, Firefighters and Emergency Medical Technicians, whose primary employer is a New Mexico emergency response organization.

- d. Employee Membership

- i. Employees of the Albuquerque Press Club are awarded membership at a discounted rate. Employee Membership is granted at the moment of hiring, and ends upon

employee termination, at which time the employee may apply for another membership tier. (Added 12/24)

- e. Honorary membership
 - i. May be awarded to any person the board may wish to honor with membership, subject to annual review by each incoming board. [Honorary Members are to enjoy all the rights of membership except for the right to vote and hold elected office.] (Modified 12/24)
- f. Retired membership
 - i. Is open to any Journalist, Communicator, or Social member who has retired from his or her employment or occupation. One year of Club membership in the Journalist, Communicator or Social category is required before a Member may apply for status as a Retired Member.
- g. Life membership
 - i. Is open to members who fulfill the membership requirements of Subsection A, B, C, or F of this Section. A Life member shall enjoy all the rights of membership. Modified 12/00)
- h. Spousal
 - i. Membership is open to the spouse, as defined by New Mexico State Law, of a member in good standing. A spousal membership shall be attached to the sponsoring member's membership and shall expire concurrently with said membership. A spousal member shall enjoy all the rights of membership except for the right to vote and hold elective office.
- i. Corporate
 - i. Membership is open to any business or organization, with operating interests in New Mexico, that operates in the communications industry, or that supports the interests of the APC. Persons individually eligible for membership rights under the corporate membership are subject to Board approval as with any new applicants. Corporate memberships may include any number of individuals, providing they are bona-fide employees of said company or employees or members of said organization.

Section 2. Classification Authority.

1. The Board shall by vote be the sole and final authority with regard to the membership classification to which an applicant or Club member is entitled. Any member who ceases to be eligible for a given classification may be transferred to the appropriate classification at such time as the Board deems.

Section 3. Rights and Privileges.

1. All members in good standing shall enjoy equal rights and privileges except as stated in Article 3 ~~Section 1 above~~. (Amended 12/24)
2. All members in good standing are automatically granted membership in the Whittlesey House Preservation Foundation. (Modified 03/2017)

Section 4. Liability.

1. No member will be personally liable for any liability of the Club, and creditors may look only to the assets of the Club for payment.

Section 5. Reciprocity

1. Reciprocal membership privileges may be extended by the Board to members of similar clubs in other parts of the nation and world while such members are temporarily in New Mexico, for periods of time not to exceed 60 consecutive days.

Section 6. Admission Procedures

1. Applicants for membership must set forth in satisfactory detail, on the Club application form, their qualifications for membership; and must accompany the application with the initiation fee and dues for the classification requested.
2. The Board must act upon properly submitted applications in a timely manner. Action may be by secret ballot, and three or more dissenting votes constitutes rejection of the application.
3. An applicant rejected for membership will forthwith be refunded the initiation fee and dues, which accompanied the application and may not re-apply for one year. (Modified 12/00)

Section 7. Resignation.

1. A member may resign by delivering a written request to the Board, except that such resignation will not excuse the member from any outstanding financial obligations to the Club.

Section 8. Termination.

1. The Board may terminate a member for failure to meet financial obligations to the Club, for unbecoming conduct or violation of this Constitution or of posted Club rules, in accordance with procedures set forth in Article IX. Notice of termination is deemed to have been given when such notice is mailed to the member's last known address, postage prepaid, return requested.

Section 9. Readmission.

1. A member who has resigned, or whose membership has been terminated, may seek readmission by filing an application in accordance with provisions of Section 6, except that such application need not be accompanied by an initiation fee. However, if the applicant for readmission had outstanding financial obligations to the Club at the time of the resignation or termination, full payment of those obligations must accompany the application. All applicants for readmission, after resignation or termination, must be approved by the Board of Directors. (Modified 12/2019)

Section 10. Late Renewals

1. Anyone whose membership has lapsed for more than 90 days must re-apply for membership and be approved for renewal by the Board of Directors. (Modified 12/2019)

Section 11. New Membership Probationary Period (Added 12/2024)

1. For the first 90 days of membership, new members are considered Probationary Members.
 - i. Probationary Members are not eligible to sponsor new members
 - ii. Probationary Members are not eligible to hold elected office
 - iii. Probationary Members who violate the APC House Rules may have their membership revoked without the privilege of a Disciplinary Committee Hearing or a refund

ARTICLE IV – FEES AND DUES.

Section 1. Initiation Fees.

1. Regular and Life membership initiation fees for Club membership for the next calendar year will be established annually by the Board. Members who are reclassified from one membership category to another (except Life membership) shall be exempt from any initiation fee.

Section 2. Administrative Fees.

1. Administrative fees relating to Club membership for the next calendar year will be established annually by the Board.

Section 3. Late renewal fees

1. Any application for membership renewal in excess of 30 days after the membership has expired shall be assessed a late renewal fee. This fee will be established annually by the Board.

Section 4. Dues.

1. Dues to be paid by Club members for the next calendar year will be established annually by the Board except that Life and Honorary members will be charged no dues.

Section 5. Adjustment

1. The Board may, for such cause as it deems sufficient, adjust an individual's dues in whole or in part.

ARTICLE V — OFFICERS

Section 1. Titles

1. Officers of the Club are a President, a Vice-President, a Secretary, and a Treasurer, who must continuously meet the qualifications of Article II, Section 2. (Modified 03/2107)

Section 2. President

1. The President is the chief executive officer of the Club, and presides at all general membership and Board meetings. With the Secretary, the President signs as the legal representative of the Club all documents approved by the Board.

Section 3. Vice-President

1. The Vice-President assists the President as directed. In the absence or disability of the President, the Vice-President assumes the powers and duties of the President.

Section 4. Secretary

1. The Secretary maintains official records of the Club, records the minutes of general membership and Board meetings, conducts such official correspondence as the President and Board direct, and performs such other duties as customarily pertain to this office.

Section 5. Treasurer

1. The Treasurer is the custodian of all Club funds, makes expenditures authorized by the Board, and makes a report on the Club's financial status at each regular Board meeting and at the Annual Meeting.

ARTICLE VI — MEETINGS

Section 1. Annual Meeting.

1. The Annual Meeting of the Club membership is held in Bernalillo County, New Mexico, on a date in December each year, at a time and place set by the Board. Written or email notice of the Annual Meeting will be given to all members no less than 10 days prior to the meeting. The order of business at the Annual Meeting shall include the following:
 - a. Call to order
 - b. Reading and approval of last meeting's minutes
 - c. Board of Directors' report
 - d. Treasurer's report
 - e. Committee reports
 - f. Unfinished business
 - g. New business
 - h. Election of officers and directors
 - i. Adjournment (Modified 03/2017)

Section 2. Special Meetings.

1. A special meeting of the Club membership may be called by the President, and must be called by the President upon written request by a majority of the Board or 10 percent of the members. At least 10 days prior notice of the time, place, and purpose of such special meetings must be mailed or emailed to all members.

Section 3. Board Meetings.

1. The Board must meet monthly at such times and locations as it shall determine. Special Board meetings may be called by the President, and must be called by the President upon written request by three or more Board members. (Modified 12/00)

Section 4. Open Meetings.

1. All general membership and Board meetings, except executive sessions, are open to any Club member in good standing, and Club members attending such meetings are permitted free expression of their views, within the confines of accepted rules of order, on matters under discussion. (Modified 12/00)

Section 5. Presiding Officer Vote.

1. The presiding officer at any Club meeting shall vote only to make or break a tie. (Modified 03/2017)

Section 6. Parliamentary Procedure.

1. On parliamentary questions not otherwise provided for in this Constitution, the authority is Robert's Rules of Order.

Section 7. Quorum.

1. Five Board members present either physically or virtually by real-time communications constitute a quorum for the transaction of business at a Board meeting. Members in good standing and present constitute a quorum for the transaction of business at the Annual Meeting and at special meetings of the Club membership, provided proper notice of the meeting has been given. (Modified 03/2017)

ARTICLE VII — ELECTIONS

Section 1. Officers

1. At each Annual Meeting, the Club elects the President, Vice-President, Secretary, and Treasurer to one-year terms of office. All nominees must meet the qualifications listed in Article II, Section 2 at the time of their nomination. (Modified 03/2017)

Section 2. Directors

1. At each annual meeting and thereafter, three directors shall be elected, each to serve a two-year term on the board. All directors shall be elected from the membership and serve representing the members of the Club. All nominees must meet the qualifications listed in Article II, Section 2 at the time of their nomination. (Modified 03/2017)

Section 3. Terms

1. Terms of office will commence January 1 following the election and end on December 31 or at such time as successors have been elected and qualified.

Section 4. Nominations

1. No less than 60 days prior to the Annual Meeting, the President appoints a Nominating Committee consisting of five Club members in good standing, no more than two of whom may be Board members. No less than 45 days prior to the Annual Meeting, the Nominating Committee presents a slate of nominees consisting of at least one candidate, and are, in the opinion of the Committee, qualified to appropriately fill the position. This list of nominees must be posted forthwith on the Club bulletin board. Additional nominees may be made from the floor at the Annual Meeting. (Modified 12/00)

Section 5. Procedures

1. The President appoints three members to serve as the Election Board, with responsibilities to conduct balloting and certify election results. If the majority of qualified voters present request a secret ballot, voting must be by secret ballot. Each member present and qualified to vote, and in good standing, may cast one vote. (Modified 12/00)

Section 6. Vacancies

1. When a vacancy occurs in the office of the President, the Vice-President becomes the President for the unexpired balance of the term. When a vacancy occurs in the office of the Vice-President, Secretary, or Treasurer, the office shall be filled by Board appointment for the unexpired balance of the term. When a vacancy occurs in the position of a Director, the Board may appoint a qualified replacement to serve until the next Annual Meeting, at which the club membership shall elect a Director to serve the unexpired balance of the term. All appointees must meet the qualifications of Article II, Section 2. (Modified 03/2017)

ARTICLE VIII – COMMITTEES

Section 1. Membership.

1. Three different types of committees may be formed to assist the Board: an Executive Committee, Standing Committees, and Special Committees. Membership on the Executive Committee shall be determined by Article V, Section 1. Standing and special committee chairs shall be appointed by the President subject to the approval by the Board. Each committee chair shall recruit as many members as they deem necessary for their committee's assigned task(s), subject to approval by the Board. (Modified 03/2017)

Section 2. Terms.

1. Executive committee members serve until December 31 of the year they were elected or appointed. Standing committee members serve until December 31 of the year in which they were appointed, or until their successors have been appointed. Special committee members serve for such time as the President directs, except that their term may not extend beyond December 31 of the year in which they were appointed. (Modified 03/2017)

Section 3. Executive Committee Powers.

1. The President, Vice President, Secretary, and Treasurer constitute the Executive Committee of the Board; it may have no other members. This Committee has the power to act on behalf of the Board when the Board is not in session provided:
 - a. Such action is not counter to any previous Board action or position;
 - b. All Executive Committee actions must be unanimously agreed upon;
 - c. Any Executive Committee action must be presented and ratified by the Board at its next meeting. Failure to present and obtain Board ratification Executive Committee actions.
 - d. All Executive Committee actions not presented to the Board at its next meeting shall be null and void upon adjournment of said meeting.

- e. Failure to present Executive Committee actions to the Board at its next meeting are grounds for dismissal of any or all members of the Executive Committee. (Modified 03/2017)

Section 4. Standing Committees and Powers

1. Standing committees perform continuous support to the Board. Each standing committee automatically is delegated the necessary power for completion of their assigned task(s); however, no standing committee may commit either the Board or the Club without express approval from the Board. Standing Committees shall provide a report of activities to the Board at each regular Board meeting. (Modified 03/2017)

Section 5. Special Committees and Powers

1. Special committees perform a one-time directed task on behalf of the Board. Each special committee automatically is delegated the necessary power for completion of their assigned task(s); however, no special committee may commit either the Board or the Club without express approval from the Board. Special Committees shall provide a report of activities to the Board at each regular Board meeting. (Modified 03/2017)

ARTICLE IX – DISCIPLINE OF MEMBERS

Section 1. Disciplinary Powers

1. The Board, upon finding a Club member guilty of unbecoming conduct or a violation of this Constitution or posted Club Rules, may discipline the guilty member by reprimand, restriction of any or all Club privileges, requiring restitution, requiring service to the club, or termination of membership. However, termination may be effected only by a majority vote of the entire Board membership. All procedures and actions must be consistent with this constitution and written policy.

Section 2. Charges

1. Charges against a member, which allege cause for disciplinary action, must be made in writing to either the President or Secretary and must be signed by the person making the charge. The Board, upon recognition of an escalating or continuing pattern of misbehavior, may interject itself into the situation as it deems appropriate without a written complaint being filed.

Section 3. Hearing Procedures

1. Charges made in accordance with Section 2 must be presented to the Board at its next regular meeting, and the Board must either dismiss the charges, refer them to a discipline committee, or set a time and location for a hearing of the charges. If a hearing is to be held by the Board or Committee, the member against whom the charges have been made must immediately be given written notification of the nature of the charge and the time and location of the hearing. The Board, or Committee conducts the hearing, and may designate any member as the presiding officer at the hearing. If the committee and the member cannot reach an agreeable conclusion, the matter will be referred back to the Board. The member against whom charges have been made may testify and/or produce witnesses. Refusal of the accused Club member to appear at the hearing, without reasonable excuse, may be construed by the Board as an admission of guilt. (Modified 12/00)

Section 4. Appeal

1. A disciplined member who is aggrieved by the Board's decision may appeal the decision to the Club membership, by so notifying the President or Secretary in writing. The officer so notified must promptly call a special meeting of the Club membership for the purpose of hearing the appeal, such special meeting to be held no less than five nor more than 15 days after receipt of the appeal notification. Provided a quorum exists, the Club membership present and qualified to vote at the special meeting may, by a two-thirds majority vote, overturn or modify the disciplinary action of the Board. (Modified 03/2017)

ARTICLE X – INTERPRETATION AND AMENDMENT OF THE CONSTITUTION

Section 1. Interpretation

1. On all questions arising as to interpretation to this Constitution or any provision herein, the decision of the Board is final.

Section 2. Amendment

1. This Constitution may be amended at the Annual Meeting or a duly called special meeting of the Club membership, or by a mail referendum. To be effected, a proposed amendment must receive a two-thirds

affirmative vote from those present and entitled to vote at the Annual Meeting or a special meeting or a two-thirds affirmative vote from those entitled to cast ballots in a mail referendum.

2. Amendments may be proposed by the Board, or by petition signed by no less than 20 percent of the members.
3. The entire text of the proposed amendments must be mailed or emailed to the membership and posted on the Club bulletin board no less than 20 days before the Annual or special meeting or beginning of a mail referendum. (Modified 03/2017)

Section 3. Members Bound

- a. All Club members, at the time of the adoption of this Constitution and thereafter, are bound thereby.