



Constitution

OF THE

Fourth Estate

Public Benefit Corporation

"It is our mission to contribute to a healthy society by fostering, supporting and incubating a sustainable and vibrant free press"



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Preamble

We the members of the Fourth Estate to fully and completely realize our purpose, do hereby declare, adopt and establish this constitution as the guiding instrument of our organization and association.

We recognize that Journalism, its producers, consumers and other beneficiaries, are mutually dependent on one another, and the quality of the relationships between these groups is directly connected to the health of society.

The core principles of **truth**, **transparency**, and **community** aspire and guide us in our stewardship of journalism and of the greater public trust placed in us.

Bolstering our purpose is a strong sense of obligation to serve the different stakeholders of journalism who count on us to deliver quality and excellence in everything we do.



Article I - Name and Location

Section 1. *Name*

The name of the organization is the "Fourth Estate Public Benefit Corporation" The name may not be copied, used, or issued by anyone for any purpose except as authorized by the Board of Directors.

The Fourth Estate Public Benefit Corporation (hereinafter referred to as, "Fourth Estate") is chartered under the laws of the State of Delaware as a Public Benefit Corporation.

Section 2. *Location*

The headquarters of the Fourth Estate shall be at a site to be determined by the Board of Directors. Divisions, Chapters and other groups of the Fourth Estate shall be located in such cities of states, commonwealths, territories, possessions, and foreign countries as are approved by the Board of Directors under this Constitution.

Article II - Seal, Insignia, and Logos

Section 1. *Design*

The official seal, insignia, and logo of the Fourth Estate is comprised of a representation of a globe image with a "bleeding" ink splash that may or may not be accompanied by the words Fourth Estate. The Board of Directors may adopt such seals, insignia and logos for the Fourth Estate as it shall deem appropriate.

Section 2. *Use By the Fourth Estate*

As authorized by the Board of Directors, the seal, insignia and logos may be used by the Fourth Estate on products, displays, publications, websites, stationery, and the like.

Section 3. *Use by Others.*

The seal, insignia and logos may not be copied, used, or issued by anyone other than the Fourth Estate for any purpose except as authorized or licensed by the Board of Directors.

Article III - Public Benefit Purpose, Vision, and General Objectives

Section 1. *Public Benefit Purpose*

The public benefit purpose and mission of the Fourth Estate is to contribute to a healthy society by fostering, supporting and incubating a sustainable and vibrant free press.

Section 2. *Vision Statement*

The Fourth Estate will be recognized as the premier global organization serving the interests of journalism, journalism's stakeholders and active members of the Fourth Estate.



Section 3. General Objectives

The general objectives of the Fourth Estate are as follows (not listed in order of priority or importance; each objective is equally important in accomplishing the mission of the Fourth Estate):

- a. To serve as an international representative and steward of public interest journalism, a free press and all of journalism’s stakeholders;
- b. To promote the sound, sustainable and ethical practice of journalism and the integrity, quality and independence of the Press;
- c. To enhance the professional growth and development of members of profession and promote high standards of professional competence and ethical conduct, including through the provision of quality education and standards programs;
- d. To promote the welfare of journalism, including advocacy in accordance with the mission of the Fourth Estate and provision of meaningful services and benefits through membership in the Fourth Estate;
- e. To support the members of the Fourth Estate including through promoting professional and social interaction, notifying and educating members as to developments in their respective fields of specialty and interest, encouraging member involvement in activities of the Fourth Estate, and providing opportunities for members to assume leadership roles in the Fourth Estate; and
- f. To promote diversity throughout journalism and the Fourth Estate.
- g. The Fourth Estate shall carry out any other objectives and functions validly given to it by the Board of Directors, Governing Counsel or the majority of its members.

Article IV - Membership

Section 1. Member

Any applicant who meets all membership qualifications and who is approved by the Board of Directors, or its designee, shall be eligible for membership in Fourth Estate. Only Members may hold Membership Shares and shall be entitled to have one (1) vote.

The Board of Directors, or its designee, must approve all applications for membership, and any application for membership may be rejected in the sole and absolute discretion of the Board of Directors or its designee. Fourth Estate member status (“membership”) is effective as of the time the Membership Share is purchased and membership is approved.



Section 2. Member Qualifications

Membership is open and voluntary without gender, social, racial, political or religious discrimination. Any natural person or legal entity, who declares himself/ herself/ itself to be interested in, and supportive of, the Fourth Estate's objectives and purpose and the promotion of the same, who agrees to abide fully by its Constitution, Bylaws, Rules and Regulations, and policies, who executes a Membership Agreement in a form adopted by the Board of Directors from time to time, purchases a Membership Share on terms established by the Board of Directors, remits any required Membership Fee and/or dues, and who meets such other qualifications as may be prescribed by the Board of Directors, is eligible to become a Member of the Fourth Estate. For this purpose, the Board of Directors may establish one or more types of membership, and establish various values for a Membership Share for each type of membership, and establish varying levels of Membership Fees for each type of membership, but all Members who purchase Membership Shares shall have the same rights as Members specified in the Fourth Estate's Constitution, bylaws and resolutions.

Section 3. Membership Fees and Dues

From time to time the Board of Directors may establish such annual and/or one-time membership fee, whether refundable or non-refundable, or adjust the amount of such fee, as is deemed appropriate for the benefit of the Fourth Estate. The membership fee charged may vary for various types of membership as established by the Board of Directors All applicants for membership shall pay a membership fee at the time of application, if so required. The Board of Directors may establish a policy for acceptance of in-kind contributions.

Section 4. Membership Shares

Each applicant for membership shall, at the time of their membership application, purchase one (1) Membership Share, which they shall hold for as long as he/she remains a Member. In the event that the membership is denied the Membership Share shall be refunded.

The value of the membership share may vary for various types of membership as established by the Board of Directors.

Section 5. Membership Dues

From time to time the Board of Directors may determine the need for and assess annual Membership dues in an amount deemed appropriate for the benefit of the Fourth Estate.

The annual dues may vary for various types of membership as established by the Board of Directors. Annual dues may also be assessed for non-member Associates. Members and Associates shall be obligated to pay Annual Member Dues promptly when due. Dues are non-refundable and non-transferable.

Section 6. Transfer of Membership Prohibited

Membership in the Fourth Estate is nontransferable. Any attempt by a Member to transfer, sell or assign membership or a Membership Share shall be void and will result in suspension or termination of membership and forfeiture of Membership Share.



Section 7. Expulsion, Suspension or Termination of a Member

Subject to such due-process limitations relating to notice and opportunity for hearing and redress as are contained in the Bylaws of the Fourth Estate, the Board of Directors may expel for good cause any member or associate of the Fourth Estate by a majority vote of the members of the Board of Directors then present.

Subject to procedures and limitations as are contained in the Bylaws of the Fourth Estate, any member or associate who has been expelled by the Board of Directors pursuant to this Section shall have the right to appeal from that decision to the World Council of the Fourth Estate at its next regularly scheduled meeting.

Section 8. Resignation of a Member

Any Member may resign membership by filing a written resignation with the Secretary of the Fourth Estate, subject to acceptance by the Board of Directors or its delegate. Resignation shall not relieve the resigning Member of the obligation to pay any dues, fees, assessments, or other charges accrued and due but unpaid.

Upon a Member's resignation, the Fourth Estate shall redeem that resigned Member's Membership Share for the consideration described in Article X.

Section 9. Reinstatement of a Member

Upon a written request, signed by a suspended, terminated or former Member and filed with the Secretary of the Fourth Estate, the Board of Directors may, in its sole discretion, reinstate Member status on such terms as the Board may deem appropriate. Upon a Member's reinstatement, that Member shall purchase a Membership Share, if one is not already validly issued to him/her.

Section 10. Associate

Anyone who is a non-Member and who uses the services of the Fourth Estate is an Associate, unless otherwise specified by written agreement between the non-Member and the Fourth Estate and ratified by the Board of Directors.

Article V – Officers, Directors and Delegates: Nomination, Removal, and Duties

Section 1. Elective Officers, Directors and Delegates

The elective officers and directors of the Fourth Estate shall assume their respective offices at the beginning of the fiscal year to which they are elected and shall serve through the end of the fiscal year in which their terms expire or until their successors shall have been installed in office.

The Fourth Estate shall have Chairman, President, and Treasurer and such additional officers as may be authorized by the Board of Directors. The initial officers shall be appointees of the Founding Member and shall hold office until the end of the fiscal year, 2020. No one may serve as an Officer unless that person is a member of the Fourth Estate in good standing.



The elective officers and directors of the Fourth Estate shall be as follows and in the order named and shall be elected to terms of office as indicated:

a. The Chairman , except as hereafter provided, shall be elected to a four (4) year term. The Chairman shall also serve as a director. To reflect his importance as the Founding Member, and his understanding of the mission, values , public benefit purpose and his aspirations for the Fourth Estate, William Jeffrey Brown shall be the initial Chairman of the Board and shall retain that position indefinitely, assuming his continued interest in the Fourth Estate.

b. The President, shall be elected to a four (4) year term. The President shall also serve as a director.

c. The Treasurer, shall be elected to a four (4) year term. The Treasurer shall also serve as a director.

d. Additional directors, who shall be elected to staggered terms of three years as provided in the Bylaws of the Fourth Estate. A member appointed to serve the remaining period of a term to which another person was elected, at the conclusion of that partial term, may stand for election for a full three-year term. Except as provided in Section 1a, No director shall serve more than two elected three-year terms (which terms must be non-consecutive) on the Board exclusive of any term based upon service as a Officer. A person shall not be eligible to serve as a voting member of the Board of Directors following service as National President.

e. Three (3) delegates for each Division and one (1) delegates for each Chapter, who shall be elected for staggered terms of two years by the members within that Chapter. No Division or Chapter Delegate shall serve more than two consecutive terms.

Section 2. Eligibility

All members of the Fourth Estate at the time of nomination, whose dues are paid for the current fiscal year and who hold a valid membership share and otherwise are in good standing, and meet all other qualifications, as may be required by the Constitution, Bylaws, Rules and Regulations, and policies, of the Fourth Estate, shall be eligible as candidates for any elective office (including directors) as prescribed in Section 1 of this Article.

Section 3. Nominations

Candidates for elective offices of the Fourth Estate as prescribed hereinbefore may be nominated for office either by the Nominations and Elections Committee or by petition filed in accordance with this section.

a. The Nominations and Elections Committee shall nominate one or more members, who meet all qualifications and are in good standing, for each of the elective offices (including directors) becoming vacant during the upcoming fiscal year, and each such nominee shall be listed on the



ballot as a candidate for the particular office.

b. Each nominee by petition shall be listed on the ballot as a candidate for the particular office for which nominated. A candidate nominated by petition must be endorsed by not less than 20 members. No member shall be eligible as an endorser of a petition whose dues are not paid for the current fiscal year or who is not otherwise in good standing. Each petition may propose nominees for one or more offices; however, in no event shall any member be eligible as an endorser of more than one candidate for the same office.

Section 4. *Removal from Office*

Any officer may be removed from office for delinquency, inefficiency, neglect of duty, or for other good cause in the same manner and subject to the same due-process limitations as described in Article IV, Section 7, for the expulsion of a member. Any officer so removed shall have the same right of appeal from that decision to the World Council of the Fourth Estate as described in that Section for an expelled member.

Section 5. *Vacancies in Office*

a. In case of death, resignation, or removal of the Chairman, the President shall succeed to that office for the remainder of the term and then shall serve as Chairman during the following term. In case of the death, resignation, or removal of the President between the close of nominations and the annual election, the newly elected President shall assume the office of President for one term only; and, thereafter, a President shall be elected at the next election as provided in Section 1.a. of this Article. In case of death, resignation, or removal of both the Chairman and the President in the same term, the Treasurer shall serve as acting-Chairman until the next regular meeting of the Board of Directors; at such meeting, the Board of Directors shall select an acting-Chairman and an acting-President to serve for the balance of the term.

b. In case of death, resignation, or removal of any other officer, the Chairman shall promptly fill such vacancy by appointment, subject to the ratification of the Board of Directors at its next regular meeting.

c. If upon the close of annual elections as prescribed herein and in the Bylaws of the Fourth Estate no officer, director, or delegate is duly elected, the Chairman shall fill such vacancy by appointment, subject to the ratification of the Board of Directors, except as provided in Section 5a and/or 5b herein.

Section 6. *Limitation on Terms in Office*

Except as provided in Section 1a, No director shall serve more than two consecutive terms on the Board exclusive of any term based upon service as a Officer. A person shall not be eligible to serve as a voting member of the Board of Directors following service as Chairman or President.

Article VI. *Duties of Officers*



a. The Chairman shall be the Chief Executive Officer of the Fourth Estate and shall oversee the operations and affairs of the Board of directors and facilitate good governance by focusing the work of the Board on governing and performing its oversight role. Further, the Chairman builds an effective Board of Directors and inspires the Board to set the mission and strategic direction of the Fourth Estate. The Chairman shall also serve as a director.

b. The President shall be the Chief Operational Officer of the Fourth Estate. The President shall perform such other duties as properly pertain to the office or as may be required under this Constitution and the Bylaws of the Fourth Estate or as directed by the Chairman. The President shall also serve as a director.

c. The Treasurer shall generally be responsible to oversee the financial affairs of the Fourth Estate. The Treasurer shall have the assistance of the Executive Director and staff of the Fourth Estate as designated by the Executive Director. The financial affairs of the Fourth Estate shall include but not be limited to collection and receipt of all moneys due the Fourth Estate; depositing the same to the credit of the Fourth Estate in such financial institutions, and in such currencies, and/or crypto-currencies, as may be designated by the Board of Directors; maintaining information available to the Board of Directors relating to the dues status of each member of the Fourth Estate; and notifying each member each year of the status of that member's national dues for the ensuing fiscal year. Under the direction of the Treasurer, the Fourth Estate shall keep an itemized record of all moneys received, by whom paid, and for what purpose; and shall submit to the Board of Directors and the World Council, whenever requested by either and at the end of the fiscal year, a financial report in writing including, if requested, a list itemizing all receipts and disbursements for the year. The Treasurer shall make all books, vouchers, and records available to the Board of Directors and shall perform such other duties as properly pertain to the office or as may be required by the President, this Constitution, or the Bylaws of the Fourth Estate. The Treasurer shall also serve as a director.

d. Other officers, as authorized by the Board of Directors, shall perform all duties as may be assigned by the Board of Directors, this Constitution, or the Bylaws of the Fourth Estate.

Article VII - Board of Directors

Section 1. *Composition*

The Board of Directors shall consist of the Chairman, President, Vice President, Treasurer and the elected directors of the Fourth Estate. When any of the following have not been elected to the Board, they will by virtue of their position serve as ex officio members of the Board without a vote: Chair of any committee, and the General Counsel of the Fourth Estate.

Section 2. *Qualifications of Directors*

Except as provided in Article V, section 1a, Members of the Board of Directors shall be elected by the members of the Fourth Estate in accordance with the qualifications and procedures established in the Constitution, Bylaws, Rules and Regulations, and policies, of the Fourth Estate.



Section 3. *Duties and Powers*

a. The Board of Directors shall have full power and authority to function as the governing body of the Fourth Estate and, in connection therewith, to conduct any and all activities that it may consider necessary or expedient in accomplishing the objects of the Fourth Estate set forth in Article III. It shall have full control of the business and financial management of the Fourth Estate. The Board of Directors shall have the authority to establish special committees not in conflict with those provided for in Section 5 of this Article and shall perform such other duties as may be required by this Constitution or the Bylaws of the Fourth Estate.

b. The authority of the Board of Directors shall be limited only as follows: (1) amendments to this Constitution and the Bylaws of the Fourth Estate must be approved according to the procedure established in this Constitution and the Bylaws of the Fourth Estate; and (2) any decision of the Board of Directors may be altered, amended, or reversed by a majority vote of the World Council.

c. All actions and resolutions passed or adopted by the Board of Directors shall be posted on the website of the Fourth Estate within thirty (30) business days after each meeting of the Board of Directors.

Section 4. *Meetings*

a. The Board of Directors shall have the authority to establish its own schedule of meetings, but shall meet no less than one (1) time annually.

b. The Board of Directors shall meet specially at other times at the call of the President, at such time and place and for such purposes as the President may consider necessary; provided that no business shall be transacted at any special meeting of the Board of Directors unless notice of the time, place, and purpose of such meeting has been given to all members of the Board of Directors so as to reach them at least three days prior thereto.

c. Any action that the Board is required or permitted take at any meeting of the Board or of the committee may be taken without a meeting so long as all of the members of the Board consent to the action. The directors' consent to the action must be given either in writing or by electronic transmission. The consents, whether they are given in writing or by electronic transmission, must be filed with the Board minutes. If the minutes are kept in paper form, the consents will be filed in paper form, and if the minutes are kept in electronic form, the consents will be filed in electronic form.

Section 5. *Standing Committees*

The Board of Directors shall have such Standing Committees as may be established by the Bylaws of the Fourth Estate for the purpose of addressing matters of Fourth Estate-wide operational or programmatic interest. The President shall nominate and, with the approval of the Board of Directors, appoint the chairpersons and members of the Standing Committees to terms as provided in the Bylaws.



Article VIII - World Council

Section 1. *Composition*

The World Council shall consist of the elective officers of the Fourth Estate; all members of the Board of Directors; all past Presidents who are active and in good standing; Chairpersons of all Divisions, Sections, and Committees; the General Counsel of the Fourth Estate; either the President of each Chapter or other Chapter officer as designated in writing by the Chapter President to the Board of Directors; one other delegate from each Chapter to be selected by the Chapter; and not more than twenty (20) members to be appointed annually by the Chairman of the Board of Director within 30 days after the latter assumes duties of that office. Appointive members shall be subject to removal by the President with the prior approval of the Board of Directors. A vacancy due to death, resignation, or removal of an appointive member may be filled by appointment by the Chairman of the Board of Directors. The President's appointments shall have prior approval of the Board of Directors.

Section 2. *Meetings*

a. The World Council shall convene at the Annual Meetings of the Fourth Estate each year as provided for in the Bylaws of the Fourth Estate. The Board of Directors may combine the World Council meeting with the Annual Meeting of the Fourth Estate. Notice, as set forth in the Bylaws of the Fourth Estate, shall be mailed or transmitted electronically to all World Council members at least 30 days prior to the date of each regular meeting.

b. The World Council may meet specially at other times at the call of the Chairman of the Board of Directors, or the President, with the consent of the Board of Directors, at such time and place and for such purposes as necessary; provided, that no business shall be transacted at any special meeting of the World Council unless notice, as set forth in the Bylaws of the Fourth Estate, of the time, place, and purpose of such meeting has been mailed. and/or transmitted electronically and/or electronically posted on the website by the Fourth Estate to each World Council member in good standing at least 30 days prior to such meeting.

Section 3. *Quorum and Procedure*

Twenty-five percent (25%) of the members of the World Council in good standing shall constitute a quorum for the transaction of business.

Action by the World Council shall be as provided in this Constitution and the Bylaws of the Fourth Estate.



Article IX - Divisions

Section 1. Authority

The Fourth Estate shall have such Divisions as are set forth in the Bylaws of the Fourth Estate.

Section 2. Public Positions Taken by Divisions

A Division—in the name of the Fourth Estate—may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Division only with the prior approval of the Board of Directors. Without such prior approval, the Division may take such a public position only if the position generally reflects the views of its members and the position statement includes a disclaimer that indicates that the Division is taking the position in the name only of the Division. In any event, if a Division takes such action in its own name and not in that of the Fourth Estate, the Division shall report that action immediately to the Board of Directors.

Article X - Sections

Section 1. Sections and Committees.

The Chairman of the Board of Directors, or the President, with the approval of the Board of Directors, may establish Sections of the Fourth Estate to consider areas of special interest to the membership or particular groups of members. Each Section shall enact bylaws, subject to the approval of the Board of Directors, which will provide for the Section's general objectives, operation, and organization—including internal leadership progression and, if desired, Committees within the Section.

Section 2. Public Positions taken by Sections or Committees.

A Section or duly constituted Committee of a Section—in the name of the Fourth Estate—may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Section or Committee only with the prior approval of the Board of Directors. Without such prior approval, the Section or Committee may take a public position only if the position generally reflects the views of members of the Section and the position statement includes a disclaimer that indicates that the Section or Committee is taking the position in the name only of the Section or Committee. In any event, if a Section or Committee takes such action in its own name and not in that of the Fourth Estate, the Section or Committee shall report that action immediately to the Board of Directors.

Article XI - Chapters

Section 1. Organization

Any ten (10) or more members of the Fourth Estate in good standing, who reside, or are employed in the same geographical area, may—upon application to and with the consent of the Board of Directors—organize a local Chapter of the Fourth Estate for such purposes, upon such conditions, and embracing such geographical area as the Board of Directors shall prescribe.



Section 2. Relationship Between Chapters and the Fourth Estate.

a. Each Local Organizing Group or Chapter shall enact and maintain bylaws providing for the Chapter's general objectives, organization—including the Chapter's leadership structure and frequency of meetings—and operation. Chapter bylaws may not be inconsistent with this Constitution and the Bylaws of the Fourth Estate. A copy of the current Chapter bylaws shall be filed with the Fourth Estate.

b. Chapter affiliation is limited to members and associates of the Fourth Estate. A Chapter may not refuse affiliation to any member or associate of the Fourth Estate in good standing who resides, or is employed within the geographic area of the Chapter and who tenders any applicable Chapter dues.

Section 3. Modification and Revocation of Chapter Charters

The Board of Directors shall have authority to revoke the charter of any Chapter for cause in the same manner and subject to the same due-process limitations as described in Article IV, Section 7, for the expulsion of a member. Any Chapter whose charter is so revoked shall have the same right of appeal from that decision to the Fourth Estate as described in that Section for an expelled member.

Section 4. Public Positions Taken by Chapters

A Local Organizing Group and/or Chapter—in the name of the Fourth Estate—may issue reports, make public announcements, and publicly advocate positions on issues of concern to the Chapter only with the prior approval of the Board of Directors. Without such prior approval, the Chapter may take such a public position only if the position generally reflects the views of its members and the position statement includes a disclaimer that indicates that the Chapter is taking the position in the name only of the Chapter. In any event, if the Chapter takes such action in its own name and not in that of the Fourth Estate, the Chapter shall report that action immediately to the Board of Directors.

Article XII – Annual Meeting of the Fourth Estate

Section 1. Annual Meeting

There shall be an annual meeting of the Fourth Estate at such place and at such time as the Board of Directors may direct. The annual meeting shall be held for the purpose of receiving the report of the Nominations and Elections Committee on the results of the annual election; receiving the reports of the officers, Committees, Local Organizing Groups and Chapters of the Fourth Estate; and transacting such other business as may be recommended by the Board of Directors or as may be required by this Constitution or the Bylaws of the Fourth Estate.

Section 2. Notice of Annual Meeting

Notice, as set forth in the Bylaws of the Fourth Estate, of the time and place of an annual meeting of the Fourth Estate and the character of the business to be presented shall be mailed and/



or displayed and/or transmitted electronically by the Fourth Estate to each World Council member in good standing at least 30 days prior to such meeting.

Section 3. *Quorum and Required Vote*

Fifty percent (50%) of the members of the Fourth Estate in good standing shall constitute a quorum for transaction of business at the Annual Meeting.

Action by the World Council shall be as provided in this Constitution and the Bylaws of the Fourth Estate.

Article XIII - Authority Regarding Bylaws

Subject to satisfying the notice and quorum requirements of Article VII, if written notice of the proposal has been included in the notice, the World Council may adopt, amend, or repeal any Bylaw at a regular or special meeting of the World Council upon two-thirds vote of those present and voting pursuant to the provisions of this Constitution and the Bylaws. The Board of Directors shall have the power and authority to enforce such Bylaws, together with additional policies, rules and regulations as it may deem necessary, not inconsistent with the provisions of the Bylaws and this Constitution.

Article XIV - Amendment to the Constitution

Section 1. *Initiation of Amendment.*

A proposal to amend this Constitution may be initiated in any one of the following ways:

- a. Subject to satisfying the notice and quorum requirements of Article VII, by two-third's vote of those present and voting at a meeting of the World Council, if written notice of the proposal has been included in the notice.
- b. Subject to satisfying the notice and quorum requirements of Article VII or Article XI, by two-third's vote of those present and voting at an annual meeting of the Fourth Estate, if written notice of the proposal has been included in the notice.
- c. Upon written petition bearing the signature of at least five percent (5%) of the membership, not more than half of whom may be members of the same chapter.

Section 2. *Adoption of Amendment*

An amendment so proposed shall be submitted to the members in good standing under procedures established by the Bylaws of the Fourth Estate, either mailed or transmitted electronically. An amendment so submitted shall become effective upon the affirmative vote of two-thirds of the members who vote upon it.

END