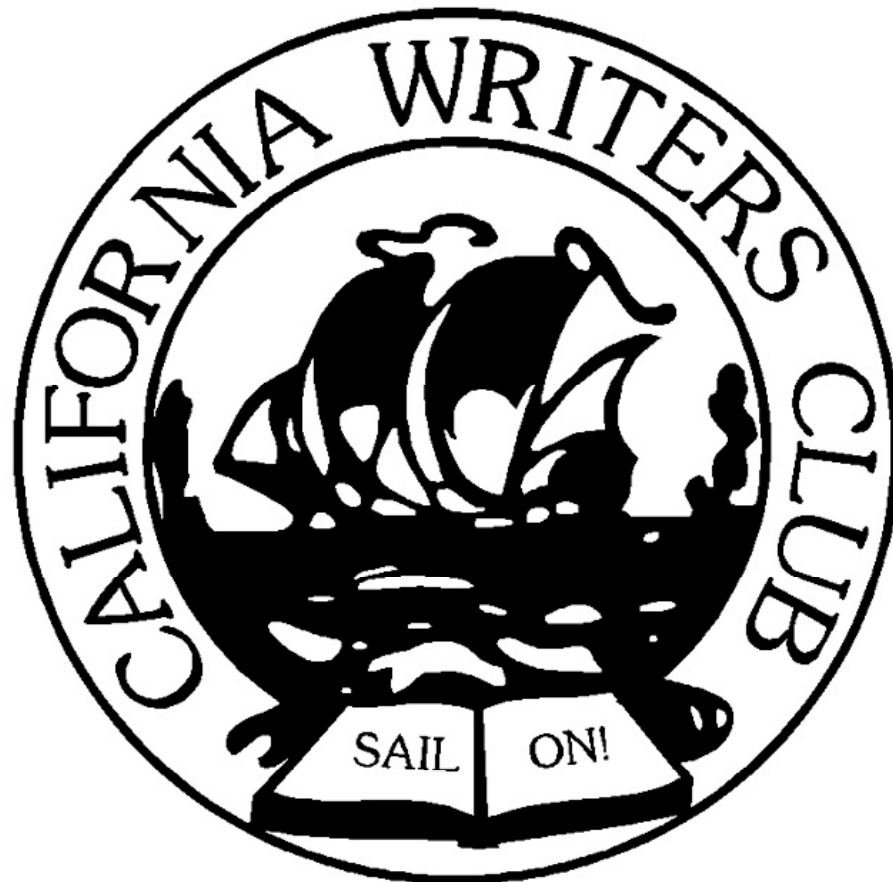


California Writers Club Policy and Procedures

(As approved July 1, 2009)



Founded 1909

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I. MISSION STATEMENT

- A. The California Writers Club (CWC) shall foster professionalism in writing, promote networking of writers with the writing community, mentor new writers, and provide literary support for writers and the writing community as is appropriate through education and leadership.
- B. The club supports all genres, writing styles and related professions such as editing, publishing, photographic journalism and agents.
- C. The branches provide an environment where members can obtain critique of their efforts, attend workshops, and share experiences. Branches are encouraged to mentor writers of all ages by providing educational programs for adults and fostering youth programs.

II. ORGANIZATION

- A. Branches comprise the CWC. A branch operates on a semiautonomous basis, deriving its own bylaws, electing its own officers, and conducting its own programs and business. Branch operation shall conform to the corporate constitution, bylaws, and this policies and procedures (P&P) document.
- B. Unless otherwise stated in this document or the bylaws, the central board conducts the corporate business in accordance with a majority vote of the representatives present at duly called meetings. Unless otherwise stated in this document or the corporate bylaws a quorum consists of half of the duly appointed branch representatives or their proxies.
 1. This board is comprised of one representative from each branch. Branches should appoint their representative for a two-year term by the methods specified in their local bylaws.
 2. If an appointed representative cannot attend a duly called meeting, the branch president may appoint a proxy. To vote on issues, the substitute must carry a written (e-mail or FAX) letter of proxy from the absent representative or from the branch president. A representative may carry only one proxy representing another branch.
- C. No person may serve more than six consecutive years as an officer or representative, but may return after an interval of one year.

III. CONDUCTING BUSINESS ON THE INTERNET (E-BUSINESS)

A. DISCUSSION

1. In addition to scheduled face-to-face meetings, the Central Board (CB) may conduct business via the Internet (e-business).
2. Email and the "Forum," an adjunct to the CWC website, shall be the sole e-business media. The official conduct of e-business shall be limited to to the "Category," E-Business, and its three boards: Discussion, Voting, and the ancillary, Q&A Regarding Procedure.
3. Within the limitations of email and the Forum, e-business shall follow the rules of "Precedence" established within these Policies and Procedures.

4. The CB President shall act as e-business Presiding Officer (PO) and shall act as or appoint an e-business Moderator.

The PO will conduct process: recognizing and disposing of motions; the moderator will manage the e-business boards.

5. Each CB Representative (Rep) is required to have Internet access and an e-mail account and have a working familiarity with the Forum. Reps are expected to attend the e-business process with sufficient discipline to act on each motion presented by the PO. A Proxy may fill in for an absent Rep.
6. Status emails (“broadcasts”) sent by the PO in the course of conducting e-business) shall include “CWC” and topical information in the subject field. Example: “CWC – Call to Order.”
7. The moderator will pair the PO’s broadcasts with a concomitant “NOTICE” on the e-business board.
8. The secretary of the Central Board shall prepare e-business minutes to be emailed to CB Reps and branch presidents on a quarterly basis. A collection of these e-business minutes will be brought up for approval at the next face-to-face CB meeting.
9. Several motions may be processed simultaneously.

B. PROCEDURE

1. Any Central Board Rep may make a motion by framing it appropriately (“I, John Doe, move that...”); recommending time frames for seconding, discussion, and voting; and emailing it to the PO. The PO may negotiate the time frames.
2. A motion shall be deemed to be in order if it is properly framed and if it pertains to a matter that is within the proper scope of the CB according to its constitution and bylaws.
3. Upon recognizing the motion as being in order, the PO will:
 - a) Broadcast a “CWC – Call To Order.” The broadcast will include mover’s name, the title and text of the motion, or a synopsis, and the time frames for a second, the discussion and voting. Reps will be directed to the Forum.
 - b) Forward it, with time frames, to the e-business Moderator, who will post the full motion on the Forum, including mover, title, text, and time frames, as a “Topic” under the “Board” headed “Discussion of Active Motions.”
4. The first Forum “Reply” to the motion must be a second. If a second is not made within the specified time, the motion will automatically “expire.” A “CWC – Motion Expired” broadcast will be sent by the PO, and an “NOTICE – EXPIRED MOTION” posted on topic by the Moderator. The posting will remain for a week, after which the motion will be removed.

The mover may withdraw his or her motion, with an email to the PO, at any time before it is seconded but not after. The PO will then broadcast the withdrawal (“CWC – Motion Withdrawn”) and the Moderator make a “NOTICE – WITHDRAWN MOTION” note on the discussion board.

5. Once the motion has been seconded, discussion may begin. During the discussion period, the motion may be managed (amended, tabled, withdrawn, etc.) only by a subsidiary motion, processed in the same manner as the primary motion.

6. If a subsidiary motion is in order, the PO will broadcast a “CWC – Stop Notice, a Subsidiary Recognized” to indicate that discussion on the main motion will cease until disposition of the subsidiary is achieved. The Moderator will follow with a “STOP NOTICE – SUBSIDIARY RECOGNIZED” reply on the topic board and post the subsidiary motion and time frame details below it.

If an approved subsidiary motion substantially changes its primary motion, the mover of the primary motion may request and renegotiate its discussion and voting time frames.

7. A point-of-order may be raised by means of an email to the PO. The PO will respond with a broadcast, “CWC – Point of Order,” relate the point being made, accept or reject with basis, and if accepted, take the appropriate action. The Moderator will follow suit on the e-business board.
8. At the end of the discussion periods (main or subsidiary), the PO shall declare discussion closed with a broadcast entitled “CWC – Call for a Vote.” The broadcast will include the motion’s title, the name of the mover and seconder, the text including changes ordered by way of approved subsidiary(ies), and the time frame for voting. The Moderator will open the voting board with the motion’s title, final wording and time frame for voting.
9. Votes will be cast by way of a “Reply” to the topic. Each reply will include the branch name and the word “Aye,” “Nay,” or “Abstain. A vote may be changed during the voting period. When voting closes, a notation of “Present” will be recorded for those who participated in the discussion but did not vote. An “Absent” will be recorded for those not attending either the discussion or the vote. These notations will become a part of the minutes.
10. A quorum is defined within these P&Ps. For purposes of determining an e-business quorum, a member is counted as present only if that member has voted.
If a quorum is not reached by the end the specified voting time, the PO may extend the voting period once but add no more than the original time allotted. If a quorum is still not reached, the motion will have said to expire and, with a broadcast from the PO, “CWC – Motion Expired” will be removed from the e-business board by the Moderator and an “EXPIRE NOTICE” posted on the voting board for a week.
11. At the conclusion of voting, the PO will determine a quorum, and count and tally the votes. The PO will adjourn that particular e-business session with a broadcast entitled, “CWC – Motion Passed/Failed,” state the motion’s title, the text, its disposition, the tally, including those accorded a “present” or an “absent.” The Moderator will confirm the tally and post an announcement of results under that voting topic. The Moderator will remove the motion and discussion from the board not earlier than a week after the PO’s broadcast.
12. Minutes of e-business: the secretary shall record all motions receiving a second. The motion title, text, disposition and tally, including those accorded a “present” or an “absent” shall be recorded and maintained as minutes. These minutes, in quarterly installments, shall be emailed to branch presidents as an insight into their representation. If no motion has reach a second during the period, a statement to that effect will be sent.
13. E-business minutes shall be officially approved by the CB at the next face-to-face meeting.

C. RESPONSIBILITIES

1. Presiding Officer (PO) – officiates the conduct of the e-business process, including the following:
 - a) Entertains motions from Central Board Representatives. May negotiate time frames.
 - b) Maintains order with the help of moderator, if one is appointed.
 - c) Sends broadcasts to Reps announcing status of motions in process. May extend time frames if deemed appropriate.
 - d) Ascertains whether quorum has been met. Counts votes and proclaims dispositions, and the tally, including those accorded a “present” and/or an “absent.”
 - e) Remains neutral in the e-business process and may not participate in discussion or voting; although may encourage participation through means, external to this e-business process.
2. Moderator – coordinating with PO, manages e-business boards and runs clock, including the following:
 - a) Maintains boards and topics; responds to PO’s email broadcasts with notices on the e-business boards.
 - b) Removes non-legitimate replies, e.g., discussion on a voting board.
 - c) Confirms PO’s assessments of vote counts and quorum.
3. Secretary – Records and publishes e-business results, including the following:
 - a) Maintains record (minutes) of all motions receiving a second including the maker, the seconder, text and disposition, a complete tally, including those accorded a “present” or an “absent.”
 - b) Prepares quarterly collections of minutes. Emails them to branch presidents. Presents e-business minutes for CB approval at the next face-to-face meeting.

D. DEFINITIONS

1. E-business - Internet-facilitated legislation in the form of motions, and their quasi-parliamentary management as guided by *Robert's Rules of Order*.
2. Broadcast – A procedural email of status and action that is sent to all branch representatives. Examples include:
 - CWC – Call to order
 - CWC – Call for the Vote
 - CWC – Motion Passed/Failed
 - CWC – Motion Expired
 - CWC – Stop Notice
 - CWC – Resume Notice
 - CWC – Contested Motion

CWC – Point of Order

CWC – Motion Withdrawn

3. Proxy – A CWC member, appointed by a branch president to act on behalf of an absent Representative. The proxy will use the CB member's ID and password. When the proxy's period of service has concluded, it is the CB member's responsibility to change his or her password to ensure the restrictive nature of Forum and e-business operations.
4. Time frame – The period between start and stop dates for legislative action; e.g., seconding a motion. A normal time frame is considered to be four days for the second, two weeks for discussion, and one week for voting following the sending of a broadcast.
5. NOTICE – A posting on the board by the moderator, mirroring the PO's broadcast.
6. Aye – Yes; an affirmative vote on the motion.
7. Nay – No; a negative vote on the motion.
8. Abstain – A vote not indicating favorable or unfavorable inclination
9. Present – A record accorded a member who has participated in discussion but not voted.
10. Absent – A record accorded a member who has not visited the motion either to discuss or to vote.
11. Expired – No longer under active consideration. A motion is said to have expired if it does not receive a second or does not experience a quorum during its life on the E-business Board.

IV. MEMBERSHIP

- A. Membership categories are active, emeritus, life, patron, honorary, courtesy, associate and associate non-writing literary professionals, student, and supporting.
- B. Definitions for this section:
 1. General circulation shall be interpreted as distribution of at least 1,000 copies.
 2. A publisher of standing shall be interpreted as a business entity that derives its income from publishing literary, academic, or technical works. Each branch shall appoint an Accreditation Committee that considers and approves material submitted by potential active or associate members and submits approved membership applications to the state membership chair. The branch shall send the central board its share of initiation fees and annual dues with each application.
- C. Each branch considers and approves applications for advancement from associate to active category and informs the state membership chair of all such membership changes.
- D. Active members are writers who produce fiction, nonfiction, poetry, plays or other creative writing of quality and meet the following minimum production requirements:
 1. A fiction writer, nonfiction writer, poetry writer, and/or a photojournalist shall have had a book published by a publisher of standing within the past ten years, or a book currently under contract, or publications or acceptance within the past three years of not less than three stories, articles or columns in a periodical or periodicals of general circulation.

2. A writer of stage plays, screenplays, radio plays, television plays, or videos, shall have had a publication, performance, production, or production in development within the past 10 years.
 3. A branch may consider a self-publisher or writer who publishes his material under his own imprint eligible for membership. The branch Accreditation Committee shall use the following criteria to judge the submitted material:
 - a) Professional presentation of writing style
 - b) Professional presentation as to style
 - c) Plans for distributing published materials
 - d) In addition, the branch Accreditation Committee shall reserve the right to determine if the quality of the publication meets the high standards of professional writing. This evaluation deals only with the standard of writing and not with the genre or content.
 4. A branch may consider a self-publisher or writer who publishes his material electronically for membership. The branch Accreditation Committee shall use the following criteria to judge the submitted material:
 - a) Professional presentation of writing style
 - b) Professional presentation as to graphics
 - c) In addition, the branch Accreditation Committee shall reserve the right to determine if the publication's quality meets the high standards of professional writing. This evaluation deals only with the standard of writing and not with the genre or content.
- E. A branch may accord emeritus membership to active members who have made significant contributions in the field but may no longer be actively writing. Emeritus members may vote and hold office. (Refer to Article V Dues and Fees.)
- F. Branches shall accord life membership only to active members. Life members shall be exempt from any further payment of dues but otherwise shall have all the duties and privileges of active membership.
- G. A branch may accord patron membership to persons or organizations that contribute to the branch in either outright gift, substantial yearly contribution or significant service.
1. Patron members shall have no vote nor hold office unless they are active or associate members. The branch pays central's share of such member's annual dues to the central treasury.
- H. The central board may accord honorary membership to persons who are of such eminence that the CWC in honoring them honors itself.
1. Honorary members shall not pay dues, hold office, or vote.
 2. A branch shall petition the central board to grant honorary memberships.
- I. A branch may accord courtesy membership of one year to unpaid speakers as an acknowledgment of such services.
1. Courtesy members shall not hold office, or vote.
 2. The branch pays central's share of such member's annual dues to the central treasury. (Refer to Dues and Fees.)
 3. When a courtesy membership expires, he or she may be designated as an active or associate member upon payment of renewal dues.

- J. Associate membership shall be accorded to those persons who qualify by submission of writing material that is approved by the branch Accreditation Committee as clear evidence of acceptable writing quality.
 - 1. An exception to this policy exists for non-writing literary professionals. If no demonstrated conflict of interest exists, branches may accord associate membership to career professionals in areas related to writing. These adjunct memberships may include editors, librarians, agents, booksellers, publishers, producers, directors, and book illustrators. The branch accreditation committee has the discretion to grant these memberships.
 - 2. An accreditation committee shall consider literary agents only if his or her agency has at least three published clients and is a member in good standing of the Association of Authors' Representatives.
 - 3. Associate members shall have the right to vote, serve as branch directors, hold branch offices, and represent their branches on the central board.
 - 4. The number of associate members in a branch shall not exceed the number of active members.
- K. Student memberships are offered to writers from the ages of eight through 22, or any writers who are a verified full time student at an accredited school. No writing submission shall be required. Student members will not be eligible to vote or hold office. (Exceptions may be made by the central board.)
- L. Branches may create a supporting membership in those cases where the ratio of associate to active members does not allow additional associates on the roster, or for people who want to support a branch, but are not interested in a writing career.
 - 1. Supporting members are entitled to the same privileges and benefits as active and associate members except they may not vote, hold office, nor represent their branch to the central board.
 - 2. Supporting members shall pay the same dues and fees, local and central board, as active and associate members.
- M. If any existing member of a CWC branch wishes to join one or more additional branches, they shall pay branch dues (\$20, not prorated) to each branch they join, and they will not have to re-qualify for their membership level at any additional branches they join. Regardless of how many branches to which a member belongs, the member will have only one vote in statewide issues.
- N. Branches may offer hardship memberships on a case-by-case basis at the discretion of the branch board of directors. Hardship memberships shall not constitute more than five percent of the branch's membership.

V. DUES AND FEES

- A. All dues and fees are paid to the member's branch. The branch shall then remit the appropriate funds to the central board.

Active, associate, and supporting CWC members shall pay annual dues of \$45 to a branch. The membership year is July 1 through June 30. The branch shall remit \$25 to the central board with the member's renewal to the membership chair by October 20 or be reported as delinquent to the CWC board. The membership chair must submit funds and forms to the treasurer and updated membership records to CWC board by November 5.

- B. Members in good standing have until September 30 to renew their membership at the local branch. On October 1, CWC shall drop all delinquent members from the rolls. If dropped, a member must requalify his or her status and pay the new member enrollment fees.
 - 1. Non-renewal of membership.
 - a) Branches will deny a member's application for renewal if that member has exhibited behavior that the central board deems to be detrimental, libelous, or slanderous to CWC's good name or its members. Documentation of accusations followed by a 2/3 vote from the current central board will be required to deny renewal of membership. The central board reserves the right to define the parameters of detrimental, libelous, or slanderous behavior.
- C. In addition to the membership dues, new members shall pay an enrollment fee of \$20. The branch remits one-half the amount of the enrolment fee to the central board with each new member application.
- D. Starting January 1, a branch may enroll new members for \$22.50 plus \$20 enrollment fee.
- E. Active members may purchase life membership for \$675 and are then exempt from further dues. The branch shall remit \$275 of the life membership fee to the central board treasury.
- F. Branches shall pay annual dues (\$25) to the central treasury for each patron or courtesy membership they bestow.
- G. Emeritus members shall pay a renewal fee of \$15. The branch shall remit \$8 to the central board treasury.
- H. A branch shall determine its student membership fees. The branch shall pay \$10 per member to the Central treasury to cover the costs of insurance and accounting.
- I. For hardship memberships, a branch shall remit \$10 to the state CWC treasury.

VI. OFFICERS OF THE CENTRAL BOARD

- A. The central board officers shall be president, vice president, secretary, and treasurer.
- B. Duties of officers.
 - 1. President. In addition to other duties described in this manual and in the bylaws, shall:
 - a) Preside over all central board meetings
 - b) Determine the time and place for each central board regular or special meeting
 - c) With the secretary's approval, create and distribute agendas via e-mail or FAX for coming meetings and, except for special meetings, mail the agendas to the representatives two weeks before the event
 - (1)The president may deliver the special meeting agenda at the event.
 - d) May cosign all drafts, checks, and contracts approved by the central board.
 - e) Appoint committee chairs unless otherwise stated in this manual.
 - 2. Vice president. In addition to other duties described in this manual and in the bylaws, shall:
 - a) Assume the president's duties when the president is unable to act.
 - b) May cosign all drafts, checks, and contracts approved by the central board.
 - 3. Secretary. In addition to other duties described in this manual and in the bylaws, shall:

- a) Take minutes of all duly called central board meetings and distribute them after the meeting
 - b) Maintain roster of all branch boards of directors. This roster shall indicate duties of the directors, if any. The secretary shall distribute updated lists to the Executive Committee when notified of changes at a branch.
 - c) May cosign all drafts, checks, and contracts approved by the central board.
4. Treasurer. In addition to other duties described in this manual and in the bylaws, shall:
- a) Keep all accounts in good order.
 - b) Prepare an annual budget with the advice of the Finance Committee.
 - c) Cause branches to send quarterly and year-end financial reports to him or her.
 - d) When deemed necessary, appoint subcommittees, with approval of the Executive Committee, to conduct the financial business of the central board.
 - e) Work with an accounting firm to improve the reporting processes and pass requirements down to the branches.
 - f) May cosign all drafts, checks, and contracts approved by the central board.
- C. The central board shall fill vacancies occurring in the offices of president, vice-president, secretary, or treasurer by appointment.

VII. NON-VOTING MEMBERS OF THE CENTRAL BOARD

- A. Membership chair. (Unless also a branch-appointed central board representative, in which case he/she retains voting privileges.)
- B. *The Bulletin* editor. (Unless also a branch-appointed central board representative, in which case he/she retains voting privileges.)
- C. Webmaster. (Unless also a branch-appointed central board representative, in which case he/she retains voting privileges.)
- D. Historian. (Unless also a branch-appointed central board representative, in which case he/she retains voting privileges.)
- E. Special consultant(s).
 - 1. The president may appoint special consultants to the board.
- F. The central board's directors and officers insurance policy will cover its non-voting members. (Refer to Insurance and Accounting.)

VIII. ELECTIONS

- A. The representatives to the central board shall elect central board officers each year at the July meeting.
 - 1. The normal term-of-office for all officers is one year or until a successor is elected.
- B. In January of each year, the president shall appoint the chair of the Nominating Committee subject to approval by the central board. The chair shall not be from the president's home branch.
 - 1. The chair may enlist as many members from the central board as the chair deems necessary.

2. The nominating committee shall solicit candidates for the positions of president, vice president, secretary, and treasurer, as follows:
 - a) Candidates must be from different branches.
 - b) Candidates for president and vice president must be active members of their respective branches.
3. Candidates for president and vice president must have served at least one year in the previous five on the central board.
4. The candidate slate may have more than one name for each position. In the event the Nominating Committee Chair and/or any member of the committee decides that they wish to be a candidate for any of the offices of the central board, they will so notify the president and the central board immediately and no later than two weeks prior to the date of election.
 - a) Such notification shall carry with it an immediate resignation as the chair and/or member of the Nominating Committee.
- C. In April, the Nominating Committee shall present the slate to the central board. *The Bulletin* editor shall include the Nominating Committee's slate in each issue of *The Bulletin* published between April and the elections in July.
- D. In July, the president shall yield to the chair of the Nominating Committee for the purposes of soliciting further nominations for the four positions from the central board. Any one making a nomination from the floor must have written permission from that person.
- E. The chair shall declare election by acclamation when only one name appears on the slate for an office.
- F. In the event that two or more candidates contest a position, the chair shall conduct an election by secret written ballot. The chair shall appoint a teller to distribute, collect, and count ballots, as follows:
 1. The chair shall give each candidate five minutes to speak to the assembly before the teller distributes ballots.
 2. The teller shall tally and announce the results of the voting to the central board.
- G. The elected officers shall assume their duties at the end of the July meeting.

IX. COMMITTEES

- A. The central board president is an ex-officio member of all committees except the Nominating Committee.
 1. Except where this document assigns the position, the president shall appoint committee chairmen subject to approval by the central board.
- B. Standing Committees.
 1. Executive
 - a) The central board elected officers and one member-at-large approved by the central board shall comprise the Executive Committee. The president shall chair the committee.
 - b) The president fills the position of member-at-large on the Executive Committee by appointment subject to central board approval.

- c) The central board shall charge the Executive Committee with handling day-to-day corporate business that in the Executive Committee's opinion it cannot defer to the next duly called central board meeting. For that purpose, the central board authorizes the committee to use the discretionary funds approved in the corporate budget for CWC business.
 - d) The committee may not enter into any contract in excess of \$500 without central board approval.
 - e) The president shall report all Executive Committee actions at the next duly called central board meeting.
2. Membership
- a) The president shall appoint the chair of the membership committee subject to approval by the central board.
 - b) The chair shall collect membership renewals, new member applications, and requisite fees from each branch. After verifying that the correct fees were paid, the chair shall forward the money and appropriate forms to the central board treasurer.
 - c) The chair shall provide the addresses for *The Bulletin* mailings.
 - d) The chair shall assist the secretary in maintaining the official CWC membership roster and shall provide quarterly membership updates to the central board with copies of the complete roster to the President and Secretary.
 - e) The chair may, with the approval of the central board, create subcommittees to deal with membership matters.
3. Bylaws, Policies and Procedures, and Standards
- a) The Bylaws section.
 - (1) The committee shall conduct a comprehensive bylaws review every fourth year. The committee shall notify the central board when the Bylaws require change.
 - (2) In the interim, the central board shall vest the committee with the responsibility of reviewing change proposals made by branches or representatives under the provisions of the constitution and bylaws and make a recommendation to the central board for action.
 - (3) The committee shall review bylaws submitted by candidates for new branch charters to assure they conform to the corporate constitution, bylaws, and policies and procedures.
 - (4) Branches shall submit changes of their bylaws to the committee to assure those changes conform to the corporate constitution, bylaws, and policies and procedures.
 - (5) Except for resolving conflicts, neither this committee nor the central board may dictate changes or modifications to branch bylaws.
 - (6) The committee chair shall serve as central board parliamentarian.
 - b) The policies and procedures section.
 - (1) The committee shall assist the secretary in maintaining the Policy and Procedures manual and providing copies:

- (a) to branch representatives, the webmaster, and,
 - (b) to other members of CWC when requested through their representative or the Executive Committee.
 - (c) The committee shall provide assistance, when requested, in constructing changes to the P&P.
 - c) The ethics and standards section.
 - (1) The committee will recommend standards on a case-by-case basis as issues arise with the aim of developing an evolving code of standards.
 - (2) Officers, directors, and event chairs must show personal integrity, must be free of conflicts of interests, and carry out their duties in a professional manner.
4. Finance
- a) The central board treasurer shall chair the Finance Committee and may create any necessary subcommittees.
 - b) The treasurer may recruit as many central board members for the committee as deemed necessary to conduct the CWC fiscal affairs within its constitution and bylaws and the California and United States nonprofit corporate laws and rules.
 - b) The committee shall meet quarterly before the central board meeting to develop its report and resolutions for the central board. The chair may consult with committee members between meetings, as deemed necessary. The central board charges the committee with the responsibility to review quarterly financial reports and make recommendations to keep the corporation solvent.
 - c) In July of each year, the committee shall present a budget to the central board for the coming fiscal year. The central board shall vote to approve or modify the budget at the same meeting.
5. Education/Outreach
- a) The president shall appoint the chair of the Education Outreach Committee subject to the approval of the board.
 - b) The committee shall investigate, schedule, and initiate (upon approval) CWC-sponsored writing contests, retreats, and conferences.
 - c) The committee will serve as the central point of contact for public relations for the CWC.
 - d) The committee will serve the purpose of the CWC in pursuing the following: marketing CWC membership and recruitment; education; encouraging good writing; developing publication opportunities; developing funding sources; providing common meeting areas; invigorating and inspiring writers both within and outside CWC; providing writing feedback opportunities; and providing agent and editor feedback opportunities.
 - e) The committee shall publicize California Writers Week.
 - f) Standing subcommittees:
 - (1) The UCLA/Los Angeles Times Festival of books
 - (2) New branch development
 - (3) Publicity.

6. *The Bulletin*

- a) The official newsletter of the CWC shall be *The Bulletin*.
- b) The editor of *The Bulletin* shall chair this committee. The chair may recruit other members of the CWC to assist in production and circulation.
- c) *The Bulletin* shall be produced bimonthly and mailed to all members in good standing and certain other people and agencies that the editor deems will further the purposes of the CWC.
- d) Advertising and sponsorship for *The Bulletin* is encouraged, but it must conform to Publication 417 of the United States Postal Service for nonprofit organizations.
- e) Branches are encouraged to submit information to the editor for publication in *The Bulletin*, but the editor is the sole authority on what is printed and may edit the material for length and content.
- f) Branches may advertise local events, such as conferences, workshops, and other activities by having inserts included in *The Bulletin*, but shall reimburse the central board for the direct expense, not including postage, of the printing.

7. Scholarship

- a) The Scholarship Committee (the Committee) shall comprise at least five active members of California Writers Club (CWC). Committee members need not be representatives to the central board. The central board president shall appoint the committee's chair subject to ratification by a majority vote of the board.
- b) The scholarship fund will be a set-aside (reserve) of the central board treasury. At the end of each fiscal year, one-half of any uncommitted general funds, one-half of any investment dividends and interest, one-half of any net income for conferences and contests, and one-half of any net income from any other fund raising efforts of the central board shall be transferred to the scholarship fund. CWC will award scholarships when in the committee's opinion the scholarship reserve has accrued sufficient funds. The committee shall seek to supplement the scholarship fund with grants, donations from the membership, and members' endowments.
- c) The committee may not use funds derived from grants for administrative purposes. The committee may not use more than 20 percent of the scholarship fund, excluding grants, for administrative costs including solicitation of funds and grants, and travel and per diem for committee members. The use of the scholarship fund, excluding grants, for any other purpose shall require approval by a three-fourths vote of the central board or two-thirds of the general membership.
- d) The committee shall determine the criteria for scholarship but those criteria must include the requirement for candidates to prove a sincere desire to pursue writing as a career by presenting significant work in progress at the time of application. The committee has the discretion to signify a specific genre for a scholarship but shall not choose a specific genre more than once in any three-year period.
- e) The committee may give priority to candidates applying for scholarship to California colleges and universities and the committee may award scholarships for postgraduate education.

- f) When the committee determines that sufficient funds are available to award a scholarship of \$3,000 or more, the central board shall invite each CWC branch to propose one scholarship candidate to the committee.
- g) The committee shall select the final candidate and present its choice to the central board for majority approval.
- h) These articles, once adopted, may be changed only by a three-fourths vote of the central board provided the secretary notified all representatives of the proposed changes in writing no less than one month before a duly called meeting of the body to allow representatives sufficient time to canvass their respective branches for direction.

8. Ad Hoc Committees—the president may create and appoint chairmen, subject to ratification of the central board, for such other committees as may be necessary for the operation of the central board.

X. BRANCHES

- A. The number and method of electing officers within a branch shall be according to its bylaws.
 - 1. Within two weeks after an election, the branch president shall send a list of branch officers and directors to the central board secretary. For each member of the branch board of directors, the list shall include:
 - Position
 - Name
 - Postal mailing address
 - City, State, and ZIP Code
 - Telephone number
 - E-mail address.
- B. Each branch is entitled to one representative on the central board. The representative shall be a member in good standing of the branch.
- C. Each representative is responsible for communication between the central board and his/her branch.

XI. NEW BRANCH DEVELOPMENT

- A. When a group of writers expresses interest in creating a new branch, CWC shall quickly and earnestly respond in writing.
- B. The vice president in concert with two New Branch Committee members approved by the central board (all three comprising the committee) shall be responsible for developing new branches. In case of conflict of interest concerning a candidate branch, a committee member will recuse himself and central board will approve another committee member. The committee may delegate the authority specified in item 4 to another member of the central board from an existing branch closer to the prospective group.
- C. The minimum requirements for branch formation are:
 - 1. The group must have a minimum of 30 primary members. Of these, more than half must qualify for active membership, and the others as associates. Supporting members do not count for this purpose.
 - 2. The group must meet the criteria of balance, which states that the number of associate members shall not exceed the number of active members. For active members, the candidate branch must provide documentation of published work to the committee. Once a branch is approved for charter, accreditation of active members is handled locally by the branch.

3. The group shall have been meeting regularly for six months and recording minutes.
 4. A delegation from the group shall meet at least once with a member of the central board designated by the committee to discuss CWC's bylaws and policies and procedures.
 - a) Prior to or after this meeting, the candidate branch will submit to the committee a letter of intent, to include 1) two contact names in full, along with address, phone number and e-mail address; 2) proposed branch name; 3) geographic area of expected membership recruitment (e.g. city or cities and/or county).
 - b) The committee will acknowledge receipt of letter of intent and indicate to candidate branch whether information received is sufficient for continuing the process toward charter.
 5. The group shall then submit an application for charter, to include: 1) local branch bylaws, which shall conform to the bylaws and policies and procedures of the central board; 2) final proposed name of branch; 3) geographic area of member outreach; 4) list of 30 or more proposed members, more than half of which must be active members per definition in current CWC policies and procedures as shown in supporting documentation; 5) minutes of six months of regular meetings; 6) intended meeting place.
 - a) Upon recommendation by the committee, the Executive Committee shall invite one representative of the candidate branch to the next central board meeting in their region.
 - b) The committee chair shall introduce the candidate branch with a recommendation for charter and request approval from the central board.
 6. With the central board's approval and payment of dues and enrollment fees, the group shall become a branch of the corporation.
 7. The new branch shall accept responsibility for active participation on the central board and in certain joint activities of CWC, such as conferences, workshops, and recognition of California Writers Week.
 - a) In return, the branch will be issued a certificate of charter and entitled to all benefits of CWC membership.
- D. Any group of local writers, which already exists as an organization, with bylaws, an established membership protocol, and wishes to petition for a charter as a branch of CWC, shall be considered on an ad-hoc basis by the central board.

XII. CWC LOGO

- A. When used, the CWC logo must appear in the exact form described in the constitution. The lettering style must remain exactly as displayed on the historic woodcut by Perham Nahl. No person shall use the CWC logo in any way that is not in the best interests of the CWC, its purposes, and its ideals. The central board is the final authority for use of the CWC logo.
- B. Branches must use the CWC logo for identifying club affiliation. When used in conjunction with a branch's individual logo, the CWC logo must appear to the left or above the other logo and must be at least the same size.
- C. With permission from the central board, CWC members-in-good-standing may use the logo on their personal stationery or website. When used on a website, the logo must provide a hyperlink to the CWC website at www.calwriters.com.

XIII. INVESTMENT MANAGEMENT

- A. CWC may invest accrued funds. The CWC shall diversify the invested funds so that no less than fifty percent of the holdings shall be kept in low-risk investments, the remainder may be placed in moderate-risk investments
- B. At its discretion, the central board may place the excess funds with an investment manager; otherwise, the central board treasurer shall conduct the management.
- C. The central board shall use revenues from investments to further the purposes of the club.

XIV. REIMBURSEMENT POLICY

- A. Eligibility: the following people may be reimbursed for CWC-related out-of-pocket expenses subject to the terms of this article/section.
 - 1. Members of the Central Board and their proxies.
 - 2. Consultants, non-CB members of CWC and others invited by the CB to attend meetings or assigned club-related tasks subject to pre-approval by the Executive Committee or central board.
- B. Items eligible for reimbursement
 - 1. CB meeting expenses.
 - a) Transportation: the least costly available method that does not put an undue burden on travelers.
 - (1) Air, train and personal car are approved methods. Cars rentals are excluded from reimbursement. Air reservations must be booked no earlier than six weeks and no later than one month before a meeting date, excepting case of emergency meeting or with pre-approval of the Executive Committee or central board.
 - (2) Car mileage round trip from home to the meeting or to the airport or train station at the rate of \$0.40 per mile.
 - (3) Taxi or shuttle fare round trip from hotel to airport or train station when free service is not available.
 - (4) Overnight parking fees at airports or train stations.
 - (5) Highway tolls for drivers.
 - (6) Reimbursement for add-on fees resulting from changes in itinerary, missed connections or failure to use a ticket requires Executive Committee approval. Requests must be submitted within 30 days of the travel date and will be handled on a case-by-case basis. The decision will be based on the reason for the change. Expenses incurred by central board changes will be reimbursed.
 - b) Lodging: Saturday night lodging for the class of accommodations arranged by the President will be paid directly by CWC for those who generally travel more than 100 miles to reach the meeting site by car, providing reservations are made in advance of the group rate deadline. Those making late reservations will pay the difference out-of-pocket.
 - (1) Sunday night lodging may be pre-approved by the Executive Committee on request by those whose health and well-being are jeopardized or when deemed in the best interest of the Executive Committee. Requests must be made and approved more than one month before a meeting to assure

availability of advance fares. The extra night will be paid by the traveler and reimbursed in accordance with the reimbursement procedure item III. and includes only the basic room rate.

- (2) Room upgrades, entertainment and all other hotel services and personal expenses are the responsibility of the traveler.
 - c) Meals: CWC will pay directly for meals associated with a meeting on meeting day. No other meals will be reimbursed.
 - d) Miscellaneous: travel-related items such as gratuities for baggage handling, shuttle service, etc. that fall within generally accepted amounts for such services.
2. Non-meeting expenses: a variety of expenses incurred in the performance of assigned club-related work will be reimbursed at actual cost. These items include but are not limited to printing, copying, phone, mileage and other charges necessary to the task.
- C. Procedure for reimbursement. Reimbursement is limited to eligible parties who follow these procedures.
1. When possible, reimbursement checks for meeting costs and non-meeting expenses up to \$25 incurred between meetings will be delivered at meetings provided the necessary paperwork is submitted at the start of the meeting and conforms with reimbursement requirements.
 2. Expense forms with copies of receipts attached must be delivered to the treasurer during a meeting. Some incidental items, such as gratuities, may not require receipts. The treasurer is authorized to determine eligibility. The officers will sign the reimbursement requests and the treasurer will deliver checks during the meeting. Expense requests delivered during meetings but lacking documentation must be delivered to the treasurer no later than 30 days after the meeting and will follow the procedure described in 3. below.
 3. Requests for reimbursement of more than \$25 incurred between meetings and all expenses incurred by those who do not attend meetings must reach the treasurer no later than 30 days after the expense is incurred.
 4. When further documentation is needed, the treasurer will advise the person and an additional 30 days will be allowed to submit missing data.
 5. Reps and others are responsible for requesting reimbursement and providing documentation in accordance with the terms of this article/section.

XV. CONTRACTS

- A. No member of the CWC may encumber the corporation with any financial obligation without the majority approval of the central board.
- B. The president and treasurer must sign all contracts.

XVI. EMPLOYEES

- A. The CWC shall be an equal opportunity employer.
- B. The CWC is primarily a volunteer organization. If CWC must hire work due to the lack of sufficient volunteers, it shall hire independent contractors.

XVII. INSURANCE AND ACCOUNTING

- A. Insurance.

1. The central board shall indemnify the corporation and its branches with insurance.
2. The central board shall periodically review the insurance and determine if coverage should be increased or decreased.
3. CWC shall carry insurance through an agent who specializes in insuring nonprofit organizations.
4. The central board shall carry a directors and officers insurance policy for the central board.

B. Accounting.

1. The Central board shall provide the corporation and its branches with accounting services in compliance with nonprofit standards.
2. All financial information submitted by the branches to the treasurer of the central board shall be only on forms designed by the board for financial reports, including balance sheet, income report, expense report, bank statements showing reconciliation, and any other documents requested by the state treasurer.
3. Any branch that does not use the financial reporting forms and procedures established by the central board shall be liable for outside accounting fees that exceed the following guidelines: a) less than 50 members, 1 hour per quarter; b) 50-75 members, 1-½ hours per quarter; c) over 75 members, 2 hours per quarter.
4. Any event that generates more than \$5,000 in gross income will require a separate account with the accounting firm hired by the central board and the branch or event shall pay the fees. The central board may grant exceptions.
5. All branches are required to maintain signature cards for each account held at any financial institution with a minimum of two valid, current signatures.

XVIII. SPECIAL AWARDS

A. The Jack London Service Award.

1. The central board shall present a Jack London Service Award to designees selected by the branches bi-annually, beginning in 2007. The purpose of the award is to honor a member whose service to the CWC and/or a branch has been exemplary. The central board stresses that the merit of the award is in the service, independent of writing accomplishments. It is not mandatory that a branch designate a recipient simply because the opportunity exists.
2. Each branch may select one member designee. The means of selecting the recipient is at the branch's discretion
3. The president shall present the awards at the annual corporate membership meeting.
4. An individual may receive the Jack London Service Award only one time.

B. The Ina Coolbrith Award.

1. From time to time and when deemed appropriate, the central board shall bestow the Ina Coolbrith Award to a deserving member. The purpose of the award is to honor a member whose service to the CWC and/or the Central board has been exemplary.

XIX. WEBSITE — WWW.CALWRITERS.COM/WWW.CALWRITERS.ORG

- A. The central board budget shall provide for hosting and maintenance of the CWC website. The president shall appoint the webmaster.
- B. The website shall provide historical and contemporary information to the public about the CWC and its various branches. The information provided to the public may include calendar events such as meeting time and places, workshops and conferences.
- C. Branches may be represented on the CWC website in one of two ways:
 1. The website will provide a hyperlink to the branch website, or
 2. The branch may have one page on the CWC website with its unique information. In the case of a unique page, the branch must also furnish an e-mail address for public contact.
 3. All branches with a website must include on their home page a disclaimer that any links from that site are not endorsed, approved, or reviewed by the CWC.
- D. Events and contests publicized on the website must be sponsored by:
 1. Other branches of the CWC
 2. Writing organizations in which CWC members are active.
 3. Writing organizations that are recognized or sponsored by accredited educational institutions, the CWC, or professional writing organizations.
- E. CWC will provide reciprocal links to:
 1. CWC branches.
 2. Free, writing-related resources that are of a professional quality.
 3. Publishing resources that do not charge reading fees, pay authors, and are legitimate online or print publications. The legitimacy of publications is based on the source of the information, such as trade-publication notices requesting stories or publications in which CWC members are involved.

XX. THE BULLETIN.

- A. *The Bulletin* shall be the official publication of the CWC Central Board.
- B. The president shall appoint *The Bulletin* editor subject to ratification by the central board. The editor shall follow established policies established and approved by the central board.
 1. Editorial content of *The Bulletin* shall consist of club news, articles pertaining to the art and craft of writing, and information related to the publishing industry.
 2. Photographs shall be included when appropriate.
 3. Except for cases of paid advertising, *The Bulletin* shall not advertise notifications of members' publishing accomplishments.
- C. Active and associate members are invited to submit their work. Submissions are published at the discretion of the editor.
- D. Without specific permission from the Executive Committee, no payment will be made for any material printed in *The Bulletin*.
- E. While the First Amendment rights are and always shall be a prime concern, *The Bulletin* will not print gratuitous vulgarity, obscenity, or explicit sexual content.
- F. Advertising space may be sold, provided that:
 1. It conforms to the United States Postal Service regulation for nonprofit periodicals.

2. The nature of the advertisement pertains to the art and craft of writing

XXI. CALIFORNIA WRITERS WEEK

- A. The central board shall set aside the third week in October every year as California Writers Week, resolved by the California State Assembly in a Legislative Resolution, September 4, 2003. The week shall be set aside to honor all California writers, past and present, for their contributions to society, and to encourage future writers.

XXII. ROSTER

- A. The secretary is responsible for the official roster. The membership chair shall maintain the roster.
- B. For special events, the central board may make the official state roster available to branches.
- C. In January of every year, the membership chair shall send the official roster to each branch president. The branch president may authorize printing of the roster for all or any of the branch's members.
- D. The membership roster of the club or any one of its branches and any lists generated by CWC sponsored events is proprietary information. No member may use the official state roster or other event-generated lists or release it to anyone outside the club unless they have explicit permission in writing from the central board. Each branch is responsible for control of its individual roster.
 1. Violation of this provision may result in immediate termination of the offender's membership and such legal action, as the central board deems appropriate, including obtaining an injunction and seeking reasonable attorney fees.
- E. From time to time, the central board may publish the roster to the membership. The central board shall determine the form and substance of the published roster.

XXIII. AMENDMENTS

- A. Amendments to the P&P require a two-thirds majority vote of the representatives present at a duly called central board meeting.
- B. The representative sponsoring a change must present it to the secretary, in writing, in motion or resolution form.
- C. The central board recommends that, time permitting, a notice of proposed changes is included on the agenda, and the sponsors mails copies of the proposal to all representatives before the meeting.

XXIV. PRECEDENCE

- A. The latest edition of Robert's Rules of Order available at a meeting will govern central board meetings in the absence of specific directions in this document or the bylaws.

Adopted as amended (a complete rewrite of Section II) by a vote of the central board on the e-business board, July 1, 2009

_____ President, California Writers Club