

# *Constitution of the Alabama Writers' Conclave as Amended*

## **ARTICLE I -- NAME**

The name of this organization shall be the Alabama Writers' Conclave.

## **ARTICLE II -- OBJECT**

The organization is organized exclusively for literary and educational purposes within the meaning of Section 501 (C) (3) of the Internal Revenue Code. Its mission is to foster the advancement of the literary arts.

## **ARTICLE III -- MEMBERSHIP**

Membership in the Alabama Writers' Conclave shall include three classes: Active, Student, and Life.

## **ARTICLE IV -- OFFICERS AND THEIR ELECTIONS**

Section 1. The officers of the Alabama Writers' Conclave shall consist of a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Alternate Treasurer, and Historian.

Section 2. These officers shall be elected every two years at the annual meeting of the Conclave.

Section 3. The President shall appoint a Parliamentarian who is a member of the Conclave.

## **ARTICLE V -- MEETINGS**

Section 1. The annual meeting of the Alabama Writers' Conclave shall be held in June, July, or August at a time and place to be decided by the Executive Board.

Section 2. The Executive Board shall meet at least four times a year.

## **ARTICLE VI -- PROVISION FOR DISSOLUTION**

In the event of dissolution, the residual assets of the organization shall be turned over to one or more private (non-governmental) organizations which themselves are exempt as organizations described in Sections 501 (C) (3) and 170 (C) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code. The organizations to receive such residual assets must be approved by vote of Alabama Writers' Conclave members present at a called meeting, the date, place, and time of which must be publicized to all AWC members six months in advance of such called meeting.

## **ARTICLE VII -- LIMITATIONS**

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501 (C) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170 (C) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

## **ARTICLE VIII -- AMENDMENTS**

Section 1. This Constitution may be amended at any annual meeting of the Alabama Writers' Conclave by a two-thirds vote of those present and voting, provided notice of the proposed amendment has been given in writing to all AWC members three months before the annual meeting.

Section 2. All such proposed amendments shall be submitted to the Executive Board, in writing, not later than the spring Executive Board meeting of the year in which such amendments are proposed for adoption. Such amendments must be signed by two or more Active members.

Section 3. The proposed amendment shall be posted on the opening day of the annual meeting and voted upon in the final business session.

# *Bylaws of the Alabama Writers' Conclave*

FOUNDED 1923

## **ARTICLE I -- MEMBERSHIP**

Section 1. The membership of the Alabama Writers' Conclave shall consist of Active, Student, and Life Member.

Section 2. Anyone actively engaged in writing or in furthering the profession of writing shall be eligible for active membership in the Conclave.

Section 3. Any person under 18 years of age, who is writing or interested in writing, is eligible for student membership upon payment of dues. Student members do not have voting rights and may not hold office. Upon turning 18 years of age, a Student member may pay adult dues and become an Active member.

Section 4. Any person who has rendered outstanding service to the Alabama Writers' Conclave or to the cause of letters in general may be named as a Life Member upon recommendation of the Executive Board and by a two-thirds vote of those present and voting at any annual meeting. Life members shall not be required to pay dues.

## **ARTICLE II -- ELECTION OF OFFICERS**

Section 1. All officers shall be elected at the annual business meeting of the Conclave. Where there is more than one candidate for any office, the election shall be by ballot and the majority of votes cast shall constitute an election.

Section 2. Officers shall consist of a President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Alternate Treasurer, and Historian. A Parliamentarian shall be appointed by the incoming President and shall be a member of the Conclave.

Section 3. The President shall appoint, with the approval of the Executive Board, a Nominating Committee of three or more members. This committee shall present the names of the candidates for office, their consent having been secured, at the final business session of the annual meeting.

Section 4. Any member of the Conclave shall have the privilege of submitting names to the Nominating Committee.

Section 5. Further nominations for the elective officers may be made from the floor, provided the consent of the nominee has been secured.

Section 6. The term of office shall be for two years and no officer, except the Treasurer and Alternate Treasurer, shall be eligible for more than two consecutive terms without a two-thirds majority vote by the Executive Board.

Section 7. Officers shall be installed by the retiring President or someone appointed by him/her. Officers shall assume their duties immediately following their installation at the annual meeting.

Section 8. Vacancies occurring in an office shall be filled by appointment of the President, with the approval of the Executive Board, and an officer so appointed shall serve until the next succeeding election. In the event that the President resigns, dies in office, or loses the ability to perform the functions of the office as determined by vote of a majority of the board, the First Vice President shall assume the additional responsibilities and authority of the President and shall serve in that capacity until the next succeeding election.

Section 9. In the event that a member of the Executive Board fails to attend three consecutive board meetings without the concurrence of a majority of the board in special arrangements which do not require his/her physical presence, the President with the concurrence of a majority of the board may declare the position vacant and appoint a successor to fill it until the next election.

## **ARTICLE III -- DUTIES OF OFFICERS**

Section 1. The President shall preside at all business meetings of the Conclave and of the Executive Board; shall call special meetings of the Conclave and of the Executive Board, appoint special and standing committees; fill vacancies occurring in office, prepare with the assistance of the Executive Board the agenda for meetings; and submit to the annual meeting a condensed narrative of the year's work.

Section 2. The ranking Vice-President, in the absence of the President, shall perform all the duties of the President's office.

a. The First Vice President shall serve as Program Chairman.

b. The Second Vice President shall serve as Membership Chairman and Scholarship Chairman and shall correlate with the Treasurer the process of receiving new members.

Section 3. The Recording Secretary shall keep in permanent file form the Minutes of the Conclave and of the Executive Board; shall read the minutes and sign the approved Minutes; shall notify the President of unfinished business. In his/her absence, a Secretary pro tem shall be appointed by the President.

Section 4. The Corresponding Secretary shall conduct the general correspondence of the Conclave; shall read communications; shall give notice of all meetings; shall notify officers if elected in absentia; send letters of congratulation, sympathy, or as otherwise directed; present a brief annual report to the Conclave.

Section 5. The Treasurer shall have charge of all funds and property belonging to the Conclave; shall collect dues; shall pay bills and disburse funds as directed by the Executive Board; shall keep an accurate roster of the members; shall compile an annual financial report, submitting it to the annual meeting of the Conclave.

Section 6. The Alternate Treasurer shall assist the Treasurer in performance of that office's duties as required.

Section 7. The Historian shall preserve copies of press notices, programs, bulletins, and printed materials pertaining to the activities of the Conclave and its members, and shall make a report of the Conclave's work at the annual meeting.

Section 8. The Parliamentarian shall serve in an advisory capacity to the President in the conduct of business sessions; shall rule on doubtful points of order; shall see that the Conclave Constitution and Bylaws conform to Robert's Rules of Order Newly Revised; shall assist officers and chairmen in Parliamentary matters as needed.

#### **ARTICLE IV -- DUTIES OF EXECUTIVE BOARD**

Section 1. The Executive Board shall consist of all officers, the immediate past president and chairmen of standing committees. The President and Recording Secretary shall be ex-officio Chairman and Secretary of the Executive Board.

Section 2. The Executive Board shall hold at least four (4) meetings during the year; the first to be held within 60 days following the annual meeting and the remainder to be spaced as evenly throughout the year as practicable. Special meetings may be held upon the call of the President, and the President will call a special meeting if requested to do so by two or more members of the Executive Board. The Executive Board shall transact all business of the Conclave in the interim between annual meetings, and shall report (with recommendations, if any) to the annual meeting.

#### **ARTICLE V -- COMMITTEES**

The standing committees of the Conclave shall be: Membership, Publicity, Contests, Publications, Long-Range Planning. These committees shall be appointed by the President within sixty days of his/her election. Special ad hoc committees may be appointed by the President as needed.

#### **ARTICLE VI -- DUTIES OF COMMITTEES**

Section 1. The duties of all Standing and Special Committees shall be such as are usually performed by such committees and as may be defined by the Conclave or the President, except that such duties may not conflict with the express organizational object of Alabama Writers' Conclave as defined in Article II.

Section 2. The Poet Laureate Committee shall be charged with the selection of a Poet Laureate for the State of Alabama as provided for in the Code of Alabama, S 143 - Powell, approved May 5, 1931. This committee shall be an interim committee to serve for four years, during which time the committee shall receive recommendations for the Poet Laureate to be selected for a four-year term. The committee shall present its nomination to the membership present at the annual business meeting during the nomination year. Other recommendations for nomination may be presented from the floor at that time, provided the recommended person has agreed to serve and meets all the criteria. After he or she has received the official commission from the Governor, the committee shall be dismissed and a new one appointed by the current President.

Section 3. The Long Range Planning Committee (LRPC) is generally charged with monitoring the operations of the AWC and developing plans and recommendations to improve these operations and advance the development of the organization. These plans and recommendations are submitted to the Executive Board for consideration and disposal. The Committee Chair will be appointed by the President.

The Chair will then appoint the committee members. The number of members of the committee may vary but will not exceed seven, including the Chair. Specifically, this committee:

- a. Adheres to the guidelines contained in the LRPC Standing Operations Procedure (SOP).
- b. Identifies and evaluates sites and dates for future writers' conferences and presents these evaluations to the board for consideration and disposal. These recommendations will be presented to the board at the spring meeting of the board, in the year prior to the recommended dates.
- c. Monitors board compliance with the governing documents (constitution and bylaws) and SOP and reports to the board discrepancies identified and perceived needs for change of practices or for revision of the text of these documents to make their mandates congruent with practice.
- d. Identifies for board consideration means by which the organization can better and more effectively discharge its mission and, should the board endorse any of these means, develop plans for their realization as mandated by the board.
- e. Assumes any additional responsibilities as directed by the president.

## **ARTICLE VII -- MEETINGS**

Section 1. The annual meeting of the Alabama Writers' Conclave shall be held in June, July, or August at a time and place to be decided by the Executive Board.

Section 2. At least sixty days' notice of the annual meeting shall be announced in the AWC spring newsletter.

## **ARTICLE VIII -- DUES AND FINANCES**

Section 1. Annual dues shall be set by the Executive Board, to be presented as a recommendation to the membership at the annual meeting. The amount approved by the membership shall become effective at the beginning of the next fiscal year. The fiscal year runs from January 1 through December 31.

Section 2. A registration fee shall be paid by each member and visitor attending the full schedule of the annual meeting. A per diem fee shall be required of members or visitors attending on a part-time basis. The amount of such fees shall be determined by the Executive Board prior to sending announcements of the annual meeting.

## **ARTICLE IX -- PROGRAMS**

Regular programs shall be arranged for the Conclave by the First Vice President as Program Chair.

Section 1. The Program Chair is charged with planning and staging the annual writers' conference and annual meeting of the AWC. Pursuant to these duties, the Program Chair:

- a. Follows the guidelines specified in the Standing Operating Procedure for the First Vice President.
- b. Adheres to the conference dates and site, as determined by the Executive Board, after the board has considered the recommendations of the Long Range Planning Committee.
- c. Determines the program events to be included in the conference.
- d. Selects and hires appropriate faculty to facilitate the program.
- e. Works with the host site in making arrangements for meals, meeting rooms, conference rooms, audiovisual equipment, registration desk, book store, etc., as needed for the conference program and annual meeting.
- f. Prepares a draft line-item budget for the upcoming conference for board approval at the fall board meeting of the calendar year preceding the conference.

Section 2. The Program Chair also plans and stages other appropriate events dedicated to fulfilling the stated purpose of the Alabama Writers' Conclave.

## **ARTICLE X -- QUORUM**

Section 1. Nine members shall constitute a quorum for annual Conclave business meetings.

Section 2. Five members shall constitute a quorum for Executive Board meetings.

Section 3. A majority of members on a committee shall constitute a quorum for committee meetings.

## **ARTICLE XI -- AMENDMENTS**

These Bylaws may be amended at any annual meeting of the Conclave by a two-thirds vote of those present and voting, provided that notice of the proposed amendment had been submitted in writing to the Executive Board and signed by two members, not later than the spring Executive Board meeting.

## **ARTICLE XII -- PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised shall be the Parliamentary authority of AWC.

### **STANDING RULES**

1. Order of Business:

- Call to order by the President; Reading and Approving of Minutes; Reports of Officers.
- Reports of Executive Board and Standing Committees; Unfinished/Old Business.
- New Business; Adjournment.

2. The Alabama Writers' Conclave shall have on file in the Recording Secretary's permanent book a copy of the Constitution and Bylaws, signed by the President and the Revisions Committee, with the date of adoption. A second copy shall be in the President's book. A third copy shall be kept in the possession of the Parliamentarian.

## **ARTICLE XIII -- LIABILITY**

The Alabama Writers' Conclave shall in no way and under no circumstances be in any way responsible or held liable for any literary infringements, libelous statements, or any other legal misconduct of any or all of its members.

**THIS CONSTITUTION AND ITS BYLAWS REFLECT ALL AMENDMENTS ENACTED ON OR BEFORE THE 23<sup>rd</sup> DAY OF JULY 2006.**

(signed)

Jim Reed (President) Alabama Writers' Conclave

## *Appendix to Alabama Writers' Conclave Constitution*

No. 92.) (S. 143. Powell  
CODE OF ALABAMA

An Act to create the honorary office of Poet Laureate of Alabama, to designate the method of selection, to authorize the use of the insignia of the office, and to authorize the issuance of a commission by the Governor.

### BE IT ENACTED BY THE LEGISLATURE OF ALABAMA:

Section 1. That the honorary office of Poet Laureate of Alabama is hereby created as hereinafter provided.

Section 2. The Writers' Conclave, a voluntary organization of Alabama historians, playwrights, fiction writers, poets, and newspaper writers, may at any annual meeting of said Writers' Conclave, designate a suitable person to hold the honorary office of Poet Laureate of Alabama, and upon the election of a nominee by a majority of the membership present and voting, the name may be certified to the Governor of Alabama by the President of said Writers' Conclave as duly elected to the position. Whereupon the Governor shall issue a commission to said Poet Laureate, bearing the Great Seal of the State of Alabama.

Section 3. The term of office of Poet Laureate of Alabama shall be indeterminate and retroactive to June 10, 1930. Vacancies shall be filled by the method described in Section 2 of this Act.

Section 4. No salary or other emoluments of a monetary nature shall be paid to the Poet Laureate of Alabama by the State by virtue of said office.

Section 5. The Poet Laureate of Alabama may be entitled to wear upon his person as an insignia of the office a small gold metal simulating in design an open book, upon which may be inscribed the title of office, the name of the incumbent and the date of the commission issued by the Governor, said medal to be provided by the Alabama Writers' Conclave from its own funds.

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